



OUR COMMITMENT WITH OUR
**EMPLOYEES,
BUSINESS
PARTNERS AND
COMMUNITIES**



CODE OF CONDUCT

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MESSAGE FROM OUR

GROUP CHIEF EXECUTIVE OFFICER



David Squires
Group Chief
Executive Officer
July 2024

It is my unshakeable belief that **how** you do business is every bit as important as **what** you do in business.

The Senior plc Group has a clearly defined vision to be a trusted and collaborative high value-added engineering and manufacturing company delivering sustainable growth in operating profit, cashflow and shareholder value. Our purpose is to help engineer the transition to a sustainable world for the benefit of all our stakeholders. We do this by using our technology expertise in fluid conveyance and thermal management to provide safe and innovative products for demanding applications in some of the most hostile environments and by enabling our customers, who operate in some of the hardest-to-decarbonise sections, to transition to low-carbon and clean energy solutions. In working towards our purpose and vision, it is vital that Senior maintains an absolute commitment to the highest standard of ethics and a zero tolerance towards bribery and corruption.

We will operate in a culture where the values of operating with integrity and in a respectful and ethical manner sit shoulder to shoulder with our focus on the customer and our passion for excellence and guide our people in the judgements, actions and decisions they make every day.

Senior is committed to operating sustainably. In 2020, we became the first company in our sector to have carbon reduction targets verified by the Science Based Target Initiative ("SBTi"), meaning we are aligned with the Paris Agreement, and in 2023, the Group's 2040 Net Zero targets were formally validated by SBTi.

Our highest priority is always the health, welfare and safety of our employees and we are committed to diversity and inclusion.

This July 2024 version of the Senior Code of Conduct ("the Code") provides us all with a clear framework on which to base decisions as we go about our day-to-day business.

IT DOES THIS BY:

- Clearly setting out the behaviour we expect of all employees and business partners.
- Providing guidelines which help us apply our Values.
- Enabling you to raise a concern or ask a question if you are in doubt.

We must all take personal responsibility for behaving in an ethical way and for our own actions. I encourage you to read the Code carefully and refer to it regularly. The good reputation of Senior has been built up over many years. Any breach of the Code could affect our reputation, would let down our investors, our customers and our fellow colleagues.

Each of us is responsible for our own actions and it is your duty to challenge and report any behaviour that is inconsistent with this Code. The Code sets out how to do this. You have my commitment that any threat or retaliation against someone

reporting unethical or illegal conduct, in good faith, will not be tolerated. There may be disciplinary consequences for those who breach the Code, potentially including dismissal.

I am personally committed to the Code and I expect the standards set out in it to be maintained by all involved in our organisation. Please give the Code your full attention and if you have any questions or if anything is unclear then please don't hesitate to ask your business leader.



*Rickmansworth Head Office (June 2024)

OUR CORE VALUES

THE 'SENIOR WAY'

Senior's Values underpin all we do:



OUR CULTURE

Our Values underpin our culture.
They guide and shape our behaviours.

OUR VISION

Our vision is to be a trusted and collaborative high value-added engineering and manufacturing company delivering sustainable growth in operating profit, cash flow and shareholder value.

IMPORTANCE OF THE CODE AND HOW IT WORKS

Senior plc ("the Company", "the Group" or "Senior") is committed to maintaining the highest standards of ethics and integrity in the conduct of its business throughout the world.

In doing so, the Group seeks to take account of all of its stakeholders, including shareholders, employees, customers, suppliers, communities, governments and regulatory bodies as well as considering how our operations impact the environment.

The highest standards of ethical behaviour and compliance with all applicable laws and regulations are key to protecting the reputation and long-term success of our business.

The Senior plc Code of Conduct ("the Code") helps us to achieve these high standards of ethical behaviour by setting out our expectations, the principles and guidance that underpin the way we conduct business across the Group.

The Code seeks to:

- Clarify the behaviour we expect of all employees and business partners
- Provide guidelines which help you apply our Values
- Enable you to raise a concern or ask a question if you are in doubt

All employees are expected to follow the Code when performing their day-to-day duties or where they are representing Senior. You must ensure that you read it and seek clarification if any area is unclear. We expect the people that work with us to be familiar with the Code and follow it when acting on our behalf.

We each have a role to play in creating a working environment that promotes integrity, teamwork and trust.

Each of us is responsible for:

- Complying with the law and the Code, and acting responsibly, with integrity and in good faith
- Treating everyone fairly and with respect, encouraging open communication and thinking about how our decisions affect others
- Building trust by asking questions, raising concerns and speaking up

If you are a people manager:

- Ensure that employees know where to find the Code and have read it
- Provide guidance to employees to help them achieve the standards of the Code
- Be a role model, promoting the standards of the Code in your day-to-day activities
- Encourage our people to ask questions, raise concerns and speak up. When they do, you should listen carefully and act appropriately
- Ensure that third parties we do business with are aware of the Code and follow its principles



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UPHOLDING THE CODE

We are confident that the Code and the underlying Group Policies will enable you to take appropriate decisions in most cases.

However, some situations do not have an obvious right answer. It can be helpful to consider your response to several questions when deciding on the appropriate course of action:

- Is this action legal, fair and honest?
- Does it comply with the Code?
- Am I setting a good example?
- How will I feel about it afterwards?
- How would this look if reported in the media?
- Could I explain my actions in a court of law?

The fact that 'it's what everyone else does', is what 'needs to be done to get the job done' or that 'no one will ever know' does not make an action right or acceptable.

If you are still in doubt, you should, in the first instance, seek advice from one of the following:

- Your Supervisor/Manager
- Your Human Resources Lead
- Your Health, Safety and Environment Lead
- Your Operating Business Leaders
- Group HS&E/Sustainability Leader
- Group HR Leader
- Group Company Secretary

You may also report a concern in relation to the Code using the Group's Whistle-Blowing Policy, which can be found on InsideSenior, your local intranet and shared drives and on workplace noticeboards.

Breaches of the Code may result in disciplinary action which in serious cases could lead to dismissal. Disciplinary action may also result where an employee has condoned unethical behaviour, failed to report it, not taken reasonable measures to prevent it or retaliated against someone who has raised concerns in good faith.

You will be required to complete on-line ethics training on joining the business and at least annually thereafter.

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OUR PEOPLE



*Senior Flexonics Cape Town

OUR PEOPLE VALUING DIVERSITY AND INCLUSION

PRINCIPLE

We treat everyone fairly, equally and value diversity.

We will not make employment decisions on the basis of anything that does not have a direct bearing on the ability of the individual to perform the job.

We value diversity and promote equal opportunities for all employees in a workplace free from discrimination.

We are open, honest and courteous in our working relationships.

We value individual differences and believe that creating an environment where everyone feels included and diversity of thought are valued strengthens Senior.

WHAT DOES THIS MEAN?

Treat everyone you meet in the course of business with respect, fairness and dignity.

Demonstrate respect for others for the value they bring regardless of their culture, beliefs and/or lifestyle.

Speak up if you observe behaviour which you believe contravenes the principles of equality, diversity and/or inclusion.

If you are a manager, make recruitment, selection and development decisions on objective criteria, including skills, qualifications and experience.

Q&As

Q My colleague is recruiting a new member for the team. However, I am concerned that he may be excluding applicants for reasons that are unfair and not relevant to the requirements of the job. Should I challenge the selection criteria he is using?

A It is unfair to discriminate, on any grounds, in employment and recruiting decisions. Including criteria that are not directly relevant to the job can unintentionally exclude certain groups of people. A diverse team with a mix of skills and experience is likely to be more effective. You should raise your concern with Human Resources.

APPLICABLE GROUP POLICIES

- Whistle-Blowing Policy
- Human Rights Policy
- Diversity and Inclusion Statement
- Local Human Resources Policy and Handbook

OUR PEOPLE

PREVENTING DISCRIMINATION, HARASSMENT AND BULLYING

PRINCIPLE

We do not tolerate any form of discrimination, harassment or bullying against any of our employees or others we work with and treat each other with mutual respect.

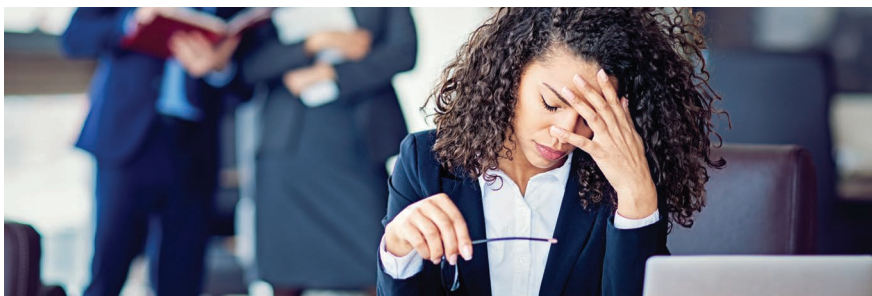
This includes, but is not limited to, demeaning, insulting, embarrassing, sexual or intimidating behaviour directed to any employee or others we work with related to gender, race, ethnicity, sexual orientation, gender reassignment, marriage and civil partnership, disability, age, pregnancy, religion, veteran status, national origin or any other legally protected status.

WHAT DOES THIS MEAN?

Do not act in a way which is inappropriate or unacceptable or that causes offence to others or could bring the Company into disrepute.

Do not tolerate discrimination, harassment or bullying against yourself.

Speak out against discrimination, harassment or bullying where you observe it.



Q&As

Q Some of my colleagues make comments about my sexual orientation. If I ask them to stop, they say they are only joking. Should I just ignore it?

A No. You should speak to your manager or Human Resources. All allegations and concerns will be taken seriously and appropriate action will be taken. If you prefer, you can raise the matter under the Whistle-Blowing Policy.

APPLICABLE GROUP POLICIES

- Human Rights Policy
- Whistle-Blowing Policy
- Local Human Resources Policy and Handbook



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OUR PEOPLE

RESPECTING HUMAN RIGHTS

PRINCIPLE

We respect the Human Rights of all those working for or with us.

We will not exploit anyone, wherever in the world we are working. We will not do business with companies, organisations or individuals who we believe do not work to the same standards as ourselves.

We will take steps to ensure that our supply chain is free from Modern Slavery.

WHAT DOES THIS MEAN?

Do not employ child labour directly or indirectly.

Do not work with any company, organisation or individual who does not uphold our Human Rights principles. This includes ensuring that our suppliers do not engage in Modern Slavery.

Comply with the law on working hours and wages in the countries in which we operate.

Make the health, safety and wellbeing of employees and others a top priority.

Q&As

Q We are in the process of seeking tenders from suppliers for new components. One of the potential suppliers has submitted a quote which is significantly lower than the others. Should I accept the quote and appoint the supplier?

A We must ensure that all suppliers meet our standards and the law. This supplier may be able to offer a lower price because it is not treating employees fairly or in line with our standards or the law. You must make appropriate enquiries of the supplier and ensure that the Sustainable Sourcing Policy is followed. If you still have concerns, you must raise these with your manager or with Human Resources.

APPLICABLE GROUP POLICIES

- Human Rights Policy
- Sustainable Sourcing Policy
- Whistle-Blowing Policy
- Local Human Resources Policy and Handbook

OUR PEOPLE

PROMOTING A SAFE AND HEALTHY WORKPLACE

PRINCIPLE

We seek to create a safe and healthy work environment, free from accidents, work-related ill health and environmental incidents.

The Group is committed to maintaining the highest practicable standards of health, safety and environmental (HS&E) management and to continuously seek to improve these standards to international best practice levels.

We expect everyone who works in our business to help achieve these HS&E goals. Safety is everyone's responsibility.

WHAT DOES THIS MEAN?

Take personal responsibility for HS&E in line with your function, job role, level of authority and qualifications.

Lead by example; demonstrate the Essential Behaviours of HS&E.

Raise any HS&E concerns with your supervisor/manager or local HS&E lead.

Support the Group's efforts to minimise any potential impact on the environment by developing new and better processes and services, the efficient use of energy and resources, minimisation of environmental impact and waste generation and safe and responsible disposal of residual wastes.

Q&As

Q My manager does not wear the correct safety equipment when she visits my area. What should I do?

A You should politely raise the matter with your manager. If she does not change her behaviour, or you feel uncomfortable speaking with her, you should raise it with your local HS&E lead.

Q I am under a lot of pressure at work to fulfil a contract by a specific date. I am working long hours and it is adversely impacting on my home life and I am concerned I may be making mistakes at work because I am tired. Where can I get help?

A You should discuss your concerns with your manager or with your local Human Resources lead.

APPLICABLE GROUP POLICIES

- Health, Safety and Environment Policy
- Whistle-Blowing Policy



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OUR PEOPLE

RESPONSIBLE USE OF SOCIAL MEDIA

PRINCIPLE

Our reputation depends on acting responsibly and with integrity. The use of social media can help us promote our business.

However, the inappropriate use of social media has the potential to expose sensitive information that may negatively impact the Group's reputation through the accidental, inaccurate or malicious posting of information.

WHAT DOES THIS MEAN?

Be aware of the effect your actions may have on your image and reputation, as well as the Company's image and reputation.

Be careful to represent ourselves and our Company in a positive way to protect our Values and reputation.

Keep Company related social media accounts separate from personal accounts.

Do not publish, post or release any information that is considered confidential or not public. If you are unsure, check with your supervisor/manager.

Q&As

Q One of my colleagues has photographs on his personal social media account which are taken at work. Some of our parts are visible in the background. Is this acceptable?

A No, this is not acceptable. Details related to our business must not be shared in this way, whether intentional or not. It might even be breaking the law if the parts are controlled. You should raise your concern with Human Resources who will speak with the individual.

APPLICABLE GROUP POLICIES

- Local IT and Acceptable Use Policy
- Information and Operations Business Security Policy
- Whistle-Blowing Policy



OUR COMPANY



*Senior Flexonics Cape Town

OUR COMPANY

PROTECTING PERSONAL AND CONFIDENTIAL INFORMATION

PRINCIPLE

We safeguard confidential and trade information belonging to the Group.

We treat confidential information safely. This includes employee information, financial information, strategies or plans which are not in the public domain, product, technical, customer information and intellectual property.

Senior's processing of personal data is lawful, fair and transparent to data subjects. We ensure that personal data is secure and consistent with the requirements of the General Data Protection Regulations (GDPR) and other applicable, relevant legislation.

WHAT DOES THIS MEAN?

Retain personal information only for specified, explicit and legitimate purposes and retain it for no longer than is necessary. Dispose of personal information in a secure manner.

Do not discuss personal or confidential information where you can be overheard or leave such information in a public or insecure place.

Only disclose and exchange personal and confidential information in accordance with all relevant contracts, policies and local laws and regulations for legitimate business reasons and with an established business relationship and/or a Non-Disclosure Agreement in place.

If you are in doubt, seek advice before handling, processing or sharing personal or confidential information.

Inform your supervisor/manager if you have concerns about how personal or confidential information is secured, processed or shared in your part of the business.

Q&As

Q I have received a drawing and some technical data from a supplier whose product we are considering for one of our contracts. Can I send this information to another supplier to see if they have a similar product or can develop one?

A No. You cannot share the data with the other supplier. It was provided to us in confidence and the purpose has been clearly indicated.

Q I have received a call from a bank requesting confirmation of an employee's salary to support a loan application. Can I pass this information to the bank?

A You can only pass the information to the bank with the written permission of the employee.

APPLICABLE GROUP POLICIES

- Information and Operations Business Security Policy
- Local Data Protection Policy
- Local Export Compliance Programme Manual
- Local IT and Acceptable Use Policy
- NDA Policy
- Whistle-Blowing Policy

MANAGING INFORMATION SECURITY

PRINCIPLE

We take Information Security seriously. Information Security concerns assuring the availability, integrity and confidentiality of information. Information can be in physical or virtual form.

Information about our business, people, customers, suppliers and other business partners is vital to our business success. We are all responsible for keeping it secure by protecting it from loss or damage and from unauthorised access, use, change or disclosure.

WHAT DOES THIS MEAN?

Protect Company information and systems from unauthorised use or theft.

Follow the Company protocol for setting passwords. Never share passwords and do not use the same passwords for multiple applications.

Only give access to information and systems to those who have a legitimate business need and are properly authorised. Follow all applicable policies, rules and regulations (such as ITAR, DFARS and GDPR) when sharing or transmitting information.

Immediately report any loss of sensitive Company information or any attack on our information systems, such as phishing attacks.

Do not install any unapproved applications or software on business systems.

Do not access, store or share anything that could be considered offensive to others or could expose the Company to legal action.

Q&As

Q I have an urgent project and I need to take some data home to work on it. Can I email it to my personal account?

A No. You must not store or access Company information on your personal computer or device as it is likely it does not meet our minimum security standards, which are designed to protect that data.

APPLICABLE GROUP POLICIES

- Information & Operations Business Security Policy
- Local IT and Acceptable Use Policy
- Whistle-Blowing Policy



PROPER USE OF COMPANY SYSTEMS, PROPERTY AND ASSETS

PRINCIPLE

We take personal responsibility for the proper use of our business property, including materials, facilities, equipment and IT systems.

We take similar care with the assets of our customers and other third parties.

Our technologies, intellectual property and commercially sensitive information are vital assets to the business and we protect them from unauthorised use and disclosure.

We do not use Group IT systems to access, store, copy or transmit any information or data considered to be offensive, obscene or inappropriate.

WHAT DOES THIS MEAN?

Use Company assets and resources only for legitimate business activities, unless otherwise permitted by Company policy. Any use of Company assets and resources for personal use is limited and in line with policies.

Ensure that Company property is secure when not in use.

Take care to ensure that intellectual property, confidential or commercially sensitive information is not disclosed other than in an approved manner for legitimate business reasons.

Use Company IT systems in accordance with Group and local policies and never to access, store, copy or transmit any information or data considered to be offensive, obscene or inappropriate.

Q&As

Q I am staying in a hotel as part of a business trip. Can I connect my laptop or other Company device to the hotel Wi-Fi?

A Yes. Check you are connecting to the legitimate, hotel Wi-Fi, then log on to the Company's Remote Access Service or Virtual Private Network ("VPN") before visiting any other systems or internet sites. By connecting to the Company Remote Access Service or VPN, you will be providing the maximum level of protection to your laptop or other Company device and the data being processed.

APPLICABLE GROUP POLICIES

- Information & Operations Business Security Policy
- Fraud Policy
- NDA Policy
- Local IT and Acceptable Use Policy

OUR COMPANY

ENSURING ACCURACY AND INTEGRITY IN BUSINESS RECORDS

PRINCIPLE

We maintain accurate and complete financial and other business records, complying with legal and accounting requirements.

We prepare financial statements in a timely manner representing the facts accurately and completely.

We require relevant employees to record their time accurately.

We maintain a rigorous system of financial, operational, compliance and non-financial reporting controls and an effective system of risk management.

We seek to prevent and detect fraud through our system of internal controls and audit.

WHAT DOES THIS MEAN?

Do not deliberately provide false or misleading data or incorrect financial information to others.

Ensure the proper accounting treatment under IFRS and Group accounting policies direct the recognition, recording and reporting of business transactions.

Follow the Group Accounting Manual and work in accordance with published Delegated Authorities.

Where required, accurately record your time allocation across contract, projects and other business activities.

Accurately record and report business expenses in a timely manner and in line with Company and local policy. Be alert to possible fraud in its widest sense and promptly report any concerns to your supervisor/manager.

Q&As

Q A colleague has been delayed in traffic and has asked me to clock him in. Should I do this?

A No. It is never appropriate to clock in or out on behalf of someone else. Your colleague must clock in himself on arrival.

Q We are very close to meeting our bonus targets for year-end. My manager has asked me to adjust some financial records so we receive a bonus. Should I adjust the financial records?

A No. Our financial and other business records must be maintained accurately and in accordance with all applicable regulations and accounting standards. You should report the request to an operating business leader or your local Human Resources lead.

APPLICABLE GROUP POLICIES

- Group Accounting Manual
- Fraud Policy
- Delegated Authorities Matrix
- Group Minimum Standards of Internal Control
- Local Expenses Policy
- Whistle-Blowing Policy
- Contract Review Policy

OUR COMPANY

OBSERVING QUALITY REQUIREMENTS

PRINCIPLE

It is of upmost importance that we deliver product that is of the highest quality and conforms with customer requirements, approved processes and our quality management system.

Failure to observe all applicable product requirements, including but not limited to, drawings, material specifications, agreed processes and inspection routines may result in product which is non-compliant leaving one of our sites. This can have far-reaching consequences for Senior and our customer.

WHAT DOES THIS MEAN?

Follow all product requirements including drawings, material specifications, approved processes, tolerances and inspection requirements.

Never allow product to ship which has not been manufactured and tested in accordance with all quality requirements. It is recognised that quality escapes do happen from time to time and we have processes in our quality systems to deal with such events. However, knowingly deviating from quality requirements or knowingly allowing sub-standard product to be shipped is an ethical issue as it may cause harm to the Company, to our customers or even raise safety concerns.

Report any quality concern that is not being dealt with in the proper way as soon as you observe it. In the first instance, this should be to your Quality lead, supervisor/manager, Human Resources lead or, if you still have concerns, through the Whistle-Blowing Policy.

Ensure that any proposed change to specification or process obtains appropriate customer approval prior to implementation.

Q&As

Q One of our machines is down for unplanned maintenance. Can I move product to another machine so that I can ship it on time?

A You must check whether customer approval is required prior to any process change for this part is implemented.

APPLICABLE GROUP POLICIES

- Fraud Policy
- Whistle-Blowing Policy



*Senior Aerospace Calorstat

AVOIDING CONFLICTS OF INTEREST

PRINCIPLE

We avoid any relationship, influence or activity that may impair our ability to make fair and objective decisions when performing our jobs.

Conflicts of interest arise if we or members of our families have personal business commitments, financial interests or other jobs, which do or might conflict with Senior's business and we find ourselves compromised.

We may not perform any outside work as an employee, director, consultant or other relationship where this may interfere with our ability to perform the duties for which we are contracted to Senior or which diverts business away from Senior.

We comply with applicable laws and regulations in relation to the employment or engagement of current or former military and government personnel.

WHAT DOES THIS MEAN?

Be alert to any situation which may, or may appear to, conflict with the interests of Senior.

Ensure that any actual or potential conflict of interest is disclosed, monitored and recorded.

Do not do business on behalf of the Group with companies, or other organisations, in which you, your family or friends, have a significant financial or other business interest, unless you have obtained prior written approval from the local operating business leader to whom you report.

Do not accept any employment or other commitment to a competitor or potential competitor to Senior, whilst working for or with Senior.

Do not take on any employment or other commitment which may prevent you from performing the duties for which you are employed by Senior to do.

Do not take advantage of your knowledge, contacts or position within Senior for personal gain or to benefit a family member either directly or indirectly.

Q&As

Q My partner works for a company that is tendering to supply Senior with components. I am involved in evaluating the tender responses. What should I do?

A This could be a conflict of interest depending on the role your partner has in the company. You should speak with your manager to seek guidance.

Q My neighbour has asked me to see if there is an opening for her son, who has recently graduated from university, and whether I can 'pull any strings'.

A You should advise them to apply to the relevant department. You should avoid playing any part in the recruitment process, which could be seen as a conflict of interest.

APPLICABLE GROUP POLICIES

- Fraud Policy
- Whistle-Blowing Policy

AVOIDING INSIDER DEALING

PRINCIPLE

We keep all inside information confidential within Senior and use it only as necessary to perform our role.

We do not engage in, encourage or facilitate insider dealing. We will not use any non-public information about our business or other companies for buying or selling shares, other securities or financial instruments for our own benefit or enable anyone else to use it.

WHAT DOES THIS MEAN?

Inside information is information that is precise in nature, is not generally available and, if it were, is likely to have an impact on the share price.

Do not buy or sell shares in Senior plc whilst in possession of price sensitive information. Senior plc's shares are quoted on the London Stock Exchange.

It is against the law and a criminal offence to deal in shares of the Company whilst in receipt of inside information, whether you or others do it, and if you do so for your benefit or someone else's benefit.

Comply with any share dealing restrictions that may be imposed by the Group from time to time. If you are in any doubt whether you may trade in Senior's shares, you should contact the Company Secretary before trading. Certain directors and employees who act in a managerial capacity have stricter rules placed on them.

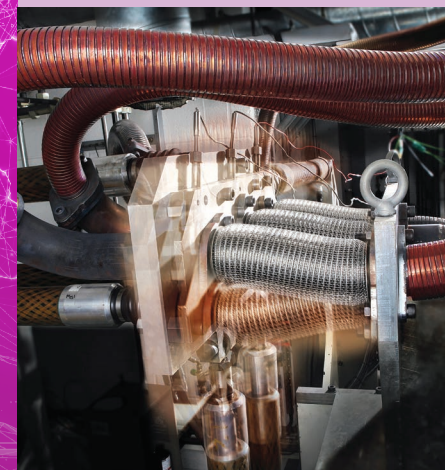
Q&As

Q I am involved in due diligence on a potential acquisition. I believe that the share price will increase when the acquisition becomes public. Can I, or my spouse, buy shares in Senior plc?

A No. You would be trading whilst in receipt of inside information and this is illegal. This applies to you and any family member.

APPLICABLE GROUP POLICIES

- Procedure for Dealing in the Company's Shares
- Fraud Policy
- Whistle-Blowing Policy



*Senior Flexonics Crumlin

COMMUNICATING WITH INVESTORS AND ANALYSTS

PRINCIPLE

Investors are shareholders in the Company and those who may become shareholders. Analysts provide advice about investments to clients.

Communicating or interacting with investors and analysts is a specialist area and it is important that we understand the limits of what can be said within the bounds of publicly available, share price sensitive information.

We do not disclose information in a way that may lead to one investor or analyst having access to any 'inside information' before any others. Inside information is anything that is:

- Precise in nature
- Not publicly available
- That could have a significant impact on share price - either negative or positive

WHAT DOES THIS MEAN?

Where there is direct contact/engagement from investors or analysts, we immediately alert the person responsible for investor relations and corporate communication for the Group.

Do not communicate with investors and analysts unless requested to do so by the person responsible for investor relations and corporate communication for the Group.

If you have been requested by the Group to meet with investors or analysts, follow the guidance for the meeting that has been provided to you.

Q&As

Q An investor has requested a site tour. What should I do?

A You should refer them to the person responsible for investor relations and corporate communication for the Group.



OUR BUSINESS RELATIONSHIPS



OUR BUSINESS RELATIONSHIPS

PREVENTING BRIBERY AND CORRUPTION

PRINCIPLE

Senior has a zero tolerance policy for bribery and corruption.

We do not offer, pay, solicit or accept bribes, kickbacks, facilitation payments or other advantage in any form, either directly or indirectly. We will not participate in any kind of corrupt activity directly or through third parties. In particular, subcontracts, purchase orders, or agency or consultancy agreements must not be used as a means of channelling payments to any third party.

We will understand and follow all the applicable bribery and corruption laws that apply in the countries where we do business, including the UK Bribery Act 2010 and the US Foreign Corrupt Practices Act.

We will take great care in selecting business partners and agents to ensure that they meet our standards at all times.

WHAT DOES THIS MEAN?

Do not give, receive, ask for or permit anyone else to give bribes or enter into corrupt activity in order to win new business, retain existing business or otherwise further the business interests of Senior. Bribery is the offering, provision or receiving of something of value including cash, gifts, kickbacks or entertainment to persuade or reward someone for doing something improper.

Immediately report any offer of or request for a bribe to your manager or Human Resources lead, including the request for a facilitation payment.

Never make a facilitation payment except where there is a real and credible threat to your personal safety. A facilitation payment is an unofficial payment to a government official to expedite or secure the performance of a routine action. Examples include obtaining visas or obtaining customs clearance.

All agents and other intermediaries acting on behalf of Senior must be pre-approved in accordance with Senior's Agents policy.

Ensure that any charitable donation or sponsorship is properly approved as per local policy.

Do not use Company funds, directly or indirectly, to make contributions to political parties, or organisations or candidates for public office.

Do not engage in corrupt activity which includes bribery, extortion, fraud, deception, collusion and money laundering.

Q&As

Q I am currently involved in a re-tendering process for our office supplies vendor. One of the bidding suppliers has offered me a ticket to the Football Cup Final. My favourite team is playing and the tickets have been sold out for ages. Can I accept the ticket?

A No. You are in a re-tendering process and you must not allow yourself to be unduly influenced or give the impression of undue influence. You should politely decline the ticket and report the matter to your manager.

Q We are competing for a new contract. The potential customer has said that we will win the contract if we offer a sub-contract element to her brother's business. Is this acceptable?

A No. This is not an ethical way of doing business. You should report the incident to your manager.

APPLICABLE GROUP POLICIES

- Agents Policy
- Gifts and Hospitality Policy
- Fraud Policy
- Whistle-Blowing Policy

*Senior Aerospace Thermal Engineering

GIVING AND RECEIVING GIFTS AND HOSPITALITY

PRINCIPLE

Gifts and hospitality will only be given or received if they are reasonable.

They should be for business purposes, infrequent, proportionate and not material. We never accept or offer gifts or hospitality where they could, or may appear to, influence a business decision.

Such hospitality or expenditure should be reasonable and proportionate, must not exceed reasonable local practices, must be permissible under all applicable laws and must not knowingly breach any internal policies which apply to the giver or receiver.

WHAT DOES THIS MEAN?

Only give or receive gifts or hospitality for business if they are reasonable, i.e. proportionate and not frequent.

Do not offer or receive a gift of money.

Do not provide hospitality or incur promotional expenditure for the benefit of a public official without prior written management approval.

Do not make or offer any gifts or hospitality, provide sponsorship or a charitable donation which could, or could appear to, affect the independence of others.

Do not receive or request any gift, hospitality, kickback, sponsorship or make a charitable donation which could, or could appear to, affect your independence in the making of a business decision.

Immediately report any gift or hospitality offered or requested which is inappropriate to your manager.

Follow the requirements of the Gifts and Hospitality Policy, which includes recording the details of all gifts and hospitality given or received in a personal register and declaring in your site register where any gift or hospitality provided or received has an individual or annual aggregate in excess of the limit specified in the policy.

Q&As

Q I have been given an expensive gift during a business meeting and know that, due to cultural traditions, it would offend the provider if I did not accept it. What should I do with the gift, so as not to offend the provider?

A You should report the gift to your manager as soon as practicable and ask for guidance. When it is not appropriate to accept or retain the gift, the Company may ask you to return the gift or seek the provider's permission to donate it to charity.

APPLICABLE GROUP POLICIES

- Gifts and Hospitality Policy
- Fraud Policy
- Whistle-Blowing Policy

WORKING WITH REPRESENTATIVES AND INTERMEDIARIES

PRINCIPLE

All representatives, including agents, distributors and other third parties appointed by Senior to act for us will be chosen and monitored carefully.

Agents, distributors and other business partners will only be appointed if there is a valid business case and following prior management approval.

All representatives must sign up to and comply with the Code as well as all applicable laws and regulations.

WHAT DOES THIS MEAN?

Ensure that due diligence is conducted on all representatives and intermediaries and that they are approved in accordance with Group policy.

Do not commence business discussions with any representative or other intermediary before they have been approved.

Ensure that all representatives and intermediaries sign up to this Code and do not behave in a way that will damage the reputation of Senior.

Q&As

Q A potential agent has approached me with a new opportunity in a new territory. Tenders need to be submitted very quickly. There is not time to perform full due diligence on the agent before the tender needs to be submitted. Can I go ahead and appoint the agent?

A No. It is of utmost importance that we deal only with agents who have successfully completed the due diligence process and signed up to our agreement and the Code. You should explain this to the agent and work internally to expedite the approval process.

APPLICABLE GROUP POLICIES

- Agents Policy
- Gifts and Hospitality Policy
- Fraud Policy
- Whistle-Blowing Policy



*Senior Aerospace BWT

OUR BUSINESS RELATIONSHIPS

WORKING WITH OUR CUSTOMERS, SUPPLIERS AND OTHER BUSINESS PARTNERS

PRINCIPLE

Senior treats its customers, suppliers and other business partners with fairness and integrity.

We do not seek to gain unfair advantage through the use of any unfair business practice.

We respect the confidentiality of commercially sensitive information provided to us and we only use it for legitimate business purposes.

We conduct due diligence on new customers, suppliers and other business partners. We select those that have the same commitment to ethical business conduct as ourselves.

WHAT DOES THIS MEAN?

Respect the confidential information of our customers, suppliers and other business partners using it only for the purpose for which it was provided.

Treat all of our customers, suppliers and other business partners with fairness and integrity regardless of the length of relationship or contract value.

Never sign off or ship product which you know to be faulty or sub-standard.

Conduct due diligence on new suppliers, customers and other business partners to ensure that they operate to the same high standards of quality and integrity as Senior plc and have a Code of Conduct.

Q&As

Q We are under pressure to achieve our year-end revenue target. I have a shipment to make which has some surface damage, which would normally be corrected prior to shipment. Can I go ahead and ship the product?

A No. You must only ship good product no matter that the target may be missed.

APPLICABLE GROUP POLICIES

- Contract Review Policy
- Sustainable Sourcing Policy
- Gifts and Hospitality Policy
- Agents Policy
- Fraud Policy
- Whistle-Blowing Policy

OUR BUSINESS RELATIONSHIPS

COMPLYING WITH INTERNATIONAL SANCTIONS AND TRADE COMPLIANCE REQUIREMENTS

PRINCIPLE

Senior will conduct its business in full accordance with all global trade laws and regulations and all relevant sanctions for the import and export of goods, services and/or technology in the countries within which we operate.

WHAT DOES THIS MEAN?

Keep up to date and comply with all import and export laws and regulations when transferring goods, services and/or technology within your country and across international boundaries, taking advice from your qualified Trade Compliance representative as necessary.

Obtain all necessary import and export licences and permits as dictated by country and commodity.

Comply with national and international economic sanctions and embargoes and Senior's country specific guidance when doing business with companies in other countries.

Review all business development and marketing materials with your qualified Trade Compliance representative prior to providing the materials to potential customers or making the information public.

Q&As

Q We have signed a contract for which we require an export licence. We have not yet applied for the licence but believe that there is plenty of time to obtain it. Is this okay?

A No. You must check with your qualified Trade Compliance representative or a local operating business leader to confirm that a licence can be obtained before entering into the contract.

APPLICABLE GROUP POLICIES

- Contract Review Policy
- Local Export Compliance Programme Manual
- Whistle-Blowing Policy

OUR BUSINESS RELATIONSHIPS

ADHERING TO COMPETITION AND ANTI-TRUST LAW

PRINCIPLE

We conduct business in an honest and straightforward way.

We comply with competition and anti-trust laws in the countries where we operate by engaging in fair and ethical marketing, sales and communication practices which provide accurate and fair information to all parties.

We will not enter into discussions or agreements, formal or informal, with competitors, customers, vendors or other business partners which undermine fair competition. We will abstain from any cartelistic or other practices prohibited by anti-trust laws.

WHAT DOES THIS MEAN?

You must not enter into any conversations, meetings, email exchanges or other communications with competitors that might be, or might seem to be, anti-competitive, including pricing, production, customers, vendors or markets.

You must respect the confidential information and intellectual property rights of our competitors and other third parties.

You must report any suspicions of anti-competitive behaviour to your supervisor/manager or a local operating business leader.

You must use legitimate means to obtain competitive information.

You must take care before you agree any restrictions with competitors, joint venture partners or other third parties as to who they can sell to or buy from and on what terms.

Q&As

Q Another company has asked to discuss what contract terms and pricing we have negotiated with a supplier, as they would like the same kind of deal that we have. Is this okay?

A No. First, we have an ethical and contractual obligation to respect the confidentiality of the supplier's pricing. Secondly, our actions might be construed as an attempt to fix prices in the supply market.

APPLICABLE GROUP POLICIES

- Fraud Policy
- Whistle-Blowing Policy

OUR BUSINESS RELATIONSHIPS

PREVENTING THE FACILITATION OF TAX EVASION

PRINCIPLE

Senior will comply with all global tax laws and regulations applicable in the countries and jurisdictions in which we operate and conduct business.

We expect our employees, agents and other parties who perform services for or on behalf of Senior to do the same.

We will not engage in or facilitate business transactions designed or intended to criminally evade taxation.

We will maintain reasonable procedures intended to prevent the facilitation of tax evasion.

WHAT DOES THIS MEAN?

Thoroughly evaluate contracts and/or transactions involving countries or jurisdictions with a higher risk of facilitating tax evasion, typically due to lower tax transparency and disclosures, or include overly complex supply chains or financial arrangements.

Complete appropriate due diligence prior to engaging with agents and other third parties who will perform services for or on behalf of your business or the Group.

Report any concerns of potential tax evasion activity to your supervisor/manager or a local operating business leader.

APPLICABLE GROUP POLICIES

- Agents Policy
- Contract Review Policy
- Fraud Policy
- Whistle-Blowing Policy



OUR COMMUNITIES



WORKING WITH OUR COMMUNITIES

PRINCIPLE

Senior plc operates in many countries across the world.

We respect the communities within which we operate and strive to make a positive impact by running our operations responsibly and investing in local initiatives as appropriate.

We encourage community investment activities and charitable giving which help us to recruit, retain and develop our people whilst demonstrating good corporate citizenship.

We do not make political donations or contributions.

WHAT DOES THIS MEAN?

Do not deliberately or knowingly ignore or show lack of respect to local customs.

Ensure that charitable giving, sponsorship and community investment whether in cash or in kind is pre-approved by your local operating business leader and recorded in the charitable giving register.

Do not use Company funds to make any political donation or contribution.

Q&As

Q A local foodbank has asked for a donation of cash from the Company to support hosting a fundraising event in our community. Can the Company make the donation?

A Charitable donations may be made to officially recognized charities if the charitable organisation does not engage in any political activities and making the charitable donation does not affect the independence of Company employees or other parties. You should seek proper approval for the donation from your local operating business leader prior to making the donation.

APPLICABLE GROUP POLICIES

- Gifts and Hospitality Policy
- Human Rights Policy



*Senior Flexonics India

COMMUNICATING WITH THE MEDIA

PRINCIPLE

When communicating or interacting with the media we understand the limits of what can be said within the bounds of publicly available, share price sensitive information.

We do not disclose information in a way that may lead to the media having access to any 'inside information' before any others. Inside information is anything that is:

- Precise in nature
- Not publicly available
- That could have a significant impact on share price - either negative or positive

Where there is direct contact/engagement from the media, we immediately alert local operating business leaders and the person responsible for investor relations and corporate communication for the Group.

WHAT DOES THIS MEAN?

Do not communicate with the media unless you have been cleared to do so by the person responsible for investor relations and corporate communication for the Group.

Do not say anything 'in confidence' or 'off-the-record' or make comments about our customers, suppliers, competitors or other business partners.

Q&As

Q A local newspaper would like to interview me about the current business situation at my site. What should I do?

A You should refer them to a local operating business leader.

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