



# THE BOART LONGYEAR WAY

Our Code of Business Conduct

 **BOART LONGYEAR™**

# OUR CODE OF BUSINESS CONDUCT

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# A MESSAGE FROM OUR CHAIRMAN



# OUR VALUES GUIDE OUR ACTIONS

Look inside any great company, and what will you find at its core? In every case you'll find great people doing great things – people with integrity and dedication to excellence. At Boart Longyear, our people make us one of the world's most trusted providers in the mining and drilling industry.

Our legacy is a long and successful one, and our goal is to preserve it for generations to come. I have no doubt that we can reach that goal by putting our values into action. That is the Boart Longyear Way. It's also the promise we make to the customers and communities we serve.

Building on a legacy like ours takes a sincere and sustained commitment to integrity. But it's hard to know the right thing to do in every situation, or in some cases, even to recognize situations that could be problematic. That is why we have our Code of Business Conduct. It's your tool for making good decisions and upholding Boart Longyear's principles.

Please read the Code carefully and take its guidance to heart. Then let us know if you see conduct that violates the Code, our policies or the law. We realize the Code can't answer every question you might have, so ask questions if something isn't clear or just doesn't feel right, even if you're not quite sure why.

Remember, Boart Longyear's legacy is in your hands. We may be scattered across the globe, but we work as one team with the shared goal of preserving our good name and financial success for decades to come.

**Marcus Randolph**  
Chairman of the Board of Directors

Our industry and our Company have evolved significantly over the last century, but our commitment to our values remains unchanged. We look to our values to inspire us and guide our daily actions:

## HEALTH AND SAFETY

We keep health and safety foremost so that we all make it safe, make it personal and make it home.

## INTEGRITY

We inspire trust by doing what is right, doing what we say we will do, and being accountable for our actions.

## CUSTOMER FOCUS

We are dedicated to our customers' success and providing innovative solutions.

## TEAMWORK

We respect each other, embrace our diversity and value the importance of transparent and honest communications.



# WE FOLLOW OUR CODE

We bring our values to work each day, reflecting them in every action we take. Our Code guides us, helps us put our values into action and inspires us to fulfill our pledge to work with integrity every day.

## ABOUT THE CODE

We look to our Code of Business Conduct to help us live and work the Boart Longyear Way. It reflects our values and provides an overview of many of the complex legal and compliance issues we face every day as a company. The Code also offers guidance to help us follow the laws and regulations that apply to our business. Even if it doesn't have all the answers you're looking for, the Code can point you to additional policies and resources for help.

## WHO MUST FOLLOW THE CODE?

If you work for Boart Longyear, this Code applies to you – no matter where in the world you work or what job you hold.

**That includes all full-time or part-time:**

**FIELD EMPLOYEES**

**OFFICE EMPLOYEES**

**SUPERVISORS**

**EXECUTIVES**

**DIRECTORS**

**It also applies to anyone who works on Boart Longyear's behalf, like:**

**VENDORS AND SUPPLIERS**

**SERVICE PROVIDERS**

**CONSULTANTS**

**OTHER THIRD PARTIES**

## Code violations

Any act that violates our Code or the law could damage Boart Longyear's reputation and financial prospects. A violation happens when someone doesn't follow our policies, ignores someone else's misconduct or pressures someone to violate the Code.

We take all violations seriously. They will lead to disciplinary action, and possibly, termination. If an act violates the law, it could result in criminal prosecution, fines or jail time.

We are committed to reviewing all potential violations thoroughly and fairly and consistently addressing acts that violate our Code. No one at Boart Longyear is "above the law."

## Code updates

When laws and regulations change, our Code must change as well, so we will make periodic updates. When you refer to the Code often, you can stay current on what's required of you and our Company.



**EXPLORE OUR POLICIES**

**GLOBAL POLICY LIBRARY**

## OUR RESPONSIBILITIES

Each of us has a responsibility to ...



### KNOW THE CODE.

Read it and follow it, along with any policies that apply to your job.



### ASK QUESTIONS.

To help you make good choices, ask for guidance before you act.



### ACT WITH INTEGRITY.

In everything you do, be professional, transparent and honest.



### WATCH FOR VIOLATIONS.

Stay alert for any activity that is against our policies, our Code or the law.



### FOLLOW THE LAW.

Get to know the laws that apply to our business. Contact the Legal Department when laws conflict or you are unsure of their applicability.



### SPEAK UP.

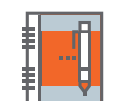
If you spot a violation, don't ignore it – share your concerns immediately.

Supervisors have special responsibilities ...



### SET A GOOD EXAMPLE.

Make ethical decisions and demonstrate integrity to others. Honor our core values and our Code, supporting them through your words and actions.



### USE THE CODE.

Read the Code and refer to it often to answer questions. Encourage your employees to do the same.



### BE APPROACHABLE.

Let employees know they can come to you with questions or concerns. Listen to them and guide them through issues.

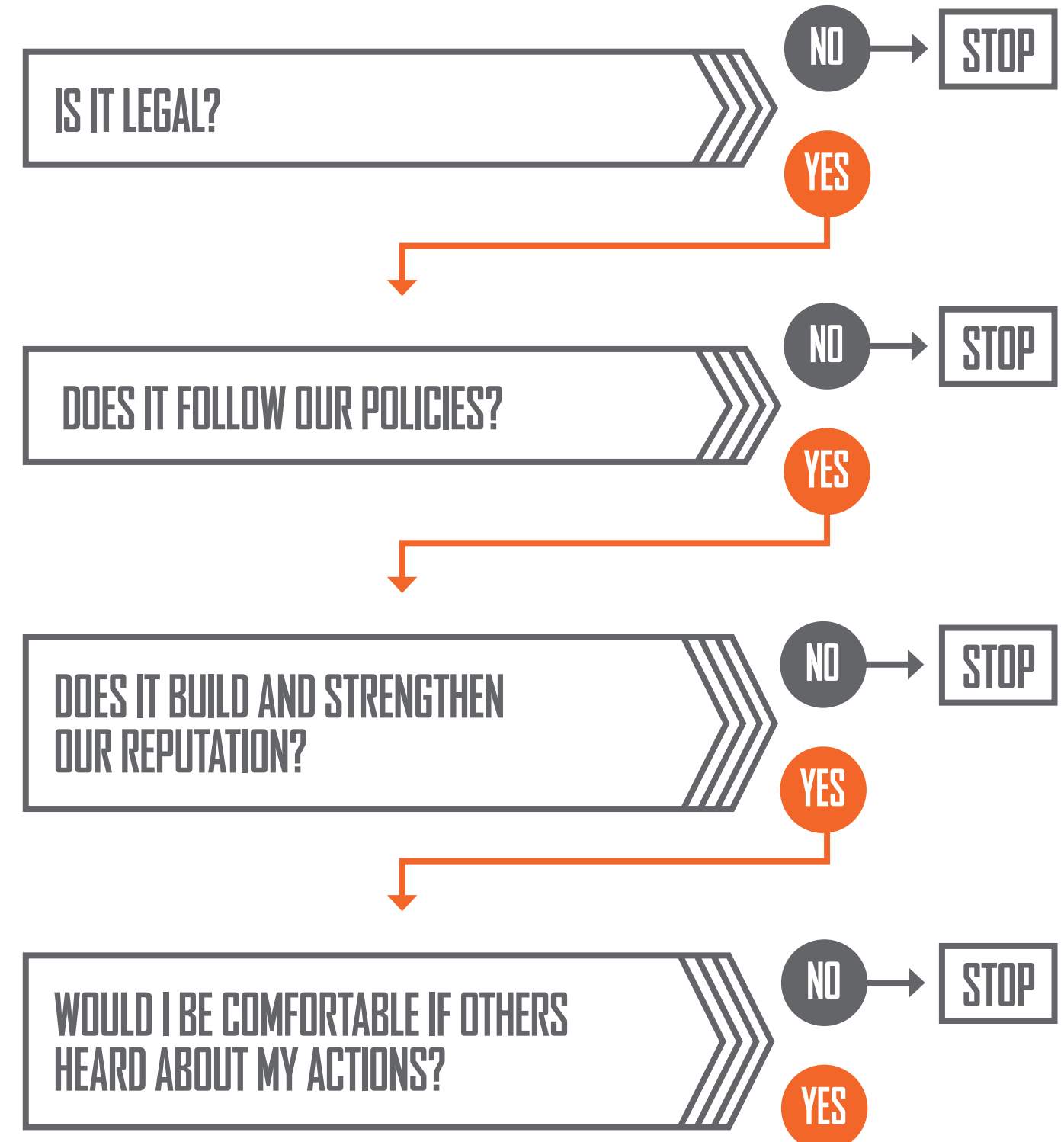


### TAKE ACTION.

Watch for misconduct and report it to HR, the Legal Department or Senior Management. Prevent retaliation against employees who share concerns.

## MAKING GOOD DECISIONS

We all want to do what's right, but sometimes the right decision isn't clear. If that ever happens, ask yourself:



If you answer “no” to any of these questions or the answer isn't clear, stop and reconsider your actions. Don't hesitate to get advice or ask questions. Remember, “**Ask first and act later.**”

## SHARING CONCERNS

When you work the Boart Longyear Way, you protect your Company and speak up for it. That is our responsibility and our promise. Share your concerns any time you believe someone has violated our Code. It's always the right thing to do – even if you're not sure that misconduct has occurred.

### How do I speak up?

Contact your supervisor, HR representative or the Legal Department immediately. If you don't feel comfortable speaking up directly, you can make a confidential and, if you wish, anonymous report to the Compliance Helpline using any of the following options. The Compliance Helpline is managed by Convercent®, an independent third-party administrator, who will ensure your report is handled according to your wishes.

**FIND OUT MORE**

**Retaliation and Whistleblower Policy**



### CALL 24/7...

U.S. & Canada  
1 800 461 9330

Argentina, China, France, Germany, Ireland, New Zealand, Switzerland and the UK  
00 800 1777 9999

Australia  
+0011 800 1777 9999 (mobile)  
0011 00800 1777 9999 (land line)

Burkina Faso, DRC, Ghana, Ivory Coast, Mali or Senegal  
+011 720 514 4400

Chile  
1230 020 3559

Indonesia  
001 803 015 203 5129

Mexico  
001 866 376 0139

Peru  
0800-13370

Poland  
00 800 111 3819

Thailand  
001 800 1777 9999

All other locations  
+ 720 514 4400

Visit [www.convercent.com/report](http://www.convercent.com/report) for a full list of international toll-free numbers and dialing instructions.



### GO ONLINE ...

Visit [www.convercent.com/report](http://www.convercent.com/report)



### MAIL IT IN ...

**Boart Longyear Company  
Compliance Helpline  
2640 W 1700 S  
Salt Lake City, UT 84101  
Attn: Legal Department  
URGENT/CONFIDENTIAL**

No matter how you choose to share your concern, Boart Longyear will take your report seriously and protect your confidentiality to the greatest extent possible. We will investigate your concern promptly and take appropriate steps to address the situation.

### No Retaliation

It's important to us that you feel comfortable sharing your concerns – without worrying about possible retaliation. Boart Longyear does not tolerate retaliation of any kind against someone who reports a concern honestly and in good faith.



# WE CARE ABOUT PEOPLE

Every employee is a valued member of our team. We support one another and appreciate others' unique contributions.

## DIVERSITY AND INCLUSION

We value our diverse workforce. We count on every employee to respect the varied backgrounds, skills and cultures of others, act fairly and help make sure everyone has an opportunity to participate.

### What does it mean to be fair?

Make unbiased decisions. Base any employment decisions only on qualifications, merit and talent, when making decisions about things like:

- HIRING
- PROMOTIONS
- COMPENSATION
- TRAINING
- DISCIPLINE OR TERMINATION

#### Never discriminate.

We do not discriminate against employees, applicants or business partners based on characteristics like race, color, national origin, gender identity or expression, sexual orientation, age, religion, disability, marital status or veteran or military status.

#### Share concerns.

If you see or suspect any acts that violate our commitment to fairness and inclusion, speak up immediately to your supervisor, HR representative or the Legal Department. You may also make an anonymous report to the Compliance Helpline. It's the best way to protect each other and maintain a fair and inclusive workplace.

FIND OUT MORE



Workforce Diversity Policy

KEY POINT



Be aware of your own behavior and how your words and actions affect others. You could offend or discriminate against someone without intending to.





## A POSITIVE WORKPLACE

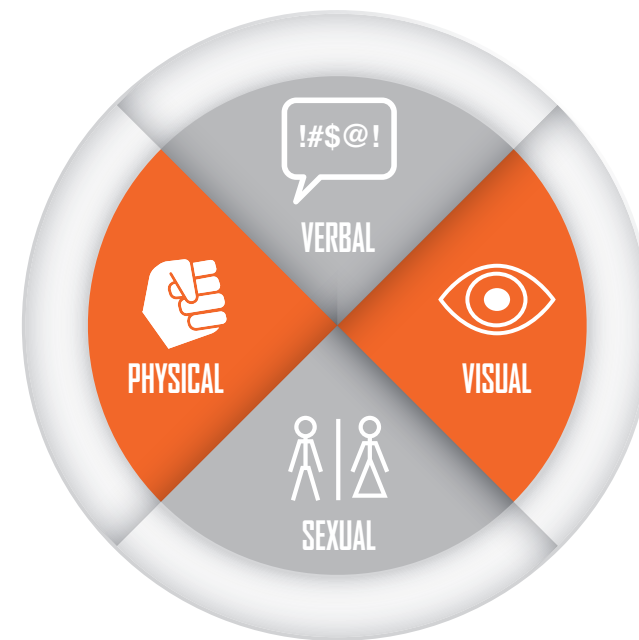
We make our workplace welcoming and positive for everyone by preventing abusive conduct, bullying and harassment. Boart Longyear expects every employee to be courteous and to treat others with respect.

### What can I do?

#### Recognize abusive conduct.

Behavior that disrupts someone's work or creates a hostile or offensive environment is prohibited.

#### Harassment can be:



#### Harassment can include things like:

- INTIMIDATION
- RACIAL SLURS
- SHARING OFFENSIVE MATERIAL
- ETHNIC JOKES
- REQUESTS FOR SEXUAL FAVORS

#### Support each other.

Promote a supportive and collaborative culture by valuing the contributions of others. Keep your interactions with others positive and productive, and never target anyone for negative or unfair treatment.

#### Speak up.

If you see, experience or suspect harassment or abusive conduct, contact your supervisor, HR representative or the Legal Department. You may also make a confidential and anonymous report to the Compliance Helpline.



My co-worker keeps threatening to hurt my career if I don't do what he says. He says he's joking, but he keeps saying it. It's making me feel nervous and intimidated.

Even though he says he's joking, your co-worker's behavior is threatening, hostile and inappropriate. Don't hesitate to ask for help or speak up about it right away.

### What should I do?

## FIND OUT MORE

[Workplace Harassment Policy](#)

[Global Workplace Standards](#)

## KEY POINT

Even if a person doesn't complain about harassing conduct, it's still unacceptable. Don't ignore it – speak up against it. We do not tolerate retaliation against anyone who makes a report in good faith.



## HEALTH AND SAFETY

We believe in providing safe working conditions and operating procedures for all of our employees, but we need your help and commitment to do so. Stay alert and follow our safety requirements to protect each other, our facilities and the environment.

### How can I help?

#### Keep drugs and alcohol out.

Being under the influence of alcohol and drugs at work puts our safety and productivity at risk. Advise your supervisor if you are taking any medication for any reason. Even a legal drug (like a prescription) can impair your ability to do your job safely. Don't attempt to work if your judgment or abilities are impaired. You must not be under the influence of any substances that impair your ability at any time while operating Boart Longyear equipment or vehicles.

#### Follow safety requirements.

Stay alert at all times, use Personal Protective Equipment (PPE) properly and follow all health, safety and security policies and procedures at your location. Adhere to Boart Longyear's safety policies, apply THINK (field level risk assessment) prior to undertaking work tasks and use your Stop Work Authority to prevent unsafe behavior. Tell your supervisor and local Environmental, Health & Safety (EHS) representative immediately if someone is not following these requirements, if an incident occurs, or someone is injured.

#### What to report to EHS:

- INJURY OR ILLNESS
- PROPERTY DAMAGE
- ENVIRONMENTAL RELEASE OR NEAR-MISS
- BROKEN EQUIPMENT
- UNSAFE WORK PRACTICES OR CONDITIONS

#### Be competent to perform tasks.

Make sure you and your co-workers have been properly trained and have the necessary skills, qualifications and tools to perform required tasks. Let your supervisor know if you have a medical or physical condition that could impact your work.

#### Prevent violence.

Watch for and report behavior that creates a threatening or intimidating environment to your supervisor, HR representative or the Compliance Helpline. Resolve conflicts calmly – never bully, threaten or harm anyone or their property. Weapons are generally not permitted on Boart Longyear property or job sites, so let us know immediately if there is an unauthorized weapon on a Boart Longyear site.

FIND OUT MORE



Environmental, Health and Safety Policy

KEY POINT



You are empowered and expected to use your Stop Work Authority (SWA) when work does not comply with the Boart Longyear Golden Rules of Safety. Doing the right thing is not always easy or popular, but Boart Longyear will support any employee who uses the SWA in good faith.



# HUMAN RIGHTS

The things we do should have a positive impact on people and our world. Each of us has a responsibility to show respect for human rights and uphold the law prohibiting forced or compulsory labor, child labor or human trafficking.

## How can I protect human rights?

### Do business responsibly.

Follow the laws regarding human rights provisions wherever we operate, making sure that people have:

-  **FREEDOM TO CHOOSE WHETHER OR NOT TO WORK**
-  **FAIR AND LEGAL PAY**
-  **SAFE WORKING CONDITIONS**
-  **LEGAL AND REASONABLE HOURS**
-  **FREEDOM OF ASSOCIATION OR COLLECTIVE BARGAINING**

If you see or suspect human rights violations by a Boart Longyear employee or by a business partner, report your concerns immediately.

### Hold partners to our standards.

Boart Longyear avoids third-party arrangements that could cause human rights violations and expects anyone who works on our behalf to share our respect for human rights.

If you work with or hire any third parties, monitor their work to make sure they are upholding our Code and our commitment. Don't hesitate to ask for guidance if you have concerns about a specific party or situation.

**FIND OUT MORE**



**Procurement Practices Policy**

**KEY POINT**



Keep in mind that Boart Longyear does not use forced, bonded or child labor, and we don't use or purchase materials or goods produced by forced, bonded or child labor.





# WE PROTECT OUR COMPANY

As members of the Boart Longyear family, our decisions and actions contribute to this chapter in our Company's history, continuing its legacy of excellence and integrity.

## CONFIDENTIAL INFORMATION

Innovation drives what we do. We work hard to create proprietary technologies and strategies, and our customers entrust us with sensitive information which must remain confidential. If you are exposed to confidential information through your job, protect it from misuse or disclosure.

### What information is confidential?

Protect any information that isn't available to the public that could benefit our competitors or harm our Company or customers if it was exposed. That includes information about our:

**Company** – intellectual property, personal employee information, business forecasts and plans, acquisition strategies or business and financial information regarding earnings and balance sheet items.

**Partners** – pricing information and contract terms with vendors, contractors, suppliers and other business partners.

**Customers** – information on projects, transactions, financial or personal employee information.

Keeping this information secure is critical to our business and our reputation, so remember:

#### Handle information with care.

Access only the information you need to do your job, and don't share it with anyone inside or outside of Boart Longyear, unless they are authorized to have it. Be careful not to share confidential business information in public or on social media, and ask questions if you're unsure if information is confidential.

#### Protect personal privacy.

We respect individual privacy and strive to collect, use and disclose personal information in a manner consistent with the data privacy and protection laws wherever we do business.

#### Protect customers and partners.

We uphold confidentiality agreements with third parties and customers and respect their intellectual property, so keep any confidential information from being disclosed, even if you leave Boart Longyear.

FIND OUT MORE



Information Security Policy

Safe Harbor Policy

External Communications Policy

End User Computing Policy

KEY POINT



Information exposed? Let us know. If you suspect that confidential information has been disclosed, share your concerns immediately.

## USE OF COMPANY ASSETS

Our Company’s resources are provided so that we can conduct effective and efficient business operations. Boart Longyear trusts its employees to use company assets responsibly and expects you to protect them from loss, damage, theft, fraud, unauthorized use and waste.

### What should I protect?

**Physical property**– buildings, office equipment, computers, hardware, equipment, machinery, credit cards, materials and products.

**Intellectual property** – creative or proprietary designs, plans, patents, marketing and branding materials or trade secrets.

### How can I protect them?

**Practice good security.**

Keep all assets maintained and secured. Follow security procedures and never remove physical assets from Company property or use them for your own benefit – even if the Company is disposing of them. Only use assets for business purposes, and speak up if you become aware of any theft, loss, damage or security breach.

**Secure intellectual property.**

Secure Company assets physically and electronically to prevent disclosure to unauthorized parties. Consult the Legal Department with usage questions. Never discuss research and development with anyone outside of our Company.

**Follow our IT policies.**

Follow our computer and network security procedures to prevent unauthorized access. That includes never installing unauthorized software onto a Boart Longyear device, copying or transferring software licensed to us or sharing your ID or user password.



**Is it safe to discuss a new product that’s under development with a potential customer?**



**It may be tempting to divulge a new development that could help make a sale, but do not offer any information that you are not authorized to share. Contact the Legal Department with questions.**

FIND OUT MORE



**Information Security Policy**

**Safe Harbor Policy**

## ACCURATE RECORDKEEPING AND FINANCIAL REPORTING

As a public Company, our books and records must correctly represent our business and our financial position – they must remain clear, accurate and timely. Be careful and honest whenever you record or handle Company business or financial records.

### What can I do?

**Focus on honesty and accuracy.**

We keep true and accurate records of financial transactions and other non-financial information. Never alter, destroy or make false or misleading reports or entries in Company business or financial records.

**Records may include:**

- DAILY DRILL REPORTS
- INVOICES
- PURCHASE ORDERS
- EXPENSE REPORTS
- PAYROLL RECORDS
- TIME RECORDS
- SAFETY AND QUALITY REPORTS

**Stay alert for irregularities.**

Watch for warning signs of potential fraud, bribery or money laundering activity, such as false entries, misleading statements or significant omissions in our records. If you have concerns, don’t ignore them. Speak up immediately.

## FIND OUT MORE



There are many policies that apply to this topic. Please talk with your supervisor or contact the corporate controller to determine which policies may be particularly relevant to your responsibilities or address your concerns. See the [Global Policy Library](#) for a full listing of policies.

- Global Record Retention Policy**
- Global Expense Reporting & Reimbursement Policy**
- Global Corporate Card Policy**
- Global Purchasing Policy**

## KEY POINT



If you are asked to provide information for Boart Longyear’s financial reports or other materials, make sure that any information you provide is complete, fair and understandable.

## CONFLICTS OF INTEREST

Our business decisions should always be impartial and objective – we should never allow personal interests or relationships to affect our judgment. When that happens, it's a conflict of interest, and even the appearance of a conflict can harm our Company.

### What does a conflict look like?

**Personal investments** – Investing in our vendors or any company that does business with Boart Longyear, competes with us or wants to do business with us.

**Outside employment** – Taking a second job or consulting opportunity that takes your full-time attention and commitment away from your job at Boart Longyear.

**Personal relationships** – Having a friend or relative enter into a business relationship with our Company – or supervising a family member or friend without disclosing the relationship and obtaining approval from Boart Longyear.

**Acting as an intermediary** – Benefitting yourself or a third party in a transaction involving Boart Longyear, like acting as a broker, finder or other intermediary.

**Business opportunities** – Taking opportunities for your own personal gain that you discovered through your position at Boart Longyear or by using Company property or information.

**Serving other organizations** – Taking on an advisory role, such as a board member, consultant, officer or partner for a Boart Longyear business partner, competitor or professional organization without first obtaining Boart Longyear authorization.

### Have a conflict? Let us know!

The best way to avoid a conflict of interest is disclosure. If you become aware of a situation that could be a conflict, let us know. Talk to your:

- SUPERVISOR
- HR REPRESENTATIVE
- LEGAL DEPARTMENT
- OR CONTACT THE COMPLIANCE HELPLINE

### QUESTION

I'd like to take a part-time job on the weekends.

### Would this be a conflict of interest?

### ANSWER

It depends on several factors such as your job type and required hours. It also depends on whether or not the job is with a competitor or a Company business partner, such as a supplier. Talk to your supervisor before accepting the job.



## FIND OUT MORE



### Employment of Relatives Policy

**Note:** This policy may vary by region, so please consult the page in the **Global Policy Library** that is specific to the country in which you are located.

## KEY POINT



Conflicts of interest aren't always easy to identify. Seek guidance before entering any situation that could cause you to put your own interests before your Company's.

## GIFTS, ENTERTAINMENT AND HOSPITALITY

Exchanging gifts and providing entertainment shows good will when doing business, but gifts can go too far, affecting your decision making. Never allow a gift or favor to influence your business decisions – or attempt to influence others.

### What gifts are appropriate?

A gift is ...

Acceptable when it's ...

- ✓ OCCASIONAL AND LAWFUL
- ✓ NOMINAL IN VALUE
- ✓ PART OF CUSTOMARY BUSINESS
- ✓ APPROPRIATE AND REASONABLE

Unacceptable when it's ...

- ✗ CREATING AN OBLIGATION
- ✗ GIVEN TO WIN FAVORS
- ✗ CASH, A LOAN OR CASH EQUIVALENT
- ✗ LAVISH OR EXTRAVAGANT

### Know when and how to say "No, thank you."

Boart Longyear employees and contractors working in certain functions are prohibited from accepting gifts or invitations for entertainment. It isn't always easy to refuse a gift or an offer of entertainment, especially if it might offend the giver or damage a business relationship. If you are unsure, get help before accepting.

### Understand what policies apply to the recipient.

When you're giving a gift or providing hospitality to another party, make sure you understand what policies apply at the recipient's company. Many companies, and most government entities, prohibit their employees from receiving any gifts or entertainment, no matter how small. By violating the gift and entertainment policies of another company, you could be putting Boart Longyear's relationship with that company at risk.

### Act ethically on our behalf.

Boart Longyear also prohibits any intermediary or "middleman" from offering or accepting an improper gift or favor while representing the Company, including sales representatives, distributors or contractors.



A vendor recently asked me to attend a local sporting event with him.

### May I accept?



Maybe. Talk to your supervisor. It depends on the value of the tickets and on whether or not you receive gifts like this often and if the offer appears to be made in order to influence you in some way.



## FIND OUT MORE

### Procurement Practices Policy

## KEY POINT

Can you accept a gift or entertainment from a third-party? The answer often depends on the specific situation. When the answer isn't clear, ask your supervisor or contact the Legal Department for guidance.

## THIRD-PARTY RELATIONSHIPS

We strive to do business only with third parties who share our high standards. If you work with vendors, suppliers or other partners, help us build positive relationships and ensure that they uphold our Code, policies and the law.

### What can I do?

#### Make ethical choices.

If you are involved in selecting third-party business partners, make your choice objectively, without personal bias. Choose third parties based on ...

- BOART LONGYEAR'S NEEDS
- PRICE
- QUALITY
- SERVICES OFFERED

#### Treat them fairly.

Be fair and honest in your interactions with third parties. Avoid even the appearance of possible conflicts of interest, never accepting inappropriate gifts, entertainment or favors.

#### Monitor third-party performance.

Communicate Boart Longyear's Code of Business Conduct and where appropriate, our policies. Let them know they are expected to uphold our high standards and the laws and regulations that apply to our business. Periodically monitor their work to ensure they are representing Boart Longyear with integrity.


FIND OUT MORE



Procurement Practices Policy

Global Purchasing Policy

KEY POINT



Stay aware of potential violations committed by third parties working with Boart Longyear or acting on our behalf, including human rights, safety or environmental violations. Speak up or ask for guidance if you're ever unsure about a specific party or situation.

## QUALITY

We take great pride in the products and services we provide. In your daily work, do all you can to ensure their value and quality so that we deliver only the best to our customers.

### What's my role?

#### Work with care.

No matter what position you hold or where in the world you work, demand the best from yourself and anyone we work with. That means:

**Applying** our quality and safety standards and procedures

**Never cutting** corners or taking shortcuts

**Complying** with laws and regulations and conducting business with integrity

**Participating** in all inspections and audits

**Aiming** for zero errors and no waste

#### Monitor quality and safety.

Always respect our policies regarding quality and safety as well as safety and environmental regulations that pertain to our business. Show your co-workers that you are committed to quality and safety, and they will be likely to follow your example.

If you see anyone, whether an employee, vendor, supplier or other third-party compromising our quality standards, don't ignore it. Report your concerns immediately.

KEY POINT



We must never allow a product to leave our control or a project to be completed that doesn't meet our high standards.



## SPEAKING ON BEHALF OF OUR COMPANY

We protect Boart Longyear's good name by making sure that any statements written or shared about our Company are accurate and reliable. That is why only authorized individuals may speak on our behalf – so we can deliver a consistent message.

### Why not speak on our behalf?

It's very easy for comments to be misunderstood. While you may have good intentions, your communication might:

**Misinform** customers, investors or the public

**Make promises** we can't keep or that you are not authorized to make

**Disclose** confidential information or intellectual property

**Damage** our reputation

**Violate** our Code or our Values

**Refer requests.** If you are contacted for comment about a business issue by the media or anyone outside of our Company, refer the request to the Corporate Communications Department.

The same applies to requests for you to publish articles or speak publicly on Boart Longyear's behalf.

### Use care on social media.

If you communicate about our Company on social media, make it clear in your postings that you are a Boart Longyear employee, and your views are your own – not the Company's. Also protect our confidential information and uphold our policies. Make your postings:

- CONSTRUCTIVE
- PROFESSIONAL
- HELPFUL
- THOUGHTFUL

Did you already speak on behalf of Boart Longyear? Let your supervisor and Corporate Communications know immediately so we can make sure no harm is done.



## FIND OUT MORE



[External Communications Policy](#)

[Social Media Policy](#)

## KEY POINT



We support our employees' right to speak out publicly on matters of public concern. Nothing in this Code or in any Boart Longyear policy is intended to limit or interfere with any rights that our employees may have under the U.S. National Labor Relations Act or similar laws in other jurisdictions.





# WE DO WHAT'S RIGHT

We're proud of our reputation as an ethical company and follow both the letter and the spirit of the law. It's not because we have to – it's because we expect the best from ourselves and each other.

## FAIR COMPETITION

Our work speaks for itself and our efforts result in success in the marketplace. We are committed to competing fairly and supporting open and honest competition.

### What does it mean to compete fairly?

#### Understand and follow the law.

Competition laws exist around the world. Although they are complex and vary from country to country, they encourage us to use good judgment in interactions with competitors, customers and business partners.

#### Interact carefully.

You may interact with competitors at industry meetings and other events. If you do, never make or even appear to make improper agreements with them, such as:

**Fixing** prices or terms of sale for our products or services

**Determining** what products or services to offer

**Dividing markets**, customers or territories

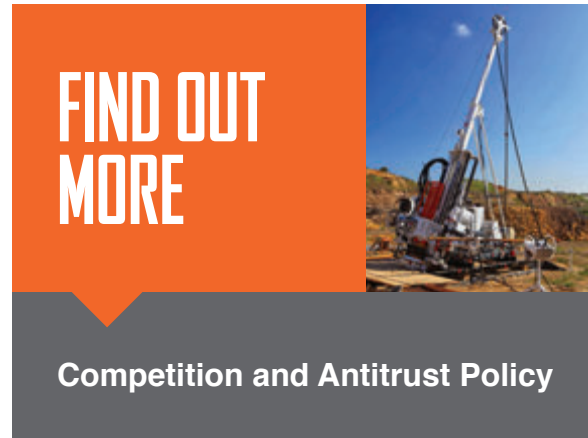
**Refusing** to deal with another competitor or customer

**Setting** the terms or fixing the outcome of a bid

If you are present when Boart Longyear employees or other third parties make potentially anti-competitive comments or have conversations on subjects like these, please notify the Legal Department.

### Gather competitive information fairly.

Only use publicly available information about our competitors – never information that was improperly obtained, such as confidential information from customers or other third parties.



**FIND OUT MORE**

Competition and Antitrust Policy



**KEY POINT**









Keep in mind that even casual conversations, emails or social media exchanges could be seen as anti-competitive, so communicate with care. Ask for guidance if you're ever unsure about communications or interactions with others.

## ANTI-CORRUPTION, ANTI-BRIBERY

We succeed based on the quality and value of our products and services – not on illegal corruption or bribery. Follow the anti-bribery and anti-corruption laws that apply to our business globally by never offering or accepting any kind of bribe or kickback.

### What is a bribe?

A bribe is something of value given in exchange for preferential treatment. It could be:

-  CASH
-  GIFT CARDS
-  GIFTS
-  ENTERTAINMENT
-  SECURITIES
-  SPECIAL DISCOUNTS
-  CHARITABLE OR POLITICAL CONTRIBUTIONS
-  PERSONAL TRAVEL EXPENSES

### Know the law.

The laws regarding corruption and bribery vary from country to country, so know the laws wherever you work and do business. Be aware that Boart Longyear is often required to comply with laws that may be more strict than the laws of the local country. Talk to the Legal Department if you have questions or need advice. Speak up if you become aware of someone breaking the law.

### Exercise care when doing business or interacting with government agencies or entities.

Providing anything of value to a government employee, or satisfying a request for an expediting or facilitating payment, could violate this Code and anti-corruption laws.

### Collaborate carefully.

When negotiating with any third-party, competitor or government official, avoid any action that might appear improper. Be accurate in recording transactions and never give or accept anything that might be intended to gain an improper advantage – even if local customs allow it.

## QUESTION

**A business partner in another country told me that we could speed up our transaction by paying an “expediting fee.” He also said it would be easier if it didn’t appear on the invoice.**

### Should I just pay it?

## ANSWER

**No. A request like this is a warning sign of potential bribery, and it would not be appropriate to pay it. Speak to your supervisor and the Legal Department for help right away.**

## FIND OUT MORE



[Anti-bribery Policy](#)

## KEY POINT



Keep in mind that anyone who does business on our behalf (like consultants or suppliers) can be held liable if they break the law. The consequences can be severe, including jail time and fines.



## INTERNATIONAL TRADE

Doing business in multiple countries means we must honor the export and international trade laws that apply to our business. Get to know these laws and follow them in every international transaction to avoid inappropriate or illegal deals.

### How can I follow the law?

Trade with integrity. Whenever you conduct an international transaction ensure that ...

- WE ARE COMPLYING WITH ALL REGULATORY REQUIREMENTS.
- PAPERWORK IS ACCURATE AND COMPLETE.
- IMPORTS AND EXPORTS CLEAR CUSTOMS AT THE PROPER DECLARED VALUE.
- THE FINAL DESTINATION IS CONFIRMED.
- WE DON'T TRADE WITH EMBARGOED COUNTRIES.
- WE AREN'T PARTICIPATING IN A BOYCOTT OF ANY COUNTRY.
- WE AREN'T PAYING FACILITATION FEES.

#### Trade with ethical partners.

When choosing third parties with whom to do business, do as much research as possible to verify their integrity. Speak up about any concerns or violations of trade laws.

#### Follow export controls.

Make sure any vendors that provide Boart Longyear with items requiring an export license tell us how the items are classified for export control purposes. Verify that the intended "end use" of the product is compliant with any export sanction regulations.



The customer or purchasing agent is reluctant to offer information about the end use or final destination of a product.

### Should I proceed with the shipment?



No. This is a warning sign of a potential violation of international trade laws and you should not proceed with the shipment.

**Submit all the relevant information to the Legal Department and wait for further instruction.**



The customer or another party asks that I alter or amend the information on the commercial invoice (ex. Value, HTS, Importer of Record, Consignee).

### Should I proceed?



No. The commercial invoice is a legal document used for the declaration of imports and exports to Customs and should not be altered or amended. Seek further instruction from the Global Trade Compliance team and place the transaction on hold.

FIND OUT MORE



Export Controls Policy

Global Sanctions and Export Controls Policy

KEY POINT



Double check all paperwork, including: invoices, packing lists, bills of lading, descriptions of goods, price paid and names of those involved.



## INTERACTIONS WITH GOVERNMENT OFFICIALS

We understand the unique needs and requirements of government customers and officials – and the laws of the countries where we operate. We follow these laws and are fair and honest in our interactions with government representatives.

### How can I comply?

#### Avoid anything improper.

Make sure your actions never look like an attempt to improperly gain favorable treatment for yourself or our Company. That includes never offering officials gifts or anything of value.

#### Focus on honesty and accuracy.

Never falsify any government report or requests for information, and never withhold or conceal information.

#### Participate fully in investigations.

If you are contacted by a government official about an audit or inspection, contact the Tax Department or Legal Department immediately.

In your interactions, always be:

**Truthful** – Never mislead a government official, auditor or investigator.

**Cooperative** – Preserve and provide all documents needed.

**Open** – Never obstruct the collection of information.

KEY POINT



Don't fear retaliation from anyone for participating in a government audit or investigation. Your cooperation is expected and protected by Boart Longyear.



## MONEY LAUNDERING

We watch for the crime of money laundering, which happens when funds are generated from criminal activity, like drug trafficking, but the source of funds is hidden through a legal business. We have a duty to prevent these funds from moving through our Company.

### How can I spot money laundering?

#### Stay alert.

If you're not aware, you could unknowingly facilitate money laundering – or even terrorist activities, which could be funded in the same way. Use good judgment and pay close attention when dealing with customers and third parties.

#### Avoid suspicious deals. These might involve:

- PAYING INVOICES WITH CASH OR MONEY ORDERS
- PAYING IN SOME OTHER CURRENCY THAN SHOWN ON THE INVOICE
- HAVING PRODUCTS DELIVERED TO A DIFFERENT COUNTRY FROM PLACE OF PAYMENT
- HAVING AN UNINVOLVED THIRD PARTY MAKE PAYMENTS
- MAKING OVER-PAYMENTS
- CONDUCTING SUSPICIOUS FUND TRANSFERS

#### Work with ethical partners.

Make sure that Boart Longyear is only doing business with reputable third parties who are involved in legitimate business activities.

FIND OUT MORE



Anti-money Laundering Policy

KEY POINT



With every transaction, we need to know:

**Who's involved on either end**

**Where it's going**

**How payment will be made**

If you have concerns about a transaction or a potential transaction, please contact the Legal Department immediately.

## INSIDER TRADING

You should understand insider trading laws and follow them whenever you buy or sell a company's securities. That means you never trade on non-public information about that company or share the information with anyone else.

### How can I help?

#### Know the law.

You are an insider when you have access to information the public doesn't know. It could belong to Boart Longyear or a customer, supplier or competitor. Never buy or sell stock based on this information, which could include:

- NEW OR DEVELOPING PRODUCTS
- MARKETING STRATEGIES
- FINANCIAL EARNINGS OR LOSSES
- POTENTIAL BUSINESS DEALS
- INFORMATION ABOUT CUSTOMERS OR BUSINESS PARTNERS
- MAJOR MANAGEMENT CHANGES
- PROPOSED MERGERS OR ACQUISITIONS
- POTENTIAL LEGAL ACTION OR INVESTIGATIONS

After this information becomes public through a press release, government filing or some official communication, you may use it to invest.

#### Don't give a "tip."

Never share inside information with anyone, including family, friends or business partners. Even if you don't trade yourself, you break the law if you "tip" someone else to buy or sell securities, so avoid even the appearance of something improper.

#### Honor trading windows.

If you often have access to inside information, follow Boart Longyear's trading windows and blackout periods, which restrict when you may trade Company stock. For more information or for permission to trade during blackout periods, send an email to [BLYstockplan@boartlongyear.com](mailto:BLYstockplan@boartlongyear.com)



**FIND OUT MORE**

Securities Trading Policy



**KEY POINT**

The consequences of trading or tipping with non-public information include: disciplinary action, possible termination and even criminal prosecution, including fines and jail time. Ask for guidance before you take action.

## ENVIRONMENTAL PROTECTION

We respect the environment, and are committed to limiting our environmental impacts. That is why we strive to meet or exceed environmental protection requirements in our facilities and our work sites around the world.

### How can I help?

#### Minimize our impact.

Your actions impact both the environment and the communities where we operate. We depend on you to help us balance our ability to serve our customers and maintain excellence in our Environmental, Health and Safety (EHS) program. Your role is to always be:

#### Responsible

**Follow all environmental laws**, regulations and client requirements – no exceptions.

**Be accurate**, complete and timely when submitting environmental reporting data.

**Follow our procedures** for proper handling, storage and disposal of hazardous materials.

#### Aware

**Watch for** and immediately report potential environmental concerns.

**Don't ignore** potentially harmful situations, such as inappropriate waste disposal or release of pollutants.

**Watch for** and prevent leaks, spills and other chemical discharges.

#### Proactive

**Encourage others** to follow environmental laws, including suppliers and third parties.

**Explore sustainable** practices by recycling, conserving resources and producing less waste.

**If any damage** to the environment occurs, immediately report it to your supervisor and your local EHS representative. In an emergency, please call the 24-hour Emergency Hotline at +1 (410) 571-2617.



**FIND OUT MORE**

Environmental, Health and Safety Policy

Environmental Sustainability Program



**KEY POINT**

If it harms the environment, it can harm people in the communities where we live and work. It can also harm our reputation and relationships with clients, so take responsibility and take action to prevent possible environmental impacts.

## CHARITABLE AND POLITICAL ACTIVITY

We believe individuals can make a difference in their communities. While we encourage you to support charitable and political causes, give your support voluntarily – using your own resources.

### What should I do?

Keep your personal activities separate from Boart Longyear, and make sure any charitable or political volunteer work you do is done with:

**Your time** – Volunteer work should never interfere with your work at Boart Longyear.

**Your funds** – Boart Longyear does not contribute to political candidates or causes, so we will not reimburse you for any donations you make. We do support a variety of charities, but all giving is coordinated by our regional Citizenship Committees, so don't make charitable donations in our name without authorization.

**Your resources** – Never use Company equipment, such as computers, phones and printers to support your activities.

### Speak on your own behalf.

When working for a charitable or political cause, don't take any actions in the name of Boart Longyear, unless you are authorized to do so. Any comments you make must be stated as your own views, and not those of our Company.

## FIND OUT MORE



Corporate Charitable Gifts Policy

External Communications Policy

## KEY POINT



If you would like Boart Longyear to consider contributing to a particular charity, you must submit a proposal in writing to your regional Citizenship Committee. The contact information for each regional Committee is listed in the Corporate Charitable Gifts policy.

# CLOSING THOUGHTS



We appreciate you taking the time to read Boart Longyear's Code of Business Conduct. We know it will become an invaluable resource for you, helping you live and work the Boart Longyear way – with dedication and integrity. Keep the Code close and let it guide your decisions. Remember – you represent Boart Longyear to the world, and your actions make a difference – to our Company and our communities.

If you have any questions about the information presented in the Code, please ask for guidance from your Supervisor or from the Legal Department. If you believe there are exceptional circumstances which require an exemption or waiver of a section of the Code, please contact Boart Longyear's General Counsel. We also welcome your questions or thoughts about the Code or our Company policies.

ISSUES OR CONCERNS	CONTACT
<p><b>To ask questions, report potential misconduct or other ethical concerns</b></p>	<p>Contact your supervisor, HR Representative or the Legal Department. Or contact the Compliance Helpline online at: <a href="http://www.convercent.com/report">www.convercent.com/report</a>.</p> <p><b>BY PHONE, 24/7:</b></p> <p>U.S. &amp; Canada 1 800 461 9330</p> <p>Argentina, China, France, Germany, Ireland, New Zealand, Switzerland and the UK 00 800 1777 9999</p> <p>Australia +0011 800 1777 9999 (mobile) 0011 00800 1777 9999 (land line)</p> <p>Burkina Faso, DRC, Ghana, Ivory Coast, Mali or Senegal +011 720 514 4400</p> <p>Chile 1230 020 3559</p> <p>Indonesia 001 803 015 203 5129</p> <p>Mexico 001 866.376 0139</p> <p>Peru 0800 13370</p> <p>Poland 00 800 111 3819</p> <p>Thailand 001 800 1777 9999</p> <p>All other locations + 720 514 4400</p> <p>Visit <a href="http://www.convercent.com/report">www.convercent.com/report</a> for a full list of international toll-free numbers and dialing instructions.</p>

ISSUES OR CONCERNS	CONTACT
<p><b>To ask questions, report potential misconduct or other ethical concerns</b></p>	<p><b>BY MAIL:</b> Boart Longyear Company Compliance Helpline 2640 W 1700 S Salt Lake City, UT 84104 Attn: Legal Department</p>
<p><b>For legal questions and concerns, to report potential Code violations or to request a copy of a Boart Longyear policy</b></p>	<p>Please contact the legal department personnel in your region. For a list of contacts, see the Legal Department page on the Underground.</p>
<p><b>To report safety or environmental hazards or to report any damage to the environment</b></p>	<p>Report the information to your supervisor and local EHS representative. In an emergency, please call the 24-hour Emergency Hotline at +1 (410) 571-2617.</p>
<p><b>To view our policies</b></p>	<p>Review the Global Policy Library on the Underground. A copy of any Boart Longyear policy may also be requested from the Legal Department.</p>
<p><b>To report accidents or injuries</b></p>	<p>Report the information to your supervisor and local EHS representative. In an emergency, please call the 24-hour Emergency Hotline at +1 (410) 571-2617.</p>
<p><b>For media inquiries</b></p>	<p>Please contact Monika Portman, Director of Corporate Communications at +1 801-972-6430 or <a href="mailto:monika.portman@boartlongyear.com">monika.portman@boartlongyear.com</a></p>
<p><b>For questions regarding Boart Longyear stock trades</b></p>	<p>Send an email to <a href="mailto:blystockplan@boartlongyear.com">blystockplan@boartlongyear.com</a></p>
<p><b>For import and export compliance questions</b></p>	<p>Contact the Global Trade Compliance Team at <a href="mailto:tradecompliance@boartlongyear.com">tradecompliance@boartlongyear.com</a></p>