



**Breakthrough
Engineering**
for a better
world.

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Our values

Our values are an important part of who we are, as they provide a culture and collective mindset for our entire organisation.



Customer intimacy

A mindset where the customer is at the heart of everything we do.



Playing to win

A growth mindset that is open to innovation and learning.



One big team

Accesses the diversity of IMI in every sense, whether this is the diversity of talent, knowledge and experience that we have with our people, or the different technologies, processes and end markets across our businesses.



Integrity

Being true to who we are and doing the right thing at all times.

Our Code

Guides how we should think and act to make good choices, act with integrity and meet our high standards for business ethics.

Underpinned by strong corporate governance and a robust risk, controls and assurance framework.

Published externally as we expect everyone we work with to work to equally high standards.



Code SOPs & guidance

Links to our Standard Operating Procedures (SOPs) & supporting guidance which are available internally. We refer to these externally for transparency.

Refers to names of individuals, roles or teams who can support you or your line manager where specialist support is required.



Message from Roy Twite, IMI's Chief Executive

Doing the right thing, at all times, is inherent in our purpose to deliver Breakthrough Engineering for a better world.

We are all responsible for growing our strong business, building on our good reputation and enhancing our inclusive and positive culture. I want us to continue to be proud of what we do and how we do it. Our Code of Conduct outlines what is expected of every employee across a range of different scenarios – some of these may feel more relevant to you than others, but all of the Code applies to each and every one of us.

We expect everyone at IMI to follow our Code, operate in line with supporting policies and standards, and comply with all applicable laws and regulations - every day and everywhere.

Our four values define our culture, which is key to the success of our business. One of those values is integrity and we need to know how we stay true to that and do the right thing, when faced with new challenges and ethical dilemmas. Today's world is fast paced, unpredictable and increasingly digital. Integrity must be at the heart of everything we do.

Each one of us is personally responsible for demonstrating the highest levels of integrity, acting in line with the code of conduct and contributing to our purpose.

I want to emphasise the importance of speaking up and this is highlighted in the Code. Know how to raise a concern and be assured you can do so without fear of reprisal. Sometimes, you might feel unsure if something is right or wrong – if you are unsure, please, speak up.

Please familiarise yourself with this document, ensure you understand it and know how to fulfil your responsibilities. Complete all the required training. It's important. Our Code will help you develop the right instincts, demonstrate good judgement and maintain integrity.

By being led by our purpose and guided by our values, I'm confident we will enhance the foundations that have enabled our success for over 150 years. We will pass onto the next generation an IMI that we are proud of and is fit for today and the future.

Thank you

Roy



Our Code

Our Code sets the standard for how we do business and makes it clear what we expect from our people and our business partners, so we grow responsibly and sustainably. By sharing our standards externally and demonstrating compliance with our Code, we hope to build on the trust our stakeholders already have in us.

- » IMI companies must comply with applicable laws and regulations.
- » Our Code applies to all our people – we expect you to follow it every day, everywhere. This includes all IMI employees (whether full or part time, permanent or temporary), IMI employees of joint ventures, statutory directors and officers of IMI (or equivalent).
- » IMI companies appoint agents to represent IMI for many different reasons. Each agent must confirm in writing they will comply with our Code and we must fully understand what the agent will do for us and how. We must only engage with agents whose ways of working are in line with our Code. We will terminate agent agreements who do not act in accordance with our high standards including those who do not comply with this Code.
- » We expect everyone we deal with including our customers, consultants, suppliers, distributors and other business partners to set their own high standards, equivalent to our Code, and make every effort to meet them. We get to know all our business partners to mitigate the risk of violation of laws and unethical behaviour.
- » If we don't live up to our own high standards, we will damage our business. Our employees, customers, investors, and other stakeholders may lose trust in us.
- » Breaches of the Code can carry serious consequences for us and IMI. Some might even cause serious injury, reputational harm and fines or criminal prosecution. If you violate this Code, you could be subject to disciplinary action (up to and including termination of employment).
- » You will be asked to confirm you have undertaken all required training and have acted in accordance with the Code from time to time.
- » Please report any situations where there has been or may have been a breach of the Code, SOPs, or guidance, or any near misses which may provide opportunities for "lessons learned". If you're unsure, please ask for help. See Speaking Up on page 8.
- » You must not discuss any information about an ongoing investigation in relation to an actual or potential breach of this Code unless approved by the investigation team.
- » You must support and respect anyone who reports an actual or potential breach, and never retaliate against them.

IMI's Board is responsible for approving our Code, the Chief Executive Officer is responsible for its implementation, supported by the Group General Counsel & Company Secretary.

Divisional Managing Directors are responsible for compliance with our Code and its SOPs, assisted by their Division's General Counsel and Legal & Compliance team.

Compliance is monitored regularly by Group and Divisional Assurance and Legal & Compliance teams. The Board and/or Audit Committee receive relevant reports.

You are responsible for complying with our Code and SOPs. If you lead a team, you are also responsible for the compliance of those in your team. If you lead a business or a site, you are also responsible for the compliance of your business or site.



Speaking up

We expect all IMI employees and business partners to act with integrity and demonstrate the highest standards of responsible and ethical behaviour. Everyone has a responsibility to speak up where we see others not living up to these values and behaviours and help stop this conduct. We would like you to be able to raise your concerns with local management and challenge your colleagues or business partners directly. However, we understand that sometimes this may not be possible and you might feel that an issue is better dealt with by a more senior person or someone outside of your business unit or location.

IMI's Commitment

- » Nurture an environment in which everyone feels safe speaking up, whatever the issue.
- » Maintain an independently operated, IMI Hotline available 24/7 for everyone to use – from employees to customers, suppliers, agents, distributors and members of the public.
- » Properly and timely investigate concerns raised.
- » Not allow acts of retaliation against any person for making a report in good faith or assisting an investigation.
- » Investigate claims and discipline those found to retaliate against someone for reporting or assisting with an investigation, or raise a concern maliciously.

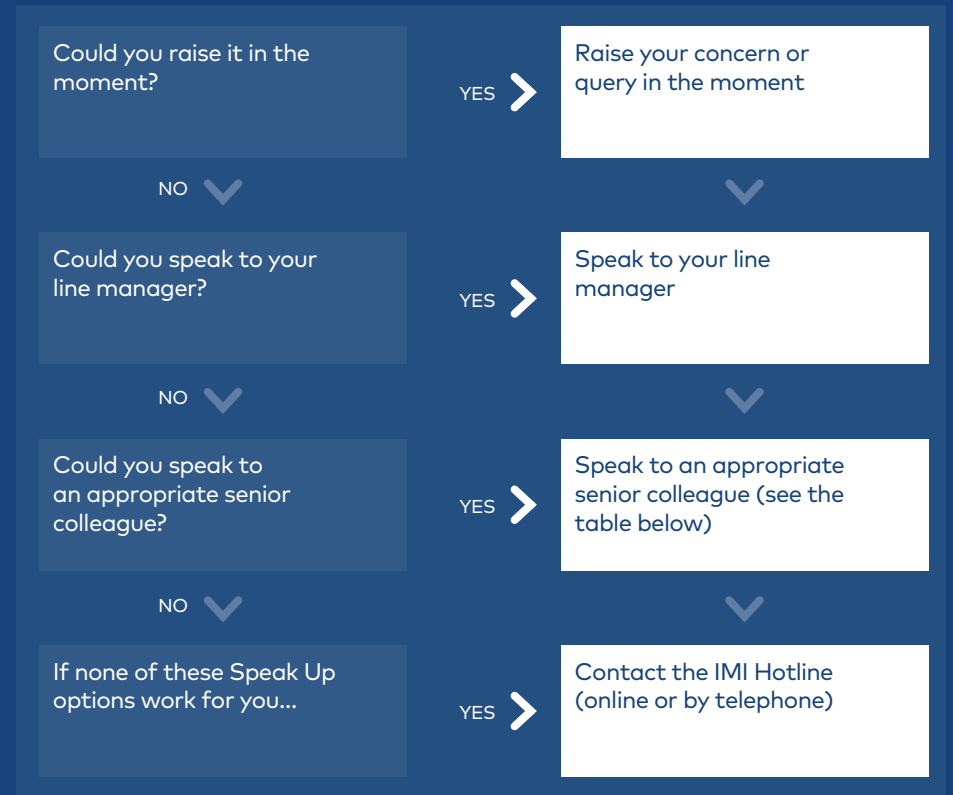
My Responsibilities

- » If I have a concern, I will speak to my line manager.
- » If not appropriate, I will raise the issue directly with an appropriate senior colleague.
- » If I feel I cannot speak to my line manager or a senior colleague, or I feel I have had an insufficient response, I will contact the IMI Hotline – www.imihotline.com
- » Encourage a “speak up” culture and never retaliate against anyone who raises a concern or encourages others to do so.

For more information:



Go to www.imihotline.com or visit the Speaking Up section of Knowledge Library on Workplace for more information.



Issue, Concern or Dilemma	Appropriate Senior Colleague
Criminal, legal or regulatory	Group or Divisional General Counsel
Health, safety or environment	Group or Divisional HSE Directors or Managers
Workplace conduct	Group or Divisional HR Directors or Managers
Lack of, or not following, financial controls & policies	Group or Divisional Assurance teams
Any other issue or concern	Head of Group Risk & Compliance



Doing the right thing when unsure

How do we do the right thing, demonstrate good judgement and make good decisions when faced with ethical issues, concerns or dilemmas? Please follow this guide and always ask for help.

Think about the issue, concern or dilemma:

- » Is it in line with IMI's purpose and values?
- » Is it ethical?
- » Does it feel right?
- » How would it look to colleagues, family and friends if it became public and was reported in the media?



What does IMI expect from me?

- » Check the Code
- » Speak to your manager or an appropriate senior colleague for support. See table to the left.
- » If there are concerns over legality, speak to Legal & Compliance



If you are still unsure or would like independent support

- » Submit a report at www.imihotline.com or call your country number to speak to someone. See Speaking Up on page 8





Protecting the environment

We want to live and work in an environment that is clean, safe and sustainable. Improving environmental outcomes, for ourselves, our customers and our communities, is at the heart of our purpose.

IMI's Commitment

- » Meet or exceed all local environmental laws and regulations where we operate.
- » Minimise the environmental impact of our business operations, activities, technology, products and solutions.
- » Optimise use of energy, compressed air, water and the production of waste matter.
- » Reduce our carbon emissions.
- » Engage with suppliers to improve environmental performance and increase our sustainability.
- » Use our engineering excellence to ensure our products, services and solutions support our customers and improve their sustainability.
- » Monitor performance, meet and update our carbon reduction and other environmental targets.
- » Ensure those with nominated responsibility for environmental matters are appropriately trained with access to suitable resources.

My Responsibilities

- » Take every opportunity, where it is safe to do so, to minimise energy usage, recycle, reduce consumables and ensure the efficient use of resources.
- » Complete appropriate environmental training relevant to my work and location.
- » Speak up via the IMI Hotline or raise a **SAFER** if I see a way we can improve our processes or if I see something in the workplace which could be damaging the environment.
- » If travelling on business, consider the impact on the environment and potential alternatives.



For more information:



See the Health, Safety & Environment section of Knowledge Library on Workplace for Environment SOPs and more information.



Promoting health & safety

Ensuring all our employees feel safe at work is of paramount importance and central to our culture. We want to foster an environment where raising issues with regards to health & safety is a positive thing to do. Health & safety must always take priority over business objectives.

IMI's Commitment

- » Ensure that all sites, employees, visitors and contractors comply with IMI's HSE policy and meet all HSE laws in the country in which they operate, applying the higher standard.
- » Maintain an appropriate comprehensive risk assessment program in line with our HSE framework, which is managed and reviewed periodically, especially if there are any changes to equipment, processes or personnel.
- » Ensure those with nominated responsibility for health & safety matters are appropriately trained with access to suitable resources.
- » Ensure health & safety training & initiatives include employees' mental wellbeing.

My Responsibilities

- » Never risk my own personal safety or that of my colleagues at any time.
- » Follow and advocate all our Golden Rules.
- » Complete all appropriate health & safety training relevant to my work and location.
- » Follow all local policies and laws, to protect myself and my colleagues to ensure everyone leaves work safe and well.
- » Follow the **STOP-CALL-WAIT** process if I see anything that I feel is unsafe and I cannot resolve it myself.
- » Never bypass or remove any safety devices or guards and follow all lock out tag out (LOTO) instructions.
- » If safe to do so, resolve any unsafe situations. If not safe, seek assistance and raise a **SAFER**. If necessary, make a report on the IMI Hotline.
- » Before operating any machine, ensure I have received and understood the necessary training, use appropriate equipment and complete the necessary pre-use safety checks. When finished, leave the machine and the surrounding area clean and safe.

For more information:



See the Health, Safety & Environment section of Knowledge Library on Workplace for Health & Safety SOPs and more information.



Workplace conduct

We recognise the value of an engaged, collaborative, and **diverse** workforce – a workforce that is proud and inspired to work for IMI. We strive to create and maintain an **inclusive** and **diverse** workplace ensuring equality of opportunity and fairness.

IMI's Commitment

- » Ensure all employees or workers are treated fairly in an environment which is **inclusive**, respectful and free from any form of discrimination based on **irrelevant factors**. This applies to all aspects of employment and work.
- » Never tolerate inappropriate conduct (for example aggression, **harassment**, bullying, malicious gossip, being unfit to work through drugs or alcohol).
- » Promote an environment where speaking up is actively encouraged and everyone feels safe to speak up.
- » Ensure employees have the right equipment and training to perform their roles effectively and safely.
- » Support employee's rights to freedom of association and collective bargaining.
- » Have policies to ensure the fair and consistent treatment of employees.
- » Support reasonable flexible working requests where practicable and supportive of business needs.

My Responsibilities

- » Never engage in the bullying, **harassment** or intimidation of others.
- » Never discriminate. Treat everyone fairly, with courtesy and respect at all times, regardless of differences.
- » Conduct myself appropriately in the workplace, when working from home and at IMI sponsored social events or when representing the company.
- » Take responsibility for my own training and development needs, striving for high level performance at all times.
- » Familiarise myself with, and follow, IMI and local workplace conduct rules.
- » Speak up if I see inappropriate behaviour. Challenge directly, speak to my line manager or other senior person. If these options are not appropriate, contact the IMI Hotline.



For more information:



See the HR section of Knowledge Library on Workplace for HR SOPs and more information.

Acting in the best interests of IMI

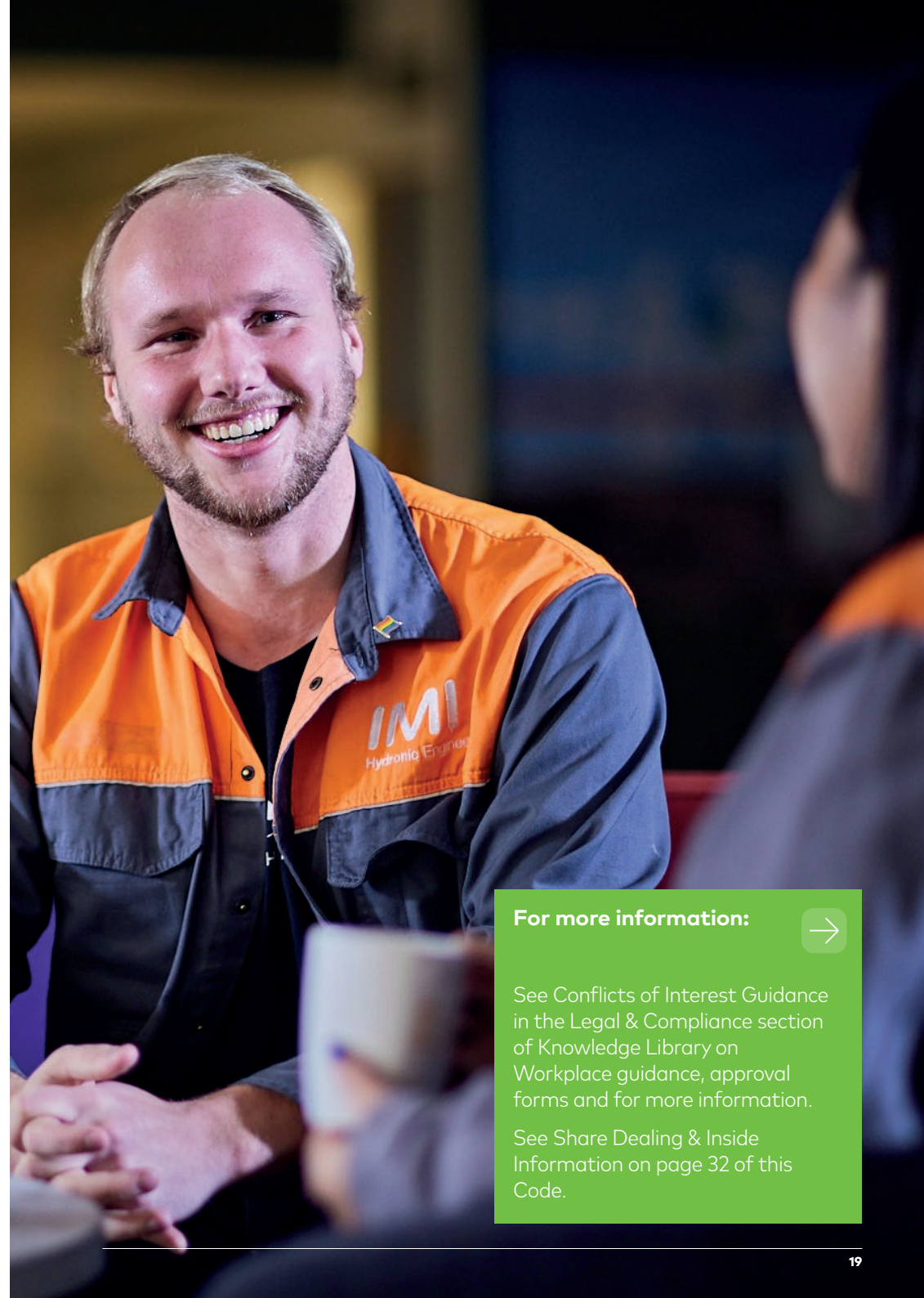
Actual, potential, and perceived **conflicts of interest** undermine trust and transparency. We must not let such interests influence our actions or decisions at work. We must avoid **conflicts of interest**, but when they occur, we must disclose them as soon as possible.

IMI's Commitment

- » Implement internal framework to prevent, identify and manage actual or potential **conflicts of interest**.
- » Operate additional procedures for managing **conflicts of interest** for statutory directors of IMI group companies, reflecting local legal requirements.

My Responsibilities

- » Avoid any personal or professional relationships or actions that may impact my ability to act in the best interests of IMI.
 - » Disclose any political links or connections to regulators that might be a **conflict of interest**.
 - » Never conduct any business with any organisation in which I or my family members or close friends have an interest, unless approved in advance.
 - » Never provide services (in a personal capacity) to, own, or have a substantial interest in any actual or potential competitor, supplier, customer, or other business partner of IMI, unless approved in advance.
- » Never use or share **confidential information** about IMI or its plans, acquisition targets, suppliers, customers or other business partners with other people for personal gain.
 - » Never use IMI's assets for personal gain.
 - » Never hire or supervise a family member, personal friend, or someone with whom I am in a romantic relationship or directly or indirectly influence their pay, bonus, position, or working conditions.
 - » Speak to my line manager, a member of HR or the Legal & Compliance Team, about any actual or potential **conflicts of interest** (or even if I am unsure whether a conflict exists). Implement all mitigations as required by IMI, and record details of the conflict and mitigating actions in line with IMI's Conflict of Interest guidance.
 - » If I am a director of one of IMI's group companies and have a **conflict of interest**, contact the Group Company Secretariat team.
 - » Raise any concerns relating to **conflicts of interest** that remain unresolved via the IMI Hotline.



For more information:



See Conflicts of Interest Guidance in the Legal & Compliance section of Knowledge Library on Workplace guidance, approval forms and for more information.

See Share Dealing & Inside Information on page 32 of this Code.



Responsible sourcing & human rights

We expect our suppliers to be committed to ethical business practices, reduce their impact on the environment and operate in line with the IMI Supply Chain Code of Conduct.

IMI's Commitment

- » Set and implement policies and procedures (including the IMI Supply Chain Code of Conduct) to ensure responsible sourcing.
- » Ensure that our HR and procurement teams are trained to monitor, detect and take steps to prevent child, forced or trafficked labour.
- » Ensure fair competition in our supply chain by treating suppliers fairly, never fixing prices or rigging purchasing bids.
- » Ensure compliance with and accurate reporting in IMI's Modern Slavery Statement.

My Responsibilities

- » Follow applicable IMI purchasing guidance when sourcing goods or services on behalf of IMI or managing suppliers and entering into purchase contracts.
- » Ensure all purchasing processes carried out by me or my team are fair, seek to deliver the best value and rely on factual, objective information provided to all relevant suppliers.
- » Ensure relevant **data privacy assessments** are carried out if a supplier will **process personal data** for IMI.
- » Ensure appropriate onboarding of suppliers and monitor their performance, addressing any issues or shortfalls that arise.
- » Never seek to obtain **anything of value** or an **improper advantage** for myself or IMI through dishonest, corrupt, fraudulent or unlawful activities with suppliers.
- » Speak up about supplier unethical behaviour, reporting to my manager or the IMI Hotline.



IMI's Supply Chain Code of Conduct

IMI requires its suppliers to:

- » Comply with all relevant and applicable laws, provide compliance documentation and do not engage in **bribery, corruption** or **tax evasion**
- » Avoid or disclose any **conflicts of interest**
- » Ensure employees' salaries and working conditions meet minimum legal requirements
- » Have high standards of health and safety, and minimise hazards and accidents
- » Reduce their impact on the environment and support IMI's carbon reduction ambitions
- » Provide source details for conflict minerals supplied - cobalt, tin, tantalum, tungsten and gold - providing assurance they come from legal and reputable sources
- » Ensure they do not use children, forced, bonded or involuntary prison labour
- » Safeguard IMI's **confidential information** and any **personal data** controlled or **processed** on our behalf

For more information:



See the Procurement section of the Knowledge Library on Workplace for Procurement SOPs, IMI Supply Chain Code of Conduct, IMI Purchasing Guidance and more information.



Data privacy

We respect the privacy of our employees and business partners and protect their **personal data** in accordance with policy and applicable laws. We take active steps to identify and remedy the data privacy and security risks that could impact the privacy of our stakeholders when we hold their information.

IMI's Commitment


- » Use **personal data** fairly and in line with laws, ensuring appropriate data security measures are in place.
- » Be accountable for how, where and why we **process personal data**, and monitor our compliance in all countries.
- » Provide the tools, training and support needed for employees to process data fairly and securely and in line with local laws.
- » Assess vendors that process **personal data**, holding them to high standards and monitor them.
- » Evaluate new technology and business processes that impact data privacy and build in privacy from the start.
- » Tell individuals how we process **personal data** and how to exercise their legal rights.

My Responsibilities

- » Identify **personal data**, including **sensitive personal data**.
- » Take responsibility for processing **personal data** in accordance with policies and law when it is within my, or my team's control.

- » Undertake appropriate training, and follow relevant IMI policies and guidance.
- » Ensure **data privacy assessments** and contracts are completed before using any new technology, app or functionality that impacts **personal data**.
- » Protect all forms of **personal data**, particularly **sensitive personal data**, using appropriate security methods. Never disclose that data to anyone who does not have a need to know.
- » Ensure data is minimised, by only obtaining the **personal data** I need for my specific task and delete such data in line with IMI's retention requirements.
- » If I see or suspect that **personal data** has been exposed I will report the incident immediately to IT Security (secure@imiplc.com) and Legal & Compliance.
- » Ensure complaints or questions about data privacy are escalated to Legal & Compliance.
- » If these options are not appropriate, contact the IMI Hotline.



For more information: 

See the Data Privacy page on the Legal & Compliance section of the Knowledge Library on Workplace for Data Privacy guidance and more information.



Using IT systems & equipment

We must only use IMI systems and equipment entrusted to us for agreed business purposes.

IMI's Commitment

- » Maintain secure and effective business systems
- » Implement policies and processes to safeguard against the misuse, loss or theft of our systems and equipment.
- » Provide training to ensure we use our systems and equipment appropriately.

My Responsibilities

- » Understand my role and responsibilities with regards to IMI systems and equipment and only use for business activities. Never personally profit from their use.
 - » Only visit social networking sites at work for legitimate business purposes.
 - » Do not make excessive use of IMI systems or equipment for personal purposes
 - » Never visit inappropriate or illegal websites using IMI systems or equipment.
 - » Never share **inappropriate information** over IMI systems or equipment.
 - » Never use external data storage devices without IT approval.
 - » Comply with security policies regarding passwords, updates and back-ups.
- » Subject to local laws, accept that IMI may monitor my usage of computer and telecommunications systems so privacy cannot be expected if IMI systems or equipment are used for personal purposes.
 - » Safeguard IMI equipment and systems I use.
 - » Report any damage to or loss of IMI systems and equipment (including any suspicions) to the IT department as soon as possible.
 - » You must report all actual or suspected IT security incidents immediately.



For more information:



See IT section of the Knowledge Library on Workplace for SOPs on IT User Responsibilities and Personal Computing, guidance on security awareness and more information.



Accuracy & integrity in business records, reports & information

Keeping complete and accurate records and ensuring fair, balanced and understandable reporting is vital to maintaining stakeholders' trust in IMI. There could be serious consequences for IMI, for those relying on the information and any individuals involved where there is a failure to record transactions or where misleading, inaccurate, or falsified information is maintained or shared.

IMI's Commitment

- » Ensure that accounting practices and records, reports and information comply with all internal policies, laws and regulations.
- » Ensure adequate processes and internal controls are in place so business transactions are properly authorised, recorded and reported.
- » Set policies and procedures to ensure documents and information are stored appropriately and destroyed legally.

- » Ensure all information disclosed is fair, balanced, understandable and meets legal and regulatory requirements.
- » Pay taxes based on properly assessed business activities.
- » Never facilitate or tolerate **tax evasion** by IMI or any business partner.

Suspicious activity – There are a number of red flags which may show signs of fraud, **tax evasion** or money laundering. For example:

- Lack of original documents, only photocopies are provided.
- Transactions which appear not to be commercial (heavy discounts for up-front payments) or too good to be true.

- A lack of internal security or controls.
- Requests for documentation (dates, location, description) to defer from reality (splitting invoices, or changing product descriptions to avoid duty etc).
- Duplicate payments or excessive journals or credit notes.
- Suppliers treating employees as independent contractors.

My Responsibilities

- » Accurately record all financial and other matters.
- » Never conceal, change, or falsify company records, expense claims, reports and documents or create misleading information or influence others to do so.
- » Never do anything to inflate, deflate, or artificially move sales or profit between reporting periods.
- » Ensure all transactions are properly authorised, meet any regulatory requirements and comply with our internal controls.
- » Follow all customer, distributor, agent, supplier, and other third-party due diligence and vetting processes which relate to my work activities.
- » Complete product inspection and testing documentation truthfully and accurately.
- » Accurately record the giving or receiving of **gifts, hospitality**, entertainment, sponsorship and donations.
- » Submit expense claims in line with IMI policy.
- » Co-operate fully, openly and honestly with Group and Divisional Assurance teams, auditors, tax authorities and other regulators.
- » Preserve documents in accordance with IMI's data retention standards.
- » Check and challenge anything that appears unusual or out of the ordinary. Immediately report any suspicious activity to my line manager, a member of Finance or via the IMI Hotline.
- » Ensure invoices are accurate, complete and are in line with relevant contract terms.

For more information:



See the Finance section of Knowledge Library on Workplace for Finance related SOPs and more information.

Data retention SOPs can be found on Workplace in the Legal & Compliance section.



Confidential information

We safeguard **confidential information** about IMI or about others which is entrusted to us and we only use **confidential information** about others for the purpose provided to us.

IMI's Commitment

- » Preserve confidentiality of **confidential information** about IMI, business partners or others.
- » Only share **confidential information** where there is a need to know.
- » Only use the **confidential information** of business partners or others for the agreed purpose.

My Responsibilities

- » Identify **confidential information** of IMI and others.
- » Only share **confidential information** where authorised to do so.
- » Protect **confidential information** from loss and misuse.
- » Never discuss **confidential information** in public spaces.
- » Never copy **confidential information** unless authorised to do so.

- » Never share **confidential information** about a previous employer without their express consent. Contact the Legal & Compliance team if your previous employer is a competitor of IMI.
- » When sharing **confidential information** about IMI, ensure I have approval to disclose it and a confidentiality agreement is in place.
- » Ensure that any business partners entrusted with IMI **confidential information** take technological steps to keep it safe from misuse, disclosure and an appropriate confidentiality agreement is in place.
- » Refer to the Legal & Compliance team if you have any questions or concerns, or contact the IMI Hotline.

For more information:



See the Confidentiality page in the Legal & Compliance section of the Knowledge Library on Workplace for more information.



External communications

We must always protect our brand and safeguard our reputation. Everything we do and say, and everything our stakeholders say about us, may have an impact. As a global business, we are mindful of cultural sensitivities.

IMI's Commitment

- » Always communicate about our financial performance, products and services in an accurate, responsible, and truthful manner and in line with our regulatory requirements.
- » Keep all our stakeholders well informed by being transparent and providing information which is clear and easy to access.
- » Create a strong brand which improves recognition of IMI's value and protects our reputation.
- » Never tolerate false, exaggerated or unverified claims in our marketing or communications about our business or products, or any business partner.

My Responsibilities

- » Only use approved channels for pre-authorised IMI related communication.
- » Ensure the communications/marketing prepared by me or my team, regardless of where we are working in the world, is legal, decent, honest and truthful, aligns with our purpose, and follows our brand guidelines.

- » Ensure that all communications/marketing prepared by me or my team is objective and backed by data.
- » Never reference customers, partners or suppliers without their prior written consent.
- » Never post or broadcast images or videos without approvals and copyright permissions.
- » Refer requests for media interviews, speaking engagements, customer endorsements, or community sponsorship to an IMI Communications representative. Never give an IMI view on a political issue.
- » Never comment to the media, investors, or external parties unless authorised to do so.
- » Be mindful that anything published on social networking sites may be difficult to remove.
- » Never disclose confidential, personal or **inappropriate information** or engage in any conduct on social media that would not be acceptable in this Code.
- » Recognise that inappropriate use of personal social media could harm IMI if I am identified as an IMI employee.



For more information:



See the Communications section of Knowledge Library on Workplace for SOPs and more information.



Share dealing & inside information

You may become aware of information about IMI's projects or financial performance which, if publicly known, would likely have a significant effect on IMI's share price or might influence investors whether to buy or sell IMI shares. This is **inside information**.

If you are aware of **inside information**, you must never disclose it to anyone without prior approval. You must not deal in IMI's shares (or otherwise deal in the company's **securities**) or encourage others to do so. "**Insider dealing**" is a criminal offence in the UK where IMI plc is listed, and in many other countries. Although IMI will normally notify you if you are aware of **inside information**, ultimately, it is your responsibility not to engage in **insider dealing**.

IMI's Commitment

- » Establish and implement procedures to ensure compliance with applicable laws.
- » Regularly monitor whether information meets the criteria for **inside information**.
- » Maintain a list of all employees and third parties with authorised access to **inside information** about IMI.
- » Ensure the timely and fair disclosure of **inside information** in line with legal and regulatory requirements, to ensure that all investors are treated equally.
- » Restrict access to **inside information** on a strictly need to know basis. Where shared externally, also ensure appropriate confidentiality arrangements are in place.

My Responsibilities

- » Only share **confidential information** about IMI (including any **inside information**) where required to do so as part of my employment or duties and with approval.
- » Never deal in any IMI **securities** when aware of **inside information** about IMI.
- » Immediately notify the Group Company Secretary if I think information may be **inside information**.
- » Comply with IMI requirements if I am notified I am a **PDMR, Restricted Employee** or **Insider**.
- » Please raise any concerns via the IMI Hotline.



For more information:



Speak to the Group Company Secretariat team



Anti-bribery & corruption

We are committed to fair and honest business dealings and relationships. We do not and will not offer, promise, pay, request or accept **bribes**, or permit any third party to do so, on our behalf.

IMI's Commitment

- » Never tolerate **bribes** or **corruption**, including **facilitation payments**, by any IMI group company, employee or on our behalf.
- » Never use our resources for political activities or make political donations or otherwise participate in political activities.
- » Set rules for humanitarian donations and sponsorships and for the giving and receiving of **hospitality**, entertainment and **gifts** so IMI only receives or gives within pre-defined limits and never to secure any **improper advantage**.
- » Set a compliance framework for identifying, declaring, and managing financial **conflicts of interest**.
- » Set processes and carry out checks on third parties, intermediaries, and agents to identify and mitigate **bribery** and **corruption** risk.

My Responsibilities

- » Never provide or offer **anything of value** to or encourage, request or accept **anything of value** from any **public official**, supplier, customer or business contact, or their relatives or close contacts, in return for an **improper advantage**, even if considered customary.
- » Never make **facilitation payments**, unless reasonably necessary to safeguard my personal welfare or the welfare of others. Promptly contact Legal & Compliance.
- » Comply with IMI policy when giving or receiving **hospitality**, entertainment and **gifts**.
- » Never make political donations in IMI's name or give the appearance of IMI endorsement.
- » Only make humanitarian donations and sponsorships which are legitimate, recognised institutions and where the donation or sponsorship is approved.
- » Follow relevant processes to get to know my business partners to mitigate the risk of violation of laws and unethical behaviour.
- » If in any doubt, contact the Group or Divisional Legal & Compliance teams or raise any concern via the IMI Hotline.

For more information:



See the anti-bribery page in the Legal & Compliance section of Knowledge Library on Workplace for guidance, approval forms and more information.



Gifts & hospitality

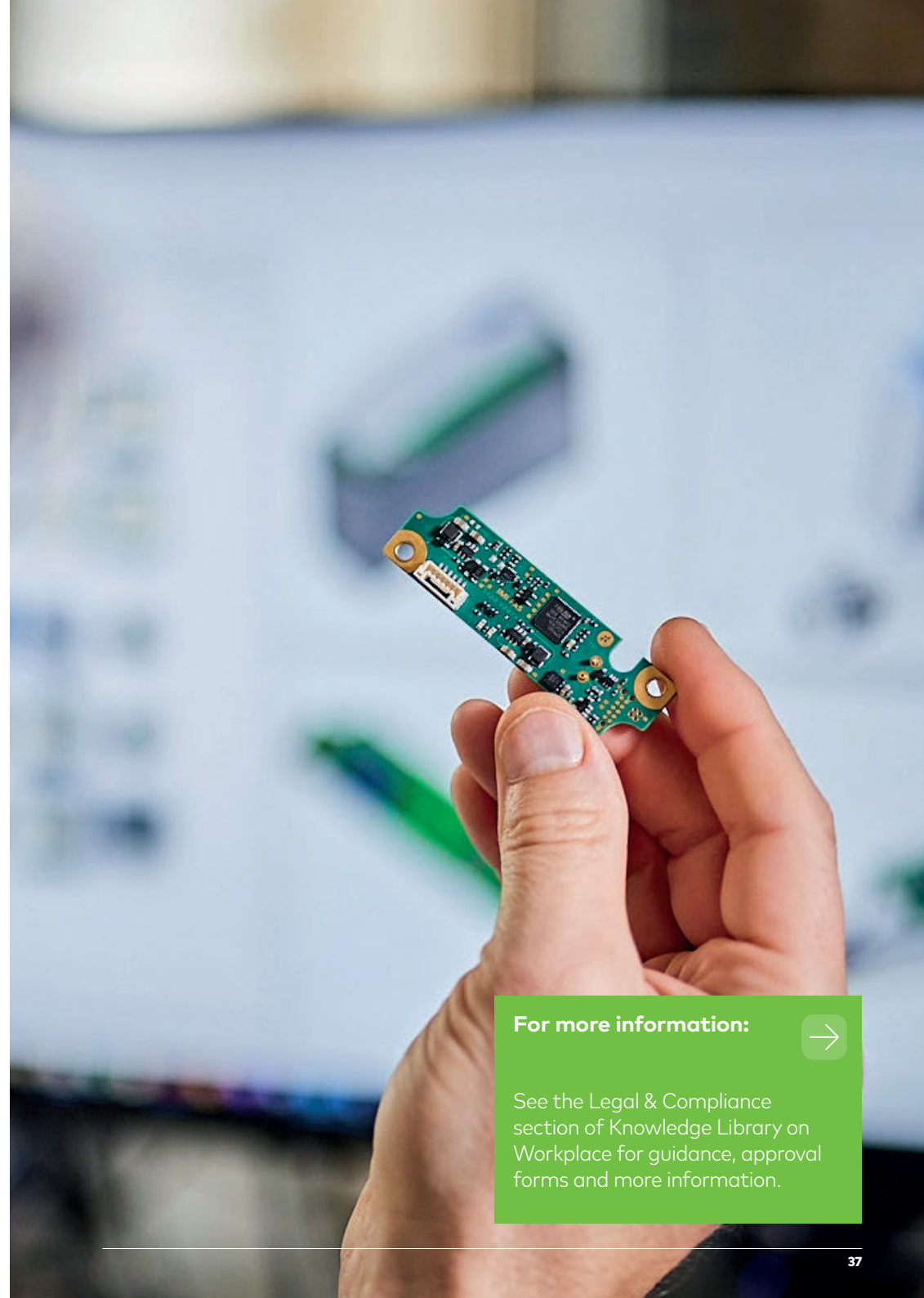
We only receive or give **hospitality** and **gifts** in the normal course of business, in accordance with local laws, and within pre-defined limits.

IMI's Commitment

- » Put in place procedures to ensure IMI **hospitality** and **gifts** are:-
 - Never used to secure an **improper advantage**
 - Compatible with applicable laws and sensitive to local customs
 - Reasonable, infrequent, and proportionate
 - Transparent and properly recorded
 - Approved by someone not subject to the **gift / hospitality**
 - Not in the form of cash or a **cash equivalent**

My Responsibilities

- » Never ask for a **gift** or to receive **hospitality**.
 - » Always ensure there is a clear business purpose for any **gift** or **hospitality** and any recipient is involved in that purpose.
 - » Check whether the potential recipient of any IMI **gift** or **hospitality** is a **public official**. Extreme care should be taken if the other party involves **public bodies**. **Gifts** or **hospitality** must not be in the form of political donations or **facilitation payments**.
- » Inclusion of spouses or family members in any **hospitality** or entertainment to be offered or accepted must be approved by a member of the IMI Executive.
 - » Properly record any **gift** or **hospitality** through the accounting and expenses system of my business.
 - » Never do something or pay for something personally to avoid having to record it or report it in line with IMI's requirements.
 - » Be sensitive to local, social and cultural traditions but always follow IMI guidance as there may be situations where local cultural norms are incompatible with IMI policy.
 - » Be prepared to decline **gifts** and **hospitality** politely which are excessive, not linked to your employment or create a sense of obligation or could be perceived as a bribe.
 - » Ensure that any **hospitality** laid on by IMI, is:-
 - attended by a member of IMI;
 - paid for by the most senior IMI employee at the event; and
 - approved by someone not attending the event.
 - » If in any doubt, contact the Group or Divisional Legal & Compliance teams or raise a concern via the IMI Hotline.



For more information:



See the Legal & Compliance section of Knowledge Library on Workplace for guidance, approval forms and more information.



Fair competition

We compete hard but fairly, conducting our business in compliance with applicable competition laws (known as anti-trust laws in some countries).

IMI's Commitment

- » Win business fairly.
- » Respect and encourage open and fair competition.
- » Conduct business in an honest and transparent way.
- » Comply with applicable competition laws.
- » Never engage in anti-competitive conduct.

My Responsibilities

- » Never discuss or agree with competitors: (1) fixing prices or other terms; (2) limiting supply or production; (3) allocating territories, products, or customers; (4) refusing to deal with customers or suppliers; or (5) bid rigging.
- » Never set resale prices, minimum resale prices, or provide guidance for or incentivise resale pricing.
- » Comply with all guidance regarding interacting with competitors and gathering market intelligence and participating in trade associations.
- » Never disclose directly or indirectly via third-parties any **sensitive, non-public information** about IMI to our competitors.

- » Never ask for or accept any **sensitive, non-public information** about our competitors, although pricing information volunteered by a customer during a contract negotiation may be retained and used in line with our guidance on gathering market intelligence.
- » Before responding to any invitations from competitors or attending any meeting or call where competitors are present, review the planned agenda for any topics which may involve disclosure of **sensitive, non-public information** by any participant and seek advice in advance from Legal & Compliance where necessary.
- » Follow all guidance prepared by Legal & Compliance regarding contract terms and writing clear business documents and communications.
- » Never make unsubstantiated, untrue, or misleading statements comparing IMI's products and services to those of our competitors.
- » If I receive **sensitive, non-public information** about our competitors, contact Legal & Compliance on how to respond and proceed.

- » Remove myself from any inappropriate situation by leaving the meeting, ending the conversation, or refusing to accept sensitive competitor information. Promptly report the matter to Legal & Compliance for guidance.
- » Ensure I do not give the mistaken impression that I am involved in any anti-competitive behaviour.
- » If in any doubt, contact the Group or Divisional Legal & Compliance teams or raise any concerns via the IMI Hotline.

For more information:



See the competition section of the Legal & Compliance section of Knowledge Library on Workplace for more information.



Global trade – export controls & sanctions

Trade restrictions are established in countries and regions where we conduct our business. They are complex and can change regularly. Exporting certain IMI **controlled products** from some countries into others may be restricted. We must fully understand and comply with export **controls, sanctions** and customs laws that apply to our activities globally.

IMI's Commitment

- » Ensure we have policies and procedures in place to comply with applicable export **controls, sanctions** and **customs laws**.
- » Ensure that all necessary import or export authorisations are obtained and followed, and all duties, taxes or levies are paid, after obtaining all required internal approvals.
- » Carry out due diligence on third parties we deal with to the extent necessary to mitigate the risk of violating export **controls** or **sanctions**. Ensure that our contracts with third-parties require compliance with all relevant export and sanctions laws and we perform periodic third-party reviews and training to ensure compliance.

My Responsibilities (in my area of responsibility)

- » Know which IMI **controlled products**, end uses, destinations, and customers are subject to or impacted by export **controls** or **sanctions**.

- » Comply with applicable export **controls, sanctions**, and customs laws, and require those acting on our behalf to comply.
- » Understand and comply with **controls** which apply to a country I plan to visit. Never travel with any electronic device containing **controlled products** or technology without prior approval.
- » Carry out relevant checks to the extent necessary to mitigate the risk of violation of laws or other unethical behaviours and ensure accurate records are maintained.
- » Obtain prior clearance for bids, contracts, and sales in sectors or involving certain countries set out in Guidance on Global Trade – Import/Export **Controls & Sanctions**.
- » Include export controls and sanctions clauses in contracts with customers, suppliers, intermediaries, agents, distributors, and others.
- » Promptly report any concerns or violations to Legal & Compliance or via the IMI Hotline.



For more information:



See the export controls & sanctions page of the Legal & Compliance section of Knowledge Library on Workplace for guidance, approval forms and more information.

Word or Phrase	Section	Page #	Definition
Anything of value	Anti-bribery & corruption	34	Money, vouchers, cash equivalents, gift cards, loans, donations, sponsorship, humanitarian contributions, business opportunities, gifts, hospitality, favours, job opportunities, discounts.
Bribe	Anti-bribery & corruption	34	Offer, promise, give, request or accept anything of value to obtain an improper advantage. For example offering favours to secure new contracts or retain repeat orders or giving hospitality whilst in a bidding process to try to gain an unfair advantage.
Cash equivalents	Gifts & hospitality	36	Vouchers, tokens, gift cards or cheques.
Confidential Information	Confidential information	28	Any information not in the public domain such as product development, financial product pricing, supplier lists and drawings, copyrights, brands and patents.
Conflicts of interest	Acting in the best interests of IMI	18	A situation (1) that may prevent a person from making an impartial decision, (2) where a person pursues their own or others' interests ahead of IMI, or (3) where someone uses their position at IMI or IMI resources for personal gain or another person's gain. For example: » Nepotism (A manager hiring a friend or a member of their family rather than the best candidate for the job) » Business Relationship (Where an employee uses the services of a company they own or are a part of.) » Self Dealing (For example when a director of a company uses the company money as a personal loan) » Insider trading (The use of Insider Information for personal gain)
Controls / Controlled products	Global trade – export controls and sanctions	40	Products, services, software, technology and technical data which require an export licence, permit or other government authorisation under applicable export controls including items appearing on applicable dual use lists, nuclear export control lists and other lists of products and technology subject to special controls.
Corruption	Anti-bribery & corruption	34	The misuse of powers or authority gained through employment for the personal or private gain. For example: » favouritism shown to relatives or friends (nepotism); » cheating an employer, customer or other person through deceit (fraud); » stealing of money or property (embezzlement); or » agreeing to tender or not to tender in an inappropriate fashion (bid rigging).
Customs laws	Global trade – export controls and sanctions	40	Tariffs and other measures that are used to regulate the flow of goods into and out of a country.
Data privacy assessment	Data privacy	22	An assessment for compliance against data privacy law as defined in applicable SOPs or policies.
Diverse	Workplace conduct	16	All the ways in which people are different, for example age, religion, ethnicity, disability, gender, personality differences and working styles.
Facilitation payments	Anti-bribery & corruption	34	Payments made to a public official to speed up, secure or complete a routine, government action which the public official must perform in any event. For example, payments to speed up: » Clearance of transport or personnel at borders or at customs; » processing of passports or visas; » planning applications; or » court proceedings.
Gifts	Gifts & hospitality	36	Any item, cash, goods, benefits or any service offered to an individual or one of its close relatives or associates at no cost or for much less than its commercial value.
Harassment	Workplace conduct	16	Behaviour which is unwanted, unwarranted and imposed (written, verbal or physical) by one person onto another causing them distress.
Hospitality	Gifts & hospitality	36	An event or entertainment offered to an individual, for example meals, drinks, sporting or cultural events.
Improper advantage	Anti-bribery & corruption	34	(1) Securing a new contract, (2) retaining business, (3) influencing any decision or outcome for the benefit of IMI or (4) obtaining other advantages for IMI.
Inappropriate information	External communications	30	Communication which includes (1) ethnic, sexist or homophobic slurs, personal insults or obscenities; or (2) information about IMI or its partners which is obscene, libellous, discriminating or inaccurate
Inclusive	Workplace conduct	16	A workplace and organisational culture where employees and other workers feel included and not ostracised or isolated.
Inside Information	Share dealing and inside information	32	Information which is of a precise nature, not yet made public, relates directly or indirectly to IMI plc securities and would be likely to have a significant effect on the price of IMI's securities if made public.
Insider	Share dealing and inside information	32	A person who is aware of inside information about IMI

Phrase	Section	Page #	Definition
Insider dealing	Share dealing and inside information	32	Non-exhaustive list includes: » buying or selling, or instructing a broker or other third party to buy or sell IMI securities (or trying to do so); » exercising an option over IMI securities; » entering or leaving an IMI share plan; » transferring IMI securities to a family member or other person, even if for no money or profit; » granting security over IMI securities to support a personal loan; or » recommending or encouraging another person to buy or sell IMI securities.
Irrelevant factors (discrimination)	Workplace conduct	16	Age, religion, skin colour, race, nationality, gender, gender identity and reassignment, mental health, disability, socioeconomic status, marriage/civil partnership, sexual orientation, pregnancy, and maternity.
PDMR	Share dealing and inside information	32	Persons Discharging Managerial Responsibilities. This tends to be members of IMI's Board of Directors and IMI Executive team. You will be formally notified if you become a PDMR.
Personal data	Data privacy	22	Any information that relates to an identified or identifiable individual. It includes all information regulated under data privacy laws including EU / UK / USA (California) China and Brazil including where other terms are used (e.g. PII, personal information)
Process personal data	Data privacy	22	Any operation performed on personal data including but not limited to collection, use, disclosure, retention, deletion, sale, purchase, transfer and alteration.
Public bodies	Anti-bribery & corruption and Gifts & hospitality	34, 36	Any of the following: » government or governmental department, agency or enterprise of government; » legislative, administrative or judicial body; » An organisation or enterprise directly or indirectly owned or controlled by a government; » Political party; » Public international organisation; » Any body or state owned enterprise which has the power to issue licences, permits or performs public functions on behalf of the public.
Public official	Anti-bribery & corruption and Gifts & hospitality	34, 36	An employee, official or individual » of a public body, » who exercises a public function on behalf of a public body, » who is a political candidate, » who is a member of a royal or ruling family.
Restricted Employee	Share dealing and inside information	32	Employees with access to highly confidential information, not inside information.
SAFER	Protecting the environment	12	See And Fix Error Report, a method for employees to identify hazards and suggest solutions
Sanctions	Global trade – export controls and sanctions	40	Economic sanctions laws, regulations, embargoes or restrictive measures issued by any relevant government authority or international organisation
Securities	Share dealing and inside information	32	Shares or debt instruments, and any linked derivatives or financial instruments. This would include shares, depositary receipts, options and bonds.
Sensitive, non-public information	Fair competition	38	Pricing information, ongoing bids, terms and conditions of sales, market share, costs or profit margins.
Sensitive personal data	Data privacy	22	Any information about an individuals genetics, biometric identifiers, race, political opinions, religion, health, sex life, or sexual orientation and includes "protected health information" under HIPAA and any related definitions for higher risk data under any Data Privacy Law.
SOPs	All	03, 06, 07, 13, 15, 17, 21, 27, 31	Standard Operating Procedures.
STOP-CALL-WAIT	Promoting health & safety	14	The process to follow to ensure equipment is being used by employees with the right training and skills, using the right process, in the right place. Say 'STOP' if you are unsure or think something looks unsafe. 'CALL' a competent person or supervisor, and 'WAIT' for confirmation it is safe to proceed.
Tax evasion	Accuracy & integrity in business records, reports & information	26	Where somebody deliberately breaks the law and intends not to pay the full amount of tax that they owe. This includes where somebody deliberately lies or conceals the truth to tax authorities.

IMI