

Supplier Code of Conduct

At Dover Motion a division of Invetech, we are committed to a standard of excellence in every aspect of our business, to ethical and responsible conduct in all of our operations, to the respect of the rights of all individuals, and to respect for the environment. We expect the suppliers (as well as permitted subcontractors) who do business with Dover Motion and its related Dover Motion businesses, to share these same commitments. Dover Motion selects its suppliers based on the merits of quality, delivery and cost. Dover Motion strongly encourages each Supplier to meet the following standards in all activities that relate directly or indirectly to Dover Motion. We will evaluate a Supplier's compliance with these standards in determining whether to grant or continue preferred status for such Supplier. Suppliers that do not conform to these standards may be disqualified from preferred status and/or have their business relationship with Dover Motion terminated.

- **Compensation.** Supplier must comply with all applicable wage and hour laws and regulations, including those relating to minimum wages, overtime, and other elements of compensation, and will provide all legally mandated benefits.
- **Hours of Work.** Supplier will maintain work hours in compliance with all applicable wage and hour laws and regulations. Supplier will not require employees to work more than any limits on regular and overtime hours allowed by any applicable local law.
- **Forced Labor / Prison Labor.** Supplier will not use forced or involuntary labor, including prison, bonded, indentured, or otherwise.
- **Child Labor.** Supplier will not use child labor. "Child" is any person who is either (1) younger than 16, or (2) younger than the minimum age required for the employment under applicable law. Supplier will comply with all applicable laws and regulations regarding the employment of minors.
- **Coercion and Harassment.** Supplier will treat each employee with dignity and respect, and will not engage in or permit corporal punishment, threats of violence, or other forms of harassment whether based on race, color, gender, sexual orientation, national origin, religion, disability, age, or any other legally protected characteristic.
- **Discrimination.** Supplier will not discriminate in hiring practices or any other condition of work on the basis of race, sex, sexual orientation, color, age, gender, national origin, physical or mental disability, religion, status as a disabled veteran, or other legally protected characteristics.
- **Workplace Safety & Emergency Planning.** Supplier will provide a safe and healthy workplace for employees by endeavoring to meet or exceed international safety standards. Supplier must have procedures in place for handling emergencies such as fire, spills, and natural disasters.
- **Environmental Protection.** Supplier will comply fully with all applicable environmental laws, and seek ways to conserve natural resources and energy, reduce waste and the use of hazardous substances, and minimize any adverse impacts on the environment.
- **Compliance with Applicable Laws.** Supplier will comply with all laws and regulations applicable to their business, as well as the standards of its industry, including those pertaining to the manufacture, pricing, sale, distribution, labeling, import, and export of merchandise. Without limiting this requirement, Supplier will not: (A) violate, misappropriate or infringe upon the intellectual property rights of Dover Motion and its subsidiaries or any third party; or (B) engage in any activities which would violate any applicable laws and regulations relating to (1) bribery or illegal payments, (2) laws against unfair competition, (3) unfair and deceptive

trade practices, (4) the environment, (5) health and safety, (6) international trade, including exports and imports, (7) data privacy, (8) money laundering, (9) employment, (10) contracting with governmental entities, or (11) medical devices, if applicable.

- **Gifts and Entertainment.** Dover Motion prohibits associates from soliciting gifts or entertainment of any kind from our business partners, including suppliers. Suppliers will not bribe any Dover Motion associate by offering or giving any gifts except as set forth below. Existing or perspective suppliers shall not offer gifts, entertainment or other gratuities to Dover Motion associates other than customary business courtesies that are reasonable in frequency and value. Dover Motion associates who have purchasing responsibilities may accept only (a) business meals served during business meetings held at the facilities of suppliers; (b) business meals when in travel status; or (c) promotional or advertising items having a truly nominal value, such as baseball caps, pens or calendars. Cash or cash equivalents (such as gift cards) never shall be offered to Dover Motion associates by current or prospective business partners.
- **Accounting Records.** Supplier's accounting records must (1) be kept and presented according to the laws of each applicable jurisdiction, (2) in reasonable detail, accurately and fairly reflect transactions, assets, liabilities, revenues and expenses, and (3) not contain any false or misleading entries.
- **Conflicts of Interest.** Supplier must immediately report to Dover Motion any "conflict of interest" of which they become aware. A "conflict of interest" is any circumstance, transaction or relationship directly or indirectly involving the Supplier in which the private interest of any employee of Dover Motion or any of its subsidiaries improperly interferes, or even appears to improperly interfere, with the interests of Dover Motion and its subsidiaries.
- **Subcontracting.** In addition to any restrictions on the use of subcontractors that are otherwise agreed to between the Supplier and Dover Motion or the applicable subsidiary, Supplier will not use any subcontractor in connection with any Dover Motion or subsidiary business unless the subcontractor has received a copy of this Code of Conduct.
- **Monitoring and Compliance.** Supplier understands that Dover Motion, its subsidiaries, or our designated agents (including third parties) may engage in monitoring activities to assess compliance with this Code of Conduct including on-site inspection of facilities and review of books and records. ***Neither Dover Motion nor any of its subsidiaries or authorized agents assumes any duty to monitor or ensure compliance with this Code of Conduct, and Supplier understands that Supplier is solely responsible for full compliance with this Code of Conduct by its officers, directors, managers, employees, representatives and agents.***
- **Management System and Communication.** Supplier must establish and maintain processes that are reasonably designed to ensure compliance with, mitigate the risks identified in, and facilitate continuous improvement with respect to, this Code of Conduct.

Supplier must ensure that this Code of Conduct is adequately communicated to all employees. Supplier should immediately notify Dover Motion at +1-508-475-3400 upon learning of any known or suspected improper behavior by Supplier or by employees of Dover Motion or its subsidiaries.



159 Swanson Rd.
Boxborough, MA 01719
Phone +1.508.475.3400
dovermotion.com

Dear Valued Supplier,

As you know, Dover Motion's Business is committed to conducting business in an ethical manner and expects all of its suppliers to comply with our Supplier Code of Conduct (the "Code"). We rely on our suppliers and value those who meet high standards for business practices, environmental responsibility and operational excellence. Our supplier relationships are based upon mutual respect and cooperation and we believe that it is very important for our suppliers to have a clear understanding of the Dover Motion policies. At this time, we would like to bring to your attention the revised provisions regarding gifts and entertainment contained in the Code.

Dover Motion Gift and Entertainment Policy

While Dover Motion understands that it is customary and in the spirit of goodwill for some suppliers to offer gifts and various forms of entertainment to our associates, we believe such overtures are inappropriate and can be misconstrued and may lead to misunderstandings and embarrassment.

Dover Motion prohibits associates from soliciting gifts or entertainment of any kind from our business partners, including suppliers. In addition, Dover Motion associates may not accept gifts, entertainment or other gratuities other than customary business courtesies that are reasonable in frequency and value.

Dover Motion associates only may accept (a) business meals served during business meetings held at the facilities of suppliers; (b) business meals when in travel status; or (c) promotional or advertising items having a truly nominal value, such as baseball caps, pens or calendars. Dover Motion associates may never accept cash or cash equivalents (such as gift cards) from current or prospective business partners.

To avoid embarrassment or supplier disqualification, please communicate this policy to your employees who have contact with Dover Motion employees. Our supplier policy is predicated on maintaining impartiality and mutual respect. We wish to avoid even the appearance that Dover Motion's business decisions are based on anything other than the merits of a supplier's cost, quality and delivery performance.

Our Standard Terms and Conditions require each of our suppliers to adhere to **Dover Motion's Supplier Code of Conduct**, which may be found at

<http://www.dovermotion.com/KnowledgeCenterPage.aspx>

We respectfully request your understanding and continued cooperation regarding our Code when dealing with Dover Motion associates.

Sincerely,

Mike Feld
Vice President, General Manager, Dover Motion



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Boxborough, MA 01719
Phone +1.508.475.3400
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Dear Valued Supplier,

As a supplier of Dover Motion, we hereby wish to request that you to comply with our Supplier Code of Conduct policy. Included in this communication are Dover Motion's Supplier Code of Conduct and a letter from our Vice President & General Manager, Mike Feld, requesting your acceptance. Please confirm your acceptance and agreement to this policy by incorporating your signature below and sending this letter back to me.

Best Regards,

(Dover Motion Buyer)

Supplier is required to complete the following and return this letter to Dover Motion.

I, _____ (the undersigned) hereby confirm acceptance
(Company Representative)

to Dover Motion's Supplier Code of Conduct

on behalf of _____
(Company Name)

Signature: _____

Date: _____

Title: _____