



# VONTIER ANTI-CORRUPTION POLICY

## I. PURPOSE

Vontier Corporation (“Vontier”) is committed to the highest level of integrity and obeying the laws in all countries where Vontier does business. This policy sets forth Vontier’s commitment to ensure that Vontier and its subsidiaries abide by the anti-bribery and anti-corruption laws of all countries in which we operate globally, including the U.S. Foreign Corrupt Practices Act (“FCPA”), since we are a U.S. based and incorporated company.

These anti-corruption laws are generally broad in scope and application. They make it illegal for anyone to offer, promise, give, solicit or receive - directly or indirectly - money or anything of value to or from a government official or someone in the private sector in order to obtain or retain business or secure some other improper advantage. These laws often apply even to small or immaterial payments of cash or other things of value, and to payments made directly or indirectly by a corporation or its agents or other business partners, including joint ventures. Many countries’ laws treat interactions with government officials differently. Accordingly, we must exercise particular caution when interacting with government officials and their close family members.

## II. SCOPE

This Policy applies to all Vontier and its Operating Companies (“OpCos”) employees globally, including any subsidiary or joint venture in which Vontier has a majority interest or otherwise controls (hereafter individually or collectively, “Vontier”).

This policy supplements, but does not supersede, other provisions in the Vontier Code of Conduct.

This policy also applies to third party representatives of Vontier or any of its direct or indirect controlled subsidiaries. Improper payments may not be provided, offered, authorized, or reimbursed, directly or indirectly by or through any third party acting as an agent or representative of, or independent contractor working for, or otherwise on behalf of Vontier or any of its direct or indirect controlled subsidiaries.

## III. STATEMENT OF POLICY

Vontier prohibits improper payments in all circumstances, whether in dealing with government officials or individuals in the private sector.

For purposes of this Policy, an **“improper payment”** means receiving or giving, offering, or promising to give money or anything else of value to improperly influence any act or decision of a person, or to otherwise gain an improper benefit.

Vontier employees may only give or accept business courtesies in strict compliance with Vontier’s Code of Conduct, the Vontier Gift & Entertainment Policy, Customer Travel Expense Policy and

any other applicable Vontier policies. Employees should never give or accept a business courtesy that will compromise the employee's judgment, inappropriately influence others, or reflect negatively on Vontier.

Under this Policy, the term “**Government Official**” means:

- Anyone who works for any government or for any government agency or department.
- Any person acting in an official capacity on behalf of a government or any government department or agency.
- Any person who works for any company that is owned or controlled by any government or government department or agency (remember that in many countries many of our customers fit this description, e.g., government owned oil companies).
- Any officer or employee of a public international organization such as the World Bank or the United Nations.
- Any official of a political party or any candidate for political office.

Under this policy, and subject to the limited exceptions listed below, the term “**anything of value**” includes the following (note that these are just examples; this is not intended to be a complete list):

Cash payments (or cash equivalent, e.g., gift cards - never allowed), goods, services, favors, benefits, tickets to entertainment, membership in social organizations, conference fees, honoraria, loans, charitable contributions, special discounts, hotel rooms, transportation, job offers, political contributions, gifts (no matter how small), interests in business, and any and all other things that have value to the recipient or that have value to people the recipient cares about (like family, friends and business associates).

## IV. LIMITED EXCEPTIONS

The following activities are permitted under this policy:

- 1) Provision of **non-cash gifts and hospitality** that are given in good faith and without improper intent in connection with Vontier's legitimate marketing and sales activities and are in compliance with Vontier Gift & Entertainment Policy.
- 2) Provision of **travel and lodging** directly related to the promotion, demonstration, or explanation of Vontier's products or services, that are compliant with Vontier Customer Travel Expense Policy and after completion of the Policy approval process.
- 3) **Imminent Threats:** If there is an imminent threat to an employee's health or safety, such as a threat of physical violence, you may provide a payment to avoid immediate harm. Loss of business is not an imminent threat. Whenever possible, you first must consult Vontier Legal or the Integrity & Compliance Group to obtain authorization before making the payment. If prior approval is not possible, you must report the payment within 48 hours of its occurrence to Vontier Legal or the Integrity & Compliance Group.

## V. ACCURATE BOOKS AND RECORDS & INTERNAL CONTROLS

The FCPA and other laws impose accounting and record-keeping requirements intended to ensure that companies maintain accurate books and records, as well as appropriate internal controls. Accordingly, all payments made by Vontier or any direct or indirect controlled subsidiary or made by any person and reimbursed by Vontier, or any direct or indirect controlled subsidiary, must be accurately recorded in Vontier's corporate books, records, and accounts in a timely and detailed manner. False, misleading, incomplete, inaccurate or artificial entries in the books and records of any Vontier company are strictly prohibited. It is never allowed to mischaracterize an improper payment as a proper one, or to bury an improper payment in a larger line-item of proper payments. In addition, each Vontier reporting entity is required to maintain an internal control environment designed to prevent improper payments.

## VI. THIRD PARTY REPRESENTATIVES' DUE DILIGENCE

Before any Vontier company hires or enters a contract or business relationship with any agent, reseller, distributor, consultant, or other representative to perform work that (i) will or may involve transacting business with a government official, or (ii) that will or may involve selling Vontier company products to others, all Vontier companies must conduct due diligence and obtain proper approval before commencing the relationship with the representative. Vontier companies must follow the due diligence and other procedures in the Vontier Channel Partner Toolkit in order to comply with this Policy with respect to such third parties.

## VII. MERGERS, ACQUISITIONS, AND JOINT VENTURES

Any agreement by a Vontier company to merge, acquire, or enter a joint venture with a non-Vontier entity requires advance approval from Vontier Legal. In situations where Vontier or a subsidiary will merge with, acquire a majority stake or operational control, or acquire all or substantially all the assets of a non-Vontier entity, Vontier must properly guard against legal, financial, and reputational risks related to potential corruption issues arising from those transactions.

## VIII. COMPLIANCE AND PENALTIES

Failure to comply with this policy could result in disciplinary actions including, but not limited to termination of employment. In addition, individuals violating anti-bribery laws may be fined and imprisoned as the result of criminal prosecution.

## IX. ANTI-CORRUPTION AUDIT RESPONSIBILITIES

Vontier, through the Integrity & Compliance Group or other Vontier functions, will conduct risk assessments and audits of Vontier subsidiaries focused on anti-corruption compliance. Based on the risk assessment results, Vontier annually will identify certain subsidiary locations to audit. Those locations shall cooperate with and provide full and complete information in connection with the Audits.

## X. REPORTING AND NON-RETALIATION

Directors, officers and employees must report any conduct that they believe in good faith to be a violation or apparent violation of this Policy to supervisors, higher management, Vontier Legal, Integrity & Compliance Group or the [Vontier Speak Up! Helpline](#).

Any such reports shall be treated as confidential to the extent allowed by law and consistent with investigatory needs. Vontier prohibits retaliation for good faith reports of suspected misconduct.

If any Vontier company employee is unsure about whether they are being asked to make an improper payment, they should not make the payment. They should consult with their supervisor, higher management, Vontier Legal, Integrity & Compliance Group (or if greater confidentiality is desired, by making a report to the [Vontier Speak Up! Helpline](#)) and obtain guidance before making or helping any other person to make any payment.

Any questions concerning this policy or how to handle a specific situation may be addressed to your Vontier Regional Compliance Director/Counsel, the Vontier Chief Compliance Officer or the Vontier Integrity & Compliance Group via [compliance@vontier.com](mailto:compliance@vontier.com).