

## Kineco Kaman Code of Business Conduct and Ethics

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# Honoring Our Code

## Our Core Values

As we continue to grow as a global company, it has become ever more important to explicitly define the core values that guide our behavior and shape our culture.

<b>R</b> 	<b>RESPECT</b> – We value each other as people and appreciate the skills and perspectives we each bring to the team. We speak and act courteously at all times.
<b>E</b> 	<b>EXCELLENCE</b> – We always do our best, giving our full attention to the quality of every job, every outcome and every relationship. We provide the highest level of service to our customers – both external and internal.
<b>A</b> 	<b>ACCOUNTABILITY</b> – We each accept the responsibility for our actions and for working to achieve desired results.
<b>C</b> 	<b>CREATIVITY</b> – We take on every challenge with a spirit of discovery and ingenuity. Always offering our best ideas and resources.
<b>H</b> 	<b>HONOR</b> – We keep our word. We behave with integrity. We do the right thing regardless of how hard it may be or who knows.

# Honouring Our Code

**Purpose & Overview:** Kineco Kaman Code of Business Conduct and Ethics (the “Code”) is a statement of the principles; standards & practices that Kineco Kaman (the “Company” or “KKCI”) expects all the entities to whom this Code is applicable to follow while conducting business activities whenever and wherever that may be. This Code provides guidance about the Company’s policies and procedures but it also reinforces the need to comply with laws and regulations and also helps to prevent or stop unlawful or unethical behaviour quickly.

The Code:

- Helps us put our values into practice on the job every day
- Guides us in making ethical business decisions
- Is not a comprehensive rulebook, but instead should be used as a resource to determine what is appropriate (and what isn’t)
- Directs you to people and policies for help when you are not sure about the right course of action

**Complying with Laws and Regulations:** *Maintain the reputation we have earned as a company that conducts business lawfully.*

We are subject to many laws and regulations imposed by the countries, states and local jurisdictions where we operate. As a company that contracts with the U.S. government, we also are subject to certain complex and far-reaching laws associated with that work. We are all expected to understand, respect and comply with all of these requirements. In cases where the law may require less than our Company standards, we follow our own standards. If you are faced with a situation where you do not understand what is required or have questions about legal requirements or how to apply them, seek guidance from the Legal and Compliance Department. We rely on you to use good judgment at all times and to seek help when you need it. Failing to comply with the Code or applicable laws and regulations can have severe consequences for both the individuals involved and the Company, including disciplinary action, civil penalties or criminal prosecution under certain circumstances.

**Our Responsibilities :** *Integrity is a shared commitment.*

Each of us must take responsibility for acting with integrity, even when this means making difficult choices. Meeting our responsibilities is what enables us to succeed and grow.

Employees: Regardless of your role or job responsibility, every Employee at Kineco Kaman is expected to:

- Act in a professional, honest and ethical manner when conducting business on behalf of our Company
- Know the information in the Code and Kaman policies, paying particular attention to the topics that apply to your specific job responsibilities
- Complete all required training in a timely manner and keep up to date on current standards and expectations
- Promptly report concerns about possible violations of our Code, our policies or the law to your manager, Compliance Advocate, the Legal and Compliance Department or the **Ethics Hotline**.

During your employment at Kineco Kaman, you may be asked to participate in internal and external investigations and audits that are conducted by our Company. Employees are expected to fully cooperate with all such requests and ensure that any information provided is true, accurate and complete. You may also receive inquiries or requests from government officials. If you learn of a potential government investigation or inquiry, you must immediately notify the Legal and Compliance Department before taking or promising any action. If you are directed by our Company to respond to a government official’s request, extend the same level of cooperation and again, ensure that the information you provide is true, accurate and complete. Never alter or destroy records in response to an investigation or when an investigation is anticipated, and never attempt to improperly influence, coerce, manipulate, or mislead anyone involved in the conduct of an audit or investigation.

Supervisors and Managers :If you are a supervisor or manager, you have an obligation to:

- Set a personal example of ethical behavior and integrity and expect no less from the Employees you supervise or manage
- Take reasonable steps to ensure that the Employees under your supervision or management are aware of and comply with the Code and complete annual Code of Conduct training
- Monitor compliance with the Code and maintain an environment of open communication where Employees are encouraged to raise issues and concerns without fear of retribution
- Answer questions and provide prompt and responsive guidance about ethical issues to the individuals under your supervision
- Act promptly to address and report illegal or unethical incidents to the Legal and Compliance Department or the **Ethics Hotline**
- **Never retaliate or tolerate retaliation against anyone who reports a concern in good faith**
- Know the limits of your authority and seek appropriate guidance when you need assistance

**Remember ...No reason, including the desire to meet business goals, should ever be an excuse for violating our Code, our policies or the law.**

## Compliance Advocates

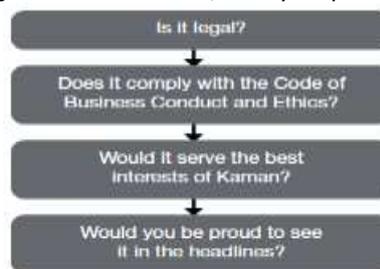
Designated Employees throughout the Company have been appointed as Compliance Advocates. These individuals are responsible for:

- Promoting the Code to the Employees
- Ensuring Employees are made aware of the availability of the **Ethics Hotline**
- Being readily available and accessible to discuss compliance-related concerns raised by Employees
- Investigating alleged violations of the Code or company policy, as directed, and implementing remedial actions when a violation has been confirmed
- Reporting alleged violations of the Code or company policy to the Legal and Compliance Department

The existence of Compliance Advocates does not relieve every manager’s responsibility to take reasonable steps to assure that Employees are aware of and comply with the Code.

## Guidelines for Ethical Decision-Making: *Think before you act.*

Making the right decision is not always easy. There may be times when you will be under pressure or unsure of what to do. Always remember that when you have a tough choice to make, you’re not alone. There are resources available to help you. If you are facing a difficult decision, it may help to ask yourself:



If you answer “no” or “I’m not sure” to any of these questions, stop and check with the Legal and Compliance Department before proceeding. Remember, in any situation, under any circumstances, it is always appropriate to ask for guidance.

## Asking Questions, Reporting Concerns: *Do the right thing.*

If you see or suspect a violation of our Code, our policies or the law, talk to your manager. If you are uncomfortable speaking with your manager, there are resources available to help you:

- Contact the Legal and Compliance Department
- Contact another member of management or your Human Resources representative

- Contact your Compliance Advocate
- Contact the **Ethics Hotline**

The Ethics Hotline web portal and phone lines (with dialing instructions) are available 24 hours, seven days a week. Details of the Ethics Hotline program are also posted at strategic places within the facility. Trained specialists from an independent third-party provider of corporate compliance services will answer your call, document your concerns and forward a written report to Kaman for further investigation. If you prefer to speak to a representative in a language other than English, an interpreter can be made available. Depending on the place of your jurisdiction, you may either report verbally, in writing, or both. You may also request a physical meeting.

You would be connected to a specialist who speaks both Hindi and English language and would help you in registering your concerns, raised in good faith, with the Chief Compliance Officer for appropriate actions by the Company. Anyone associated with Kineco Kaman is encouraged to raise concerns and report suspected violations. Reporting suspected violations promptly gives the Company the chance to investigate, and if necessary, correct the situation without having to involve governmental or other outside organizations when it may not be necessary to do so. You should not initiate your own preliminary investigation because it could make it difficult for the Company to clearly determine the facts. All inquiries are investigated. All reported violations will be kept confidential to the extent possible under the circumstances. It is important to report all potential Code violations promptly, completely and honestly. Do not let concerns go unaddressed and unreported.

***MAY I MAKE A REPORT ANONYMOUSLY?*** Absolutely. However, it may make investigating your concerns more difficult if we are unable to contact you for additional information that may be needed during the investigation. Providing your name and contact information also allows us to keep you informed about the status of the investigation.

Any report you make will be kept as confidential as possible by the individuals involved with reviewing and, if necessary, investigating the report. This means that the identity of the person reporting and any third persons mentioned therein will be protected from access by unauthorized individuals. Kaman will involve others in the investigation on a need-to-know basis only. Kineco Kaman will make every reasonable attempt to ensure that your concerns are addressed appropriately. In turn, we expect that you will use all reporting channels in a responsible manner by submitting truthful and accurate information in good faith.

**Our Commitment to Non-Retaliation :** *Share your concerns without fear of retaliation.*

It is our policy and practice to maintain the highest ethical standards, and to create a workplace free of inappropriate or unlawful behavior, in which people are encouraged to share their concerns with the Company without fear of retaliation. The Company does not tolerate retaliation against persons who make reports honestly and in good faith. Anyone who has reported a potential violation can follow-up on the progress of an investigation by contacting their Company Compliance Officer. Anyone who honestly and in good faith reports an issue, concern or instance of apparent misconduct will not be reprimanded or penalized for doing so, even if it turns out that there was no violation of the Code or the law. Consequently, no adverse action will be taken against any Employee for speaking up, reporting, participating or assisting in the investigation of a suspected violation of the Code, Company policy, or applicable law, unless the allegation made or information provided is found to be intentionally false or not made or provided in good faith.

**Accountability :** *Be aware of the consequences.*

All Kineco Kaman employees, officers and directors are required to act, to the best of their ability, in accordance with the standards described in this Code. Violating our Code, our policies, or the law, or encouraging others to do so, exposes Kaman to liability and puts our reputation at risk. If an ethics or compliance problem does occur, we expect you to report it promptly and completely so that an effective solution can be developed.

The following actions may result in disciplinary action up to and including termination of employment:



- Violating the Code
- Knowingly authorizing or participating in actions that violate the Code
- Failing to report a Code violation or withholding relevant and material information about a violation
- Intentionally reporting false or misleading information
- Retaliating, directly or indirectly, or encouraging others to do so, against anyone who reports a potential Code violation

Those determined responsible are subject to disciplinary action that may include one or more of the following actions, not necessarily in the order shown such as:

- A warning or reprimand
- Probation
- Suspension
- Discharge
- Required payment for loss or damages

You should also understand that violations of laws or regulations may result in legal proceedings and penalties including, in some circumstances, criminal prosecution.

### **Waivers and Changes to Our Code : *Always obtain approval.***

Our Company does not expect to grant waivers or exceptions to the Code except under very limited circumstances where it is determined that doing so is in the Company's best interests and the matter does not involve any violations of applicable law or the Company's ethical standards. The Code is not intended to be and is not an employment contract, and no special rights or privileges are granted to individuals other than those required by applicable law. The Code is not a contract, and the Company reserves the right to change, modify, suspend, interpret or eliminate any provisions of the Code at any time, for any reason and without prior notice.

## Promoting a Safe and Respectful Workplace

### **Embracing Diversity and Inclusion: *Our Employees are our most valuable asset.***

Kineco Kaman is committed to a workplace in which our Employees treat others with respect and dignity. Diversity of backgrounds, cultures, abilities and perspectives strengthens us as an organization and fosters Employee engagement, creativity and a positive work environment.

We are also committed to ensuring that our Employees feel welcomed and valued and are given opportunities to grow, contribute and develop with us. To uphold that commitment, we support laws prohibiting discrimination and provide equal opportunity in all our departments, programs and worksites.

We base employment decisions on qualifications, demonstrated skills and achievement and never on any characteristic protected by law or Company policy including: age, gender, race, color, national origin, ethnicity, sex (including pregnancy, sexual orientation or gender identity), genetic information, physical or mental disability, religion or status.



- Treat others respectfully and professionally
- Promote equal opportunity and diversity
- Do not discriminate against others on the basis of any characteristic protected by law or Kaman policy

#### **WE DO NOT TOLERATE:**

- Behavior that is intended to coerce, intimidate or threaten another person, regardless of whether it is verbal, physical or written

- Behavior that creates an intimidating, hostile or offensive work environment
- Intentionally damaging someone else's property or acting aggressively in a manner that causes someone else to fear injury
- Abusive conduct and bullying
- Causing deliberate or willful harm to another
- Unwelcome verbal or physical conduct of a sexual nature
- Threatening remarks, obscene phone calls, stalking or any other form of harassment
- The display of sexually explicit or offensive pictures or other materials
- Using language or conduct that others may find derogatory, intimidating or offensive, such as taunting, racial or ethnic slurs or negative stereotyping

**A Harassment-Free Kineco Kaman:** *Extend respect to everyone.*

We support the right of Employees to work in an environment free from intimidation, harassment and abuse. Verbal or physical conduct by any Employee that harasses another, disrupts another's work performance, or creates an intimidating, offensive, abusive or hostile work environment will not be tolerated. All of us, regardless of position, are responsible for ensuring that harassment is not condoned or overlooked. If you suspect a violation, you should promptly report it to your manager, Human Resources representative, the Legal and Compliance Department or the Ethics Hotline.

Kineco Kaman prohibits discrimination/harassment in its workplace, whether committed by or against workers, staff, managers, senior management, vendors, contractors or visitors. Workplace discrimination or harassment based on the employee's race, color, religion, sex, national origin, citizenship, age status, sexual orientation, disability, marital status, or any other basis, prohibited by any Indian laws, is not tolerated. It is mandatory upon everybody to ensure strict compliance with Company's policy on Prevention of Sexual Harassment of Women at Work Place. It is the intention of the Company to take all necessary actions required to prevent, correct and if necessary, discipline behavior which violates this policy.

**Safety and Security :***Make a commitment to a safe workplace.*

Kaman strives to provide a safe workplace for our Employees and visitors. This means operating our facilities according to health and safety laws and regulations and following Company policies. Refer to the Kaman Safety Policy Guide or Kineco Kaman Safety policy and procedures for further information.

**Employees are expected to:**

- Understand and follow the law and Company rules and participate in Company safety training
- Ask their manager or site Environmental Health and Safety (EH&S) representative about the safety and security requirements applicable to their work
- Proactively identify and correct hazards that could result in accidents or injuries
- Participate in and contribute to continuous improvement in order to maintain a safe work environment
- Eliminate or minimize the generation of, and exposure to, hazardous materials and waste
- Promptly and accurately report safety or security risks, injuries, incidents and accidents

Workplace Violence, abuse, intimidation or offensive conduct in any form is prohibited, including:

- » Threatening physical violence
- » Fighting
- » Bringing a weapon to work
- » Intentionally damaging personal property

Substance and Alcohol Abuse : Employees who are impaired or under the influence of drugs, alcohol or substances at work can create an unsafe work environment. The use, sale or possession of controlled substances (except for the proper use of medically prescribed legal substances) is prohibited in the workplace, while on Company property, and/or while on Company business elsewhere. Employees are subject to and must cooperate

with any legal Company searches for alcohol, drugs or other controlled substances. Promptly report any person who appears to be impaired or working under the influence of alcohol, drugs or other substances.

### **Environmental Compliance** : *Be a good steward of our planet.*

Kineco Kaman strives to conduct its business in compliance with applicable environmental protection laws and regulations. The complexity of environmental laws and their impact can be significant.

Employees are expected to:

- Understand and follow the law and Company rules and participate in Company environmental training
- Ask their manager or site EH&S representative about the environmental requirements applicable to their work
- Participate in and contribute to continuous improvement in order to eliminate or minimize the generation of hazardous waste, air emissions, wastewater discharge and energy usage
- Identify and correct conditions that could result in a spill or accidental release and promptly and accurately report spills or accidental releases to management
- Ensure waste and recycled materials are properly separated, managed and disposed.

To assist Employees, Kaman has prepared the Kaman Environmental Policy Guide which, together with Kineco Kaman EHS Policy and procedures, outlines the laws and their requirements. Refer to the Guide for detailed information about complying with environmental laws.

## Protecting Information and Assets

### **Financial Integrity** : *Keep accurate records.*

The accuracy and completeness of our business records are essential to making informed decisions and to supporting investors, regulators and others. Our books and records must accurately and fairly reflect our transactions in sufficient detail and in accordance with our accounting practices and policies. Some Employees have special responsibilities in this area, but all of us contribute to the process of recording business results or maintaining records. Ensure that the information you record is accurate, timely, complete and maintained in a manner that is consistent with our internal controls, disclosure controls and our legal obligations.

Your obligations:

- Be guided by the principles of transparency and truthfulness
- Fully account for all assets, liabilities, income and expenses
- Create business records that accurately reflect the truth of the underlying event or transaction
- Ensure financial statements are prepared according to Generally Accepted Accounting Principles and in compliance with all applicable rules, regulations and criteria
- Speak up about:
  - » Any undisclosed or unrecorded funds, assets or liabilities
  - » Records that are not clear, are incomplete or obscure the true nature of any action
  - » Schemes to defraud
  - » Schemes to defraud
  - » False statements
  - » Payments or transactions that are improper, unlawful or unauthorized
  - » Improper or inaccurate entries in our Company books or records

As a part of Kineco Limited and Kaman Group which are governed by Listing Agreements, and are required to file certain reports with the Regulators, Kineco Kaman's principal executive, financial and accounting officers are responsible for the full, fair, accurate, timely and understandable disclosure of all information required to be disclosed and filed with the regulators and other public communications made by the Company.

## **Records Retention** : *Know and comply with our policy.*

Various laws and regulations, as well as many of our Company's contracts, require our Company to retain certain business records and documents, usually for a specified period of time. Each business unit is responsible for maintaining a records retention policy, which should be consistent with the law, the Company's Records Retention and Disposition Policy and this Code.

In the case of litigation or an event likely to lead to litigation, you will be directed by the Legal and Compliance Department to suspend all regular destruction activity and preserve all documents relating to the event or litigation until the matter is resolved.

## **Company Assets** : *Company property should be properly cared for.*

We are all responsible for protecting, safeguarding and properly using Company assets and any assets entrusted to us by our customers or suppliers. Company assets, including the use of Kaman's information systems, should be used to conduct Company business. Any other use must comply with Company policy and be approved. Speak with your manager for guidance and to request permission if an exception is sought.

**Physical Assets** : Observe good physical security practices, especially those related to badging in and out of our facilities. Make sure that property is not misappropriated, sold or donated, or loaned to others without appropriate authorization. Suspected incidents of fraud or unauthorized use or transfer of Company property should be immediately reported to your manager, Human Resources representative or the Legal and Compliance Department.

### **Company Assets Include:**

- Physical assets, such as property, facilities, equipment, machinery, tooling and office supplies
- Electronic assets, such as hardware, software, networks, email, voicemail and internet access
- Information assets including proprietary and confidential information
- Intellectual property

**Electronic Assets and Information Systems** : Like all of our other assets, our information technology is a Company resource that must be used only to further our Company's business. Information technology includes networks, applications, computers, tablets, smartphones and cloud services provided by Kaman for business purposes. You should never use our technology or systems to support a personal business or political venture. We protect our computer systems from unauthorized access by outsiders.

Be aware that any information you create, share or download onto Company systems belongs to Kaman, and we have the right to review and monitor system use at any time, without notifying you, to the extent permitted by law. Do not expect that your communications and other activities will be kept private.

Our Company prohibits the use of unapproved third-party software programs or systems, including those that integrate with email applications to collect, store and update contact information, including names, telephone numbers and email addresses of other Employees and other individuals or entities.

### **Practice Good Cyber Security and be a good Steward of our Electronic Assets:**

- Do not share passwords with others including co-workers, friends or family
- Lock your workstation when you step away and log off our systems when you complete your work for the day
- Beware of phishing attempts– use caution in opening email attachments from unknown senders or clicking on suspicious links
- Only use software that has been properly licensed. The copying or use of unlicensed or "pirated" software on Kaman computers or other equipment to conduct Kaman business is strictly prohibited. If you have any questions about whether or not a particular use of software is licensed, contact the IT Department.

## **Data Privacy** :*Safeguard personal information.*

Kineco Kaman strives to protect the privacy of Employees, customers, suppliers and others, in accordance with all applicable privacy and data protection laws and regulations.

If your job requires collecting, accessing, using, storing, sharing or disposing of personal information, ensure you follow our policies and all applicable laws. Only use it for legitimate business purposes. You should never disclose personal information to anyone either inside or outside of the Company, who does not have a legitimate business need for the information, nor should you use it without a valid legal reason.

### ***We are committed to compliance with:***

- »All Indian and U.S. Privacy and Data Protection Laws and Regulations
- »All international privacy and data protection laws and regulations, when subjected to them

### ***Communicating on Behalf of Kineco Kaman:***

We need a consistent voice when making disclosures or providing information to the public or regulatory authorities. For this reason, each of us must ensure that only authorized persons speak on behalf of Kineco Kaman. Do not respond to the media without first seeking the appropriate guidance. Inappropriate or inaccurate responses, even a denial or disclaimer of information, may result in adverse publicity and could affect our Company's legal or business position. Be aware that your statements and actions can reflect on, and be interpreted as statements of, our Company. You should not imply that your statements reflect those of Kineco Kaman, unless you have received prior authorization.

## **Using Social Media:***Be responsible in your online activities.*

Kineco Kaman respects your right to use social media on your own time, but – except for very limited circumstances, such as legitimate business-related reasons. Employees are not permitted to access or use social media during work hours (whether they use our systems or their device(s)).

If you engage with social media before or after work hours, do so responsibly. Make sure that any personal opinions you express are identified as your own, not Kineco Kaman's, and take care never to:

- Breach confidential information about our Company, your co-workers, our customers, our suppliers or our business partners
- Provide non-public business-related information, whether material or otherwise
- Post anything that is harassing, discriminatory or disparaging connected to our Company
- Provide employment-related references or recommendations – refer all reference and recommendation requests to your Human Resources representative

# Working with Our Customers and Business Partners

## **Honest and Fair Dealing** : *Treat our customers and business partners fairly.*

We partner responsibly with customers, consultants, agents, contractors and suppliers, and seek competitive advantages through superior performance, never through unethical or illegal practices.

In conducting business, we:

- Tell the truth about our services and capabilities and never make claims that aren't true
- Never take unfair advantage of anyone by manipulating, concealing, misrepresenting material facts, abusing privileged information or any other unfair dealing practice
- Only promise what we can deliver and deliver on what we promise
- Never grant a request to do something that is unethical or unlawful

Talk to your manager or the Legal and Compliance Department if you have concerns about any error, omission, undue delay or defect in quality or our customer service.

**Product Quality and Safety :** *Work to maintain trust in our products and our Company.*

We must ensure the quality, safety and performance of our products as well as meet all product quality and safety specifications. Do your part to ensure complete and accurate testing and performance reporting, and never take shortcuts or make exceptions that could compromise the quality or safety of our products. Routinely check equipment and processes to ensure they conform to specifications and expectations, and always work toward continuous improvement.

**Working with the Government :** *Be a good partner.*

Kineco Kaman supplies products and services directly or indirectly to the Indian, U.S. and foreign governments. We are committed to meeting the many special legal, regulatory and contractual requirements that apply to our government contracts. These requirements may apply to bidding, accounting, estimating, invoices, subcontracting and purchasing, employment practices, contract performance, gifts and entertainment, government property and other matters. These requirements may also flow down to individuals and companies working on our behalf, including our supply chain.

**Sourcing Responsibly :** *Be objective and fair.*

Kineco Kaman evaluates and engages with qualified business partners on an objective basis grounded in fairness. When selecting partners, we assess their ability to satisfy our business and technical needs and requirements. Conduct the necessary due diligence in making decisions about consultants, agents, contractors and suppliers. All agreements must be negotiated in good faith and be fair and reasonable for both parties. Do your part to hold our business partners to our high standards and ensure they operate ethically, in compliance with the law and in a way that's consistent with our Code, our policies and our values.

**Protecting the Confidential Information of Others :** *Safeguard the information we are entrusted with.*

Our customers, consultants, agents, contractors and suppliers place their trust in our Company. Protect the confidential information they provide to us with the same degree of care as you apply to Kineco Kaman's. Limit any access of third-party information to those who have a need to know in order to do their job. Be alert to requests from business partners for confidential information about our customers or other business partners, if there is no associated business requirement or authorization to provide. Immediately report any loss or theft of third-party confidential information to your manager. Our Company competes fairly, honestly and ethically. We respect the property rights of third parties, including our competitors. Do not seek out, receive or use another party's proprietary information, trade secrets or confidential information unless permitted by law or under an approved confidentiality or nondisclosure agreement. If you are in possession of non-public, confidential information that was obtained from prior employment, you must continue to respect the confidential nature of that information and shall not use or disclose the confidential information of former employers.

**Conflicts of Interest :** *Make business decisions objectively and in the best interest of our Company.*

A conflict of interest can occur whenever you have a competing interest that may interfere with your ability to make an objective decision on behalf of Kaman. Each of us is expected to use good judgment and avoid situations that can lead to even the appearance of a conflict, which can undermine the trust others place in us and damage our reputation. Conflicts of interest may be actual, potential or even just a matter of perception. Since these situations are not always clear-cut, you need to fully disclose them to your manager or the Legal and Compliance Department so that we can properly evaluate, monitor and manage them.

We each have a responsibility to:

- Always make business decisions in the best interest of Kaman
- Avoid conflict of interest situations whenever possible

- Discuss with your manager or the Legal and Compliance Department full details of any situation that could be perceived as a potential conflict of interest
- Think ahead and proactively address situations that may put your interests or those of a family member in potential conflict with Kaman

Be alert to situations, including the following, which are common examples of potential conflicts of interest:

- **Corporate Opportunities** :If you learn about a business opportunity because of your job, it belongs to Kaman first. This means that you should not take that opportunity for yourself unless you get approval from the Legal and Compliance Department.
- **Friends and Relatives** :On occasion, it is possible that you may find yourself in a situation where you are working with a close friend or relative who works for a customer, supplier or competitor. Since it is impossible to anticipate all situations that may create a potential conflict, you should disclose your situation to your manager or the Legal and Compliance Department in order to determine if any precautions need to be taken.
- **Outside Employment** :To make sure there are no conflicts and that potential issues are addressed, you always need to disclose and discuss outside employment with your manager or the Legal and Compliance Department. If approved, you must ensure that the outside activity does not interfere with your work at Kaman. Working for a competitor, supplier or customer may raise conflicts that will need to be resolved. Also, any approved side or personal business should not compete with Kaman.
- **Personal Investments** : A conflict can occur if you have a significant ownership or other financial interest in a competitor, vendor, supplier or customer. Make sure you know what is permitted – and what is not – by our policies and seek help with any questions. Also, if you have a personal or financial relationship with any Kaman service provider and you have work-related responsibilities relating to that provider, you must disclose that relationship and recuse yourself from any decision-making regarding that service provider.
- **Civic Activities**: Unless Kaman management has provided its approval, you should not accept a seat on the board of directors or advisory board of any of our competitors, suppliers, customers or partners, especially if your current job gives you the ability to influence our relationship with them.

**Business Gifts and Entertainment:** *Comply with our policies to avoid even the appearance of anything improper.*

Employees, along with our consultants, agents, contractors and suppliers working on behalf of Kinenco Kaman, (“Kinenco Kaman community”) may not give or accept gifts, meals, entertainment or other gratuities in order to influence a business decision or if doing so would create a conflict of interest or the appearance of a conflict of interest. Bribes and payoffs are always prohibited, as are extravagant, inappropriate or frequent gifts or entertainment even if they are acceptable by local custom. Members of the Kinenco Kaman community are prohibited from requesting gifts, meals, entertainment, contributions, services, gratuities and items of a similar nature from suppliers, vendors, customers or the Company. Gifts, meals, entertainment or travel and lodging that you receive or give must comply with Company policy. Such items must be legal, reasonable in nature, nominal in value and received or given infrequently. In addition, the receipt or giving of such items must be consistent with customary business practices and be reasonably related to the business relationship. We should be prepared to diplomatically decline any gift or gratuity offered to us that does not meet these requirements.

Cash and cash equivalents are never acceptable to or from a customer, supplier or other third party doing or seeking to do business with the Company. In addition, government agencies and departments, public authorities (like a mayor or a customs officer, for example) – hereafter “government officials” – often operate under strict requirements concerning the acceptance of gifts or other gratuities by their employees or family members. We must be familiar with these requirements of government officials, as well as those of customers, suppliers and other business partners who have strong relationships with government officials. The rules about what we may

give to or accept from government officials are very strict and not covered in the following chart. Don't offer anything of value to, or accept anything of value from, government officials unless you have received approval in advance from the Legal and Compliance Department.

As per the cultural environment applicable in India, Kinenco Kaman provides basic hospitalities, such as pick-up and drop facilities, food - entertainment, to its Guests/Visitors, including Customers/Suppliers, Government Officials or Employees. You are not allowed to give gifts, meals, entertainment, or other gratuities in order to influence a business decision. All the employees are expected to understand the applicable prohibitions and limitations (as stated in the Schedule to this Policy) before offering gifts, meals, entertainment or other gratuities.

**Applicable prohibitions and limitations for giving Gifts, Meals, Entertainment**

Types of Expenditures	Approving Authority	
	Finance Director	CMD
Cash payments (other than actual direct reimbursements),	Prohibited	Prohibited
*Promotional Gifts/ Souvenirs with company logo printed on it given for brand building or as part of a business activity (e.g. memorabilia, during exhibitions, air shows, and other commemorative events, awards or gift items)	₹1000-₹5000	Above ₹5000
Meals, including those related to business meetings and events such as product demonstrations, product deliveries, holiday celebrations, air shows, and other commemorative events	₹1000-₹5000	Above ₹5000
Travel and lodging for plant visits or business meetings at Goa	₹1000-₹5000	Above ₹5000
Entertainment and recreation (e.g. cultural or sporting events)	₹1000-₹5000	Above ₹5000
*Gifts/sponsorships to charitable organizations, educational institutions as part of Corporate Social Responsibility	₹1000-₹5000	Above ₹5000

*\*The concerned employees are required to seek the requisite approvals and shall be responsible for reasonably documenting and maintaining records. However, the requirement to maintain distribution records in case of Promotional Gifts/Souvenirs with Company logo printed on it would be applicable only if the value of the article exceeds ₹5000/- per article.*

## Following Laws, Rules and Regulations

### **Insider Trading :Don't trade on material, non-public information.**

Indian laws prohibit individuals with "insider" information from trading in any shares of any Company until the information has become public and the market has had a chance to react. We comply with insider trading laws not only because it's the right thing to do but also because doing so is an affirmative step in promoting compliance with prevalent securities laws and regulations. You are expected to:

- ◊ Treat non-public information about our Company (or companies with which we conduct business) as confidential information
- ◊ Never trade in stock or other securities if you are aware of non-public information about a company that could influence your trading decision
- ◊ Not share inside information or provide stock-buying or selling tips (based on inside information), with family members, friends or anyone who doesn't have a legitimate business need to know the information.

### **Antitrust and Fair Competition** :*Promote vigorous competition.*

The Company intends to comply with antitrust laws at every level of our business. These laws promote competition by restricting anti-competitive transactions and practices. You shall not engage in collusive bidding, manipulate bids or proposals, divide competitive markets or customers, price fixing, anti-competitive practices, Enter into exclusive dealings or reciprocity arrangements, price discrimination or other unfair trade practices in violation of Competition Laws.

### **Anti-Bribery and Anti-Corruption:** *Never give or accept a bribe or kickback.*

The employees should not request or accept from any individual or organization doing or seeking to do business with Kineco Kaman, a favor or special consideration for self or any member of family that will result in any direct or indirect financial gain. No funds or assets of the company shall be paid, loaned or otherwise disbursed as bribes, "kickbacks", or other payments designed to influence or compromise the conduct of external parties, including a government official. You must comply with legal requirements and the Central Vigilance Commission's (CVC's) guidelines and provisions of the Prevention of Corruption Act, 1988.

Kineco Kaman is committed to complying with all applicable anti-corruption laws. We believe that all forms of bribery and other corrupt practices are an inappropriate way to conduct business regardless of local customs. Never offer, give, solicit or accept any form of bribe, gratuity or kickback to or from anyone. This includes facilitating payments (small payments made to low-level government officials to speed up or take care of routine government actions). Carefully monitor third parties acting on. Be especially aware of your actions when dealing with government officials our behalf; we can be held responsible for any bribes they make on our behalf. You are advised to avoid even the appearance of something improper. Further guidance can be found in the Kaman as well as Kineco Kaman Anti-Bribery Compliance Program Manual.

### **Anti-Money Laundering:** *We watch for and report any red-flag behavior.*

Money laundering is a global problem with far-reaching and serious consequences. It is defined as the process of converting illegal proceeds so that funds are made to appear legitimate, and it is not limited to cash transactions. Involvement in such activities undermines our integrity, damages our reputation and can expose our Company and the individuals involved to severe sanctions.

Know our customers and suppliers and only conduct business with reputable third parties engaged in legitimate business activities. If you see or suspect any suspicious financial transactions or activities, report them to your business unit's senior Finance official and to the Legal and Compliance Department.

### **Export Controls and International Trade** : *Know and comply with the requirements and restrictions that apply to international business.*

The United States and India has controls that restrict the export of certain products, services, technical data and software to other countries, as well as the re-export of those items. If your responsibilities include export products, you are responsible for coordinating all such activities with your business unit's export compliance office. The Company's policy is to comply with national and international export and trade controls laws and regulations. Export and trade violations are treated as national security matters and can have far-reaching consequences for both the individual involved and the Company. Violations can expose the individual, guilty of a violation of export regulations to fines, imprisonment or both, for criminal charges and the Company to fines, suspension, loss of business or prohibition from engaging in export and international trade.

Kineco Kaman's Export and Trade Compliance Policy is to comply with applicable Indian, United States and international laws and regulations related to export and trade controls as they apply to our Company and all

Employees. Further guidance can be found in the Kineco Kaman and Kaman Export and Trade Compliance Program Manual.

**Import Controls :**Employees who are involved in the importation of products or commodities must ensure that such items are given the correct classification, valuation and country of origin and that all import documentation is accurate and complies with applicable laws and regulations.

**Screening :**Each business unit is responsible for screening all parties to a transaction, to include customers, suppliers, agents, third-party intermediaries and distributors to ensure that we comply with all applicable export laws and regulations.

**Sanctions and Boycotts :**There are also U.S., Indian and UN sanctions and trade embargoes against certain countries, individuals and entities associated with those countries, as well as named terrorists and drug traffickers. Kineco Kaman business must comply with all applicable U.S. and Indian export control and sanctions laws as well as applicable global export and sanctions laws.

**Human Rights Standards :***We conduct business in a manner that respects the human rights and dignity of all.*

We support international efforts to promote and protect human rights and will comply with all applicable laws. We are committed to conducting our business in a manner consistent with applicable human rights laws and regulations. We have a zero-tolerance policy for the use of child or forced labor or for human trafficking practices. Refer to the Kaman Human Trafficking Policy for further information.

**CONFLICT MINERALS :** Revenue from conflict minerals has been linked to funding for groups engaged in extreme violence and human rights atrocities. We work closely with **suppliers of raw materials, parts and components** and communicate our expectation that suppliers and vendors will comply with all applicable laws, including laws aimed at providing conflict-free minerals. Refer to Kaman's **Conflict Minerals Policy** for further information.

## Serving the Community

**Political Activities :** *Comply with political campaign finance and ethics laws.*

Indian and US laws and Company policy prohibit using Company assets to support a political party or candidate. In addition, there are other political laws and restrictions that apply to Kineco Kaman as a government contractor. Our policy is not intended to discourage or prohibit Employees from voluntarily engaging in the political process on their own time or by making personal political contributions. However, you must ensure that your actions do not create the appearance of a Company activity. You may make personal political contributions to candidates of your choice, provided they comply with the law and you do so individually and not on behalf of the Company.

**Charitable Activities and Corporate Citizenship :** *Make a difference in your community.*

Our Company believes in making a positive difference in people's lives and maintaining the health and welfare of the communities where we live and work. We promote, encourage and support a diverse range of corporate social responsibility activities. We also encourage Employees to make a difference on a personal level, but, in general, ask that you do so on your own time and at your own expense, making sure that your activities are lawful and consistent with our policies. Unless you receive approval in advance, please do not use Kineco Kaman funds, assets or the company name to further your personal volunteer activities.

# A Message from Leadership Team

Integrity is the foundation of Kineco Kaman's success. It has fueled years of technical expertise and accomplishments. And now that you have read the Kineco Kaman Code of Business Conduct and Ethics (the "Code"), you are better prepared to carry on this tradition of excellence.

Kineco Kaman Shareholders, Board of Directors and management recognize the important role you play in living our commitment to maintaining a workplace that conforms to the highest legal and ethical standards. The Code will help guide you on a path to doing what is both legally required and ethically appropriate for our Company, Employees, customers and shareholders, particularly in complex or difficult situations.

We encourage you to refer to the Code often, and dedicate yourself to following it. If you have questions about the Code or our policies, or if you find yourself in a difficult ethical situation, remember that you are not alone. Your supervisor and all of the other resources listed in the Code are here for you whenever you have questions or concerns.

You should feel confident that our Company is committed to maintaining the highest ethical standards, integrity and a commitment to our core values. Thank you for your dedicated service and for doing your part to build and maintain a compliant and ethical culture of which we can all be proud.

# Acknowledgement Form

## Certification Statement

This is to certify and acknowledge that I have received, read and understood the and the Kaman Code of Business Conduct and Ethics and Kineco Kaman Code of Conduct (the "Code"). I agree to comply fully with the standards contained in both the Codes and any related policies and procedures adopted by the Company, and understand that compliance with such standards, policies and procedures may impact my employment with the Company. I understand the Company has the right to access all Company and Employee information in connection with Company business, and I understand the Company has the right to conduct an investigation in the event a question of Code compliance should arise. In such event, I agree to cooperate fully with the Company to the extent required by law, and I agree to the disclosure of all relevant information to and by the Company.

Signature: \_\_\_\_\_

\_\_\_\_\_  
(Please print your name)

Date: \_\_\_\_\_