

ALTRA INDUSTRIAL MOTION CORP.

THIRD PARTY CODE OF CONDUCT

At Altra Industrial Motion Corp. (“Altra”), we and our subsidiaries are committed to a standard of excellence in every aspect of our business, which includes conducting all of our operations with integrity, respecting the rights of all individuals, and respecting the environment. As the strength of our reputation is based not only on our own conduct but also on the actions of those with whom we do business, we expect the suppliers, business partners, contractors, vendors, agents, consultants, and other third parties (collectively, “Third Parties”) who do business with Altra and its subsidiaries to share these same commitments. Altra and its subsidiaries strongly encourage each Third Party to meet the following standards in all activities that relate directly or indirectly to Altra or any of its subsidiaries. Third Parties that do not conform to these standards may have their business relationship with Altra or the applicable Altra subsidiary terminated.

In addition to any restrictions on the use of subcontractors that are otherwise agreed to between Third Party and Altra or the applicable Altra subsidiary, Third Party will not use any subcontractor in connection with any Altra or Altra subsidiary business unless the subcontractor has received a copy of this Third Party Code of Conduct (this “Code”). In addition to distribution to Third Party’s subcontractor(s), Altra expects Third Party to take reasonable steps to ensure that this Code is communicated to and/or made available to their employees, agents, consultants, and contractors who work on business of Altra or Altra subsidiaries.

GENERAL

As a Third Party working with Altra and/or its subsidiaries, Third Party must understand and comply with all laws and regulations applicable to the products or services that Third Party is involved with on behalf of Altra and its subsidiaries, as well as the standards of its industry, including without limitation those laws and regulations pertaining to the manufacture, pricing, sale, distribution, labeling, transport, import, and export of goods and services. Without limiting this requirement, Third Party will not: (A) violate, misappropriate, or infringe upon the intellectual property rights of any person or entity, including Altra and its subsidiaries; or (B) engage in any activities which would violate any applicable laws and regulations relating to (1) bribery, corruption, or illegal payments, (2) unfair competition or unfair and deceptive trade practices, (3) the environment, (4) health and safety, (5) international trade, including without limitation exports and imports, (6) data privacy and security, (7) money laundering, (8) labor and employment, (9) contracting with governmental entities, and any other laws described herein or that are otherwise applicable to the products or services that Third Party provides to Altra and its subsidiaries in all locations in which Third Party conducts its business operations globally.

INTEGRITY AND COMPLIANCE

Third Party must be committed to the highest standards of integrity in conducting its business. Specifically:

- Corruption, Extortion, or Embezzlement; Improper Advantage. Third Party will not engage in corruption, extortion, or embezzlement in any form, offer or accept bribes, or employ any other means to obtain an undue or improper advantage. Third Party must

comply with all applicable anti-corruption laws and regulations of the jurisdictions in which it operates, including without limitation the U.S. Foreign Corrupt Practices Act, the UK Anti-Bribery Act, the OECD Anti-Bribery Convention, and all international anti-corruption conventions. Additionally, Third Party must not bribe or provide kickbacks or any other improper payments or improper gifts to any officer, director, employee, representative, or agent of Altra or any of its subsidiaries. Third Party must immediately report to Altra any circumstance where an officer, director, employee, representative, or agent of Altra or any of its subsidiaries has made any such improper request or demand of Third Party.

- Accounting Records. Third Party's accounting records must (1) be kept and presented according to the laws of each applicable jurisdiction, (2) in reasonable detail, accurately and fairly reflect transactions, assets, liabilities, revenues, and expenses, and (3) not contain any false or misleading entries.
- Conflicts of Interest. A personal or organizational conflict of interest may arise when an Altra employee or Third Party employee favors his/her own personal or professional interests over those of Altra or Altra's subsidiaries. A conflict of interest may also arise when an obligation or situation arising from Altra employee's or Third Party employee's business activities or financial affairs may bias his/her judgment or impair his/her objectivity in performing duties on behalf of Altra or Altra's subsidiaries or result in an unfair competitive advantage. Altra employees and Third Party employees shall avoid, neutralize, or mitigate any actual or apparent conflicts of interest and shall never engage in any conduct which is, or could potentially be, harmful to Altra or Altra's subsidiaries, including but not limited to the reputation of Altra or Altra's subsidiaries.
- Reporting Violations; Non-Retaliation. Third Party is expected to have a policy that prohibits unlawful and inappropriate conduct and provides employees, and other representatives of Third Party, with a way to raise concerns and a process to investigate and resolve incidents. Third Party must not tolerate retaliation against any employee who makes a good faith report of abuse, intimidation, discrimination, harassment, or any violation of law or of this Code, or who assists in the investigation of any report.

LABOR AND EMPLOYMENT PRACTICES AND UNIVERSAL HUMAN RIGHTS

Altra and its subsidiaries are committed to recognizing and protecting human rights principles. Third Party must comply with all applicable labor and employment laws and regulations. Specifically:

- Compensation. Third Party must comply with all applicable wage and hour laws and regulations, including those relating to minimum wage, overtime, and other elements of compensation, and must provide all legally mandated benefits.
- Hours of Work. Third Party must maintain work hours in compliance with all applicable laws and regulations. Third Party will not require employees to work more than any limits on regular and overtime hours allowed under applicable laws and regulations.
- Forced Labor / Prison Labor. Third Party will not use forced or involuntary labor, including prison, bonded, or indentured labor, or engage in any form of human trafficking.
- Child Labor. Third Party will not use child labor. "Child" means any person who is either

(1) younger than 16, or (2) younger than the minimum age required for employment under applicable laws and regulations. In addition, Third Party will comply with all applicable laws and regulations regarding the employment of minors.

- Fair Treatment. Consistent with applicable employment and labor laws and regulations, Third Party will treat each employee with dignity and respect and will not threaten workers with or subject them to harsh or inhumane treatment, including sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, or verbal abuse.
- Freedom of Association and Collective Bargaining. Third Party shall recognize and respect the right of workers to freedom of association and collective bargaining as permitted by applicable laws and regulations. As an employer, Third Party shall develop and implement effective systems and mechanisms to resolve disputes such as employee grievances and to ensure effective communication with employees.
- Discrimination. Third Party will not unlawfully discriminate against any worker in its hiring and employment practices based on race, sexual orientation, gender identity, color, age, gender, national origin, disability, religion, or any other legally protected characteristic.

ENVIRONMENTAL, HEALTH, AND SAFETY

Altra and its subsidiaries are committed to ensuring that its Third Parties are aware of the potential environmental impact of their products and services. In addition, Altra and its subsidiaries expect Third Party to provide and maintain for all personnel and stakeholders a work environment that meets or exceeds all applicable federal, state, country, provincial and municipal laws and regulations relating to occupational safety and health. Third Party must comply with all applicable environmental, health, and safety laws and regulations. Specifically:

- Workplace Safety and Emergency Planning. Third Party must provide a safe and healthy workplace for employees by meeting, and endeavoring to exceed, international safety standards. Third Party must have procedures in place for handling emergencies such as fires, spills, and natural disasters.
- Environmental Protection. Third Party must seek ways to conserve natural resources and energy, reduce waste and the use of hazardous substances, and minimize adverse impacts on the environment.

MANAGEMENT SYSTEMS; MONITORING AND COMPLIANCE; REPORTING

Altra and its subsidiaries expect each Third Party to implement and maintain policies, procedures, and practices as are necessary to comply with this Code. In addition, Altra and its subsidiaries expect Third Party to actively monitor its activities and to report in good faith any concerns that may arise in connection with the business of Third Party or the business of Altra and its subsidiaries. Specifically:

- Management System and Communication. Third Party must establish and maintain a management system reasonably designed to ensure compliance with, mitigate the risks identified in, and facilitate continuous improvement with respect to, this Code. Altra expects Third Party to take reasonable steps to ensure that this Code is appropriately

communicated to all its officers, directors, employees, representatives, agents, and subcontractors.

- Monitoring and Compliance. Third Party must maintain all documentation necessary to demonstrate its compliance with this Code and will provide Altra or its applicable subsidiary access to such documentation upon the request of Altra or its applicable subsidiary. Third Party understands that Altra, its subsidiaries, and/or its designated agents (including third parties) may engage in monitoring activities to assess compliance with this Code, including on-site inspection of facilities and review of books and records. Third Party understands that Third Party is solely responsible for full compliance with this Code by its officers, directors, employees, representatives, and agents.
- Reporting. Third Party must immediately notify Altra via the Compliance and Ethics Hotline (U.S. toll-free: [1-866-368-1905](tel:1-866-368-1905)) upon learning of any known or suspected improper behavior by Third Party or by employees of Altra or its subsidiaries.