



*Powering Business Worldwide*

## **Code of Ethics**

Eaton requires that all directors, officers and employees of Eaton, its subsidiaries and affiliates (“Eaton”) abide by the fundamental principles of ethical behavior listed here in performing their duties.

- 1. Obeying the law** – We respect and obey the laws, rules and regulations applying to our businesses around the world.
- 2. Integrity of recording and reporting our financial results** – We properly maintain accurate and complete financial and other business records and communicate full, fair, accurate, timely and understandable financial results and other material information. We have developed a system of internal controls designed to preserve the integrity of our records and information.
- 3. Respecting human rights** – We respect human rights and require our suppliers to do the same.
- 4. Delivering quality** – We are committed to producing quality products and providing quality services.
- 5. Competing ethically** – We gain competitive advantage through superior performance. We do not engage in unethical or illegal trade practices.
- 6. Respecting diversity and fair employment practices** – We are committed to respecting a culturally diverse workforce through practices that provide equal access and fair treatment to all employees on the basis of merit. We do not tolerate harassment or discrimination in the workplace.
- 7. Avoiding conflicts of interest** – We avoid relationships or conduct that might compromise judgment or create actual or apparent conflicts between our personal interests and our loyalty to Eaton. We do not use our position with Eaton to obtain improper benefits for others or ourselves. We do not engage in activities or enter into relationships that compete with Eaton.
- 8. Protecting assets and information** – We use Eaton property, information and opportunities for Eaton’s business purposes and not for unauthorized use. We properly maintain the confidentiality of information and employee data entrusted to us by Eaton or others.

- 9. Acting with integrity** – We do not offer or accept bribes, kickbacks or inappropriate gifts or entertainment. We engage in business practices that are consistent with our ethics and values.
- 10. Selling to governments** – We comply with the special laws, rules and regulations that relate to government contracts and relationships with government personnel.
- 11. Political contributions** – We do not make contributions on behalf of Eaton to political candidates or parties, even where lawful.
- 12. Environment, health and safety** – We are committed to being a global leader in safeguarding the health and safety of our employees and protecting the environment.

**Reporting** – Subject to local law, any person may openly or anonymously report any ethical concern or potential or actual legal violation, including any accounting, financial, tax or anti-bribery matter, to the Ethics and Compliance Office. Confidentiality will be maintained to the fullest extent possible while permitting an appropriate investigation.

These reports may be made by postal mail, e-mail or telephone as indicated below:

**Postal mail -**

Send mail to:  
SVP, Ethics and Compliance,  
Eaton  
1000 Eaton Boulevard  
Cleveland, Ohio 44122 USA

**E-mail -**

Send e-mail to [Ethics@eaton.com](mailto:Ethics@eaton.com) or use the web forms located on the Global Ethics website accessible through JOE (Eaton's intranet) or on Eaton's external website.

**Telephone -**

Contact the Ethics and Financial Integrity Help Line by dialing 800.433.2774 from the U.S. and Canada. From all other countries, dial the number listed on your local Ethics poster or on the Global Ethics website on JOE. The Help Line is toll-free, and a multilingual representative is available 24 hours a day 7 days a week.

**Multilingual support -**

If you prefer, you may use your native language to write your concern to one of the addresses above, and we will translate your letter or e-mail.

Eaton will not permit retaliation against any employee who reports an ethical, legal or financial concern nor will it discipline any employee for making a report in good faith.

**Personal responsibility**

Every director, officer and employee has the personal responsibility to read, know and comply with the principles contained in this Code of Ethics. Subject to local law, compliance with these principles is a condition of employment, and failure to comply may result in discipline, up to and including termination.

The Board of Directors shall determine, or designate appropriate management personnel to determine, the actions to be taken in the event of violations of the Code of Ethics. These actions will be reasonably designed to deter wrongdoing and to promote accountability for adherence to the Code of Ethics.

Subject to local law, every director, officer and employee has the duty to bring to the attention of Eaton any activity that in his or her judgment would violate these principles. Reports may be made to a supervisor or another member of management, or the Ethics and Compliance Office as noted above. Potential violations may also be reported to the chairs of the Audit or Governance Committees of the Board of Directors, or directly to the full Board of Directors, by mail in care of the SVP, Ethics and Compliance, who will forward the report.