ANTI-CORRUPTION POLICY AND PROCEDURES

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Policy Introduction and Purpose

Ecolab is committed to ensuring its business conduct and the business conduct of those acting on Ecolab's behalf is done with integrity, the highest ethical standard, and in accordance with Ecolab's Code of Conduct, applicable laws, and regulations.

This Policy reinforces this commitment to ensure compliance with all anti-corruption laws, including the US Foreign Corrupt Practices Act ("FCPA"), the UK Bribery Act 2010, and anti-corruption laws in effect within the countries where Ecolab does business. Taken all together, these anti-corruption laws prohibit *corruption* within both the public (government) and private (commercial) sectors.

All persons or entities working for or acting on Ecolab's behalf must be familiar with and perform their duties in accordance with the requirements set forth in this Policy, Ecolab's Code of Conduct and applicable laws and regulations.

This Policy:

(a) sets out our responsibilities, and the responsibilities of those working with or on Ecolab's behalf, in relation to *bribery and corruption*;

(b) provides information and guidance to those working for us on how to recognize and deal with *bribery and corruption* issues;

(c) provides awareness of Ecolab's global anti-corruption standards applicable to our business activities, recognizing possible warning signs of potential corrupt behavior of others, and the type of business activities that may need legal review; and

(d) supports identification, management, and mitigation of common *corruption* risks associated with Ecolab's business activities and effectively promotes an organizational culture that encourages conduct compliant with all anti-corruption laws and Ecolab's Code of Conduct.

Policy Scope

Persons or entities in scope of this Policy include Ecolab's associates at all organizational levels, including senior managers, directors, officers, associates (whether permanent, contingent or temporary), consultants, contractors, trainees, interns, Ecolab subsidiaries, Joint Ventures, affiliated companies and their associates, all are referred to as "Ecolab" in this Policy. Business partners, certain third parties, including Third-Party Intermediaries, and their employees acting on Ecolab's behalf in any business transaction, or any other party associated with Ecolab, wherever located are also within scope of this Policy.

Ecolab's Policy

Ecolab conducts business lawfully, ethically, and with integrity. Corrupt practices are unacceptable, and Ecolab takes a zero-tolerance approach to *bribery*, *corruption* and influence peddling. Ecolab will not engage in, or otherwise tolerate, any form of *bribery* or *corruption* through its business dealings with governmental or commercial entities or individuals.

Specifically, Ecolab will not offer, pay, or provide *anything of value* to a *government employee* or a representative of a commercial entity in order to gain *improper business advantage* or favorable treatment or otherwise unjustly influence their official action. Accordingly, Ecolab will not accept *anything of value* from a *government employee* or a representative of a commercial entity for the same reason. *Bribes*, "*kickbacks*," secret commissions, and similar monetary or non-monetary payments are strictly prohibited.

Other items of value such as gifts, travel (including sponsored travel), entertainment, and political and charitable donations, are only permissible if used in a manner that would not violate this Policy and Procedures or any anti-corruption law. To comply with this Policy's requirements around providing things of value , those who are in scope of this Policy must follow Ecolab's Gifts, Travel and Entertainment Procedures and Sponsorships, Political and Charitable Donations Procedures.

In order to reduce the risk of *bribery* or *corruption*, Ecolab will maintain accurate books and records which must, in reasonable detail, accurately and fairly reflect all transactions and disposition of assets based on the nature of the transaction. These transactions must meet Ecolab's Books and Records Procedures.

Ecolab will take reasonable steps to ensure that all third parties in scope of this policy, conducting business on Ecolab's behalf with any entity, are compliant with this Policy. Third-parties in scope of this policy, including third-party intermediaries, must first be fully vetted and approved through Ecolab's Use of Third-Party Intermediaries and Due Diligence Procedures prior to doing business with Ecolab.

This Policy forms a critical part of Ecolab' Code of Conduct and should be read in conjunction with the *Anti-Bribery and Anti-Corruption Procedures*, and Ecolab's Mission and Values set out in the Code of Conduct, as amended and supplemented from time to time.

Strict compliance with this Policy and Procedures is required even where local law or custom may appear to permit less stringent requirements, and even if business may be lost as a result of following this Policy and its related Procedures.

Required Procedures under this Policy:

1. Ecolab's Gifts, Travel and Entertainment Procedures
2. Ecolab's Sponsorships, Political and Charitable Donations Procedures
3. Ecolab's Use of Third-Party Intermediary Anti-Corruption Due Diligence Procedures; which includes separate Procedures for Joint Ventures and Mergers and Acquisitions.
4. Ecolab's Books and Records Requirements

Roles and Responsibility for the Policy

This Policy has been approved and endorsed by Ecolab's *Executive Compliance Committee* to show Ecolab's commitment to dealing with potential *bribery and corruption* issues.

Ecolab's *Chief Compliance Officer* has day-to-day responsibility for overseeing the implementation of this Policy, monitoring its use and effectiveness, and reporting any matters to Ecolab's *Executive Compliance Committee*.

Ecolab *management and senior leaders at all levels*, are responsible for implementing this Policy in their respective areas of responsibilities, including communication to associates at all organizational levels and third parties, including third-party intermediaries used by the business.

Ecolab's *Global Compliance Department* is responsible for developing and maintaining Ecolab's Anti-Corruption Program to ensure that adequate procedures are in place to prevent and/or uncover *corruption*. This effort includes timely support to Divisions, Functions, Markets, and Ecolab's *Compliance and Ethics Committees* ("CEC"), on ethics and anti-corruption related issues and to provide guidance on Policy-related Procedures. Ecolab's Anti-Corruption Program also includes:

- Anti-Corruption annual risk assessments;
- Anti-Bribery, Anti-Corruption Audits;
- Training and education; and
- Communication of this Policy.

Ecolab's *CECs* and its members are responsible for ensuring Ecolab maintains a high-level focus on ethics and anti-corruption issues and a common understanding and practice regarding how best to address and follow up on such issues.

Ecolab *Finance* is responsible for maintaining adequate internal controls to ensure accurate and complete financial records of transactions are kept to minimize the risk of and detect any improper payments made out of compliance with Ecolab's Policy, and to report and assist Global Compliance with matters associated with this Policy.

Ecolab *Audit Services* is responsible for periodically assessing compliance with this Policy and suggesting enhancements as needed. In addition, Audit Services will consider anti-corruption concerns as a part of its regular audits of Ecolab's operations, internal controls and books and records.

All associates, advocating, planning to use and/or seeking to retain any third-party in scope of this policy, whether in commercial or functional roles, have the responsibility to ensure all third parties are properly subject to anticorruption due diligence requirements prior to the third party being engaged. Coordination with *Securimate Administrators*, Compliance and Legal teams is key to ensure completeness of all due diligence documentation. Moreover, associates responsible for the relationship with the third party must regularly and clearly communicate Ecolab's ethical obligations to the third party, and follow up with the third party to ensure all required documentation is in place.

Ecolab's *Securimate Administrators* are employees responsible for supporting the business with managing, documenting and monitoring all required steps for the timely completion of Third-Party Due Diligence. Securimate Administrators also ensure all *red flags* identified during the anticorruption due diligence or business dealings, are properly analyzed to provide sound advice to the Legal and Compliance teams on resolution efforts, conclusions and next steps. *Securimate Administrators* appointment is responsibility of Market Leaders and/or Divisional/Functional, and they will work closely with the business (markets, divisions, functions) and Compliance and Legal teams.

Books and Records

Ecolab is responsible to keep accurate financial books and records and to maintain internal controls capable of minimizing the likelihood that improper payments will be made and of detecting any improper payment made despite Ecolab's Policy. Books and records must be kept "in reasonable detail," defined in the law as a degree of detail that would satisfy a prudent official in the conduct of his or her own affairs. All Ecolab associates must take care to record all payments, all receipts of funds, and all other financial transactions fully and on a timely basis to ensure that Ecolab's records are as complete, clear, and accurate as possible. Payments to Intermediaries must only be made based on an accompanying detailed invoice or receipt.

Ecolab associates responsible for maintaining Ecolab's books and records should ensure that accounts are established in such a way as to facilitate easy tracking of sensitive categories such as payments for gifts or meals to foreign officials, payments to Intermediaries, etc.

Ecolab requires a system of internal accounting controls be maintained that provides reasonable assurance that (i) transactions are executed in accordance with management authorization; (ii) transactions are recorded so as to permit preparation of accurate financial statements and to maintain accountability for assets; (iii) access to assets is permitted only in accordance with management authorization; and (iv) appropriate auditing functions are conducted.

Reporting Concerns

Ecolab has a system for raising concerns and reporting suspected violations to this Policy, Ecolab's Code of Conduct, or any anti-corruption law. Any concerns about any past or proposed behavior by anyone at Ecolab or any third-party working with Ecolab regarding compliance with this Policy or anti-corruption law compliance must be reported immediately to Global Compliance, the Law Department, the Code of Conduct Helpline or Web Portal, or the Incident Reporting on Inside Ecolab.

All reports of suspected violations are taken seriously and will be followed up on.

Ecolab associates have the right and obligation to address ethical concerns in good faith without fear of punishment or harassment from co-workers, supervisors, or senior management. Ecolab prohibits retaliation against anyone for making a good-faith report. Commitment to compliance with our legal obligations and ethical standards is valued and respected.

Non-Compliance

Ecolab associates and leaders, as well as business partners and their employees who do not fulfil their integrity responsibilities face disciplinary actions and consequences up to and including termination of their employment and/or business partnership and contract.

Violating this Policy may also result in serious civil and/or criminal penalties. Penalties may consist of fines against Ecolab as well as the individual, but also may include imprisonment for the individual.

Key Terms and Definitions

Anti-Bribery and Anti-Corruption Procedures: the purpose of these *Anti-Bribery and Anti-Corruption Procedures* is to provide detailed directions on critical areas of this Policy, establish additional reference for controls to ensure compliance with all applicable anti-bribery and anti-corruption regulations, as well as ensure that Ecolab's business is conducted in an ethical and responsible manner.

Anything of value broadly defined includes goods, services, monetary and non-monetary benefits or advantages to a recipient. Under anti-corruption laws and this Policy, *anything of value* is not subject to a minimum amount or threshold of value, nor does the unlawful act has to be successful in its intent to violate the law. Some examples of *anything of value* include:

- Gifts
- Money (including cash equivalents, such as gift cards or vouchers)
- Stocks, bonds or other securities
- Meals, entertainment, travel or lodging
- Material non-public information for financial or any other personal benefit
- Offers of employment to those who are influential to a business dealing, or a relative
- Payments or reimbursement of travel expenses
- Financial incentives, discounts or rebates on Ecolab products that are not otherwise generally available
- Assumption or forgiveness of debt
- Political contributions
- Charitable contributions
- Personal favors

Bribe/Bribery: Directly or indirectly paying, promising, giving, offering, or authorizing to give *anything of value* to a foreign official or *government employee* or representative of a commercial entity for the purpose of influencing that person to misuse his or her position to influence any act or decision to obtain any improper advantage to obtain or retain business. It is not necessary for the corrupt act to be completed to violate this Policy and anti-corruption laws.

Corruption is dishonest and fraudulent conduct by those in power in abuse of public or private office for personal gain, typically involving *bribery*.

Facilitation Payments: also known as "speed money" or "grease payments" are small, infrequent payments to a *government employee* made to secure or expedite routine, non-discretionary governmental actions to which one is legally entitled, such as work permits and visas, custom clearance, product registration, or inspections. Ecolab prohibits the making of facilitation payments by any and all persons or entities in scope of this Policy.

Under extreme circumstances where an associate's health or safety is threatened, a payment may have to be made to a *government employee.* Under these circumstances, the associate must promptly contact the Law Department, in order to document and record the payment as a *facilitation payment* or as otherwise appropriate. The Law Department will ask for additional information, including a description of the health or safety threat.

Government Employee: any officer or employee of a foreign government or any department, agency, or instrumentality thereof, or of a public international organization, or any person acting in an official capacity for, or on behalf of, a government, a public international organization or any department, agency, or instrumentality thereof. If someone has the ability to influence a government decision, then that person is most likely *a government employee*. If there are any doubts or disagreement regarding the government official status of a person, consult the Law Department for a final determination.

The term "instrumentality" is broad and can include state-owned, state-operated or state-controlled entities. Whether a particular entity constitutes an "instrumentality" under the FCPA requires a fact-specific analysis of an entity's ownership, control, status, and function. The definition of *government employees* includes:

- Any employee of an entity hired to review and accept bids for a government agency;
- Any agent, officer, or employee of a government or any government department, agency or instrumentality thereof;
- Any officer or employee of a state-owned company or entity where a government holds a substantial ownership interest or where the government exerts actual decision-making authority;
- Any political party or party official, or a candidate for political office;
- Any official, employee, or person acting on behalf of a government-sponsored or public international organization, which may include Non-Governmental Organizations (NGOs) and non-profit organizations, such as the United Nations, Médecins Sans Frontières, International Committee of the Red Cross, World Bank, or the European Community;
- Any member of a royal family who is an officer or who otherwise maintains managerial interest in government-controlled industries or companies;
- Healthcare professionals who are employed by or acting on behalf of a hospital or other institution owned or controlled by a government body, such healthcare professionals should be considered *government employees* even if they are not considered *government employees* under local law;
- Any agent, immediate family member, or any person acting in an official capacity on behalf of the entities or individuals listed above.

Improper business advantage: Includes such things as influencing an individual to act in violation of his or her duty, which includes the individual failing to act. Even if it was not the intention, the perception of impropriety could result in obtaining an *improper business advantage*. An *improper business advantage* may involve efforts to obtain or retain business, as in the awarding of a contract, but also can involve regulatory actions such as licensing or approvals, for example.

Kickback: Any money, fee, commission, credit, gift, gratuity, thing of value, loan, entertainment, service, or compensation of any kind that is provided in exchange for a favor, regardless of whether business related or not. *Kickbacks* are a type of *bribe* where the two parties are in collusion so that each party gains from the exchange.

Securimate: is a web-based enterprise third-party management platform that enables Ecolab to systematically onboard, manage, monitor and document third-party intermediaries' anti-corruption due diligence.

Securimate Administrators: employees responsible for supporting the business with managing, documenting and monitoring all required steps for the timely completion of *Third-Party Intermediaries Due Diligence*.

Securimate Administrators also ensure all red flags are properly analyzed to provide sound advice to the Legal and Compliance teams on resolution efforts, conclusions and next steps. *Securimate Administrators* work closely with the business (markets, divisions, functions) and Compliance and Legal teams.

State-Owned Enterprise (SOE): with respect to government owned, operated or controlled entities, under most anti-corruption laws such entities generally include entities in which the government controls 50% or more of the voting shares, or where the government exerts actual decision-making authority even if it owns less than 50% of the shares. Whether an entity is government-owned or -controlled depends on the specific facts and circumstances. If it is unclear whether an entity is government owned, operated or controlled or whether a person qualifies as a *government employee*, advice should be obtained from the Law Department or Global Compliance.

Third-Party Intermediary: is broadly defined as any individual, company, or entity that performs services for or acts on behalf of Ecolab. Examples include sales agents and representatives, brokers, consultants, freight forwarders, distributors, product registration agents, attorneys, accountants, tax or custom advisors, and any other business or joint-venture partner. Under the FCPA, and other anticorruption laws Ecolab can be held liable for the actions of (or ineffective oversight of) third parties, including third-party intermediaries. Ecolab is prohibited of performing transactions indirectly, through a third-party, that the company would be prohibited from itself doing directly.

Third-Party and Third-Party Intermediary Anti-Corruption Due Diligence: A risk-based assessment of **certain third-parties**, **including third-party intermediaries**, in order to identify, mitigate, or resolve any information concerning the legal, ethical, reputational, financial, or other compliance risks that certain third-parties may pose to Ecolab before entering a business relationship.

Version #	Date	Description	Revised by
3	December 2023	Language on renewals timing cycle	Global Compliance
2	September 2020	Anti-Corruption Policy and Procedures	Global Compliance Department