smiths

OUR CODE OF BUSINESS ETHICS

USING OUR VALUES TO GUIDE OUR ACTIONS AND BEHAVIOUR, AS INDIVIDUALS AND AS A BUSINESS, IS CRUCIAL TO ACHIEVING OUR AMBITION.

At Smiths we do business in the Smiths Way. That means around 22,000 of us, in more than 50 countries, working together to a shared strategy and way of doing things to help us achieve our ambition - to become one of the world's leading technology companies.

Using our values to guide our actions and behaviour, as individuals and as a business, is crucial to achieving our ambition. It's also vital to protecting and building our reputation - built up over 160 years of doing business with integrity - with customers, colleagues, investors, external partners and the outside world.

But from time to time at work we're faced with difficult or ethically challenging situations where it's not entirely clear what applying our values means.

Our Code of Ethics is here to help. It outlines what's expected of us and, while it can't answer all of the challenges we may face, it provides a useful foundation to help us all do the right thing.

If you see something at work that concerns you or that you feel doesn't align with our values, the Code is your first port of call. But if you're still unsure, please speak out. No-one will ever suffer any form of retaliation for bringing an ethical concern to leadership's attention. Speaking out can help you deal with a challenge and ensure we always do the right thing for all involved.

Thanks for familiarising yourself with our Code of Ethics and using it to help apply our values to everything you do, every day.

Andrew Reynolds Smith
Chief Executive

OUR VALUES

Our vision is that we're proud to be Smiths, pushing boundaries and delivering innovative solutions for the world's challenges. Across the world we work to achieve our shared ambition to become one of the world's leading technology companies. To do this, we must work together in the Smiths Way, embodying our shared values that guide our decisions and actions every day.

Integrity

We do the right thing, every time

Customer focus

We are valued and trusted partners in all we do

Respect

We respect each other, value different perspectives and cultures and act inclusively

Passion

We learn and innovate together to deliver excellence and win

Ownership

We make and keep commitments

the smiths way

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- We respect Smiths reputation

REPORTING AND ASKING QUESTIONS

WE DO THE RIGHT THING EVERY TIME. WHEN WE SEE OR EXPERIENCE ANY ACT OR BEHAVIOUR THAT DOES NOT ALIGN WITH OUR VALUES OR OUR CODE WE SPEAK OUT AS QUICKLY AS POSSIBLE. SPEAKING OUT CAN PREVENT SERIOUS HARM TO OUR COMPANY AND TO OUR COLLEAGUES. WE ARE ALL GUARDIANS OF SMITHS VALUES AND CULTURE.

IF IN DOUBT SPEAK OUT

REPORTING AND ASKING QUESTIONS

We have several ways to report concerns and ask questions, including:

- Our Line Managers
- Local Human Resources management
- Divisional Human Resource Directors
- The Ethics & Compliance Office
- The Speak Out Line **speakout@smiths.com**

Further information on how to report concerns or ask questions can be found at speakout.smiths.com.

SOMETIMES WE FACE DIFFICULT CHOICES. WHEN FACED WITH A POSSIBLE ETHICAL ISSUE, WE SHOULD ALWAYS ASK:

Does my action or decision follow our values?

YES NO

Does my action or decision follow our policies and rules, and any applicable regulations or laws?

YES NO

Would I be comfortable with my friends knowing about my action or decision if it were reported on the front page of the newspaper?

YES NO

WE MUST BE ABLE TO ANSWER "YES" TO ALL OF THESE QUESTIONS BEFORE PROCEEDING AND BE SURE THAT WE HAVE FOLLOWED OUR CODE, OUR POLICIES, AND THE LAW. OUR SUCCESS DEPENDS ON OUR ABILITY TO MAKE CHOICES THAT ARE CONSISTENT WITH OUR POLICIES, VALUES AND APPLICABLE LAW.

IF YOU ARE UNABLE TO ANSWER ANY OF THESE QUESTIONS, REFER TO THE INFORMATION ON THIS PAGE UNDER "REPORTING AND ASKING QUESTIONS".

WE ENCOURAGE EVERYONE TO SPEAK OUT

IF YOU DO SPEAK OUT ABOUT AN ETHICAL CONCERN, THAT CONCERN WILL BE INVESTIGATED THOROUGHLY, AND NO DISCIPLINARY ACTION OR OTHER MEASURE WILL EVER BE TAKEN AGAINST YOU FOR RAISING IT. RETALIATION FOR SPEAKING OUT IS STRICTLY PROHIBITED AT SMITHS AND WILL BE SUBJECT TO DISCIPLINARY ACTION UP TO AND INCLUDING DISMISSAL.

WE ENCOURAGE EVERYONE TO SPEAK OUT

We do the right thing every time. When we see or experience any act or behaviour that does not align with our values or our Code we speak out as quickly as possible. Speaking out can prevent serious harm to our company and to our colleagues. We are all guardians of Smiths values and culture.

If you do speak out about an ethical concern, that concern will be investigated thoroughly, and no disciplinary action or other measure will ever be taken against you for raising it. Retaliation for speaking out is strictly prohibited at Smiths and will be subject to disciplinary action up to and including dismissal.

REPORTING AND INTERNAL INVESTIGATIONS

(Roll over each of the steps for more information)

1

ETHICS CONCERN RAISED

2

CASE OPENED AND ASSIGNED TO AN INVESTIGATOR

3

CASE INVESTIGATED

4

RESOLUTION/CONCLUSION

FOR MORE INFORMATION SEE OUR POLICY ON REPORTING AND INTERNAL INVESTIGATIONS

INTEGRITY

WE DO THE RIGHT THING EVERY TIME.

WORKING IN THE SMITHS WAY WE ALWAYS FOLLOW OUR CODE,
OUR POLICIES AND THE LAW.

INTEGRITY
WE DO THE RIGHT THING EVERY TIME

We follow our Code, our policies, and the law
Working in the Smiths Way we always follow our Code, our policies, and the law. There may be times when our policies or the law seem unclear or don't directly answer the question that we have. In those cases, we make sure to seek help. This Code guides us on how to seek answers. It is not possible for the Code to address every issue that we may encounter, so we must all exercise good judgement, rely on our values, and ask for help when we are not sure.

We all have an important role
We lead with our values. We are all responsible for encouraging a culture of compliance and respect by taking prompt action when appropriate to address questions and concerns. Managers are expected at all times to promote and demonstrate our values, showing commitment to integrity, respect, ownership, customer focus, and passion through our actions and behaviour. This means keeping an open door and encouraging colleagues to discuss and speak up about ethics, compliance and other workplace issues. Managers must seek help and escalate concerns when necessary, for example to the Ethics & Compliance Office or through the Speak Out Line. Managers to whom colleagues raise concerns must also escalate those concerns, as appropriate. This enables Smiths leadership to promptly address issues that could harm our colleagues or the business.

We are alert to potential conflicts of interest
We never allow our private interests to interfere with our professional responsibilities to Smiths. Our personal reputation and the reputation of Smiths can be compromised by the mere appearance of a conflict of interest.

A personal or family relationship with another Smiths employee could create a conflict of interest, or could give the appearance of being a conflict of interest, if that relationship could affect our decision-making.

If you are aware of a potential conflict of interest, you must disclose it to your manager and follow the procedures in Smiths Group Conflicts of Interest policy.

conflict of interest

A conflict of interest arises when we have a personal interest that competes with Smiths interests.

For example, a conflict can arise when we have a close relationship (e.g. as an owner of shares) in a company that competes with Smiths.

Conflicts can also occur when we use our position, or information or relationships that we have because of our position, to pursue a personal business opportunity or other benefit (including for others).

SCENARIO

Q: *Yuki's brother owns a computer supply business and Yuki is responsible for purchasing supplies for her office. She needs some computer equipment. Her brother offered to sell her the equipment at a significant discount. Yuki bought the equipment without disclosing their relationship to her manager. Yuki believes that she is doing right by Smiths by lowering costs while purchasing needed items. Is this okay?*

A: *No. Yuki must disclose to her manager that her brother is the owner of the computer supply company before buying the equipment—even if her brother is providing the best price and service. Her manager may choose to proceed with the purchase, but her decision to do so will not be clouded by a potential conflict of interest.*

SCENARIO

Q: *Jon has been working with a customer on a lengthy project. The customer has some additional work and suggests that Jon do the work himself rather than through Smiths. The project is small, and Jon knows he can complete it in his own time after hours and on weekends without affecting his role at Smiths. Is that okay?*

A: *No. Even if the second job would not interfere with Jon's duties at Smiths, he is potentially taking an opportunity that belongs to the company. Before we take on any additional role outside Smiths (for example, as a non-executive director of a board or a trustee of a charity), we must first clear it with our manager and make sure that in taking on the role, we are not in breach of Smiths Conflict of Interest policy. If a manager has any questions about whether to clear a potential conflict, he or she should consult with Human Resources, Smiths Group Legal or the Ethics & Compliance Office.*

SCENARIO

Q: *Chen has received a call from a distributor who is upset that another distributor in the same territory is selling our products at a lower price. The distributor has asked Chen to talk to the other distributor about raising their prices to the same price as all of the other distributors in this territory. Should Chen do this?*

A: *No. We never seek to influence the price at which our distributors or any other reseller sells our products to end-users. To do so would likely break the law and could have serious consequences both for Chen and for Smiths. Chen should therefore not agree to intervene. He should report the request to his manager and to Smiths Group Legal.*

We compete fairly

Smiths is a valued and trusted business partner of our customers. While we compete with passion and vigour, we also recognize that fair competition creates better products and services for our customers. To maintain our reputation, we must always act independently of our competitors and never do anything that violates, or could appear to violate, antitrust and competition laws.

We never enter into discussions or arrangements (whether through formal written agreements or through informal understandings) with competitors to fix prices or to divide up potential business opportunities (for example, by geographic territory, by customer or by product).

We never discuss with our competitors commercially sensitive information about our respective businesses and operations. If our job requires us to meet competitors (for example, at trade association meetings or product standards meetings) we must take particular care to avoid any discussions about our respective businesses and operations. If we have any questions about what we can and cannot do or say, we must speak to Smiths Group Legal beforehand. And if at a trade association meeting (or any other forum at which our competitors are present) sensitive commercial topics come up you must immediately stop the discussion and report the incident to your manager and to Smiths Group Legal.

We do not seek or accept any confidential information that belongs to our competitors. In particular, we take care to ensure that new employees do not bring confidential information belonging to their former employers. If confidential information about our competitors comes into our hands, we must always immediately speak to Smiths Group Legal.

Competition laws can be complicated and we should always ask for advice if we are unsure.

We do not bribe

We never offer, give or accept bribes on our own behalf or on behalf of Smiths.

We do not make facilitation payments, save in the very rare circumstances set out in Smiths Facilitation Payments policy. Facilitation payments are payments demanded (often by corrupt government officials) to perform their duties, in circumstances where no payment should be required (for example, improper payments demanded to allow goods to cross a border or to issue a visa). They also include payments demanded by police or other officials to prevent harassment. These payments do not go to the government but into the pocket of the corrupt official. They are bribes.

We always follow our Gifts, Meals and Hospitality policy when accepting or giving gifts or when accepting or providing meals or other hospitality to and from our commercial partners or any government officials.

We do not pay travel costs for government officials, unless we do so in full compliance with Smiths Invitation to Government Officials policy. Paying for the cost of travel for government officials risks being seen as a bribe. In certain circumstances, where travel is clearly for a legitimate business purpose, it is acceptable for Smiths to pay for such travel (for example, to enable a government employee to attend a product demonstration, or to do a site visit to inspect a quality management system). However, before we ever agree to do so, we must ensure that the approval process in Smiths Invitation to Government Officials policy has been followed.

Anti-corruption and bribery laws can be complex, and we should always ask questions and report concerns if we are unsure about any issue or incident.

bribe

A bribe is something of value given to improperly influence someone's decision in favour of the person giving the bribe.

Examples could include: cash, gifts, favours, food, entertainment or opportunities.

We must always be careful not to offer, give or accept anything of value if doing so could appear to be a bribe.

SCENARIO

Q: *Mei is bidding on a contract to supply some of our equipment to a local airport. The purchasing agent for the airport has contacted Mei and told her that Smiths will win the bid if she can provide the purchasing agent with a payment of 3% of the total contract. What should Mei do?*

A: *Mei should immediately inform her manager of the request. Smiths does not provide bribes, 'kickbacks' or otherwise agree to participate in any bid rigging or other uncompetitive activity. We win work through the quality and value of our products and services, and by employing fair and transparent bidding and business practices.*

SCENARIO

Q: *Bob has been contacted by the purchasing manager of a customer, which is a state-owned enterprise. The purchasing manager tells him that his company is very interested in buying a particular Smiths product, but he wants to see it in operation. He asks Smiths to bear the costs for him and four colleagues to conduct a Smiths site visit (this Smiths site is in another country) to evaluate the product. What should Bob do?*

A: *People employed by state-owned enterprises are treated as government officials. Bob should first consult with his manager on whether the request is for a legitimate business-related purpose. If the customer could evaluate the product without having to travel, then the request might not be legitimate. They also need to evaluate whether it was necessary under the circumstances for five customer employees to participate in the site visit. If, having reviewed the request, Bob and his manager believe the request to be legitimate then they must go through the approval process set out in Smiths Invitation to Government Officials policy.*

RESPECT

WE RESPECT EACH OTHER, VALUE DIFFERENT PERSPECTIVES AND CULTURES, AND ACT INCLUSIVELY.

SMITHS SUCCESS DEPENDS ON THE DIVERSE PERSPECTIVES OUR TEAM BRINGS TO WORK EVERY DAY. OUR WORKPLACE RESPECTS AND VALUES EACH INDIVIDUAL FOR THEIR DIVERSITY AND SUPPORTS THEM IN CONTRIBUTING TO THEIR FULLEST.

RESPECT

WE RESPECT EACH OTHER, VALUE DIFFERENT PERSPECTIVES AND CULTURES, AND ACT INCLUSIVELY.

Smiths success depends on the diverse perspectives our team brings to work every day. Our workplace respects and values each individual for their diversity and supports them in contributing to their fullest.

Smiths success depends on the diverse perspectives our teams bring to work every day. Our workplace respects and values all employees, and supports each individual for their diversity in gender, race, ethnicity, sexual orientation, disability, religion, age, cultural backgrounds, life experiences, thoughts and ideas.

We treat each other with respect

Smiths achieves success through diversity, respecting each other and working as a team. Teamwork is essential for all of us to meet our goals, and the key to teamwork is mutual respect and trust. We must all do our best to listen to each other, be aware of the impact of our words and actions on others, and not make statements or unwanted observations about others that may cause offense. We must treat everyone fairly and honestly, and be open to new ideas and ways of doing things.

We value diversity and inclusion

Our strength and success comes from the diversity of thought, approach, experience and perspective that we each bring. This diversity reflects the different backgrounds and cultures that we come from. Valuing and supporting these differences by providing an inclusive work environment for our colleagues, customers and business partners is one of our most important responsibilities. It is the source of enormous value to Smiths.

SCENARIO

Q: *Priya is a human resources manager responsible for hiring at her local facility, and she has interviewed several capable applicants for a new job. One of the applicants is from Priya's home country and region. Since the applicants all have similar qualifications, is it a problem if Priya decides to offer the job to the applicant from her homeland because the applicant is from her home country and region?*

A: *Yes. It is a breach of Smiths policy to base employment decisions on where a person comes from. Priya should only consider those things that reflect the applicant's suitability for the role, such as experience and technical skills.*

DISCRIMINATION

We make all employment-related decisions based on merit. We never discriminate based on the following:

- Age
- Disability
- Ethnicity
- Gender
- Health issues
- National origin
- Race
- Religion
- Sexual orientation
- Veteran status

SCENARIO

Q: *Francis has noticed that his manager frequently makes inappropriate comments to female colleagues. Francis isn't sure whether his co-workers are offended or if this issue has been reported, so he does not report the conduct. Is this okay?*

A: *No. Francis should report any conduct that he believes violates Smiths Code, whether he believes anyone is offended or not, and whether or not he believes anyone else has reported the conduct. We all have a duty to report potential violations of the Code to the manager, local human resources or by any other means, such as the Speak Out Line.*

SCENARIO

Q: *Wang was sending personal employee data to a new health insurance provider when he realized he had emailed the data to the wrong recipient, a former insurance provider. When he emailed the recipient, he received no immediate response. Since the recipient is an insurer, is it okay if he waits to see if there is a response?*

A: *No. We must report such breaches immediately to Smiths Group Legal. If you have any questions about this procedure, consult the Data Protection Code of Conduct or ask the Ethics & Compliance Office.*

We do not tolerate bullying or harassment

We do not engage in or tolerate any form of bullying or harassment, whether physical or verbal. Respect for one another means that we take care in how we treat and communicate with each other. During interactions, consider how fellow employees, partners and customers might receive or feel about what you are doing and saying. Bear in mind that we often come from different backgrounds, and we may have different perspectives.

We report any situation involving harassment immediately to our manager, local Human Resources management or through the Speak Out Line.

harassment

Harassment is unwelcome behaviour and language that offends, demeans or threatens another person and creates a hostile or offensive work environment.

Examples of harassment can include unwanted sexual advances, unwanted comments or jokes or threats of any kind.

We respect human rights

We operate our business to succeed but never at the expense of human rights or fair labour practices. We do not permit, tolerate or condone practices and behaviours associated with modern slavery or that violate human rights in our business or in our supply chain.

Employees are never forced to work, or asked to work, hours that exceed the maximum allowed by local law or, if less, by Smiths policies. We always meet labour standards set by local laws (including those that relate to wages, benefits, permitted time off and working conditions). Where Smiths policies impose higher standards than the minimum legal standards, we always meet those higher standards.

Please see our Human Rights policy for further information.

RESPECT

- We respect the rights of employees to join or to not join a trade union or other employee representative organization.
- We never employ or tolerate the employment of child labour, which we define as anyone under the age of sixteen.
- We never confiscate or withhold passports or other identity documents from employees (including contract labour).
- We do not tolerate harsh or inhumane treatment against anyone who works at Smiths.
- We also expect our business partners, including customers, suppliers and all third parties with whom we have a business relationship, to operate to our standards.

We respect privacy

We respect the rights of our employees and any other individuals as they relate to personal data. Smiths only collects and uses personal data for lawful and appropriate purposes (for example to administer the employer/employee relationship), and, where required, with the individual's consent.

We take reasonable steps to ensure that that data is kept secure and cannot be accessed by anyone who is not authorized.

Where personal data is transferred to a third-party service provider (for example, to the provider of Smiths payroll services), we check that the third party maintains the necessary controls to secure personal data. For more information about Smiths approach to the protection of individuals' personal data see Smiths Data Protection Code of Conduct.

We respect our partners' property

Just as we protect Smiths assets and property, we must also protect information, intellectual property and any other assets belonging to our business partners and other third parties. We never disclose any non-public information (including personal data regarding partner employees) to any other third party except as authorised by our partner. Confidential information is shared only with those who need to know it to perform their jobs. We also show respect in how we use our partners' other property, including their equipment that might be in our possession.

OWNERSHIP

WE MAKE AND KEEP COMMITMENTS.

EVERY DAY WE SHOW OUR COMMITMENT TO EACH OTHER AND TO SMITHS BY TAKING RESPONSIBILITY FOR OUR ACTIONS AND DELIVERING ON OUR PROMISES.

OWNERSHIP
WE MAKE AND KEEP COMMITMENTS

Every day we show our commitment to each other and to Smiths by taking responsibility for our actions and delivering on our promises.

We work safely
We are committed to the highest standards for safety, security and maintaining our environment. Nothing we do is more important than showing respect for each other by maintaining safe work environments and promoting safe practices. We always comply with all of our health, safety and environmental policies and procedures and applicable laws.

Please see our Cardinal Behaviours for further information.

We protect Smiths assets
Smiths assets are the end products we make, the tools that we use in our business (e.g. our machines, tooling, office and IT equipment) and the information and data that we create, collect, store and handle for ourselves and on behalf of our partners, suppliers and customers to compete and succeed as a business.

We all have a duty to protect these assets and take care of the products, tools, information and data that we create, use or which have been issued to us.

In particular, as we embrace new technologies and deliver improved technological advancements to our customers, we are committed to protecting the information technology that we use to deliver our products and services. This includes our IT assets, such as our computers and mobile devices, and also the Smiths network on which we store our confidential information and the data of our partners, suppliers and customers.

We remain vigilant when using IT assets to protect it from viruses and other malware. We also take care when creating, collecting, storing and/or handling data to prevent it from being accessed without our authorisation or from being lost or accidentally destroyed.

We all are expected to comply with our Information Technology Policies, which include our Acceptable Use Policy. The latest version of these policies are available on the Smiths Group Policies site. Each employee is also expected to comply with the controls put in place by our Business Information Team (e.g. changing passwords and accepting system updates) to enable Smiths to protect its Information Technology assets. We all are also responsible for reading and following the guidelines on Information Technology security (including strong password protection) which are issued by our Business Information Team and made available on the Smiths Information & Cyber Security site.

See our Data Protection & Privacy policies for more information.

ASSETS

Some of the assets we must protect include:

- Facilities
- Vehicles
- Client information
- Intellectual property
- Communications equipment
- Business processes
- Office equipment
- Confidential data
- Corporate strategies or plans
- Information technology equipment
- Software
- Other company supplies and materials

DATA AND NETWORKS

Examples of data that we must take care to properly use and protect includes:

- Employee data
- Marketing strategies
- IT system details
- Technical drawings
- Customer data
- Costs
- Software
- Customer specifications
- Financial data
- Technical data
- Business plans
- Pricing information
- Design information
- Bid information

REMEMBER TO:

- Regularly change passwords
- Access data only from secure company systems
- Never view company, partner or customer data for non-business purposes

SCENARIO

Q: *Justine is travelling, and when she arrives at her hotel, she realizes that her laptop battery is dying. She doesn't have her power adapter. Rather than wait until she can replace the adapter or recharge her battery, she decides to save a confidential document on a flash drive and send it from her personal email account using a computer provided in the hotel business centre. Is this okay?*

A: *No. Justine must not use a personal email account to send confidential business information – or to conduct Smiths business.*

SCENARIO

Q: *An overseas customer approaches Bob (a Smiths sales rep) with a sizeable order. After price and payment terms are agreed, the customer asks Bob to make sure the commercial invoice includes a lower price than the price agreed. What should Bob do?*

A: *Bob must not agree to this request. Import duties are assessed on the value of the imported goods, and the customer may be looking to fraudulently reduce those duties. If the customer dishonestly evades duties with Smiths' knowledge, Smiths could be held criminally liable. Bob must report the matter to Legal.*

SCENARIO

Q: *Sandra (a sales manager for Smiths Detection) is negotiating an agency agreement with a commercial agent in Kazakhstan. The agent asks that her commission be paid to a bank account in Switzerland. Should Sandra agree?*

A: *No, she must not agree. This may be an attempt by the agent to evade taxes in Kazakhstan. Smiths could be held criminally liable for helping the agent to evade tax. In this case, Sandra must report the issue to Legal.*

We do not trade on inside information

We never buy or encourage others to trade Smiths shares while in possession of inside information. We also never buy, sell or encourage others to buy or sell the shares of another company, such as a customer or partner, while in possession of inside information about that company. We never share non-public, confidential or inside information in casual conversations, even if we do not intend or expect to profit for ourselves or others.

inside information

Inside information includes any information that has not been made public and that might influence the investment decision of a reasonable investor or that could have a significant effect on the company's share price.

The Disclosure Policy and Procedures Manual details how we control inside information. You should also refer to the Share Dealing policy.

If you have any questions in relation to inside information you should contact Smiths Group Secretariat.

We keep accurate records

Smiths keeps books and records to properly operate its business and to satisfy legal requirements. We have a duty to provide our stakeholders with up-to-date, accurate and complete information in a timely manner. We must ensure that our records always accurately reflect our business activities and comply with applicable Smiths policies and procedures. If you are aware of any inaccurate or incomplete record, or you want to know how long a record should be maintained, you should contact your manager or Smiths Group Legal.

We take the obligation to pay taxes very seriously

We pay all taxes whenever and wherever due. Under no circumstances will we knowingly help others evade taxes, nor will we tolerate business partners who do so. Tax evasion includes deliberately and dishonestly not paying or underpaying tax.

We do not facilitate tax evasion by others by taking deliberate steps to help them, including turning a 'blind eye', nor do we otherwise knowingly involve ourselves in the evasion of tax anywhere in the world. See Anti-Facilitation of Tax Evasion policy.

CUSTOMER FOCUS

WE ARE VALUED AND TRUSTED PARTNERS IN ALL WE DO.

WE PROVIDE VALUE TO OUR CUSTOMERS THROUGH THE QUALITY OF OUR PRODUCTS AND SERVICES AND NEVER THROUGH THE USE OF UNFAIR, CORRUPT OR ILLEGAL PRACTICES.

CUSTOMER FOCUS

WE ARE VALUED AND TRUSTED PARTNERS IN ALL WE DO

We provide value to our customers through the quality of our products and services and never through the use of unfair, corrupt or illegal practices.

We seek to exceed customer expectations
Taking ownership means communicating honestly with customers and providing them with products and services that meet or exceed their expectations. We also strive to provide products and services that meet the highest quality standards. Part of a strong customer focus is keeping quality as a primary goal and constantly striving to improve.

We hold our business partners to our standards and treat them fairly
We expect all third parties we work with to share our commitment to integrity by following the law, the principles set forth in our Code and acting in an ethical manner. We treat our suppliers and other third parties fairly and keep our commitments to them. We work with our partners to deliver quality and value to our customers.

We give and receive gifts, meals, and hospitality responsibly
We know that our partners and customers sometimes want to exchange gifts, have meals and enjoy other business hospitality. To do so is permissible so long as it complies with our Gifts, Meals and Hospitality policy, is reasonable and is not meant to improperly influence our decisions or those of our customers and business partners.

Before giving or receiving gifts or entertainment, we need to check that they are allowed by the policies of our customer or business partner. We also need to be sure that exchanging gifts, paying for meals or hospitality complies with local law. In some countries, it is illegal for government employees to accept any form of gift or any value.

Further, any gifts, meals or hospitality provided to a healthcare professional must be in compliance with the provisions of Smiths Medical Policy on Interactions with Healthcare Professionals.

Please see our Gifts, Meals and Hospitality policy for further information.

SCENARIO

Q: *Joseph is attending an industry conference out of town through Friday, travelling back home on Saturday. A vendor whose contract is coming up for renewal has offered to treat Joseph (who will be involved in the renewal review) to an expensive round of golf at an exclusive golf resort on Saturday before he leaves. Since this will take place on Joseph's time off, is it okay to accept?*

A: *No. We must avoid even the appearance of potential influence and never accept lavish entertainment under these sorts of circumstances. When unsure whether accepting or giving a gift or entertainment is reasonable, consult our Gifts, Meals and Hospitality policy or seek guidance from your manager or the Ethics & Compliance Office.*

GIFTS, MEALS AND HOSPITALITY

- Gifts, meals and hospitality must be accurately and appropriately expensed and accounted for and recorded in the *Gifts Register* where the policy requires.
- We also use the *Gifts Register* to record all gifts that exceed the thresholds identified in our Gifts, Meals and Hospitality policy.
- We never give or accept gifts of cash or cash equivalents (e.g., checks, gift cards, debit cards, vouchers, coupons and gaming chips).
- We never give or accept gifts, meals, or hospitality that could be viewed as a bribe.

SCENARIO

Q: *Sandra has a customer that she suspects may be purchasing a product that will be sent to a sanctioned country. The customer insists that the product is for end-use in a country that is not sanctioned, but Sandra still has her suspicions. She doesn't want to upset the customer and lose the business. What should she do?*

A: *Sandra must be sure that the product is not going to end up in a sanctioned or embargoed country without the proper approvals or licenses—even if that means potentially risking the business with the customer. Sandra should contact her Trade Compliance Officer for help in understanding the options. She should also refer to our Export and Import Controls policy.*

SCENARIO

Q: *Rahul has just received a rush order from a long-standing customer for a product that he is concerned might require an export licence. He knows from past experience that getting a licence can sometimes take several weeks or more. He is also pretty sure that no one would notice if the products were shipped without the licence. The customer has been a good customer of Smiths for years but is well known for being intolerant of shipping delays. Should he risk it?*

A: *Absolutely not. There are significant penalties that both Rahul and Smiths could face for violating export laws. Rahul has a responsibility to Smiths and the customer to do the right thing every time and get all necessary export licences. If he has any questions, he should ask a Trade Compliance Officer or the International Trade Compliance team in Smiths Group Legal and refer to our Export and Import Controls Policy.*

We follow trade rules and restrictions

As an international company, we deliver our products and services around the world. We must follow all applicable export and import controls, economic sanctions, anti-boycott and other trade laws, regulations, policies and procedures. This applies wherever we operate and whenever we buy, sell or transfer products, services, technology and software.

Certain countries, individuals and organizations are subject to sanctions and embargoes. To sell to them without appropriate licenses would break the law and have serious consequences for Smiths and for the individuals involved. To make sure that we comply with the law, we must always know our customers and the final destination of our products, and conduct screenings to make sure we don't sell to anyone who is on a government blacklist.

Trade rules and restrictions can be very complicated, and they change over time. If we ever have any questions or concerns, we should ask a Smiths Trade Compliance Officer or the International Trade Compliance team in Smiths Group Legal.

For more information, please review our Export and Import Controls policy.

We comply with government procurement regulations

We are valued partners for our government customers because we follow all procurement procedures and policies completely. Those of us who are responsible for government customer relationships must be familiar with the laws and regulations that apply to doing business with the government and take special care to ensure we comply with all requirements. We provide accurate and complete information to our government customers at all times. If we ever have any questions or concerns we must speak to Smiths Group Legal.

PASSION

WE LEARN AND INNOVATE TOGETHER TO DELIVER EXCELLENCE AND WIN.

WE WIN THROUGH INNOVATION, HARD WORK AND DEDICATION.
BUT PART OF OUR PASSION IS TO SUCCEED WHILE ALSO GIVING BACK.

PASSION

WE LEARN AND INNOVATE TOGETHER TO DELIVER EXCELLENCE AND WIN

We win through innovation, hard work and dedication. But part of our passion is to succeed while also giving back.

We protect our environment

We are passionate about protecting our environment. We seek to minimize our environmental footprint and reduce, reuse, recover and recycle where possible.

We engage in appropriate political activity

We recognize the importance of Smiths engaging directly with governments and indirectly through trade associations and other industry bodies on topics of interest to Smiths. Direct interactions with governments or government agencies should be discussed with our Government Relations team. As individuals, we must not engage in political activities on behalf of Smiths, or affiliate Smiths with any political activity, party or candidacy.

We support our communities

Smiths is proud to contribute to the communities in which we operate. In addition to providing employment opportunities and playing a beneficial role in local economies, we are pleased to support community involvement through charitable giving, volunteering and education initiatives.

We support selected charities and organisations that enhance people's well-being through improved education, health and welfare or environment. This support is primarily focused on projects that are local to our operations or connected to the industries in which we participate.

We do our job with passion

We understand we have an important role to play within Smiths, and we give our best each day to meet or exceed expectations.

We respect Smiths reputation

We never engage in conduct or behaviour that could damage Smiths reputation.

When we use social media, we do so responsibly. Smiths Social Media policy sets out our requirements for using social media in circumstances where we intend to post material relating to Smiths or where it is clear from our posting that we are Smiths employees.

If we are contacted by the media or by investors, unless we are authorized to speak on behalf of Smiths, we should never answer questions or respond to requests for information. We must promptly redirect the questions and requests for information to Smiths Director of Investor Relations or the Divisional or Group Communications team, as appropriate.

REPORTING AND ASKING QUESTIONS

Remember, our first line of support is our manager. Managers and members of local management teams are to keep an open-door policy and should be a valued resource to answer questions or provide support.

Additionally, we have several other avenues to seek answers or report concerns:

- Local Human Resources management
- Divisional Human Resource Directors
- Smiths Group Legal
- The Ethics & Compliance Office
- The Speak Out Line (speakout@smiths.com)

You may report an ethics issue anonymously through the Speak Out Line.

USE OUR RESOURCES FOR REPORTING CONCERNS AND ASKING QUESTIONS

We ask questions and report concerns

We do the right thing, every time, not just when it is convenient. However, knowing what the right thing to do isn't always straight forward. If we see something that doesn't look right – that doesn't comply with this Code or our values - we must promptly speak out. That is why we have resources available to report concerns, to address questions, and to investigate concerns. By speaking out, we can avoid harm to Smiths and to our colleagues. Smiths leadership is committed to ensuring that anyone who speaks out does not suffer any form of retaliation as a result, and that all reports are thoroughly investigated.

When you contact any of the reporting resources, your reports will be treated with confidentiality to the extent possible, and the company will properly and promptly address any questions or issues you report.

All reports are appropriately and promptly investigated and resolved based on the circumstances and information available.

Also remember that we always can ask questions and report concerns free from the fear of retaliation. If you feel you have been retaliated against, or are aware of possible acts of retaliation, you should immediately contact Human Resources or Smiths Ethics & Compliance Office.

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