



# OUR CODE OF BUSINESS ETHICS

FOR THOSE WHO MAKE THE WORLD™

*StanleyBlack&Decker*





## ***Acting with Integrity: Always and in All Ways***

Integrity is an essential quality in every workplace, but exactly how we define integrity might vary from person to person or job to job. For me, integrity is simply this: how you behave when no one is looking. There are enormous challenges and pressures presented every day in our workplace but that should never lead us to stray from doing the right thing, every time.

You don't need to look any further than the news or social media to find examples of individuals or organizations that have engaged in unethical behavior. These actions can be devastating to many. It's not uncommon for these large-scale scandals to begin with just one questionable action. It happens slowly... then quickly.

To be sure, mistakes happen. But the way you handle the mistake – even when no one is looking – is what matters most. And this is not just my expectation. As a company that is for those who make the world, our colleagues, customers, suppliers and other stakeholders expect us to maintain high standards of integrity and ethical behavior.

This Code of Business Ethics provides a critical set of guidelines for our employees to follow in their daily activities, but we could never build a framework that covers every situation or challenge our employees may encounter. So remember, if you are ever unsure about a decision – or a certain action just doesn't feel right – ask yourself, “Is what I'm about to do consistent with being for those who make the world?” If the answer is no, then there are multiple resources to help you, including those [listed here](#). You can also reach out directly to me.

Thank you for taking the time to explore this document and for everything you do to ensure that Stanley Black & Decker continues to be a high-performing, high-integrity company.

A handwritten signature in black ink, appearing to read 'Don Allan'.

**Don Allan**

President & CEO  
Stanley Black & Decker

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# CONTENTS

## STANLEY BLACK & DECKER

### CODE OF BUSINESS ETHICS

<b>ACTING WITH INTEGRITY AT STANLEY BLACK &amp; DECKER</b>	<b>2</b>
<b>OUR LEADERS REFLECT ON OUR VALUES</b>	<b>4</b>
<b>FOR THOSE WHO MAKE THE WORLD</b>	<b>5</b>
OUR CODE OF BUSINESS ETHICS	5
ETHICS AT STANLEY BLACK & DECKER	6
<b>COURAGEOUSLY STANDING FOR WHAT'S RIGHT</b>	<b>7</b>
ETHICAL DECISION MAKING	8
SUSTAINABILITY AND SOCIAL RESPONSIBILITY	10
HUMAN RIGHTS	11
COMMUNITY INVOLVEMENT	12
<b>ACHIEVING PERFORMANCE WE CAN BE PROUD OF</b>	<b>13</b>
FAIR COMPETITION	14
FREEDOM FROM BIAS AND CONFLICTS OF INTEREST	15
ANTI-CORRUPT PRACTICES	16
GIFT GIVING	18
DRUGS AND ALCOHOL USE	19
<b>PROMOTING A RESPECTFUL, INCLUSIVE WORKPLACE</b>	<b>20</b>
RESPECT IN THE WORKPLACE	21
POLICY AGAINST RETALIATION	22
WORKPLACE SECURITY AND SAFETY	23
COLLABORATION THROUGH SOCIAL MEDIA	23
PUBLIC DISCLOSURES	24
<b>DEMONSTRATING INTEGRITY IN ALL WE DO</b>	<b>26</b>
ACCURATE FINANCIAL RECORDS	27
PROTECTION OF COMPANY ASSETS	28
GOVERNMENT RELATIONS	28
TRADE RELATIONS	29
DATA PRIVACY	30
INSIDER TRADING	31
<b>CLOSING AND ADDITIONAL INFORMATION</b>	<b>32</b>
LIVING OUR PURPOSE	32
INTERNAL RESOURCES	33
INTEGRITY@SBD	34

## Our Leaders Reflect on Our Values



*“We can’t grow and innovate without courage, and sometimes the most courageous act is to pause and do the right thing when the alternative could get us there faster.”*

— *Graham Robinson, STANLEY Industrial*

**COURAGE & INNOVATION**



*“Our people must never sacrifice our values to achieve any performance metric. Ever.”*

— *Tamer Abuaita, Operations*

**AGILITY & PERFORMANCE**



*“To create an engaging environment for our employees we must foster collaboration to ensure they feel included and appreciated for the perspective they bring.”*

— *Joe Simms, Diversity & Inclusion*

**INCLUSIVITY & COLLABORATION**



*“Operating with integrity is the foundation that allows us to live all of our values in a meaningful way. It is our most important accountability.”*

— *Janet Link, Legal*

**INTEGRITY & ACCOUNTABILITY**



## *For Those Who Make the World*

### **OUR CODE OF BUSINESS ETHICS**

We aim to be bold and agile, yet thoughtful and disciplined. Knowing that each of us influences our company's success, we aspire to make a positive difference in the world – and our Code of Business Ethics is a guide.

We model our behavior against the highest standards. We are all accountable for maintaining our reputation and ensuring a healthy, positive and ethical organizational culture.

This Code reinforces the values and principles of the organization, and our policies provide more specific guidance on the proper way to comply with our standards and to complete many of our tasks. We must know, understand and follow this Code and our policies, with no exceptions.

This Code applies to all of us – employees, officers, directors, contractors, vendors and suppliers. Our managers and our board members annually acknowledge their understanding of this Code and its tenets. Our reputation, culture and values are important to our success; any violations of the Code, or the law, will result in disciplinary action, up to and including termination.

Referencing this Code and our policies can often prevent or resolve issues where we may be uncertain. Any lingering concerns or potential violations should be reported to your **supervisor**, an appropriate **Internal Resource** identified at the end

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of this Code, or through our **Integrity@SBD resource** as outlined at the end of this Code.

Stanley Black & Decker will investigate reports of violations of this Code or corresponding policies, and we strictly prohibit retaliation against anyone who reports a concern in good faith.



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**“Our purpose is powerful and motivating to me. It represents our business, our brand and our history - it’s empowering.”**

— Pradheepa Raman, Tools

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## **ETHICS AT STANLEY BLACK & DECKER**

Being For Those Who Make The World means we take pride in:

- maintaining a safe and healthy work environment
- providing a secure workplace for our employees
- embracing sustainable practices
- continually improving and learning from each other
- recognizing and rewarding those who exceed expectations
- creating a safe space for expressing individuality and diversity
- advancing Human Rights in the workplace and supply chain
- giving back and sharing with our communities to make a difference

Ethical behavior is more than just conduct and compliance with law – it is about thoughtful and disciplined decision making and a commitment to integrity. The culture that we have built since 1843 has helped Stanley Black & Decker inspire our communities, lead innovation and grow exponentially without compromising our values.



Courageously Standing for What's Right.

POWER  
OF LODED.  
FREEDOM  
FLOORLESS

WALT



*We make ethical decisions, even when they are difficult.*

The people of Stanley Black & Decker are committed to fostering a culture that supports people speaking up, sharing ideas and voicing concerns safely and constructively. If you find something that doesn't align to that commitment, we want to hear from you. You will never be penalized for making a good faith report of an ethical concern or conflict with our Code.



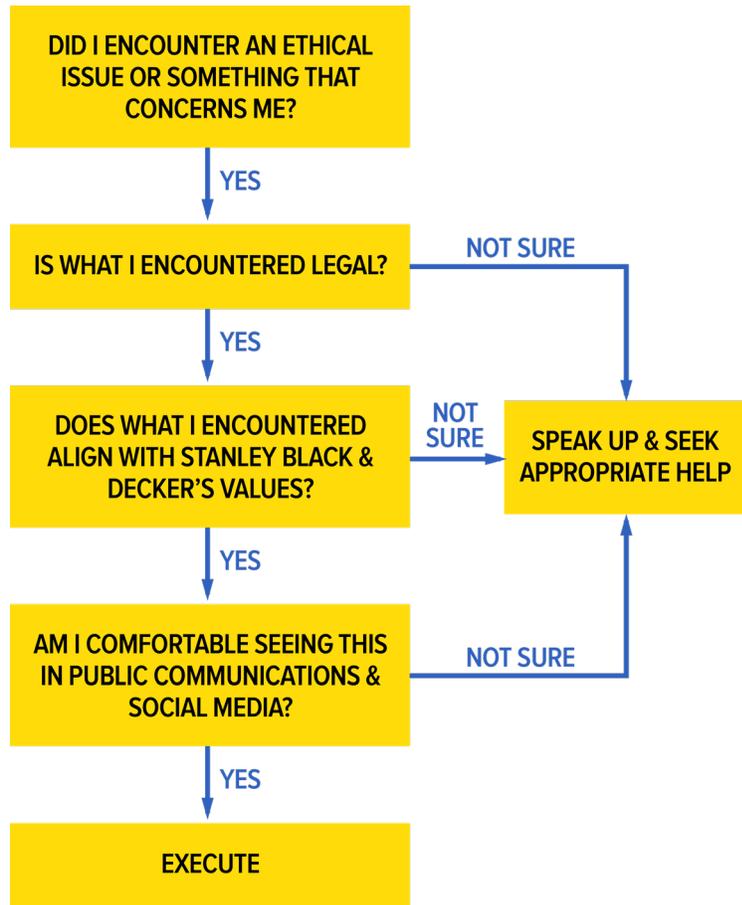
Not every dilemma is clear, and asking questions or speaking up can take courage. If you are uncertain about whether to raise an issue, think about it in terms of the criteria below.

Commit to raising issues that:

- Violate the law
- Are not in alignment with our Values
- Conflict with our social media policy and standards
- Could damage the reputation of an individual or the company

An ethical dilemma arises when doing the right thing may seem like it is not in our short-term best interest, such as delaying a decision or costing more than expected. These decisions test our character and integrity, neither of which we will compromise.

*This Ethical Decision Making model can help you think through a dilemma.*



Some decisions are tough, but we are here to help. If you are still not sure, use the following resources to resolve your concern:

- Our written policies and procedures
- Your manager or a leader in your Business Unit
- Your local Human Resources representative
- Your local Legal Department
- Integrity@SBD (see end of this Code)

All employees should feel empowered to raise concerns, suspected violations or unethical behavior. If it doesn't feel right, talk to someone. **We will protect you from retaliation** for expressing good-faith concerns professionally, honestly and fairly.

## *We take a leadership role in sustainability and social responsibility.*

Stanley Black & Decker strives to be an industry leader that creates innovative solutions for the environment, builds a sustainable future and prioritizes social responsibility.

When it comes to reducing our impact on the environment, we should challenge conventional thinking, work together and think creatively. Your thought leadership around modifications in product design, manufacturing, selling or transportation can help run the business more efficiently by reducing our energy and water consumption, waste generation and carbon emissions.



**“It is truly inspiring to see the dedication of our employees around the world to making our company more sustainable and our world a better place. They are as dedicated to implementing current ideas and solutions to their fullest as they are to discovering new ways to make a difference.”**

— Deb Geyer, Corporate Responsibility

### **HOW WE DEMONSTRATE OUR PRINCIPLES**

- We take every action possible to ensure a safe and healthy work environment. We record all results for our environmental health & safety data accurately.
- We complete government forms or monitoring reports accurately and honestly.
- We never tamper with or dilute samples or otherwise provide false information about the results of sampling.
- We never intentionally fail to follow permit conditions or applicable protocols.
- We abide by applicable laws and permits, and do not unlawfully bypass any environmental controls or monitoring devices.

*For additional information, please speak with a member of our Environmental Health & Safety Team.*

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## We stand for Human Rights.

Doing right by our people is a part of our character, and we actively demonstrate the courage to care, respect and support the fundamental Human Rights of all individuals. As a global business, we are committed to respecting, protecting and supporting the principles included in the Universal Declaration of Human Rights, the ILO Declaration on Fundamental Principles and the Rights at Work.

These include:



Human Rights are the basis of an equal, fair and sustainable society, and protecting these rights is the responsibility of all of us. We embrace our responsibilities as a global industrial leader to ensure the protection of Human Rights and promote best practices such as proactive global monitoring and providing our skills, services and products to aid in emergency situations.



**“Protecting Human Rights is the foundation of our inclusive, engaging employee experience – and we rely on all of our people to contribute to an environment where everyone feels welcome, valued and able to do their best work every day.”**

— Deborah Wintner, Human Resources

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Guided by our ethical standards, we implore you to speak up if you see or hear something that we should not be involved in or tolerate. This could include any abuse of Human Rights, including forced or child labor; any form of complicity

(direct, beneficial or silent) affecting Human Rights; or any third-party disregard for Human Rights, including physical punishment.

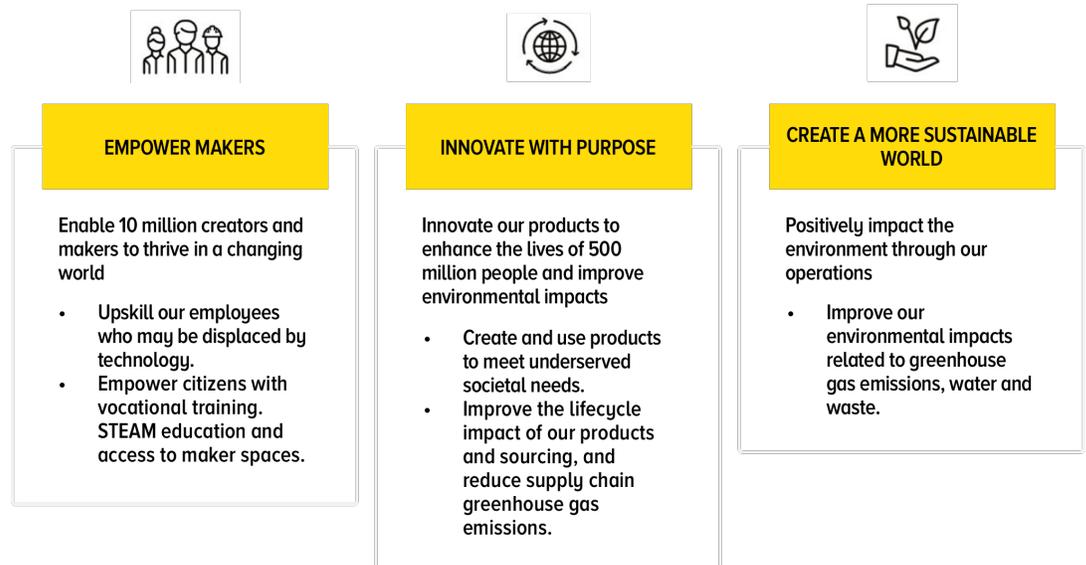
We provide a comprehensive grievance process to react to employee concerns.

*For additional information, please review our Human Rights Policy Statement.*

## *We support community involvement that makes a difference in the world.*

Being involved in our community makes the world a better place. We encourage and support our employees in finding their personal passion to give back. Community involvement can include volunteering in your community, and supporting local schools and not-for-profit organizations. Balancing the demands of these activities against job requirements can be difficult, and we encourage all employees to be mindful of the need to maintain an appropriate work life balance while acting in the best interests of the Company.

### PILLARS OF OUR 2030 GLOBAL CORPORATE SOCIAL RESPONSIBILITY STRATEGY





Achieving Performance We Can Be Proud Of.





## *We compete fairly.*

Building the right relationships with our customers is a foundation of our business that has lasted nearly two centuries. It is our duty to conduct business fairly and honestly, so that we can build open and long-lasting relationships leading us into the next century.

We negotiate and secure sales and contracts in alignment with our ethical standards – lawfully and honorably – both domestically and abroad.

### HOW WE DEMONSTRATE OUR PRINCIPLES

- We price our goods competitively and fairly and promote them accurately and honestly.
- We provide only honest and truthful information to our business partners and suppliers, never knowingly providing inaccurate information to gain an advantage.
- We limit our conversations with competitors and do not disclose to them our pricing or costs.
- We avoid formal and informal agreements with our competitors that may hinder fair competition.
- We gather competitive information using only legal and ethical methods.
- We provide our suppliers with honest and truthful information.

The United States, the European Union and many other countries have laws that prohibit anti-competitive behavior, including agreements with competitors and certain other market participants to fix prices, unjustifiably charging competing

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customers different prices for the same products or reaching agreements with competitors to divide customers or markets. We stand in alignment with these laws.

*It can be challenging to determine what constitutes an anti-competitive practice. If you're not sure, ask your local or regional manager or seek advice from the Legal Department.*

## ***We remain free from bias or conflict of interest.***

A conflict of interest occurs when our personal interest competes, interferes or even appears to interfere with the best interest of the company.

When working on behalf of Stanley Black & Decker, we must always act ethically and in the best interest of our colleagues and the company. We cannot allow personal interests to cloud our judgment.

What are some examples of a possible conflict of interest?

- Conducting business with vendors that are close personal friends
- Hiring or supervising a family member or a close personal friend
- Having a significant personal investment in a company that you work with in your capacity at Stanley Black & Decker
- Having outside work that competes with Stanley Black & Decker
- Having a significant investment in a company that competes with Stanley Black & Decker
- Having an investment where you or a family member would benefit if the company stock price were to fall (short selling)

### **HOW WE DEMONSTRATE OUR PRINCIPLES**

- We always act in the best interest of Stanley Black & Decker.
- We deal with suppliers, competitors and employees in a fair and objective manner. Decisions are not influenced by personal relationships or financial considerations.
- We decline gifts of more than token or nominal value from competitors, suppliers or customers of the company.
- We avoid any situations that could be perceived as improper.
- We maintain awareness of potential conflicts of interest and are responsible for reporting any actual or potential conflicts that may arise to the company's General Counsel, either directly or through your local or regional Legal Department or through [Integrity@SBD](mailto:Integrity@SBD).

## Case in Point: Don't Discount a Discount

**What if** a family friend reaches out to me for a substantial contract upgrading his company's entire tooling division, but he also asks for a substantial discount. *Is this a conflict of interest?*

Requests for discounts are common with large contracts, and our customers often become friends. However, it could be a personal conflict of interest if you are providing a discount to a family member or if your friendship becomes a factor in the decision. We make business decisions based on merit, not our personal relationships. When in doubt, always discuss any actual or potential conflicts of interest with management and the Legal Department.

*We abstain from corrupt practices and never pay bribes.*

In addition to being inconsistent with our ethical standards, bribery is against the law in every country – and can result in criminal prosecution of those involved, as well as negative consequences for the company. Directly or indirectly giving something of value to gain or retain a business advantage is considered bribery.

We compete fairly for our business opportunities. We do not offer or approve anything of value in order to gain an unlawful advantage. We do not give or offer gifts, travel or entertainment to gain a business advantage. And gifts of cash or cash equivalents are never acceptable.

## Case in Point: Is something of value a bribe?

A bribe can take many forms and is not always cash or a gift. A bribe is anything of value and may include, but is not limited to:

- A kickback on the discount of a contract for products or services.
- In-kind payments or donations of non-cash items of value such as airline tickets, job offers, gifts, dining vouchers and entertainment.
- Employment of family members outside the normal hiring process.
- Agreements with government officials for product, service or employment where we do not follow our normal procedures.
- Sponsorships, donations or charitable contributions outside the company's giving guidelines.

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Sometimes, we may use third parties to help us achieve our goals: dealers, agents, freight forwarders, consultants or independent contractors. When third parties act on our behalf, we expect them to reflect our ethical standards. We may never use third parties to pay bribes or engage in corrupt behavior on our behalf. Authorized employees who are responsible for approving or managing a third party to act on our behalf must follow the company's Anti-Bribery & Anti-Corruption Policy.

### Case in Point: Delay the Pay

You are in charge of a construction project, and you are told that permits will be delayed unless a payment is made today for a new permitting fee.

#### *Do you make the Payment?*

No. Working with government officials can be challenging. Requests for permit fees, fees to expedite customs or suggestions about the use of a consultant who knows how to “move things through the system” should be considered “red flags” for corruption and reported to your manager and to the Legal Department immediately.



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**“Our sales and business practices must meet the highest tests of scrutiny. Business won in ways that conflict with our core values has no place at Stanley Black & Decker.”**

— John Wyatt, Outdoor

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### HOW WE DEMONSTRATE OUR PRINCIPLES

- We refuse to offer or pay bribes or kickbacks.
- We perform appropriate due diligence on partners prior to entering into a business relationship with them.
- We make sure that any gifts, hospitality or travel that we offer are reasonable and appropriate.
- We seek approval prior to entertaining or giving any gift to government officials.
- We hire candidates based on their merits and not their relationships to or with government officials.

## Case in Point: Be Diligent

During a business conversation with a government official, the official suggests that you or the company should make a donation to a local charity.

### *Do you make a donation?*

As a company, we sometimes make charitable donations in the communities where we operate – only after we have confirmed the legitimacy of the charity and the appropriateness of the donation.

If the charity is managed or controlled by a government official or family member/close friend of a government official, a personal or company donation may be considered an improper payment to influence a government official.

If you receive a request for a charitable donation, seek guidance from our VP of Public Affairs or your Business Unit Controller before taking any action.

To maintain our trusted reputation and to protect our brand, each of us is expected to report anything that seems suspicious.

We also expect our business partners to share our principles. We will not engage a third party to act on our behalf if that party has a reputation of engaging in corrupt practices.

*For additional details, please see our Anti-Bribery & Anti-Corruption Policy or consult with the Legal Department.*

## *We make sound judgments when giving or receiving gifts.*

Gifts and entertainment can foster positive working relationships between our company and our customers, vendors and suppliers. But an excessive or inappropriate gift can pressure the recipient to reciprocate by making decisions



**“Giving and receiving corporate gifts has an important role in enabling business relationships and practice, but it can also be confusing – especially when it comes to cultural sensitivities. Always proceed with care and consult with your manager if you’re unsure.”**

— Jocelyn Belisle, Finance

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that benefit the giver, creating a conflict of interest or possibly violating commercial bribery laws.

The risk associated with gifts increases when dealing with government employees. Laws vary around the world, and we must be vigilant to ensure we are in compliance with them. Before giving a gift to a government official, confirm with your Business Unit Controller or the Legal Department that the gift is appropriate, ethical and in compliance with the law.

As a global company, we must also be aware of cultural differences and different practices regarding gift giving, as traditions, customs and norms may vary significantly among various cultures.

If you have concerns about gifts or entertainment, speak with your manager or the Legal Department before accepting or giving a gift.

### HOW WE DEMONSTRATE OUR PRINCIPLES

We only give or receive a gift:

- That is of nominal value in your local market. Talk to your local or regional controller to understand what may be acceptable in your area.
- That is considered a customary business gift – cash or cash equivalents are never permitted.
- That is not intended to obtain special or favored treatment or to secure or retain business.
- That is legal in the location where given.
- Where the recipient is not a government official, unless specific prior approval has been given.

*For additional details, please see our Gifts and Entertainment Policy.*

## ***We do not abuse drugs or alcohol.***

Drugs and alcohol can affect our judgment and impede our ethical decision making. Moreover, they represent a safety risk. We abide by applicable laws and regulations regarding the possession or use of alcohol, drugs and other controlled substances. We do not tolerate the abuse of legal or illegal drugs or alcohol anywhere, including on company property or at any company event.



Promoting a Respectful, Inclusive Workplace.



With operations in more than 50 countries spanning six continents, Stanley Black & Decker is made up of thousands of unique people. We all have our own sets of skills and ways of thinking based on our cultures, backgrounds and beliefs. But we share a unified passion for creating products and solutions for those who make the world.

When we respect others and the skills and perspectives they bring, we strengthen trust among colleagues in an inclusive environment.

## *We nurture talent, embrace differences and promote workplace respect.*

Recruiting, retaining and nurturing the best talent is paramount to the achievement of our company's vision. We seek to provide fair compensation, reward performance and celebrate achievement while ensuring our people's goals, development and learning are aligned with the company's growth objectives and our Purpose and Values.



**“When all of our people feel valued for the perspectives they bring, comfortable in voicing their opinions and heard, there is no limit to what we can accomplish as one team and one company.”**

— Jaime Ramirez, Tools

We strive to support a workplace where our employees reflect the company's diverse customer base and communities and can enjoy thriving careers doing what they do best every day. All qualified individuals are invited to seek employment, and those who are employed will be treated with respect, regardless of their race,

ethnicity, nationality, color, age, gender or gender identity, disability, geographic origin, veteran status, religion or sexual orientation.

Showing respect to our employees requires a workplace free from discrimination and all forms of harassment, including sexual harassment. We are required to report all incidents of discrimination and harassment, including sexual harassment, to our supervisors, Human Resources, our local Legal team, or Integrity@SBD.

## HOW WE DEMONSTRATE OUR PRINCIPLES

- We do not tolerate discrimination of any kind.
- We do not tolerate harassment of any employee anywhere, including the physical workplace, on business travel or through digital work tools (email, web sites, and social media).
- We do not possess or distribute printed or electronic material that is sexual, pornographic, racist, defamatory or offensive to our diverse workforce.
- We investigate all incidents of discrimination and harassment – including sexual harassment – and take disciplinary action if warranted.

*All employees must review and adhere to the company Policy Against Harassment, including Sexual Harassment.*

***We promote open dialogue with no tolerance for retaliation.***

Stanley Black & Decker is committed to protecting our people from retaliation. Retaliation is serious misconduct that will not be tolerated. Any employee who takes retaliatory action against another will be held accountable.

### What is Retaliation?

Retaliation can be any form of reprisal, direct or subtle, for reporting in good faith an actual or suspected issue or for cooperating in an investigation.

*If you are worried about retaliation or believe that you have been retaliated against, you are encouraged to report your concerns through our confidential Integrity@SBD resource or by contacting your manager or a leader in your business unit, a local HR representative or the Legal Department.*

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## *We are committed to workplace security and the safety of our workforce.*

The security and safety of our workplace is critical to fostering an inclusive and collaborative environment. We have established means to identify hazards and assess, prevent and control occupational health and safety risks and environmental impacts, as well as provide on-going surveillance of operations as they relate to Environmental Health and Safety activities. These assessment, prevention and control principles of hazards and risks are applied in the planning, design, and layout of new buildings, processes, products, preventive maintenance activities and property transactions.

If you ever find yourself feeling unsafe or threatened, try to remove yourself from the situation and communicate with appropriate personnel as soon as it is safe to do so.



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**“When we respect one another and make people feel secure in sharing their strengths, differences and unique value, that drives employee engagement. And highly engaged employees are more productive, support a safer work environment and deliver better business results.”**

— Robert Raff, Integration

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## *Collaboration through Social Media*

Social media can be a useful tool in the workplace to collaborate with your colleagues, build trust with our customers, and nurture inclusivity and connectivity within our culture. We encourage the use of social media to promote our products, tools and culture.

Information shared by Stanley Black & Decker on our public websites or other official social media accounts (on Facebook, Twitter, LinkedIn, etc.) is available for sharing, and we are all encouraged to share it to promote our brand and employee experience.

Before posting your own message to social media or sharing another unofficial post, consider what social networking site you are using, the tone of your post and how the end user will perceive your message. If there is any chance your message will not be in line with the ethical standards of the company, will disrespect a third

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party or will reveal private customer information, do not post your message. It is your responsibility to protect the reputation of the company, your colleagues and yourself.

Social media and internet postings sites include, but are not limited to: Facebook, Tumblr, LinkedIn, YouTube, Instagram, Vimeo, Flickr, Picasso, Twitter, blog and vlog sites, wikis, and any other site where text can be posted (message boards, forums, etc).

In addition to external sites, Stanley Black & Decker uses internal tools for social sharing and collaboration - such as Workplace and Sharepoint – that are private to our company. When using those platforms it is important to both uphold our values and standards and remember that information shared may be confidential. For example, content posted to Workplace by a colleague – or even an official company spokesperson/profile – is not necessarily cleared for sharing outside of the company. So remember to refrain from sharing that content externally in any way.

## *We exercise caution when making public statements.*

We do not make any formal written or oral statements to the public on behalf of Stanley Black & Decker unless authorized to do so. If you are attending an event where you are representing the company, prepare by contacting the Corporate Communications team or your Business Unit Communications team to make sure you have all the information you need before attending.

### **Should I post, tweet or text this?**

In a meeting today, I heard about a new electronic security feature that will be installed at the hospital in my town. I'm excited to be a part of this project. ***Can I share with my network on social media?***

We have so many new tools and storage products, electronic security innovations and industrial solutions, it's easy to get excited. But the information you learned may be confidential. Before posting, STOP and **THINK about what and where you are posting** and if you are acting in accordance with our Code of Business Ethics and the best interest of the company. If you aren't sure, don't post. Reach out to the corporate communications team to help guide your decision.

*For additional information please see our Social Media & Disclosure Policy.*

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## HOW WE DEMONSTRATE OUR PRINCIPLES

- We limit our social media interactions to our area of expertise.
- We disclose our status as a company employee.
- We think before we post.
- We remember that anything we post may go global and that, once posted, information cannot be completely recalled.
- We make it clear that our opinions and beliefs are our own and not Stanley Black & Decker's.
- We maintain the confidentiality of company information, including that of our colleagues, customers and business partners.



Demonstrating Integrity in All We Do.



We are committed to operating our business responsibly to enhance our community reputation and shareholder value. It is within the best interests of our people, our company, our customers and the global marketplace to keep our ethical standards high and hold ourselves accountable at all times.

## *We maintain accurate financial records.*

Our shareholders and customers rely on us to maintain accurate and timely financial records and we depend on those records to manage our business. Each of us bears the responsibility to accurately report all financial information such as expense reports, financial statements, invoices, forecasts, time records and more.

### **HOW WE DEMONSTRATE OUR PRINCIPLES**

- We spend the company's money wisely, ensuring that expenses are reasonable, recorded properly and expensed in a timely fashion.
- We obtain approvals required under the Company's Delegation of Authority.
- We follow proper procedures when we sign contracts on behalf of the company.
- We record transactions in compliance with company policy and the law.
- We report financial and accounting irregularities.
- We hire suppliers based on quality, service and reliability.
- We retain records in accordance with laws and best practices.



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**“We rely on our employees to record and report all financial information in an accurate and timely way. This source of truth helps us operate in an agile way to continue driving growth and top-quartile performance.”**

— Don Allan, President & CEO

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## *We protect company assets.*

The company has invested in the resources that we need to effectively perform our jobs, and protect company-issued property like laptops and cell phones. We safeguard our equipment and work tools as if they were our own and leverage company-provided security applications to make sure our technology is not compromised.

We recognize that supplies purchased by the company – whether raw material, component parts or office supplies – are for our use in the conduct of our business and manufacturing of our products. Although certain material that is no longer useful to the company may have value, we may not give it away to employees or to charity without the proper approvals. Please consult with your local Business Unit Controller or the Corporate Charitable Donations team before disposing or giving away any company asset.

We also recognize that our assets don’t just include physical property, but also our ideas, plans and strategies.

We protect all company assets, whether written on paper, penned on whiteboards, received verbally, sent via email or delivered via social media. Our information, including our intellectual property, is a valuable asset and its protection is crucial. In addition to protecting and defending our intellectual property, we respect the intellectual property of others and do not knowingly or improperly infringe on their intellectual property rights.

## *We use caution when working with governments.*

We have an obligation to follow laws regarding interactions with government officials and to avoid even the appearance of improper conduct. Laws and regulations governing business relationships with government entities are often

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more stringent than those that govern commercial business relationships.

If your work involves government contracts or interactions with U.S. federal, state or local officials, please see our U.S. Government Contracts Policy. In other countries, please contact your local legal team for guidance.

### **What is Lobbying?**

Attempting to influence a government official to create legislation or an activity that will help the company.

**Unless we are authorized by the Vice President, Government Relations, we don't do it.**

In many jurisdictions, companies are prohibited from making political contributions, directly or indirectly. We do not make campaign contributions with company money or seek to be personally reimbursed by the company, unless the contribution is legal and we have received prior approval from our Chief Executive Officer. Even personal campaign contributions can raise concerns about various “Pay to play” laws in the United States. Senior managers and anyone involved in negotiating or fulfilling a government contract within the United States should, prior to making political contributions, review the Company’s Political Activity Policy.

We have a responsibility to be aware of and comply with all the laws that impact our interaction with government officials.

## ***We are cautious in our trade relations.***

Global trade laws impact where and to whom Stanley Black & Decker can deliver our products and services. These laws apply to the transfer of goods and technology to and from foreign companies and persons. The United States and other countries periodically impose economic sanctions that restrict trade, investment and financial transactions with certain countries, persons or groups.

To protect the security of cargo crossing International Borders, the U.S. Customs and Border Protection agency and the World Customs Organization have created the Customs-Trade Partnership Against Terrorism and the Authorized Economic Operator programs. Stanley Black & Decker is certified under both programs.

Economic sanctions, import and export control laws, and cargo security requirements are often complex and can vary depending on the product and from where it is being imported or to where it is being exported.

*If you are involved in shipping, or providing products across borders, please consult the Supply Chain Security Policy or speak with a member of the Trade Compliance team for more information.*

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## *We protect our data and the privacy of our customers, end users and employees.*

In the general course of doing business, Stanley Black & Decker collects and maintains personal information about our employees, business contacts, customers, suppliers, consumers and others.

We respect the privacy and confidentiality of the information of our customers, our employees, and those with whom we do business.

### **HOW WE DEMONSTRATE OUR PRINCIPLES**

- We treat all personal information as confidential.
- We protect the privacy and security of any personal information that we collect, store, process, transmit, share or discard.
- We don't share personal information with anyone who does not have a clear business need, unless disclosure has been authorized or is legally mandated.
- We assume all information provided by our customers, vendors and business partners is confidential, and is only to be used to support the particular project for which it was provided.
- We secure personal information about ourselves or others – including performance-related materials, salaries and health information.

In addition to our responsibilities, there are laws and processes that we must follow when collecting, processing, storing and disposing of personal information.

*Please review Stanley Black & Decker's Data Privacy Principles for additional details.*

## *We prohibit insider trading.*

As employees of Stanley Black & Decker, we may become aware of material, non-public, inside information regarding our company, customers, business partners or competitors. Information can be deemed material if a reasonable investor may find it valuable in a decision to buy or sell a security. Information can be deemed non-public if it is not widely available to the investing public.

We must remember that trading in securities or tipping others to make investment decisions based on inside information not only violates our ethical standards, but it also is illegal.

*For additional information, please see our Insider Trading Policy and the Policy Against Hedging or Pledging Company Securities.*

# Living Our Purpose

Doing the right things & doing things right.

We Are For Those Who Make the World.

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It has been incredibly powerful to see our purpose come to life across the company – a purpose that reflects the best of what we've always been and the promise of what we aspire to be. Our values are perfectly aligned with that North Star, and integrity is the foundation.

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The information included in this document is not intended to cover everything you need to know about the way we do business, but to provide you with important guidance.

As individual representatives of a large, complex, global industrial organization, we have the privilege to lead with purpose, and we are empowered and expected to maintain the highest standards in everything we do.

Each and every day we have the opportunity to demonstrate our values of courage, innovation, agility, performance, inclusivity, collaboration, integrity, and accountability in ways that uplift our colleagues and make a positive difference in the world.

## From the Report of the President at the Annual Meeting of Stockholders held February 1, 1898:

The stock-holders of this corporation were peculiarly fortunate in having such a man as Frederick T. Stanley as its founder: a gentleman of the strictest honesty and integrity of character. When he began the manufacture of hardware, it was very natural that his sterling integrity should be imprinted on the products of his factory, and that his strict regard for uprightness of purpose should characterize his dealings with his customers.

Mr. Stanley began the business of which this company are successors more than fifty years ago. I believe that I am fully justified in the statement concerning our business that throughout this period, the name of "Stanley" has been a guaranty of perfection as regards quality and integrity as regards all business transactions.

It affords me great satisfaction to say that as a result of such business methods the products of our works command a preference over all competitors, both in this country and Europe, and the advantages accruing from the Good Will of the company are equal to a handsome annual dividend.

William H. Hart, President

## Internal Resources

Employees can find a list of internal resources on the Company's internal [Integrity@SBD resource page](#). If you do not have access to this page or are external to Stanley Black & Decker and wish to report a concern, please go to [integrity.sbdinc.com](http://integrity.sbdinc.com). This will take you to our externally hosted reporting system.

# Integrity@SBD Helpline

Integrity@SBDinc is Stanley Black & Decker’s global integrity website where employees can find our global policies and a link to [integrity.sbdinc.com](http://integrity.sbdinc.com), our global Integrity Helpline. The Integrity Helpline allows you to report any concern in your local language, online or by phone – whichever is easiest for you. Reports may be made anonymously, except where prohibited by local law.

A concern is anything that doesn’t fit with our promise to act with integrity. Some may seem obvious, like theft, fraud, falsifying paperwork or expenses. But the helpline is also available for concerns like discrimination, harassment, health & safety, retaliation, bribes, inappropriate gifts & entertainment, and conflicts of interest, to name just a few. You can report a concern related to any suspected misconduct or unethical behavior.

You can always talk to your manager, HR or any member of our Compliance team. But our Integrity Helpline is also a safe and confidential way to raise your concerns. There are some situations where you may not know what to do – including if the concern centers on your manager or HR partner, or if you’ve already reported an issue and nothing seems to be changing. That’s when you must continue to raise your concern and the Integrity Helpline is the best place to do that.

To report a concern online go to [integrity.sbdinc.com](http://integrity.sbdinc.com). To report by phone, find your country in the list below and use the number provided:

Country	Toll-Free Number
Argentina	0800.333.0095
Australia	1.800.763.983
Austria	0800.281119
Belgium	0800.260.39
Brazil	0.800.892.2299
Brazil (Rio de Janeiro)	+55.2120181111
Canada	1.800.235.6302
Chile	800.914.012
China	400.120.3062
Colombia	844.397.3235
Colombia (Bogota)	+57.13816523
Costa Rica	+506.4000.3876
Czech Republic	800.701.383
Denmark	8082.0058
Dominican Republic	1.829.200.1123
Ecquador	1.800.000.138
El Salvador (San Salvador)	+503.21133417
Finland	0800.07.635

Country	Toll-Free Number
France	0805.080339
Germany	0800.181.2396
Greece	00800.1809.202.5606
Guatemala (Guatemala City)	+502.23784832
Honduras	800.2791.9500
Hong Kong	800.906.069
Hungary	+36.212111440
India	000.800.100.3428
Indonesia	+803.015.203.5129
Indonesia (Jarkata)	21.50851420
Ireland	1800.904.177
Israel	1.809.477.254
Italy	800.727.406
Japan	0800.170.5621
Korea, Republic of (South Korea)	070.4732.5023
Malaysia	+60.0.1548770383
Mexico	800.681.6945
Morocco (Casablanca)	+212.5207.85014
Netherlands	0.800.022.0441
New Zealand	0800.002341
Nicaragua	001.800.220.1152
Nicaragua (Managua)	2248.2265
Norway	800.24.664
Oman	800.74295
Panama	001.800.204.9188
Panama	800.2066
Peru	0800.78323
Philippines	+63.2.826.3049
Poland	00.800.111.3819
Poland	00.800.141.0213
Portugal	800.180.367
Qatar	00800.100.801
Romania	0.800.360.228
Russia	8.800.100.9615
Singapore	800.852.3912
Slovakia	0.800.002.487
South Africa	080.098.3612
Spain	900.905460
Sweden	020.889.823

Country	Toll-Free Number
Switzerland	0800.838.835
Taiwan	00801.14.7064
Thailand	1.800.012.657
Turkey	0800 621 7373
Ukraine	0.800.501134
United Arab Emirates	8000.3570.3169
United Kingdom	0.808.189.1053
United States (includes US Virgin Islands, Puerto Rico, Guam)	1.800.461.9330
Vietnam - Ho Chi Minh	+84.2844581407
Vietnam	122.80.390
Note: For countries not listed here, use the following number. Operator assistance may be required and charges may apply.	+1.720.514.4400

***The Company prohibits retaliation against any employee who reports an actual or suspected violation. If you are worried about retaliation, or believe you have been retaliated against, we encourage you to contact the General Counsel directly.***

Nothing in this Code, any other Company Policy, or in any agreement with the Company shall be construed to preclude, prohibit or restrict any employee from (i) responding to any inquiry, or otherwise communicating with, any federal, state or local administrative or regulatory agency or authority; (ii) participating or cooperating in any investigation conducted by any governmental agency or authority; (iii) filing a charge of discrimination with the United States Equal Employment Opportunity Commission or any other federal state or local administrative agency or regulatory authority; (iv) reporting a possible violation of federal or other applicable law or regulation to any governmental agency or entity, including but not limited to the Department of Justice, the Securities and Exchange Commission (the “SEC”), the U.S. Congress, or any governmental agency Inspector General, or (v) making other disclosures that are protected under whistleblower provisions of federal law or regulation, in each case in accordance with applicable law, or to impose any penalty on any employee for doing so. Further, nothing in the Code, any Company Policy, or any agreement with the Company shall be construed to limit an employee’s right to receive a reward, including, without limitation, a monetary reward, for information provided to the SEC. Employees do not need the prior authorization of anyone at the Company to make any such reports or disclosures, and employees are not required to notify the Company that they have made such reports or disclosures.

# Index

Alcohol	19	Harassment	22
Anti-Corruption	16	Hiring	15, 16
Assets	28	Human Rights	11
Bias	15	Imports	29
Bribery	16-19	Insider Trading	31
Charitable Donations	16, 18	Integrity@SBD	34
Community Involvement	12	Intellectual property	28
Conflicts of Interest	15, 16	Kickbacks	17
Corruption	17, 18	Lobbying	29
Data Security	30	Privacy	30
Drugs	19	Public Statements	24
Due Diligence	17, 18	Respect	11, 21, 22
Environmental	10, 11	Retaliation	9, 22
Equal Employment Opportunity	21	Safety	23
Equal Opportunity	21	Social Media	8, 23, 24, 28
Ethical Decision Making	9	Social Responsibility	10
Ethics	6	Suppliers	14, 15, 18, 27
Exports	29	Sustainability	10, 14
Fair Competition	14	Threats	23
Financial Reporting	27	Trade	29
Gifts & Entertainment	15-19	Trading Stocks	15, 31
Government Relationships	16-19, 28, 29	Trust	14, 18, 21, 23