

***YOU
MAKE
US
REGAL***

BECAUSE OUR INTEGRITY MATTERS

Our Regal Code of Business Conduct and Ethics

REGAL[®]





YOU MAKE US REGAL

Every person working at Regal has an impact on our reputation, our culture, and our business success. How you act at work and the decisions you make can affect how the world sees us.

OUR INTEGRITY MATTERS

We want to be recognized as a company committed to integrity.

We all want our work and our workplace to reflect our culture: Integrity is what we value most. We are honest and trustworthy.

THE CODE IS OUR GUIDE

Any one of us can face legal and/or ethical concerns in our work. Sometimes the right answers are not intuitive or obvious.

Our Code of Business Conduct and Ethics serves as a guide. It outlines key requirements in important areas. It communicates what to expect while working with Regal.

MESSAGE FROM LOUIS



At Regal, we center our behaviors, actions and decisions around the Values of integrity; responsibility; diversity, engagement & inclusion; customer success; innovation with purpose; continuous improvement; performance; and passion to win, all with a sense of urgency. We say it's "what to expect from us." Regal's Code of Business Conduct and Ethics reinforces these Values with guidance and examples. When we understand and follow our Code, we help maintain our strong culture and ensure our long-term success.

Our Code applies to everyone at Regal. We are all held to the same standards, and it is up to each one of us to identify and speak up about behaviors that do not follow the Code. A company's culture is built day-by-day over many years by the entire organization, and improper or illegal activities of even one associate can harm our reputation and all of us.

Regal is committed to maintaining a culture where associates really believe asking questions and reporting concerns is the right thing to do. Worldwide, we want everyone to be proud of the fact that we belong to an organization committed to integrity in all aspects of our business.

Please review and become familiar with this Code; it serves as our guide and calls us to act with integrity at all times. It makes us all Regal!

A handwritten signature in black ink, appearing to read "Louis Pinkham". The signature is stylized and fluid, with a long horizontal stroke at the end.

Louis Pinkham
Chief Executive Officer

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DOES THE CODE APPLY TO ME?

The Regal Code applies equally to all of us — in all our locations globally and in all of our interactions.

It applies to our employees, directors, and officers. Following the Code is a condition of employment. The principles of this Code also apply to our suppliers, contractors, agents, and business partners.

Regal supports and reinforces the Code through our leadership and culture, assessments and audits, investigations, training, and additional policies. We continuously make improvements in the way we work and do business.



How should I use the Code?

The Code is a helpful resource for understanding our expectations in key areas. To make the best use of it:

- Read the Code, and make sure you understand its requirements.
- Become familiar with the Regal policies and legal requirements that apply to your work.
- Consult the Code any time you have questions or are unsure about the right answer.

ARE YOU A MANAGER OR A LEADER?

You have some extra responsibilities related to the Code.

- Make sure your team members know about the Code, including where to find it and how to use it.
- Set the expectation that your team should act with integrity at all times, in line with the Code's guidance.
- Encourage your team members to ask questions if they're not sure what is required.
- Support your team in getting the answers they need by involving other Company resources when needed.
- Help ensure your team members complete all compliance training.

One of the very best ways you can support the Code is to make sure employees know that they should speak up if they have questions or if they know about misconduct. Your actions will help them understand the importance of following the Code.

- Look for opportunities to discuss and address ethical questions with your team members.
- Bring any reports of Code violations to the Legal Department.
- Do not try to determine the identity of a reporter who submitted anonymously.
- Remember, and remind your team, that reports are not to be taken personally, and you should not view them as a challenge to your authority.

What if a local law is different from what's in the Code?

In the rare instance that following this Code would violate local law, you must follow the law and notify the Legal Department of the conflict.

If local custom or another company's policy conflicts with this Code, you must follow this Code. If you have any questions, contact the Legal Department.

Are there consequences if I violate the Code?

People who don't follow this Code may face disciplinary action, including termination of employment. In some cases, Code violations are also violations of the law and can lead to criminal penalties like fines and jail.

Please know: No one at Regal, no matter their position, has the authority to direct you to violate the law or this Code.

INTEGRITY REQUIRES TRANSPARENCY

Regal has a unique culture built on the core ideas of transparency and candor.

Among other things, transparency means we are candid when something is wrong.

If you think someone might be violating this Code, Regal policies, or the law, speak up and let someone know.

ALL REPORTS WILL BE:

Confidential

Even if you do not report anonymously, your identity will be protected and disclosed only as needed to properly handle your report.

Investigated fully and fairly

Every report will be investigated fully and fairly. If we determine that misconduct has occurred, we may take disciplinary action against the people responsible.

We can't always let you know the outcome of a case or whether someone was disciplined. But that doesn't mean action was not taken.

Protected from retaliation

Speaking up about a concern takes courage. If you make a report in good faith — meaning you believe the report is true and you are not making the report to harm someone else — Regal will protect you from retaliation.

Of course, false reporting will not be tolerated. Anyone who knowingly reports or claims misconduct or Code violations based on false information will face disciplinary action.

At Regal no one can take retaliatory action against you based on your good faith report, and your career will not be harmed. If someone does take retaliatory steps, then we will take strong action against them, up to and including dismissal.

Have a question or concern? Not sure of the right choice?

Here's who you can talk to.

- Your manager
- Another company leader
- Human Resources
- Legal Department
- Regal Integrity Line

You can also send a letter to the Audit Committee of our Board of Directors at our headquarters: 200 State St., Beloit, WI 53511 USA.

Contacts:



608.364.8800 (Beloit office)
FAX: 608.364.8817



integrity@regalbeloit.com



Legal Department
Regal Beloit Corporation
200 State St.
Beloit, WI 53511 USA

Integrity Line:



Dial according to the country-specific instructions at the end of this Code or use the numbers posted online at

<https://bit.ly/2HpKerW>

After you dial, you will choose your language. Please stay on the line; you may need to wait to be connected to an interpreter.

Web Portal:



This external website hosted by a third-party service provider has a form to complete and submit in the language you choose.

www.regalbeloitintegrity.com

If you choose, you may report to the Integrity Line anonymously, except where expressly prohibited by law.

When you call the Integrity Line, an employee of our third-party provider, Convercent, not a Regal employee, will take your report.

If you connect on the web, you will complete an intake form administered by Convercent.

With both methods, the information goes anonymously from Convercent to a Legal Department team member to review and consider possible investigation steps.

When reporting, please give specific details so that your concern can be properly investigated.



OUR INTEGRITY
MATTERS WHEN
WE WORK.

A SAFE WORKPLACE

We all desire to feel safe when we come to work, and we all share the responsibility to make our workplace safe. This means making sure our own actions are safe and also observing the conditions and conduct around us.

Consider the health and safety of yourself and other people as you carry out your activities. We depend on you to follow our policies and safety regulations. Never consume alcohol or other drugs that might interfere with your work.

Responsibility matters

- We use Personal Protective Equipment and follow all plant safety rules.
- We understand how to use our tools and equipment safely and properly.
- We follow proper procedures in case of a fire or other emergency.
- We watch for and report unsafe behaviors or conditions, and we have the right to stop work in order to correct a safety issue.
- We are sober and alert when we operate machines and equipment.
- We do not possess or use alcohol or drugs during business hours, including lunches and break periods.
- We avoid violence as well as physical or emotional intimidation.
- We do not tolerate sexual harassment.
- We do not use tobacco products inside Company facilities or in Company vehicles.
- We do not bring weapons to work.
- We never attack or harm others or threaten violence, and we immediately report any behavior that seems violent, threatening, or suspicious.

Take a Closer Look

Drinking alcohol carries some risk — for you and for the Company — so we must use good judgment.

Events where alcohol is served must be approved in advance by a Company officer. If you drink at Company events or while traveling for work, drink responsibly and do not drive under the influence.

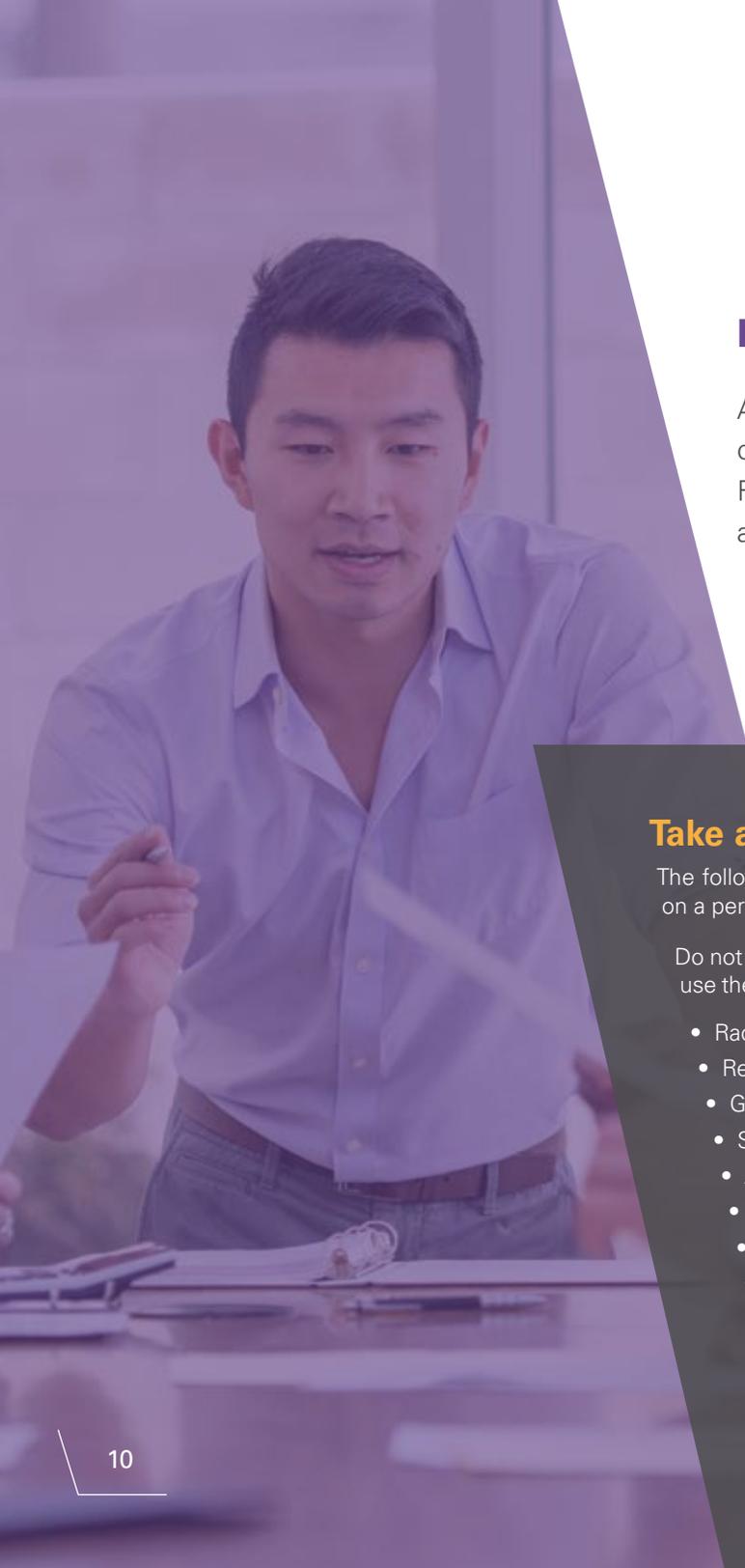
Similarly, do not work while impaired. Keep in mind that even legal medication can cause impairment. Talk to your manager if you have questions.

The Regal Way

Kate works in a secure building where access to the side entrances can only be gained by key cards.

When she arrived at work this morning, a man followed her to the door and tried to enter behind her. She didn't recognize him, so she did not let him enter without a badge. Instead, she said it was Company policy that he sign in appropriately, and she sent him to the main entrance.

Kate's actions were in line with our expectations. She kept the workplace safe from possible intruders and unauthorized personnel.



DIVERSITY, ENGAGEMENT AND INCLUSION

At Regal, we believe in a globally inclusive and diverse work environment. Our teams contribute their own unique skills, perspectives, and experiences to give their very best to Regal and develop innovative solutions for our customers. We want a workplace where people are respected as individuals, and we hire and promote qualified people, without discrimination.

Take a Closer Look

The following characteristics have no bearing on a person's ability to do a job.

Do not ask about these topics in interviews or use them as criteria for employment decisions.

- Race, color, or national origin
- Religion
- Gender or gender identity
- Sexual orientation or marital status
- Age
- Disability
- Military or veteran status
- Family situation

Responsibility matters

- We hire and promote qualified people based on their skills, qualifications, and experience.
- We do not make hiring or employment decisions on the basis of race, gender, or any other personal characteristics protected by law.

MUTUAL RESPECT AND HARASSMENT-FREE ENVIRONMENT

No one should ever feel embarrassed, uncomfortable, or afraid to come to work. Violence, intimidation, harassment, and bullying have no place at Regal and will not be tolerated.

Responsibility matters

- We do not tolerate sexual harassment.
- We treat everyone with respect — meaning fairly, professionally, and with courtesy.
- We do not act in a way that could embarrass or intimidate someone or make them feel unwelcome.
- We do not bully, tease, or exclude.
- We hold others to these same standards.
- We speak up if we see disrespectful behavior or abuse of authority.



Take a Closer Look

Sexual harassment is not the only form of harassment that can occur in the workplace. Harassment can include any behavior that is unwelcome or offensive to another individual. This includes bullying, intimidation, or threats or acts of violence.

The Regal Way

Jessica had been noticing that her coworker was rude and cross with her administrative assistant. Over time, the behavior escalated until the coworker seemed angry every day. She was sometimes verbally abusive.

Jessica didn't think this was a fair way to treat anyone. Although she was reluctant to get involved, she spoke to her manager about the behavior. She felt relieved to know that she was helping a colleague.

A close-up photograph of a worker wearing a white protective glove, focused on adjusting or connecting a component of a large, complex industrial machine. The machine is primarily grey and white, with a prominent cylindrical motor unit featuring a yellow warning label. A thick, braided purple cable is connected to the machine. The background shows more of the industrial environment, including a red panel and various mechanical parts. The overall scene conveys a sense of precision and technical expertise in a manufacturing or industrial setting.

OUR INTEGRITY
MATTERS WHEN WE
MAKE, SELL, AND
DISTRIBUTE OUR
PRODUCTS.

PRODUCT SAFETY AND QUALITY

At Regal, we bring world-class performance to customers through innovation, quality, delivery, responsiveness, and cost. We make high-quality products that are safe for their intended use. We work together to look for ways to improve the reliability and safety of our products, always meeting or exceeding legal, regulatory, and customer requirements.

Responsibility matters

- We follow rigorous quality control and production standards.
- We operate efficiently but never cut corners to get a job done.
- When we invent or develop new products, we design them to meet or exceed quality and regulatory standards.
- We immediately report any product safety concerns we identify.



Take a Closer Look

Our New Product Development (NPD) process is structured to ensure that our products will be designed and manufactured to meet or exceed appropriate quality and regulatory standards governing health and safety. Engineering Team members work with business units and other key functions to implement product safety policies and procedures that promote safety in design, in manufacturing and testing and during the useful life of all our products.



SUPPLIER RELATIONSHIPS

Our suppliers are a vital part of our business, and we choose them carefully. To be successful, we partner with suppliers who provide quality products and services and who share our focus on doing business the right way.

Responsibility matters

- We partner with companies and people who respect human rights.
- We require that our suppliers maintain safe and healthy working environments where their employees are respected and treated with dignity.
- We also require that our suppliers comply with sourcing rules and laws including requirements for handling restricted or hazardous substances.
- We protect any confidential and sensitive information that belongs to our suppliers, just as we expect them to protect our confidential information.
- We consider re-bidding regularly to avoid even the appearance that an improper relationship might have developed.

Take a Closer Look

In order to do business with Regal, our suppliers must meet our high ethical standards and have appropriate supply chain security.

To make sure that suppliers are meeting our standards, we perform due diligence prior to onboarding, and we may also conduct audits, inspections, or site visits or ask them to complete a certification. We ask suppliers to make continuous improvements, and we hold them to our high standards.

FAIR COMPETITION

We earn customer orders through the quality and total value of our work — not by conspiring with suppliers or putting competitors at an unfair disadvantage. We compete honestly and fairly, in keeping with the competition laws that ensure a free and fair market.

Responsibility matters

- We do not engage in price fixing. We reach prices independently — without consulting or agreeing with competitors, suppliers, or others.
 - We don't allocate territories, product lines, or customers with competitors, even informally.
 - We consult with the Legal Department before changing our pricing practices or processes and before starting or ending a business relationship with a distributor or competitor.
 - We understand the rules that limit our interactions with competitors and follow these rules when we participate in trade or professional association meetings.
- We recognize that conversations with competitors can carry risk, and we get approval from the Legal Department before engaging in any communication beyond polite conversation.
 - We understand that how we gather competitive intelligence matters. When gathering information about competitors, we use public sources and do not resort to fraud or deception.

Under the competition laws, these things are all illegal, even if they happen in a casual conversation over a cup of coffee:

- Agreements to fix or set prices
 - Agreements to allocate territories
 - Agreements to divide customers
 - Agreements to split product lines
-

Take a Closer Look

Competing fairly is complicated when suppliers or customers are also competitors.

Keep all conversations focused on the current business relationship, and do not discuss the market or industry broadly. Get advice from the Legal Department if you have questions about what's appropriate.

The Regal Way

While Sarah was at a conference in Beijing, Peter, a sales manager for a competitor, approached her.

They chatted politely for a while about the conference. Then Peter mentioned that there might be ways they could team up to help each other out. Immediately, Sarah knew she needed to exit the conversation. She let the sales manager know why she was leaving. Then she went back to her room and called her manager to report what happened. Her manager, Priya, told her she was right to end the conversation — and told her to avoid Peter for the rest of the conference. She said she would also notify the Legal Department.

Sarah's quick action prevented a conversation that could have gotten both her and Regal into serious trouble.

Take a Closer Look

Watch out for “facilitation payments.” These often don’t seem like bribes because they are small sums of money that are typically requested by people in official positions.

For instance:

- A customs official, to speed up clearance of certain goods
- An inspector, in exchange for overlooking a violation
- An assessor, for a product certification
- An auditor, for a favorable finding

We do not make facilitation payments. If you are asked for one, decline to pay and report the request to your supervisor or the Legal Department.

The Regal Way

Allan works closely with a government client who has a school-age daughter.

The client wants to send his daughter to college in the U.S. and asks if Allan will write her a recommendation letter to his alma mater. Allan likes the man and considers him a friend, but he realizes his reference also carries some personal value to the client and his family.

Allan calls the Legal Department and they advise him not to write the letter. Allan’s careful thinking helped him avoid a potential legal risk.

FIGHTING CORRUPTION

We are against corruption and bribery in all forms and will not tolerate it in our business or from our business partners. No one at Regal may give gifts, cash, favors, or anything of value to get or keep business — no matter where in the world you are located. We also comply with all anti-corruption laws, recognizing that certain laws, like the U.S. Foreign Corrupt Practices Act (FCPA), U.K. Bribery Act (UKBA), and the Brazil Clean Companies Act, can apply to our actions in many countries.

Responsibility matters

- We do not use bribes or corrupt activities to gain or keep an improper business advantage.
- We do not allow anyone to offer a bribe on our behalf.
- We are responsible for the actions of anyone acting on Regal’s behalf.
- We carefully monitor our business partners and agents to prevent improper behavior.
- We accurately record all payments and transactions.
- We follow the law and Company policy in our interactions with government or public officials at all times.

A **bribe** is anything of value that might influence someone’s business decisions.

While many people think of cash or high-end gifts, bribes can just as easily look like paying for travel, offering a job, or using personal influence to help someone or their family members.

GIFTS, MEALS, AND ENTERTAINMENT

We want to win business based on our quality, efficiency, reliability, and consistency — not because we treated decision makers to inappropriate gifts, entertainment, or hospitality.

Offering or accepting gifts, meals, and entertainment can create goodwill and help build sound working relationships — but only as long as we use common sense and follow Company guidelines. Careless choices are a poor use of our resources and can harm Regal's reputation or even look like bribes.

Responsibility matters

- We use common sense for gifts, meals, and entertainment. We avoid any actions that could make it look like we are encouraging payback or a favorable business outcome.
- We do not offer or accept cash or cash equivalents, such as gift certificates or vouchers.
- We do not ask business partners to give gifts that we are prohibited from giving.
- We only offer entertainment if it is available to all genders and appropriate for a professional setting.
- We never give anything of value to public or government employees, representatives, officials or their family members.

The Regal Way

Martin, a sales manager, was visiting a longtime customer who is passionate about motorcycle racing. The customer told Martin that he had tickets to a Moto GP race that weekend but couldn't make it. He offered the tickets to Martin and his wife.

Martin would have loved to go, but he thought the tickets were worth more than US\$100, so he declined.

Take a Closer Look

At Regal, our requirements regarding gifts vary depending on with whom we are working. For example, during the course of our regular commercial business, we must seek approval before we offer or accept a gift that exceeds US\$100. If we are working with government employees, representatives, officials, or their family, we need to obtain Legal Department approval before we offer or accept anything of value.

Want to give a gift in business? Under Regal guidelines, it MUST be:

- of nominal value (usually less than US\$25)
- permitted by law and the recipient's company policy
- not requested by the recipient
- appropriate (and not offensive)
- related to a proper business purpose
- not given regularly

Working With Governments

Special regulations often apply when we are working with local, state, and national governments and government-owned entities — so if you work with government customers, make sure you understand the rules. Seek assistance from the Legal Department before submitting proposals, accepting purchase orders (POs), or signing contracts involving government work.

Any activities involving government officials and changes to laws and regulations affecting the company (such as lobbying) require advance approval from the Legal Department.

Exports happen when physical goods like motors or gearing are moved across borders.

Exports can also involve software, services, or technological know-how — for instance, if:

- documents on your laptop are carried across a border
- technical information is emailed or posted online
- someone from another country receives a briefing or factory tour

If you work with products, services, information, or software that might be subject to export restrictions, make sure you understand when an export takes place and the restrictions and processes you must follow.

Take a Closer Look

As a global leader, we need to make sure our products do not end up in the wrong hands. We do this by knowing our supply chain and our customers, both domestic and international.

We need to know enough about our customers to be sure that we are dealing with reputable entities — and avoid selling or exporting to those who engage in acts of terrorism or illegal weapons manufacturing, or who are on banned lists due to dangerous or illegal activity.

INTERNATIONAL TRADE CONTROLS

We are a leading global corporation with operations all over the world, doing business across many borders. International trade control laws are in place in order to ensure good business practices and to require countries to deal fairly with one another. While trade control laws and regulations are complex, technical, and subject to change, we must know and follow them wherever we do business.

Responsibility matters

- We follow all policies and procedures for exporting or importing our products. This means:
 - Getting the proper authorization to export products
 - Screening customers to make sure they are permitted to receive our exports
 - Submitting all necessary documentation and making sure it is timely, truthful, accurate, and complete, including when others prepare it
 - Retaining records as required
 - Working with the Global Trade Compliance Team as needed to get this right
- We ask for clear answers about our customers' owners, operations, locations, and end use of our materials.
- We do not export to restricted countries, groups, or individuals, or to anyone who might re-export to them.
- We do not participate in or support boycotts of certain countries.

FIGHTING MONEY LAUNDERING AND FRAUD

Businesses of all sizes can be targets for money laundering and fraud. To avoid this, we do business only with customers that are engaged in legitimate business activities and get their funds through legitimate sources. We watch for warning signs and take reasonable steps to detect and avoid potential customer relationships that place us at risk.

Responsibility matters

- We follow due diligence procedures before engaging any business partners, including representatives, distributors, or third-party agents.
- We report any of the following to the Legal Department or **integrity@regalbeloit.com**:
 - Customers or customer representatives providing false information
 - Payments in cash or cash equivalents (money orders, traveler's checks)
 - Requests to pay through a third party or to a third party
 - Business contacts in locations commonly associated with terrorism or drug trafficking
 - Attempts to structure transactions to get around normal record-keeping and reporting requirements



Before you engage a new representative, distributor, third-party agent, or other business partner, make sure we perform appropriate due diligence and follow the **Business Partner Engagement and Re-Engagement Procedure**.

The Regal Way

Olivia was working on a payment request from a supplier when she received an email asking her to change the address associated with the payment. This request came from a name that she did not recognize, and the email address had a slightly different URL than the address of the contact she typically worked with. Before she initiated the address change, she reached out to the Legal Department. After some analysis, it was determined that the request had come from a phony email address. Had she paid the invoice without checking, she would have sent the payment to the wrong place.

PERFORMANCE EXCELLENCE

PERFORMANCE
EXCELLENCE

OUR INTEGRITY
MATTERS WHEN WE
MAKE DECISIONS
THAT AFFECT THE
COMPANY.

Lagging Indicators

Lagging	Valor Actual
RI	0
SA	N/A
PK	0
Leptone	3
PPVI	4
Escape	4
Costo Fijo	5
VOH	2
DIO	2
ESS	2

Siguiente Auditoria
Enero 2017

Leading Indicators

Leading	Valor Actual	Acción
Formación de Equipo y Retroalimentación	3	
Junta de Comunicación por Cuarto a Empleados	4	
Entrenamiento HET A3 de Planta O3 & Sub-A3 de Equipos	2	
Pizarrones de Equipo, Kalzen	3	
Programas y Tiempo Extra	4	
Bienestar	4	
Búsqueda de Mejores Prácticas	2	
Certificación Gerente de Planta	5	
Certificación de Staff	2	
Certificación de Equipos	2	
Trabajo Estandarizado, Auditorías en capas		
CCR, Reconocimiento SAFE		
Recorridos Gemba		
Andón y Cadena de Valor		
Fábrica Viva		
Productividad		
Control de Calidad		
Procesos		
Valor Agregado		



PROTECTING OUR ASSETS

We are all responsible for using Regal's assets appropriately. This means we need to use common sense and take necessary precautions when we use the Company's funds, property, information, and information systems.

Responsibility matters

- We use Regal's assets only for Company purposes and for the Company's benefit.
- We use good judgment whenever using Company assets, whether spending Company money on travel expenses or writing a professional email.
- We use all Company electronic resources, including personal computers, email, and cell phones, appropriately.
- We follow all cybersecurity policies and procedures.

Take a Closer Look

There are times when it might be acceptable to use incidental company resources for personal reasons. For example, you might need to call your doctor's office to confirm an appointment or check the Internet about traffic for the commute home.

Use good judgment: If it doesn't involve a lot of resources and doesn't interfere with your job or anyone else's, it's probably okay. Specific facility and work group rules must always be considered.



Take a Closer Look

Our valuable Company assets include any information that is not generally available to the public, which includes information that we develop, purchase or license, or receive from customers and suppliers — no matter what format it appears in.

It's possible that you may need to disclose Company information to people outside Regal for legitimate business reasons. Before you do, contact the Legal Department for assistance with a confidentiality agreement.

CONFIDENTIAL INFORMATION

The Company, our customers, and our suppliers trust us with confidential information and count on us to keep it secure. We are all responsible for safeguarding any confidential information we work with in our jobs. Protect it and only use it or share it if your work requires it. The only exceptions to this are when disclosure is properly authorized or required by law.

Responsibility matters

- We keep information secure and confidential and do not share it without permission to do so.
- We avoid discussing confidential information in public places.
- We do not share information with people outside of Regal unless they have a legitimate need to know, and we never disclose this information without approval.
- We use confidential information only for its intended purpose and never for personal reasons.
- We act responsibly when copying and handling confidential documents and only remove documents from the work area when it is necessary to perform our jobs properly.
- We dispose of Company information appropriately.
- We do not use confidential information that we have gained from a previous job, and we are responsible for protecting Regal's confidential information if our employment with Regal ends.

PERSONAL DATA PRIVACY

It's our responsibility to protect the personal information that we use and store as we do our jobs. Laws like the General Data Protection Regulation (GDPR) in the European Union have many requirements we must follow. People who share personal information with us should be able to trust that we will handle it responsibly, using and storing it only for legitimate business purposes and in compliance with applicable privacy laws.

Responsibility matters

- We recognize when we are working with personal information about individuals so we can take steps to protect it.
- We know that there may be restrictions on our use of or access to certain data, due to privacy considerations.
- If we collect personal data, we are transparent about what we are collecting and how it will be used, and we obtain any required consent.
- We use personal data only for the reasons it was collected, and we keep it only as long as we need it.
- We follow our data security procedures to ensure personal data is not improperly disclosed.
- We do not share personal information about anyone unless we have explicit permission to do so, including with suppliers and other third parties.

Take a Closer Look

We live in a digital age where organizations have the ability to collect and store huge amounts of information about people.

Governments are responding to this by placing restraints on how people and companies keep and use such data.

These privacy requirements affect all of us. At Regal, we have appropriate safeguards in place to ensure that data is properly secured and transferred.



Take a Closer Look

Just as we expect others to respect our intellectual property, we respect the property of others.

As part of this commitment, we must search for conflicting patents or trademarks and never use software, music, photos, or other images that are not authorized or licensed to Regal.

INTELLECTUAL PROPERTY RIGHTS

Innovation and new product developments are critical to our long-term success. Protecting our individual and collective contributions to the research and development of new technologies and products is critical. Our intellectual property includes all the innovations we create. We must all be conscious of the need and obligation to preserve and protect our intellectual property rights.

Responsibility matters

- We evaluate new Regal products, services, processes, and software to identify possible inventions and trade secrets.
- We mark products, product literature, and advertising with intellectual property notices.
- We ensure that confidentiality agreements are in place when sharing information about our intellectual property.
- We use our brands and trademarks properly, whether marking the products or packaging themselves, in promotional materials, emails, or any other use.
- We contact the Legal Department if we are concerned that our intellectual property is at risk.
- Before we collaborate with someone outside the company to develop ideas and make discoveries, we consult with the Legal Department and ensure that a technology development agreement is in place.

Intellectual property includes:

- patents
 - trademarks
 - copyrights
 - trade secrets
 - other proprietary information such as discoveries and ideas
-

INSIDER TRADING AND STOCK TIPPING

We may not buy or sell Regal stock (or any stock for that matter) or encourage others to do so based on inside information about the Company or about anyone with whom we do business. Our policy, Insider Trading Prohibited, applies to everyone. However, it's more than just a Company policy — it's also the law. The penalties for insider trading are serious and could include criminal prosecution.

Responsibility matters

- We do not trade stock based on inside information.
- We do not share important Company performance and developments or tell our friends and relatives that they should buy or sell our stock based on such inside information.
- We understand how our policy works before we buy or sell Regal stock.

Directors, officers, and specific employees must follow additional rules related to holding Regal stock. For more information, please see the Certificate for Directors, Officers, & Key Operational and Financial Staff.



AVOIDING CONFLICTS OF INTEREST

Our behavior, whether on the job or outside the workplace must not conflict with Regal's best interests. A conflict of interest arises when someone has a personal, financial, or other relationship that could interfere with his or her duty to make fair and objective business decisions, or when someone uses their position with Regal for personal gain and at the expense of the company.

Take a Closer Look

All of these are potential conflicts of interest:

- Owning stock in a supplier, customer, or competitor
- Giving or accepting gifts from people who do business with Regal or who want to (unless it is allowed under our Gifts, Entertainment, and Meals policy)
- Having a family member who works for a supplier or customer
- Using Regal assets or equipment for more than incidental personal use
- A romantic relationship between Regal employees where one reports to the other or one has the power to influence decisions that affect the other person (whether directly or indirectly, including through friendships with other managers)
- Any outside business or other interest that takes significant time or attention from your work at Regal, including nonprofit board service

Responsibility matters

- We do not make decisions or act in a way that could conflict with our responsibilities to Regal.
- We consider how our actions will be perceived by others — including people around us and outside of the Company.
- If we think we might face a conflict of interest, we contact our managers or the Legal Department.

POLITICAL CONTRIBUTIONS

At Regal, we encourage our directors, officers, and employees to be informed voters and to be involved in the political process. However it's critical to keep Regal separate from your personal political activities.

As a Company, keeping this clear separation helps us comply with national, state, and local laws regulating our participation in political activities and limits on political contributions. As employees, it helps ensure that political participation is a personal, voluntary, and individual choice — not influenced by Regal in any way.

Responsibility matters

If we participate personally in the political process:

- We do not use Company property, facilities, time, or funds to support our personal political activities.
- We do not solicit contributions for political causes or candidates from others at work or while on Company property.
- We do not use Regal's name or our job title or imply any kind of Regal support of our activities.

If we are authorized by the Company to make contacts on behalf of the Company with political parties, organizations, candidates, or government officials:

- We make the proper disclosures and seek approval from the Legal Department and business leaders before undertaking any political activities or payment.
- We fully comply with all applicable laws and rules.
- We are careful to avoid even the appearance of bribery when making political contributions.

Take a Closer Look

Restrictions on the Company's participation in the political process apply globally.

No matter what the laws are in your country, you must seek approval from your business leader and the Legal Department before taking political action on the Company's behalf.

OUR INTEGRITY
MATTERS WHEN
WE PRESENT
INFORMATION
ABOUT THE
COMPANY.



COMPANY BOOKS AND RECORDS

As a public company, Regal must report truthfully on our financial situation. If you provide information to the Company, always be accurate and complete. The integrity of our books and records depends on the quality of the information we receive.

Responsibility matters

- We sign and authorize transactions appropriately, accurately, and consistently with our policies.
- We are accurate and honest and follow all Company policies and internal control procedures when recording assets, liabilities, revenues, and expenses.
- We do not create intentionally false or misleading records for any purpose.
- We never overstate expenses, shift them to a different time period, or misclassify any financial information.
- We speak up if we have concerns about financial and business information recording.

If you have concerns about the company's financial information or reporting, speak up to the Company Controller, Internal Audit, the Integrity Line, the Legal Department, or the Audit Committee of the Board of Directors.

Take a Closer Look

At times, we may engage in internal or external audits of our financial systems and controls. These help us demonstrate the integrity of our financial information.

Always cooperate fully with any auditors. Share any required information accurately, thoroughly, and in a timely manner so they can help us ensure compliance with these principles.

DOCUMENT RECORDS MANAGEMENT

We maintain our records responsibly, in accordance with the law and Company policy. We also take care to ensure all records are clear, accurate, and complete.

Responsibility matters

- We demonstrate good judgment when we put information in writing, including in our emails and other correspondence.
- We maintain records for the appropriate period of time under our Company's records retention schedule.
- We follow Company policy to assure the proper destruction of Company records.
- We label confidential information appropriately and distribute it only to those with a business need to know.
- We abide by legal hold notices, following any instruction from the Legal Department to retain certain records.

COMMUNICATIONS WITH REGULATORS AND THE MEDIA

We need to be careful with public statements about the Company, as these can affect Regal's reputation or business.

People in the media may contact us in various ways including phone, email, text, or meeting requests. We may also be contacted by or asked to respond to government regulators. It is possible that some of these requests may come to you. To manage our communications, only certain people are designated by Regal to speak to the media, regulators, or the public.

Responsibility matters

- If we receive a request for information from a government official, we inform Regal's Chief Financial Officer or General Counsel.
- If we are contacted by the media through any channel, we inform the VP of Investor Relations, the Chief Financial Officer, and the General Counsel.
- We do not speak to the public — including the media, investors, or regulators — about Regal unless we have been designated as a Company spokesperson.
- Our authorized public statements are accurate, timely, and respectful of all our business dealings.

SOCIAL MEDIA

Today, the world communicates by social media — personally and professionally. Because these tools can distribute information globally in an instant, we must manage even our personal use of social media and avoid taking actions that could harm or reflect badly on Regal.

Responsibility matters

- When using social media in our personal lives, we never present ourselves as speaking for Regal.
- We do not post on Regal's behalf unless we are specifically authorized to do so.
- We recognize the public nature of social media, so we act respectfully and avoid language that could be considered inappropriate, discriminatory, or insulting.
- We recognize we have an obligation to protect trade secrets or other confidential information, and we never post this information on social media.

The Regal Way

Catherine had exciting news to share: Her division was expanding into a new line of business and she'd been offered a job overseas. She couldn't wait to tell her friends and family on social media.

Then Catherine took a minute to think: Maybe the expansion wasn't public information yet? The move was still several months away. So she called the Communications office to learn what she was able to share.

DISASTER TO DELIVERANCE TYPHOON HAIYAN

OUR INTEGRITY
MATTERS WHEN
WE CARE FOR OUR
COMMUNITIES.



ENVIRONMENTAL SUSTAINABILITY

As responsible corporate citizens, we want to be a leader in protecting the environment. We are motivated by the fact that the products we design and produce help create a better tomorrow by reducing the demands for energy and the use of natural resources. Through careful stewardship, we can create value for all stakeholders and preserve opportunities for generations to follow.

Responsibility matters

- We conduct our operations in a way that minimizes our impact on the environment and meets all applicable environmental laws and requirements.
- We promote conservation by reducing the generation of waste and reducing the use of energy and other natural resources.
- We reduce solid waste, properly manage any hazardous waste, and recycle any materials that are recoverable.





SOCIAL ACCOUNTABILITY

We actively work to protect human rights in our global business, because we recognize that our business practices affect people's lives. Our social accountability standards include fair employment practices, labor and human rights, and prevention of child labor. These standards and others apply everywhere we do business, including to subsidiaries, divisions, joint ventures, and partnerships. Locally, we encourage and celebrate our employees' active roles in the communities where we work and live.

Responsibility matters

- We do not hire children (under age 16).
- If we hire young workers (ages 16 to 18), we ensure they work only during the daytime and outside of school hours. We limit the time they work and their exposure to certain types of jobs.
- We do not use forced labor in our business or supply chain. All employee work is voluntary, and workers are free to terminate their employment at will.
- We maintain a safe and healthy workplace.
- We respect and uphold all employment-related laws.
- We pay a competitive wage in the locations we do business.
- When we learn of improper behavior or activity related to any supplier, contractor, or other business partner, we take action.

What is modern slavery? Forcing people to work, restricting their right to move around or to leave their jobs, and threatening them with violence or other harm to coerce them to work.

These are human rights violations and we will not tolerate them in our business or supply chain. We will not do business with a supplier, contractor, or other business partner that does not meet our norms and applicable standards.

Check our Social Accountability Policy for additional responsibilities.

MAKING INTEGRITY MATTER EVERY DAY

Integrity is a continued commitment to doing the right thing, in big and small ways, and it makes Regal a better place to work and a stronger business.

This Code is a way of helping us all understand what doing the right thing means. We have additional policies and rules that also help drive lawful and ethical behavior. Many of those cover similar subjects and should be referred to for a more complete understanding of our standards.

When we speak up for integrity and hold ourselves and our coworkers to high ethical standards, we are all able to do our jobs better, serve our customers as they expect, and earn the trust of our shareholders.

That is why integrity matters for all of us.

INTEGRITY LINE

MAKE INTEGRITY REPORT ONLINE

(managed by Convercent)

www.regalrexfordintegrity.com

CONTACT REGAL INTEGRITY EMAIL

integrity@regalrexford.com



MAKE INTEGRITY REPORT BY PHONE

(managed by Convercent)

Country	Integrity Alert Line
Australia	1-800-941-637
Belgium	0-800-793-44
Brazil	0-800-591-7018
Canada	1-800-245-2146
China	400-120-4932
Colombia	01-800-710-2131
France	0-805-089471
Germany	0-800-180-0763
Hong Kong	800-906-138
India	000-800-100-4541
Israel	1-809-429368
Italy	800-789-764
Malaysia	1-800-817-738
Mexico	800-681-5346

Country	Integrity Alert Line
Netherlands	0-800-022-0944
New Zealand	0-800-000132
Manila, The Philippines	63-28-8626-3049
Romania	0-808-360-158
Russia	8-800-100-6318
Singapore	800-852-3953
Slovakia	0-800-606-236
South Africa	0-800-983-462
Spain	900-809735
Sweden	46 020-888-588
Thailand	001-800-852-6327
United Arab Emirates	8000-3204-53
United Kingdom	0-808-189-1308
United States	1-800-245-2146

In the unlikely event you call a number and are not able to speak with an operator, you may submit a report online at www.regalrexfordintegrity.com



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