

# Code of **Business Conduct** and **Ethics**



# A Message from our Chairman, President and Chief Executive Officer Gerben Bakker



**Gerben Bakker**  
Chairman, President and  
Chief Executive Officer

Hubbell provides innovative products and solutions for its customers while operating in an ethical and sustainable manner. Our brand, our culture and our success are each founded on our commitment to ethical excellence and doing the right thing. This informs how we operate and how we treat our stakeholders and each other. Our strong reputation is built upon the trust that we have earned and that we plan to continue to earn from our employees, customers, suppliers, shareholders and the communities in which we operate.

Our Code of Business Conduct and Ethics provides you with a framework to understand Hubbell's expectations about how we conduct business, and to outline Hubbell's commitment to business ethics.

Our Code cannot cover every possible scenario we might face, but it does contain helpful guidance for many of the common issues that may arise. Most importantly, our Code provides a framework for asking questions and highlights the resources we have to report concerns.

All of us are expected to conduct business ethically and to comply with both the spirit and letter of the Code and the laws of the countries where we do business.

I encourage you to read the Code carefully, think about how it applies to your work and how your actions and decisions could affect others and our business. I also encourage you to raise concerns or speak up if you have questions or if you see something that does not fit with the spirit and intent of our Code. Speaking up is an important way of demonstrating the importance of our ethical culture and you should feel free to do so without fear of retaliation.

I feel confident that by adhering to and living the tenets of this Code, we will ensure the ongoing success of our great company.

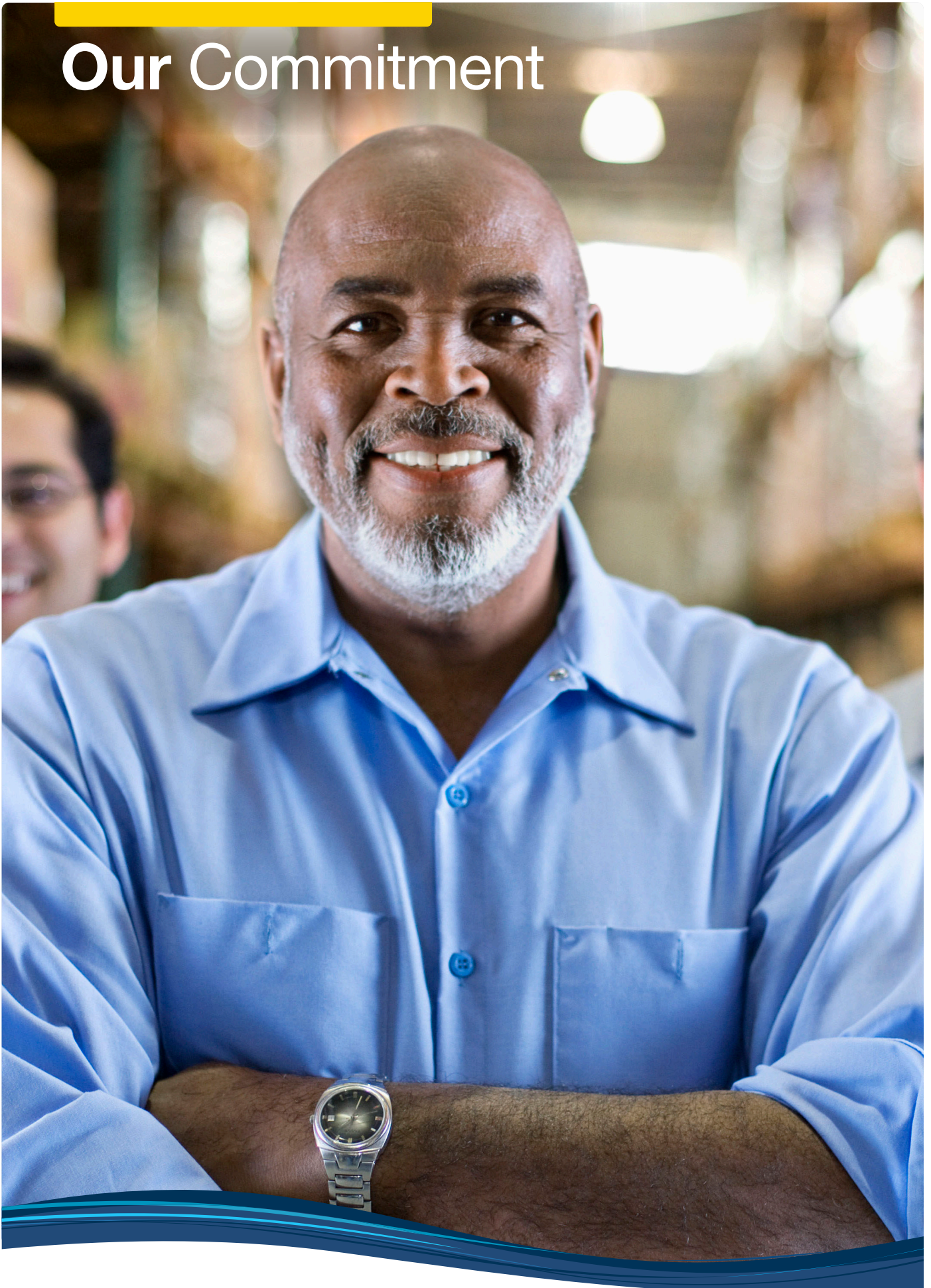
Thank you,

A handwritten signature in black ink, appearing to be 'G. Bakker', written in a cursive style.

# Contents

- 2 A MESSAGE FROM GERBEN BAKKER**
- 4 OUR COMMITMENT**
- 6 INTRODUCTION TO OUR CODE**
  - 7 What is Our Code?
  - 7 Who Should Follow the Code?
  - 8 What Happens When There is a Violation of Our Code?
  - 8 Our Commitment to No Retaliation
  - 9 Ethical Decision Making
  - 10 How to Seek Advice and Raise Concerns
  - 10 Hubbell Code Resources
  - 10 **Speak Up Today:** Your Confidential and Anonymous Connection
- 12 OUR COMMITMENT TO THE COMPANY AND EACH OTHER**
  - 13 We Promote a Positive Workplace Where Everyone is Treated With Respect
  - 14 We Protect Personal Information
  - 14 We are Careful in Our Communications About the Company
  - 15 We Safeguard Company Assets
  - 16 We Prevent Insider Trading
  - 17 We Ensure Financial Integrity
  - 18 We Follow Our Records Management Policy
  - 19 We Protect Confidential or Proprietary Information
- 20 OUR COMMITMENT TO THE PEOPLE WE SERVE**
  - 21 We Deal Honestly and Fairly With Our Customers, Business Partners and Other Third Parties
  - 22 We Prohibit Bribery and Corruption
  - 23 We Compete Fairly in the Marketplace
  - 25 We Comply With Global Trade Regulations and Restrictions
  - 27 We Recognize and Avoid Conflicts of Interest
  - 29 We Use Gifts, Meals and Entertainment Appropriately
- 30 OUR COMMITMENT TO THE COMMUNITY**
  - 31 We Protect Human Rights
  - 31 We Maintain a Safe, Secure and Environmentally Responsible Workplace
  - 32 We Respect Our Communities and the Environment
  - 33 We Engage in Political Activities Appropriately
- 34 SPEAK UP TODAY CONTACT INFORMATION**
- 34 WAIVERS OF THE CODE**

# Our Commitment



# Our Commitment

At Hubbell, we are committed to high standards of ethical and responsible conduct in compliance with the laws of the countries in which we and our partners do business. Underlying this commitment is a set of core values that guide the decisions we make every day in our relationships with the **people we serve**, the **communities we work in**, the **Company** and **each other**.

## Accountability

We commit to being responsible for our decisions, actions, and results, both as individuals and as we work in teams. We perform and help our business succeed, with the highest standards of integrity in everything we do. We are responsible for fulfilling Hubbell's vision and mission.

## Ethics

In our business dealings and in the communities in which we operate, we conduct ourselves in an honest, ethical and trustworthy manner.

## Inclusion

We are a global company committed to fostering an environment that respects and encourages individual differences, experiences, and diversity of thought. We strive to cultivate a workplace where everyone feels a sense of belonging.

## Quality

We are committed to delivering highly engineered electrical and utility solutions with best-in-class quality, reliability, and safety for our customers and communities.

## Safety

Our employees are dedicated to thinking safe, and working safe, so they can go home safe. We commit to safeguard the health and safety of our employees, visitors, customers and communities.

## Sustainability

We are committed to the larger world as we aim to reduce our operational impact, drive social and environmental responsibility in the workplace, and deliver solutions that help our customers solve critical challenges.

# Introduction to our Code



## What is Our Code?

Our Code serves as the framework for conducting business with the highest level of ethics and reinforces the concept that how we achieve our business results is just as important as achieving them. At its most basic level, our Code requires us to deal fairly and honestly with fellow Hubbell employees, business partners, customers, suppliers, shareholders and the communities in which we work. Our Code is based on the laws, rules and regulations we need to know when performing our jobs and sets clear expectations for how we should conduct ourselves and our business. Our Code also reflects the terms of Hubbell's internal policies and directs us to the appropriate resources should we need guidance.

Annually, you will be asked to review and affirm your commitment to the Code including your obligation to report any known or suspected violations of the Code, the law or Company policy. Please read this Code carefully, taking particular note of sections that apply most to your work. Throughout the Code, you will find additional resources where you can seek more information and guidance. Take advantage of them to ensure issues are properly understood and handled in a timely and appropriate manner.



## Who Should Follow the Code?

Our Code applies worldwide to all employees of Hubbell, directors, officers, majority-owned subsidiaries, and others acting on behalf of the Company. We expect everyone working on Hubbell's behalf, including vendors, suppliers, agents, contractors, distributors and business partners to act in a manner that reflects our high ethical standards. Our [Third-Party Code of Business Conduct and Ethics](#) outlines our expectations of all of our business partners and can be found at [www.hubbell.com](http://www.hubbell.com).



## What Happens When There is a Violation of Our Code?

We all have an obligation to our value of accountability to take this Code seriously and understand that violations of our Code, Company policy or the law may result in disciplinary action, up to and including termination. Legal and ethical misconduct can also subject Hubbell and the individuals involved to fines, penalties and civil or criminal prosecution. Hubbell takes reports of possible misconduct seriously, and will review and act upon all reports of alleged misconduct. Evading investigation, failing to cooperate, or providing false or misleading information during an investigation of a Code violation is not tolerated. Hubbell respects the privacy of every individual and treats reports with discretion, balancing confidentiality with the need to conduct a thorough investigation and to comply with local law.

For more information, refer to our Code of Business Conduct and Ethics Policy.

## Our Commitment to No Retaliation

We are committed to creating an environment where individuals can raise questions or concerns without fear of retaliation. Retaliation means adverse conduct taken against an individual that reports or participates in an investigation, and can include shunning or harassing the individual, making threats intended to intimidate or harass, seeking to investigate who participated in an investigation, or taking an employment action against an employee because of their participation in a report or investigation of misconduct. We do not tolerate retaliation and we expect that any reports or concerns raised will be made in good faith. Anyone who retaliates against an individual who has raised a concern in good faith or participated in an investigation will be subject to disciplinary action, up to and including termination.

## WE DEMONSTRATE OUR VALUE OF ETHICS WHEN **WE**:

- ◆ Actively promote a culture of ethics.
- ◆ Conduct ourselves according to the highest ethical and legal standards.
- ◆ Follow all policies, laws and regulations that apply to our business.
- ◆ Consider the appearance of our actions.
- ◆ Seek guidance whenever there are questions about our Code, policy or law.
- ◆ Hold ourselves and each other accountable for our conduct.
- ◆ Complete compliance training in a timely fashion.
- ◆ Immediately report any known or suspected misconduct or violations of the Code.
- ◆ Cooperate fully and honestly with any internal investigation into reported violations of the Code.

If you are a Hubbell manager, supervisor, or leader, you have additional responsibilities under our Code. You are expected to lead by example, model appropriate conduct, report violations of the Code as soon as you become aware of them, and ensure that employees understand the Code and other policies by talking to them about such topics.

For more information, refer to our Code of Business Conduct and Ethics Policy.



## AS A HUBBELL MANAGER, SUPERVISOR OR LEADER WE PUT OUR VALUES INTO ACTION WHEN **WE...**

- ◆ Foster an atmosphere that demonstrates the importance of this Code and act as a role model for appropriate behavior.
- ◆ Ensure that employees under our direct and indirect supervision familiarize themselves with this Code and receive appropriate training.
- ◆ Ensure that the agents, representatives and others hired to act on behalf of Hubbell are aware of this Code, [Hubbell's Third-Party Code of Business Conduct and Ethics](#) and our expectations for ethical dealings.
- ◆ Create a positive work environment where employees are comfortable asking questions and raising concerns.
- ◆ Report to one of the Hubbell Code Resources found on [page 10](#) if we see or become aware of misconduct or violations of our Code, our policies or the law.
- ◆ Never leave the impression that it is appropriate to compromise our values or ethical standards to accomplish business goals.
- ◆ Never retaliate or tolerate retaliation against employees who ask questions or raise concerns in good faith.



## Ethical Decision Making

While the Code provides us with guidance for many of the situations we will face at work, it may not always be easy to determine the right course of action. We should always use our best judgment and common sense when faced with a difficult decision or potential ethical dilemma. Ask yourself:

- ◆ Is it legal? Is it ethical?
- ◆ Is it consistent with Hubbell's values and business strategy?
- ◆ Does the action "feel" right to me?
- ◆ Would I want other people to know what I'm doing?

- ◆ Is there a threat to someone's health or safety?
- ◆ Could Hubbell's business or reputation be compromised by my actions?
- ◆ How would my actions be portrayed in the media?
- ◆ Will I need to cover up my actions?

If you have any doubt about the answers to these questions or are still unclear on what to do, don't simply guess — **seek guidance from one of the Hubbell Code Resources on [page 10](#).**

## How to Seek Advice and Raise Concerns

Every single one of us – regardless of our role or seniority – has a personal responsibility to ask questions, raise concerns and report misconduct. **If you suspect that a situation or issue is, or may be, a violation of the Code, policy or the law, you must report your concern.** The Company offers multiple resources to seek advice or raise a concern so that you can use the approach that feels most comfortable to you. It is often best to speak directly to your manager, but you may ask questions or raise concerns to any of the following Hubbell Code Resources:

- ◆ Your manager
- ◆ Any member of your local, segment or function management
- ◆ The Human Resources Department
- ◆ The Legal or Internal Audit Departments
- ◆ Any member of the Corporate management team
- ◆ Any member of the business function team with the appropriate expertise
- ◆ [Speak Up Today](#) Confidential Reporting Service



### Your Confidential and Anonymous Connection

**Speak Up Today** is a service where you can ask questions or report concerns confidentially or anonymously. This service is managed by an independent third party and is designed to be used in situations where you may be uncomfortable using one of the other Hubbell Code Resources. [Speak Up Today](#) is available 24 hours a day, 7 days a week in multiple languages.

You can access this confidential reporting service and **Speak Up Today** using the details below.



By Web:

[www.speakuptoday.com](http://www.speakuptoday.com)



By Email:

[speakup@speakuptoday.com](mailto:speakup@speakuptoday.com)



By Phone:

Toll-Free (888) 418-1667

See the back of our Code for International numbers

Any person who seeks advice or raises a concern in good faith is doing the right thing. Retaliation against anyone who raises a concern in good faith will not be tolerated. “Good faith” does not mean you are right about your concern, but it does mean you honestly believe it to be true. Knowingly making a false accusation is a violation of this Code and could result in disciplinary action.

**Q:** What happens after I raise a concern?

**A:** We take all such matters very seriously. Regardless of how the report is received, whether directly or through the Speak Up Today service, your concern will be promptly reviewed and, if necessary, investigated by a team with the appropriate independence and subject matter expertise. If you use the Speak Up Today service and choose to be anonymous, it is important that you return to the service to answer any follow-up questions the team may have to conduct the investigation. Information you provide will only be shared with people who need to know in order to resolve the issue and take corrective action.



**Q:** I think my supervisor is doing something that our Code says is wrong. I'm afraid to make a report about her conduct because she might make my job more difficult for me. What should I do?

**A:** If you don't feel comfortable discussing it with her directly, you should contact one of the other Hubbell Code Resources. You shouldn't fear any consequences for making a good faith report – Hubbell will not tolerate retaliation.



# Our Commitment to the Company and Each Other

Demonstrating our values of accountability and inclusion mean we are committed to creating a team of talented and diverse individuals who work together, treat one another respectfully and value differences in experience and opinion. Together, we are able to perform at our very best, win the confidence of our customers and exceed the expectations of our shareholders.

## We Promote a Positive Workplace Where Everyone is Treated With Respect

**We are committed to maintaining a workplace where everyone is treated with respect. Our team is made up of many talented and diverse people and we believe our differences make us better. We celebrate those differences while committing ourselves to a common set of standards and values.**

We are committed to recruiting, hiring, promoting and compensating people solely based on their abilities, performance and qualifications for their jobs and to maintaining a professional work environment in which all employees are treated with respect and dignity.

We do not tolerate discrimination of any kind, including discrimination based on factors such as race or color, sex, religion, age, gender identity and expression, disability, sexual orientation, pregnancy, veteran status, marital or family status, citizenship, national origin or ethnicity, political affiliation, protected genetic information or any other characteristic protected by law or regulation.

Unwelcome conduct such as harassment or bullying that creates an intimidating, hostile or offensive work environment is contrary to our values and does not belong at our Company. This type of behavior can be verbal, written, non-verbal, physical or visual. Please refer to the Company's [Anti-Harassment, Discrimination, and Retaliation Policy](#) for more information. If you witness behavior that you believe to be discrimination, harassment, or bullying, you should report it to your immediate supervisor, manager, your Human Resources representative or one of the Hubbell Code Resources listed on [page 10](#). Every report of discrimination, harassment, or perceived harassment is taken seriously and investigated fully. Keep in mind, Hubbell prohibits retaliation in any form against individuals who raise a concern in good faith or who cooperate in the investigation of such concerns.

**Q:** What is harassment?

**A:** Harassment includes any unwelcome conduct that has the purpose or effect of creating an intimidating, offensive or hostile work environment. It can take many forms, including physical actions, spoken and written remarks, and videos or pictures. Sometimes harassment can involve bullying or persistent mistreatment that threatens someone's physical or emotional wellbeing. Bullying can be targeted at a single person or a group and could involve singling someone out for ridicule, exclusion or other harmful treatment. This type of behavior has a negative effect on our workplace as a whole, and it will not be tolerated.

### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Appreciate the diverse backgrounds of those we work with including our fellow employees, customers, suppliers, members of our communities, and other third parties.
- ◆ Treat others with a high level of professionalism, dignity and respect.
- ◆ Are mindful of any behavior that is offensive or unwelcome.
- ◆ Base employment-related decisions and evaluations on individual qualifications, ability, contributions and demonstrated performance.
- ◆ Immediately speak up when we see behavior that could be a form of harassment or discrimination.
- ◆ Foster an inclusive environment in which different backgrounds, perspectives and points of view are respected and valued.

For more information, refer to our [Anti-Harassment Discrimination, and Retaliation Policy](#).

## We Protect Personal Information

It is necessary to collect certain personal information from our employees and others to conduct business. Personal information may include items such as: name, address, government-issued identification numbers, phone numbers, email address, marital status, criminal records, employment history or medical history.

We are committed to protecting this personal information and ensuring that we comply with applicable data privacy laws, including those rules surrounding the collection, processing, use, transfer and disclosure of personal information.

### WE PUT OUR VALUES INTO ACTION WHEN **WE...**

- ◆ Safeguard the personal information of others.
- ◆ Use personal information only for legitimate business purposes and never share personal information with any other Hubbell team member who does not have a valid business need to know.
- ◆ Contact the Human Resources Department if we want to access or modify our personal information.
- ◆ Report any suspected breaches of personal information to one of the Hubbell Code Resources on [page 10](#).
- ◆ Notify the sender if we inadvertently receive personal information of others we should not have access to.

For more information, refer to our Global Internal Privacy Program Framework Policy.

## We are Careful in Our Communications About the Company

Communications with the news media and others outside our Company are important and can have an impact on our business and the reputation and image of Hubbell. It is essential that communications from the Company are consistent, accurate, responsible and professional. Only a limited number of individuals in the Company are authorized as official spokespersons for the Company and its brands. Hubbell team members must refer all media inquiries to the Hubbell Investor Relations and Corporate Communications Departments.

Social media can be a great way to share news and keep in touch with friends and family. Unless you are an authorized spokesperson of Hubbell, you should not speak on behalf of the Company on social media. You should make it clear that any postings represent your personal views and not those of the Company.

### WE PUT OUR VALUES INTO ACTION WHEN **WE...**

- ◆ Treat every communication as a business record.
- ◆ Act responsibly and ethically by identifying ourselves and ensure our communications comply with Company policy.
- ◆ State when something is your opinion and does not necessarily reflect the views of the Company.
- ◆ Communicate as a professional in a clear, concise and civil manner.
- ◆ Are mindful of the audience and the effect your communications can have on our customers, employee and vendor relationships.
- ◆ Respect differences and do not post anything that would be considered offensive or unwelcome in our workplace.

For more information, refer to our External Communications Policy.

## We Safeguard Company Assets

It is our responsibility to carefully guard Hubbell assets and information, including financial assets, intellectual property, physical property, information systems and confidential information. We are also expected to use such resources responsibly and for appropriate business purposes and to protect them from misuse, theft and fraud.

“Company assets” include:

- ◆ Cash and other financial assets
- ◆ Company-issued credit cards
- ◆ Facilities
- ◆ Equipment and supplies
- ◆ Computers and network systems; including e-mail, Internet, telephone and voicemail
- ◆ Company-issued mobile phones and iPads
- ◆ P-Cards
- ◆ Company-issued vehicles

Some limited personal use of telephones, copiers and computers can be acceptable, but may not be abused. Never use Company resources for something that could be considered offensive or contrary to any Company policy.

We expect you to be aware of cybersecurity risks as well. Be sure to follow all policies and processes that are in place to protect our systems and data from a cyberattack or other unauthorized access.

### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Treat Hubbell assets with care, guarding against theft, waste, damage or misuse.
- ◆ Use Company assets to fulfill our job responsibilities or advance our Company’s business purposes and goals.
- ◆ Exercise good judgment when using Company computer and communication systems and never create, discuss, or send inappropriate material.
- ◆ Take precautions to prohibit unauthorized access to Hubbell assets, like using strong passwords and keeping them confidential, being alert to phishing scams and other means of unauthorized entry.

For more information, refer to our Electronic Communication and Use of IT Computing Assets Policy.







## We Ensure Financial Integrity

We are committed to honest, accurate and timely recording and reporting of business information. This is essential to ensuring the proper management of the Company and maintaining and safeguarding investor confidence. All of the information that we report in Company records, financial or otherwise, must fully and accurately reflect the Company's business transactions and comply with all applicable accounting regulations. False, misleading, incomplete, inaccurate or artificial entries in the Company's books and records are strictly prohibited.

We must always exercise sound judgment and follow Company guidelines when documenting expenses, revenues, transactions or reporting on any other financial matter and we must never:

- ◆ Fabricate or overstate expenses.
- ◆ Claim personal expenses as business expenses.
- ◆ Create fictitious transactions or misclassify transactions.
- ◆ Record a sale that has not yet happened.



### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Ensure that the information we disclose in our public filings and periodic reports filed with the Securities and Exchange Commission is complete, accurate, fairly stated, and made in a timely and understandable manner.
- ◆ Never conceal the true nature of a transaction or hide funds.
- ◆ Do not create undisclosed or unrecorded accounts or misclassify financial transactions.
- ◆ Always report transactions in the correct time period.
- ◆ Follow all internal controls and cooperate with audits or other inquiries.
- ◆ Inform the Chief Financial Officer, Corporate Controller or Internal Audit of any transactions, events, or circumstances that could have a material impact on our Company's financial statements.
- ◆ Ensure that those who perform accounting or financial reporting functions know and adhere to these principles and all applicable legal and regulatory standards.

## We Follow Our Records Management Policy

We maintain our records responsibly, in accordance with the law and Company policy. We also take care to create records that are clear, accurate and complete.

### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Comply with Hubbell's Records Management Policy for retention of documents, files, electronic records, emails and other communications.
- ◆ Follow the retention periods specified in such policy's Records Retention Schedule.
- ◆ Follow the instructions in a Litigation Hold Notification.
- ◆ Consult the Legal Department if you have specific questions about the retention period of a document, or if you have questions concerning the documents referred to in a Litigation Hold Notification.

**Q:** I recently received a Litigation Hold Notification from the Legal Department, I have some emails in my inbox that I think are "bad" for the Company. What should I do?

**A:** You are required to retain materials that are listed in the Litigation Hold Notification whether or not you think those materials are "good" or "bad" for the Company.

You must not destroy or delete documents, e-mails, electronically stored information regardless of format, and other tangible things that are listed in the Litigation Hold Notice, even if you think retaining them is burdensome or potentially damaging to you or to the Company.

For more information, refer to our Records Management Policy.



## We Protect Confidential or Proprietary Information

Hubbell's confidential or proprietary information is vital to securing our competitive advantage. We are all personally accountable for protecting not only Hubbell's confidential and proprietary information but also the information of any third party that we may have access to.

"Confidential and proprietary information" is generally non-public information that we know or possess as a result of our position with Hubbell that might be of use to competitors or harmful to our Company if disclosed. Common examples of confidential and proprietary information include:

- ◆ Intellectual property
- ◆ New product development ideas and processes
- ◆ Acquisition targets and/or plans
- ◆ Non-public financial information



- ◆ Corporate marketing strategies
- ◆ Customer, supplier and pricing information
- ◆ Trade secrets and patent information
- ◆ Business processes and systems
- ◆ Business objectives and strategies

## WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Never disclose confidential or proprietary information to anyone outside of Hubbell or even someone within Hubbell who does not have a clear business need to know.
- ◆ Take appropriate measures to ensure that confidential and proprietary information is never lost, stolen, misplaced or left unattended.
- ◆ Use social media responsibly and do not store, share or discuss Hubbell-related information on personal social media sites or personal email accounts.
- ◆ Take care with confidential information from Hubbell customers, business partners, suppliers or other third parties.
- ◆ Understand that protecting our intellectual property, including patents, trademarks, copyrights and trade secrets, are key to Hubbell's continued business success.

# Our Commitment to the People We Serve

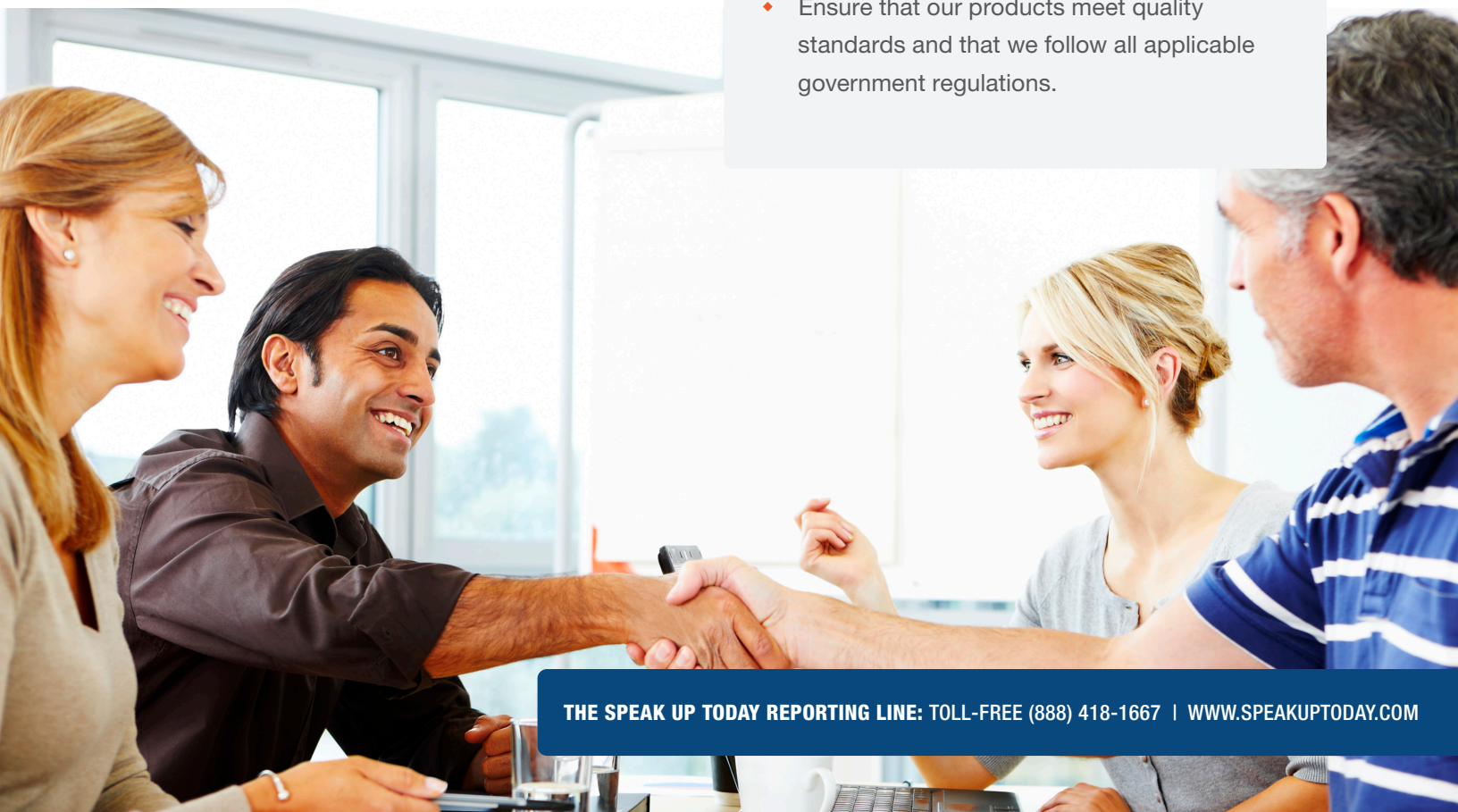
Our values of performance, safety, and quality mean we work hard to deliver high-quality solutions that consistently exceed our customer expectations. We are disciplined in building trust with our customers and the community at large. We are truthful and transparent about our business and strive to continuously improve our products, develop new ideas and ensure that our products are safe and effective. We also take care to protect the ideas, assets and information which make us who we are, and are respectful of information or ideas that are entrusted to us by our customers, shareholders and other third parties.

## We Deal Honestly and Fairly With Our Customers, Business Partners and Other Third Parties

Our customers, suppliers and other business partners play a crucial role in our success as a company. We strive to go above and beyond expectations to find new ways to serve our customers and foster relationships that are based on trust, fairness and mutual respect.

### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Keep our promises to our customers and deliver high-quality products.
- ◆ Honor contractual commitments.
- ◆ Are honest in all of our dealings with our customers, suppliers, business partners and other third parties.
- ◆ Negotiate contracts fairly and free of deception or inaccuracy.
- ◆ Conduct required due diligence and background checks on our customers, suppliers, business partners and other third parties.
- ◆ Select suppliers, subcontractors and other third parties based on quality, safety records, technical ability, historical experience, reliability, cost, compliance with laws, schedule and availability and never on unfair bias or other inappropriate or illegal reasons
- ◆ Ensure that our products meet quality standards and that we follow all applicable government regulations.



## We Prohibit Bribery and Corruption

As an international company, we must follow the anticorruption laws of any country where we do business as well as the U.S. Foreign Corrupt Practices Act. These laws bar us from paying, offering, accepting or receiving a bribe in any form in the public or private sectors. The U.S. Foreign Corrupt Practices Act specifically prohibits bribery of foreign (or non-U.S.) government officials.

At Hubbell we conduct business fairly and do not give or accept anything of value to obtain an improper business advantage or to influence a business decision. Bribery and corruption are absolutely prohibited in all of our dealings, anywhere we do business, regardless of local laws or customs. We must also avoid any behavior that could be perceived as a form of bribery or corruption in any manner, including what are known as “facilitating payments”. These rules also apply to anyone doing business on our behalf such as third-party agents, distributors, suppliers or other business partners.



### Bribes aren't just envelopes of money.

Under the law, a bribe is anything of value given to a recipient to obtain business or influence a business decision including:

- ◆ Cash equivalents, like gift cards or job offers—for the decision maker or their family member or friend.
- ◆ Gifts that cost you nothing—for instance, an iPhone you received from someone else.
- ◆ Excessive entertainment or hospitality.
- ◆ Travel expenses—for instance, to an industry conference in a resort location.
- ◆ Gifts, entertainment, or hospitality given to family members of the decision maker.
- ◆ Charitable contributions that indirectly benefit a business contact, such as a charitable donation that enhances the individual's social or political standing.

### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Never obtain or retain business by paying bribes or engaging in other corrupt actions.
- ◆ Prohibit facilitating payments.
- ◆ Work with the Legal Department to understand the rules for working with government officials—understanding these may be stricter than what's allowed in commercial business.
- ◆ Conduct due diligence on agents and other business partners to ensure they are aligned with our position against bribery.
- ◆ Carefully supervise third parties acting on Hubbell's behalf, remaining alert for signs that bribery may be taking place.
- ◆ Contact the Legal Department if we have questions about how the bribery rules apply or suspect that bribery may be taking place in the organization.

For more information, refer to our [Anticorruption Policy](#).

**Q:** Who is considered a government official?

**A:** For the purposes of the U.S. Foreign Corrupt Practices Act, the term government official includes:

- ◆ an official of any government department or agency or their family members;
- ◆ officials of any public international organization;
- ◆ political parties, party leaders or candidates for public office;
- ◆ executives and employees of government-owned or government-run companies;
- ◆ an individual holding a legislative, administration or judicial position of any kind, whether appointed or elected, who exercises a public function on behalf of any country or territory; or,
- ◆ anyone acting on behalf of these individuals.

Since interacting with government officials takes special care, you must review the Company's [Anticorruption Policy](#) and seek advice from the Legal Department before doing so.

**Q:** What is a facilitating payment?

**A:** A facilitating payment is a small sum of money intended to encourage a government official to take certain actions or make special concessions in their duties.

There are countries where facilitating payments are customary—for instance, to speed up visas, permits, customs or the installation of a telephone line. However, today it is generally accepted that facilitating payments contribute to corruption in a society and most responsible global companies have banned them—just as Hubbell does.

## We Compete Fairly in the Marketplace

Throughout our global market, we are committed to competing honestly and fairly, and based solely on the merits of our products. We support and comply with competition laws in the markets and jurisdictions in which we do business. Competition laws—sometimes called antitrust laws—can vary from country to country, but are designed to stop competitors from creating “agreements” that prevent or restrict free competition.

Competition laws strictly prohibit cooperation, or even the appearance of cooperation, with competitors. We must avoid any situation that others could interpret as an “agreement” between competitors and we must never discuss the following topics with our competitors:

- ◆ Price fixing
- ◆ Bid rigging
- ◆ Volume production
- ◆ Allocating customers, markets or territories
- ◆ Coordinating with others to refuse to deal with any customer or supplier



## WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Are careful to avoid even the appearance of agreeing with a competitor on a matter related to price or competition.
- ◆ Gather competitive intelligence legally through publicly available sources rather than unfair or illegal practices.
- ◆ Never disclose to competitors our pricing, pricing policies, costs, allowances, discounts or other terms of sale, marketing or strategic plans.
- ◆ Never agree with business partners or competitors on the prices we will charge customers.
- ◆ Never agree to assist a customer in creating false bids to simulate or manipulate competition or support pricing.
- ◆ Never agree with business partners or competitors to divide customers, markets or territories.
- ◆ Never participate in a boycott of certain customers, suppliers, or competitors.
- ◆ Report any anti-competitive practices to the Legal Department immediately.



**Q:** I will be attending a trade association meeting next month and I know that many of our competitors are also planning to attend. Would it be appropriate for me to ask our competitors about their new products?

**A:** It depends. While trade association meetings and conferences do serve an important function in promoting information sharing and the discussion of new developments, they also raise serious competition law and antitrust concerns. As an attendee on behalf of Hubbell, you should avoid any discussion of prices, discounts, terms or conditions of sale, product specifications or warranties. If you become aware of such discussions, you should immediately refuse to participate, excuse yourself and contact the Legal Department.

**Q:** I had been waiting for an email from a potential client—she's sending a form which I need to fill in for a proposal I am preparing. When the e-mail finally arrived and I opened the attachment—I realized the sender mistakenly attached a confidential business proposal from another company—a competitor competing for the same business I am working on. What should I do?

**A:** Report the mistake immediately to an appropriate Hubbell Code Resource. Your exposure to another company's confidential information could put Hubbell at risk. Remember we do not use confidential information that we received mistakenly or wrongfully.





## We Comply With Global Trade Regulations and Restrictions

As a global company, we export our products around the world and import goods from various countries. We respect and follow the global trade laws and regulations that govern our business activities.

The United States and other countries may impose restrictions on exports and trade dealings with certain other countries, entities, individuals, and activities. Trade restrictions take many forms, including bans on:

- ◆ Exports to a prohibited country
- ◆ Travel to or from a sanctioned country
- ◆ Financial transactions and dealings involving a sanctioned country or designated individuals and entities
- ◆ Participating, directly or indirectly, in boycotts imposed by certain countries.

An “export” occurs when we ship products, services, technology or software to either a Hubbell or unrelated entity in another country. An “export” includes both the transfer of a physical commodity **and** the transfer of services or technology to another country by e-mail, telephone, or face-to-face either in the United States or abroad.

“Imports” occur when we bring the goods we purchase from a foreign or external source into another country from where it was purchased. Our import activity is also subject to various laws and regulations. Specifically, this activity may require the payment of customs duties and taxes, as well as the filing of required forms and documents.

It is the Company’s policy to conduct business only with parties who are engaged in legitimate and lawful business activities. We must comply fully with all applicable anti-money laundering laws in the United States and in all other countries where the Company does business.

We must be familiar with these laws, regulations and restrictions that apply to our business activities and remember that they are complex and constantly changing. Violations of global trade laws and regulations can result in severe civil and criminal penalties for employees and the Company, and could restrict our ability to do business.

## WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Recognize and understand the global trade laws and controls that apply to the work we do.
- ◆ Apply for and obtain all necessary licenses before sending any product, service, technology or information to another country.
- ◆ Verify that the recipient or end user, if known, is not on a government “denied-party list”.
- ◆ Ensure that the proper duties have been or will be paid.
- ◆ Are alert for illegal boycott requests by our potential business partners and do not take any action or make any statement that could be perceived as our participation in a boycott not sanctioned by the United States.
- ◆ Do not do business with restricted countries, individuals or entities without prior government approval and Legal Department oversight.
- ◆ Do not conduct business with any party who may be engaged in activities such as:
  - » Terrorism
  - » Narcotics trafficking
  - » Illegal export or re-export of controlled technology
  - » Prohibited support of a sanctioned country
- ◆ Contact the Hubbell Trade Compliance or Legal Departments for guidance on any global trade laws.

For more information, refer to our Restricted Party Transactions Policy.



## We Recognize and Avoid Conflicts of Interest

We all have a responsibility to act in the best interests of Hubbell and avoid conflicts of interest and situations that may appear to be a conflict of interest. A “conflict of interest” occurs when a personal or family interest interferes with our ability to make sound, objective business decisions on behalf of Hubbell. Our Code cannot possibly cover all of the different types of conflicts of interest that may arise but is intended to provide insight on the types of activities that could interfere with our ability to make decisions in the best interest of the Company. Any potential conflict of interest involving an employee must be disclosed to and approved by the Legal Department in writing. Any potential conflict of interest involving a director or executive officer must be disclosed to and approved by the Board of Directors or one of its committees.

Some examples of a conflict of interest include:

- ◆ Owning an interest in customers, suppliers, vendors or competitors.
- ◆ Giving or receiving loans to or from customers, suppliers, vendors or competitors.
- ◆ Working for or being directors of customers, suppliers, vendors or competitors.
- ◆ Being involved in the selection process if a friend or family member is applying for a role with the Company or to become a vendor, supplier, agent, or other business partner.
- ◆ Holding outside employment or directorships that compete with the work you do at Hubbell or interferes with your ability to do your job.
- ◆ Having a direct supervisory relationship between close relatives (related by blood, adoption, marriage, or partnership) or those in a romantic relationship.

A “family member” is defined as:

- ◆ Your spouse
- ◆ Domestic partner
- ◆ Parents
- ◆ Children
- ◆ Siblings
- ◆ Aunts and uncles
- ◆ Nieces and nephews
- ◆ Cousins
- ◆ Parents-in-law
- ◆ Brothers- and sisters-in-law
- ◆ Sons- and daughters-in-law
- ◆ Anyone who resides in your home



## Corporate Opportunities

We owe a duty to the Company to advance the legitimate interests of the Company when the opportunity to do so arises. We are prohibited from directly or indirectly:

- ◆ Taking personally for ourselves opportunities that are discovered through the use of Company property, information or positions.
- ◆ Using Company property, information or positions for personal gain.
- ◆ Competing with the Company.

## WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Seek approval from the Legal Department before we engage in any transactions, activities or relationships that may or could interfere with Hubbell's best interests or with our ability to make decisions objectively.
- ◆ Follow Company policy for hiring or supervising family members.
- ◆ Remove ourselves from any decision regarding a contract or business proposal in which we or a family member have a financial interest.
- ◆ Seek approval from the Legal Department before we obtain a significant financial or other interest in a company that competes with, does business with or is seeking to do business with Hubbell.
- ◆ Refuse offers of improper personal benefits in exchange for a favorable business decision, including gifts from someone who would like to do business with Hubbell.
- ◆ Do not perform services or work for a competitor or any other company who does business, or is seeking to do business, with Hubbell. This includes any family member or member of your household who is or works for a supplier, customer or competitor of Hubbell.
- ◆ Disclose any conflict of interest or potential conflict of interest to the Legal Department.

**Q:** I work in the Marketing Department. My wife wants to apply for an open position that was recently posted in the Human Resources Department of one of our biggest suppliers. Can she apply for the job, or would her working there be a conflict of interest?

**A:** Whenever a family member has an interest in a competitor or business partner, it is important to evaluate several factors to ensure that a conflict of interest does not exist. For example, if your wife were to accept the job at the supplier, it would be important that you were not involved in decisions involving the relationship between the two companies. It's important to remember to always disclose this type of relationship, so that if there is a potential for a conflict of interest, the Company can work with you to evaluate it.



## We Use Gifts, Meals and Entertainment Appropriately

Gifts, meals and entertainment can foster relationships, celebrate business successes and help solidify business partnerships. However, since the exchange of anything of value with a customer or third party—which would include gifts, meals, and entertainment—could also influence decision-making or give the appearance of impropriety, it is important to understand the rules and avoid even the appearance of improper conduct. We will not give or accept anything of value, including gifts, meals or entertainment that could be seen as a bribe or kickback or are in exchange for a business advantage.

In addition to “gifts, meals and entertainment”, “anything of value” would also include things such as discounts, loans, cash, favorable terms on any product or service, prizes, transportation, use of vehicles or vacation facilities, stocks or other securities, participation in stock offerings, home improvements, meals, beverages, tickets and gift certificates. The potential list is endless—these are just examples.

**Q:** One of my customers is coming to the office for a meeting this afternoon, and I am hoping to take her for dinner, as she is staying in a hotel down the street and is not local to the area. If I expense the meal, does this violate the Code?


**A:** No, provided that the meals and entertainment are reasonable, consistent with customary business practices, could not be considered to be a bribe or payoff, and comply with applicable laws. We understand that entertaining customers assists in building and maintaining strong business relationships. However, we must use good judgment.

## WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Use good judgment and ensure that any gift, meal or entertainment is incidental to a bona fide business purpose.
- ◆ Ensure that gifts are of nominal value and consistent with local standards and customs.
- ◆ Do not give or receive gifts and entertainment that could influence or create an appearance that it could influence a business decision.
- ◆ Never offer or accept a gift of cash or a cash equivalent, such as gift cards.
- ◆ Avoid situations that could reflect poorly on Hubbell, such as giving or receiving inappropriate gifts or forms of entertainment.
- ◆ Are sensitive to the gift policies of customers and business partners and do not offer anything that might violate their policies.
- ◆ Never offer a gift, meal or entertainment to a non-U.S. government official without written pre-approval from the Legal Department.
- ◆ Consult with the Company’s Legal Department before paying any customer travel expenses.
- ◆ Ensure any gift, meal or entertainment expense is documented appropriately and in accordance with Company policies.



# Our Commitment to the Community



**As a global company** that does business in countries and communities throughout the world, we appreciate the impact that our choices and actions can have on others—including those distant from us by geography or time. We want to advance Hubbell's business goals in a way that demonstrates our commitment to our values of ethics and integrity—not in a manner that is unfair or at the expense of others.

## We Protect Human Rights

Hubbell supports the protection of human rights and recognizes its importance in promoting individual health and welfare, economic development and political stability and preventing crimes and corruption. Hubbell follows all laws and regulations that govern our employment practices and acceptable treatment of our employees.



### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Do not use child labor, bonded labor, involuntary servitude or forced labor in any of our global operations or facilities.
- ◆ Will not tolerate any form of unacceptable treatment of workers in our operations or facilities.
- ◆ Do not permit exploitation of children, physical punishment or abuse, or involuntary servitude.
- ◆ Fully respect all applicable laws that set a minimum wage for employment.
- ◆ Foster a safe and healthy workplace setting to prevent accidents and injury.
- ◆ Respect the right of employees to freedom of association and collective bargaining.

For more information, refer to our [Global Human Rights Policy](#).

## We Maintain a Safe, Secure and Environmentally Responsible Workplace

At Hubbell, we strive to maintain a work environment that is free of safety hazards and promote the health and safety of all Hubbell employees, visitors and the communities in which we do business. When performing our job responsibilities, we must comply not only with the health and safety processes and procedures that our Company has in place, but also the laws and regulations that apply specifically to our work.

We are also committed to providing a work environment free from threats of violence. All threats of violence, occurrences of intimidation, or acts of violence in our workplace is strictly prohibited. Employees are prohibited from bringing any type of weapon onto Company property.

### WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Are aware of any unsafe practices or hazardous conditions that could interfere with our safety or the safety of others and remedy such conditions.
- ◆ Never work while under the influence of alcohol or illegal drugs.
- ◆ Never engage in behavior that may create an unsafe work environment.
- ◆ Immediately report any violence or threats of violence to the Legal Department.
- ◆ Report any workplace injury or situation that could be a violation of our Environmental, Health & Safety (EH&S) policies immediately to a Hubbell Code Resource.

For more information, refer to our [Environmental, Health & Safety Policy](#) and our [Violence-Free Workplace Policy](#).

**Q:** My coworker's breath often smells of alcohol, even sometimes early in the morning. I'm worried that he may be drinking to excess, and may hurt himself or someone else. I don't feel comfortable raising the issue with him and I am not sure if it is any of my business to say something.

**A:** If you have these concerns, it is important that you speak up. You should speak with your manager or another Hubbell Code Resource. Maintaining a safe work environment and eliminating unnecessary risk are critical concerns for Hubbell. No one should assume that a problem has been spotted or will be reported by someone else.



## We Respect Our Communities and the Environment

Hubbell is committed to engaging in environmentally sound practices that comply with all environmental laws, rules and regulations that govern our business. Together, we participate actively in improving the communities in which we do business through our environmental stewardship as well as our volunteer and charitable activities. Hubbell gives back to its communities by partnering with non-profit organizations and supporting our employees' volunteer efforts through The Harvey Hubbell Foundation (the "Foundation").

## The Harvey Hubbell Foundation

The Harvey Hubbell Foundation provides assistance to non-profit organizations that support areas critical to our industry, our employees and our communities. It supports education through scholarship programs, STEM funding and other program-driven support. It also supports individual employee and director volunteer efforts by matching their volunteer hours or donations with funds to the 501(c)(3) organizations they support. Finally, it works with local, national and global partners to provide immediate funding in the wake of natural disasters and other crises. Visit Hubbell's intranet, *Harvey*, for more information.





## WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Embrace the concept of “practicing what we preach” and continuously look for ways to improve our environmental stewardship and sustainability through Hubbell’s ESG-focused programs and initiatives.
- ◆ Strive to become more energy efficient internally and provide the same type of solutions to our customers.
- ◆ Reduce our greenhouse gas emissions and water usage.
- ◆ Work to reduce waste and landfill disposal.
- ◆ Participate in or support Hubbell volunteer opportunities.
- ◆ Engage the Legal Department or The Harvey Hubbell Foundation prior to making any charitable contributions on behalf of the Company.

For more information, refer to our [Environmental, Health & Safety Policy](#).

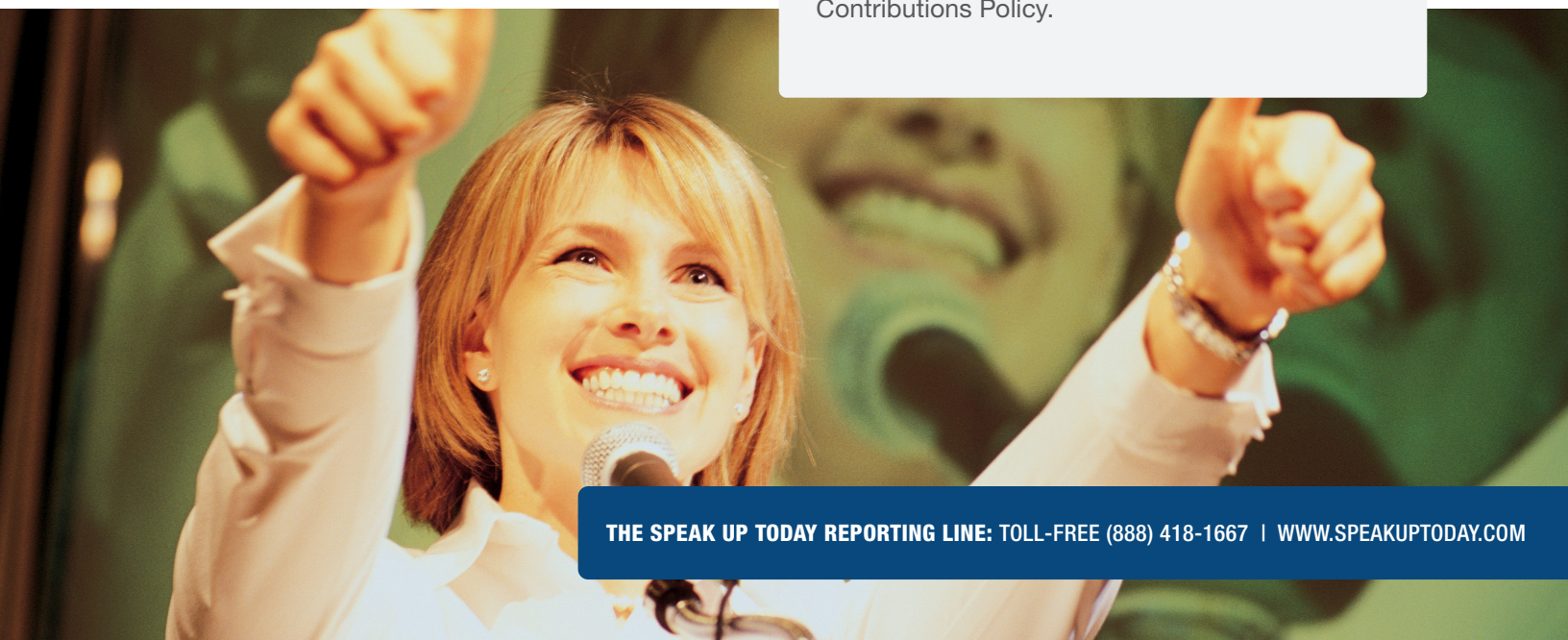
## We Engage in Political Activities Appropriately

We are all encouraged to actively take an interest in fostering the principles of good government in the communities in which we live and do business. Our participation in any political activities must be conducted in a responsible manner and only utilizing our personal time and resources. You should never use Hubbell funds, time, property or equipment for personal political activities.

## WE PUT OUR VALUES INTO ACTION WHEN WE...

- ◆ Do not make any political contributions on behalf of Hubbell without prior authorization from the Legal Department.
- ◆ Will not attempt to improperly influence any government agency or representative to obtain a favorable outcome for Hubbell.

For more information, refer to our Political Contributions Policy.





**Speak Up Today** is a resource where you can ask questions, seek guidance or report concerns confidentially or anonymously.

Use the details below to access **Speak Up Today**:



**By Web:**

[www.speakuptoday.com](http://www.speakuptoday.com)



**By Email**

[speakup@speakuptoday.com](mailto:speakup@speakuptoday.com)



**Toll-free by phone:**

**United States and Canada** (888) 418-1667

**Mexico** 01-800-681-6510

**Australia** 1-800-159-130

**Philippines** 1-800-1-322-0359

**Belgium** 0800-709-43

**Puerto Rico** (888)-418-1667

**Brazil** Mobile Enabled 0-800-591-7026

**Singapore** 800-852-3432

**Chile** 800-914-496

**Spain** 900-838975

**China** 400-120-4958

**United Kingdom** 0-800-014-8378

**India** 000-800-100-4558

**Ireland** Mobile Enabled 1-800-947-201

**Italy** Mobile Enabled 800-791-932

## Waivers of the Code

Waivers of this Code will be granted on a case-by-case basis and only in extraordinary circumstances. Any waiver of this Code for a director or the Company's Chief Executive Officer, Chief Financial Officer, Chief Accounting Officer or Controller, or individuals performing similar functions, or any other executive officer, may be made only by the Company's Board of Directors or the appropriate committee of the Company's Board of Directors and will be disclosed to the public as required by law or the rules of the New York Stock Exchange. Waivers of this Code for other employees may be made only by an executive officer of the Company with the agreement of the Senior Vice President, General Counsel and Secretary.

