

Counterparty Code of Conduct

August 2022

Introduction

Meggitt's success depends on us all always doing the right thing in the right way, this includes those who work on behalf of or for Meggitt, including our suppliers, intermediaries, agents and contractors; referred to collectively as our Counterparties from here on in.

This Counterparty Code of Conduct focusses on how our Counterparties should act and behave in their daily business interactions. Meggitt has its own Code of Conduct, which sets out the same expectations for its employees.

IFBEC

As a member of the International Forum on Business Ethical Conduct (IFBEC), Meggitt has committed to ensure that it and its Counterparties are aligned with the requirements set by IFBEC, which are incorporated into this Counterparty Code of Conduct.

Compliance with Laws and Policies

We expect our Counterparties to conduct business fairly, impartially, and in compliance with all laws and regulations applicable to the operation of their business and their relationship with Meggitt.

If a Counterparty suspects that any crime may have been committed in the course of doing business on behalf of Meggitt or in connection with Meggitt, the Counterparty must report this to its Meggitt point of contact.

Speaking Up and 'Whistleblowing'

Counterparties must provide their employees with access to adequate reporting channels to seek advice or raise legal or ethical concerns without fear of retaliation, including opportunities for anonymous reporting. Counterparties must take action to prevent, detect, and correct retaliatory actions within their business.

Heath, Safety and Environment

Health and Safety

Counterparties must comply with all applicable health and safety legalisation and also ensure that proactive measures are adopted to protect the health, safety of

their employees, contractors, visitors and others who may be affected by the Counterparty's activities.

When visiting a Meggitt site, Counterparties must always follow health and safety policies and guidelines and fully co-operate with the instructions of our health and safety professionals. Where a Counterparty will be carrying out business on site, a Risk Assessment Method Statements (RAMS) must be submitted to Meggitt's onsite Health and Safety Team, prior to arrival and the commencement of work.

Environment and Sustainability

Counterparties are expected to conduct their business in accordance with principles of environmental sustainability, focusing on the protection, conservation and enhancement of the environment. Counterparties should work to actively manage environmental risks throughout their operations and supply chains.

All Counterparties must comply with all applicable environmental regulations and implement the highest standards of environmental practice, policies and procedures, including internationally recognised environmental risk management systems. Those practices shall include efficiency improvements in the use of energy, water and natural resources, the minimisation of waste and hazardous materials, the use of environmentally responsible and recyclable packaging and the minimisation of air emissions and greenhouse gases.

Products and materials supplied to Meggitt shall be compliant with all chemical and hazardous substance laws and regulation including the EU RoHS, the EU REACH Directives and Proposition 65 in California, and all applicable worldwide equivalents. Upon request from Meggitt, Counterparties shall provide the chemical composition of any product or material supplied, together with supporting statements and documentation as required by regulation and/or Meggitt.

Quality

Counterparties must take due care to ensure material and products supplied to Meggitt are of the highest possible quality standard. Counterparties should regularly review quality performance and take action to achieve and maintain 100% quality performance. Meggitt Counterparties must have in place quality assurance

processes to identify defects, implement corrective actions, and immediately notify Meggitt if they become aware of any defective work product that has been delivered to Meggitt or our Customers.

Counterfeit Products

The Counterparty should adopt effective processes to detect counterfeit parts and materials and exclude them from the supply chain. Meggitt must be notified immediately if any counterfeit part was delivered to Meggitt.

Social

Diversity and Inclusion, Respect, Dignity and Understanding

Counterparties must ensure that their employees and contractors are treated fairly and with dignity and respect and have equal opportunities in employment. Meggitt does not tolerate discrimination on any grounds including race, national origin, gender, gender identity or expression, age, disability, marital status, sexual orientation, pregnancy, maternity, socio-economic background, political opinion, religion or belief. We expect our Counterparties to uphold and champion these values.

When visiting or operating on a Meggitt site, Counterparties are expected to demonstrate appropriate and respectful behaviour towards each other and Meggitt employees.

Drugs and Alcohol

Those who work for or with Meggitt must not use, distribute, be under the influence of, or possess illegal or unauthorised drugs whilst carrying out work on behalf of or for

Meggitt. Counterparties who are impaired by drugs or alcohol will be stopped from entering our premises or engaging in business with or on behalf of Meggitt.

Theft or Misuse of Property

Any Counterparty found to be engaging in, or attempting, theft, fraud or misuse of any property of Meggitt will be subject to action which may result in termination of contract. Any incidents may also be referred to public authorities for possible criminal prosecution.

Modern Slavery

Counterparties must be committed to ensuring that their business, supply chain and employees do not engage in practices such as slavery, human trafficking, forced labour and child labour and do not violate applicable laws and regulations relating to human trafficking and modern slavery.

Meggitt requires Counterparties to actively monitor their own supply chains to ensure compliance to all applicable laws and regulations. Counterparties must notify Meggitt immediately if they become aware of any modern slavery activity or suspected activity at their organisation or anywhere in their supply chain.

If requested by Meggitt to provide confirmation that there is no modern slavery at any point in the supply chain, the response should be sent promptly to Meggitt by the Counterparty. This includes providing supporting data such as written confirmation from Counterparties throughout the supply chain as evidence.

Living Wage, Benefits and Working Standards

Counterparties should remunerate all their employees and contractors fairly and pay at least the minimum compensation required by local law and provide all legally required benefits. Counterparties must ensure that its employees and contractors are paid in relation to all hours of work including overtime. Counterparties must not use wage deduction as a means of disciplinary action.

Counterparties are expected to operate in compliance with the International Labour Organisation standards, regulating working hours and are not to employ any workers under the age of 15 or, in countries subject to the developing country exception of the ILO Convention 138, employ any workers under the age of 14.

Conflict Minerals

Counterparties must take steps to determine if their products contain conflict minerals (tin, tantalum, gold and tungsten or others as notified) and if so, implement a supply chain due diligence process to identify sources of these minerals and support efforts to eradicate the use of conflict minerals, which directly or indirectly benefit forces in the Democratic Republic of Congo or adjoining countries.

Counterparties must also respond in a timely manner to the Meggitt annual survey regarding the use of conflict minerals (that are delivered to Meggitt) and provide supporting data on the sources and supply chain of custody for such minerals when requested. In the event that the material 'chain of custody' supplied is "indeterminable" or otherwise unknown, the Counterparty is expected to either attain the appropriate certifications, or phase out that material, as agreed with Meggitt.

Governance

Confidential and Personal Information

All Counterparties must comply with applicable data protection and privacy laws and are responsible for protecting Meggitt's confidential information, even after the applicable contract ends. Counterparties should never use any confidential information gained through any relationship with Meggitt for their own advantage or for the advantage of anyone else.

Confidential information, business secrets and knowhow and intellectual property include any of Meggitt's information and technology, financial, operational or

strategic plans or data and any financial, commercial or technical information that has not yet been released to the public. This also includes information that may be valuable to a third party if they had access to it.

Counterparties must protect the sensitive, confidential and proprietary information of others, including personal data and information, from unauthorised access, destruction of use, modification and disclosure, through appropriate physical and electronic security procedures, including mitigating emerging risk to information systems by implementing appropriate IT cyber security programmes.

Conflict of Interest

Conflicts of Interest arise when there are two relationships (often personal and business - but not always) that compete against each other.

All Counterparties are to take all necessary steps to avoid any conflict between their own personal or individual business interests and those of Meggitt. If a conflict or a potential conflict occurs, Counterparties must inform their Meggitt contact.

Inside Information and Share Dealing

Inside information is confidential information that a Counterparty might know about from dealings with Meggitt but that has not been made public.

Counterparties must not buy, sell or transfer stock or shares of Meggitt PLC or any other companies, or buy or sell any property or assets, when they have "inside information". Counterparties must not provide such information to others for the purpose of financial gain or avoiding a loss.

Controls & Records

Counterparties must ensure that any documents created (electronically or otherwise) are accurate, clear, detailed and timely, in accordance with good business practices, applicable accounting standards and local laws.

Meggitt expects that all Counterparties will have in place appropriate controls to secure and maintain business records. Counterparties must not alter any record entry to conceal or misrepresent the underlying transaction. Records should be retained based on the applicable retention laws and regulations.

Counterparties will not put anything in a document, email or on social media that may damage the reputations of Meggitt or others.

Financial Crime

Any Counterparty doing business with Meggitt must put in place effective controls to minimise the risk of tax evasion or its facilitation, provide appropriate training and support to ensure its employees understand and implement their processes effectively.

Meggitt will carry out due diligence to ensure that Counterparties do not condone or partake in tax evasion activities and that they have procedures in place to prevent tax evasion and the facilitation of tax evasion or other financial crimes.

Anti-Bribery and Corruption

Counterparties must be vigilant to identify anything that may be a bribe when working on behalf of or for Meggitt and in all their business arrangements. Any suspected instances must be reported to your Meggitt contact immediately.

Any Counterparty that solicits, participates in or fails to prevent this activity or condones a bribe or other unlawful payment, or attempts to participate in any such activity, will be subject to action, including termination of contract and may be the subject of criminal prosecution.

All Counterparties must comply with all applicable anti-corruption laws and regulations that govern operations in the countries in which they do business, regardless of any local customs. This also includes the conduct reasonable due diligence and compliance with anti-corruption laws that may have extra-territorial application. We expect all our Counterparties to understand and adhere to the Meggitt Ethical Business Conduct and Anti-Bribery and Corruption Policy, which is available at www.meggitt.com.

Gifts and Entertainment

Counterparties (including family members of office holders/employees) should not under any circumstance give or attempt to give any extravagant gifts to Meggitt employees or in the course of doing business with Meggitt products. This prohibition also applies to the acceptance of gifts from Meggitt, its employees or other third parties in connection with the sale of Meggitt products.

Gifts for entertainment, transportation, charitable donations or other benefits which might be intended or perceived as an attempt to improperly influence the business relationship between Meggitt and the Counterparty will not be permitted under any circumstances.

Competition and Competitor Relationships

Counterparties must not cooperate in an unlawful way to gain an advantage with competitors. Such activity is strictly prohibited and may breach competition laws resulting in serious consequences for Meggitt including criminal sanctions, financial penalties and damage to both Meggitt's and the Counterparty's reputation. It is the responsibility of each Counterparty to ensure full compliance with all applicable competition laws and regulations governing its operations.

Trade Compliance and Compliance with Sanctions

All Counterparties are to ensure the movement of Meggitt products in their custody is done so in accordance with all applicable laws and regulations governing the (re)export and (re)import of domestic and foreign origin parts and components and related transfer of technical data. This includes adhering to all applicable economic sanctions and embargoes which govern the export and transfer of parts, components and technical services. All Counterparties shall provide truthful and accurate information and obtain export licenses and/or required consents where necessary and make such information available upon request.

Counterparty Commitments

A Counterparty must agree that it shall comply with the principles of this Meggitt Counterparty Code of Conduct either by applying this Counterparty Code of Conduct or by ensuring that the Counterparty's own code of conduct and current sustainability practices (where applicable: in its supply chain) are consistent with the principles set out in this Meggitt Counterparty Code of Conduct.

The Counterparty must respond in a timely fashion to all communications in whatever form from Meggitt and provide supporting data where possible.

The Counterparty shall take the necessary actions to flow down the Meggitt Counterparty Code of Conduct principles to its affiliates, subsidiaries and subcontractors involved in business with Meggitt.

Where applicable, the Meggitt Counterparty Code of Conduct principles shall be incorporated into any routine sustainable business practices and reporting mechanisms.

Upon signature the Counterparty accepts that this document shall be a commitment to the principles set out in this document for all existing contracts (if any), and for all future business and contractual relationships with Meggitt. This Counterparty Code of Conduct may be amended from time to time and will be issued to Counterparties as required for signature and acceptance.

Counterparty / Supplier Name:

Name and Title of the Authorised Representative:

Signature:

Date:

(To be completed by Meggitt) Date of Receipt:

Meggitt Points of Contact:

Ethical Business Conduct: ethics@meggitt.com

Sustainability: sustainability@meggitt.com

Procurement: ProcurementCommunication@meggitt.com

Intermediaries: (including Distributors, Agents or Service Providers)
ethics@meggitt.com