



FRANK'S INTERNATIONAL

Code of Business Conduct and Ethics

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Message from John Symington, Senior Vice President, Secretary, General Counsel and Chief Compliance Officer of Frank's International N.V.

For more than 80 years, Frank's has been committed to serving our industry with the expertise and innovation necessary to be a leader in our field. As we continue our journey, we must also continue to make a commitment to operating our business with the honesty, integrity and trustworthiness our customers and business partners have grown to expect from us. Our continued success relies on the preservation of our good reputation. We seek to earn and maintain the trust of our customers, vendors, regulators, shareholders and employees. It is our goal to maintain the highest standards of ethical and legally-compliant behavior in all of our business activities and to avoid actions that could lead to even the appearance of improper business conduct.

All Frank's Personnel are expected to read, review, discuss and understand our Code of Business Conduct and Ethics, and to fully embrace it. If you find yourself with questions or in doubt about a decision or possible action, please seek guidance as outlined in this document.

Sincerely,

John Symington

Senior Vice President, Secretary, General Counsel and Chief Compliance Officer

Frank's International N.V.

1. General Overview

- 1.1 This Code of Business Conduct and Ethics (the "Code") provides policies, guidance and expectations that adhere to our values, laws, regulations and standards in the countries where Frank's International N. V. ("Frank's" or the "Company") operates. The Code is also a mechanism by which the Company prevents, detects and deters misconduct. Anyone who has questions regarding this Code or corresponding rules, laws or expectations is encouraged to seek guidance from the resources outlined in section 7 of the Code.

2. Purpose and Objectives

- 2.1 Frank's has adopted this Code, which provides basic principles and guidelines to assist Supervisory Directors, officers and employees (collectively, "Frank's Personnel" or "Personnel") in complying with the legal and ethical requirements governing the Company's business conduct. Many elements of this Code also extend to our business partners and our expectations about their ethical responsibilities and behaviors. The Company maintains a separate Business Partner Code of Conduct and Ethics. This Code covers a wide range of business practices and procedures but may not cover every issue that may arise.
- 2.2 The Company reserves the right to add to, modify and rescind this Code or any portion of it at any time. This Code governs in the event of any conflict or inconsistency between this Code and any other policy or other materials distributed by the Company. If a law conflicts with a policy in this Code, you must comply with the law.
- 2.3 It is your responsibility to read the Code carefully ensuring yourself that you understand all of the requirements set forth in this document.

3. Scope and Applicability

- 3.1 The Company conducts its business with honesty and integrity in accordance with the highest legal and ethical standards. The Company and its Personnel must comply with all applicable legal requirements of the United States and of each country in which the Company conducts business.
- 3.2 As Personnel of Frank's global organization, we base our decisions on the ethical framework outlined in this Code, which is anchored in our values.
- Integrity
 - Excellence
 - Safety
 - Innovation

- Diversity

Frank's Code and values guide our behavior as we strive to meet day-to-day commitments and unexpected challenges.

4. Principles of Conduct

4.1 The Company has adopted the following principles to guide our conduct:

1. We conduct business affairs with the highest standards of honesty and integrity. We expect all Frank's Personnel to tell the truth, irrespective of the situation or potential consequences.
2. We endeavor to keep our promises to customers, vendors, business partners, shareholders and to each other.
3. We respect the rights of the people we work with.
4. We strive to act in good faith and free from conflict of interest, protecting Frank's assets and reputation. We avoid even the appearance of improper behavior.
5. We expect compliance with all laws and regulations that govern our business.
6. We are personally accountable. We do not excuse misconduct because it is directed or requested by someone else.
7. We raise concerns about possible violations of law or policy and never retaliate against anyone for speaking up in good faith.
8. We cooperate in investigations and expect that Frank's will investigate concerns that we raise.

5. Making the Right Decision

5.1 No written policy or document can answer all the potential business conduct questions that you may encounter. When you are not sure about the right course of action, ask yourself:

- Have I gathered and analyzed all the facts?
- Have I considered the people and companies that will be affected and considered my obligations to them?
- Will my actions follow Frank's Principles of Conduct?
- Will my actions fully comply with the law and with Frank's policies?
- Am I acting in Frank's best interests, or will my actions damage our reputation?

- Have I received advice from people who can help me?
- Have I informed my supervisor so that they will not be surprised?
- Would I feel comfortable if my actions were made public on the internet or other public media?
- Would I feel comfortable if my family and friends learned of my actions?

6. Responsibilities

6.1 This Code provides principles for the Company's general expectations of conduct and additional guidance for specific situations that may arise. Each member of Frank's Personnel has the responsibility to exercise good judgment in applying these principles and guidance so as to act in a manner that will reflect favorably upon the Company and the individual.

6.2 Responsibilities for Management at all Levels

Frank's managers are responsible for setting the right example through personal performance and leadership. The tone at the top begins with a commitment to this Code, the Company's values and to global laws we are subject to. Our leaders are responsible for communicating the importance of ethics and promoting regular discussions with Frank's Personnel to promote an open dialogue. We take all reports of noncompliance and ethical concerns seriously and follow up appropriately, including escalation to higher levels of management when necessary. Retaliation will not be tolerated in any circumstance and leaders must communicate and promote this commitment. All managers are responsible for ensuring that all Personnel under their supervision, regardless of level, are familiar with this Code and for promoting compliance with this Code.

The Chief Executive Officer, Chief Financial Officer, Chief Accounting Officer and other senior financial officers are also responsible for complying with the Financial Code of Ethics in addition to this Code.

The Chief Compliance Officer is responsible for implementing this Code and administering the compliance program. From time to time, the Company may establish steering committees or other advisory or review groups to assist the Chief Compliance Officer with such oversight.

This Code and the Code of Financial Ethics are subject to annual review by the Audit Committee.

6.3 Responsibilities for Legal and Internal Audit departments

Legal personnel are responsible for administering the day-to-day implementation of this Code, applicable laws and other Company policies. These responsibilities include, but are not limited to, compliance program oversight, risk assessment, confidential reporting, training, monitoring, investigation, escalation and remediation. However, everyone shares the responsibility to be compliant and support the compliance programs.

Internal audit personnel are responsible for performing auditing procedures and assessments focused on compliance with the Code, laws, regulations, and other Company policies including the effectiveness of internal reporting, investigations and risk/control remediation. The Internal Audit Department will work closely with the Legal Department and financial teams to ensure that specific areas are being tested and monitored, including internal controls for preventing noncompliance.

6.3 Responsibilities for all Frank's Personnel

All Frank's Personnel are personally accountable for their actions and are responsible for reading, understanding and adhering to this Code and acting in accordance with all relevant laws, regulations, policies and procedures.

All Frank's Personnel must agree to comply with this Code as a condition of employment. All Frank's Personnel, regardless of level, must be provided with a copy of this Code at commencement of their employment and individuals already employed by the Company at the time of the adoption of this Code must be provided with a copy of this Code shortly after its adoption (a copy may be distributed either physically or electronically).

All Frank's Personnel shall be required to annually (i) complete any compliance training courses assigned to them by the Company (whether in-person or on-line) and (ii) certify their compliance with the Code and other policies requested of them by the Company (see **Appendix A** for additional information), and each of these shall be annually reported to the Board of Supervisory Directors.

All Frank's Personnel must respect and obey the laws of the cities, states and countries in which the Company operates. Although it is not expected that you know every law that is applicable to the Company, it is important to ask questions and seek advice when you have questions or are unsure of the law or how to handle a particular situation.

The prevention, detection and reporting of compliance and ethics concerns is the responsibility of all Personnel throughout the Company. If a member of Frank's Personnel encounters a situation where he or she feels that this Code, another Frank's policy, or the law is being violated; he/she has the duty to report it in accordance with section 7 of this Code. A violation of applicable law may subject Frank's Personnel to civil and criminal penalties. Violations of this Code may result in disciplinary action, up to and including termination. All Personnel must cooperate fully in Company investigations.

See **Appendix B** for a helpful Ethics and Compliance Decision-Making Guide.

7. Acting with Integrity: A Right and Duty to Speak Up

- 7.1 Working with integrity means that we understand the obligation for open and honest communications and we promptly identify and problems. As a result, all Frank's Personnel have a right and a duty to speak up when they become aware of a potential issue.
- 7.2 Frank's Personnel have many options to report issues and concerns. The most direct reporting option is your immediate supervisor, or a more senior manager in your business unit. Frank's has an open door policy and you are always encouraged to report issues upward.
- 7.3 If you have a question about the requirements in this Code, or are concerned that any violation of a company policy is occurring or has occurred, report this immediately to any one of the following:
- Your supervisor
 - Human Resources Department
 - Regional Legal Counsel
 - Director of Global Compliance
 - Patrick Hays – patrick.hays@franksintl.com
 - General Counsel/Chief Compliance Officer
 - John Symington – john.symington@franksintl.com
 - Ethics and compliance hotline (see **Appendix C**)

8. Protections against Retaliation

- 8.1 Frank's Personnel who make a complaint in good faith should not be concerned about experiencing any adverse consequences for having done so. Frank's Personnel will not be penalized or retaliated against in any way with regard to their employment, nor harassed or threatened for reporting such concerns. As part of the compliance program, the Company must rely on its Personnel to bring to its attention any conduct that might violate legal requirements or internal policies. Consequently, the Company cannot, and will not, tolerate retaliation against Frank's Personnel who have reported a concern in good faith. In addition to this Code prohibiting such retaliation, the Sarbanes-Oxley Act of 2002, the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 and other laws protect Frank's Personnel who report violations in good faith, from retaliation with respect to their employment.
- 8.2 If you feel that you have been retaliated against for a report that you have made, please follow the notification process outlined in section 7 of the Code.

9. Waivers of this Code

- 9.1 No waiver or exception to a provision of this Code will be made unless extenuating circumstances exist to justify same. Any such waiver or exception may be made only by (i) the Board of Supervisory Directors (for Supervisory Directors and executive officers) or (ii) the CEO and General Counsel (for employees other than executive officers). Such waiver or exception will be effective only if given in writing and in compliance with the spirit and intent of this Code. Any waiver for Supervisory Directors or executive officers will be promptly disclosed if and as required by law and the listing requirements of the applicable stock exchange.

10. Amendments to this Code

- 10.1 Any material amendment to this Code shall be made only by the Board of Supervisory Directors. The CEO and the General Counsel shall be authorized to approve administratively required changes, legally required updates, corrections and/or other non-substantive matters. If an amendment to this Code is made, appropriate disclosure will be made in accordance with legal requirements and the listing requirements of the applicable stock exchange.

11. Posting Requirement

- 11.1 The Company shall post this Code on the Company's website as required by applicable rules and regulations. In addition, the Company shall disclose in its proxy statement for its annual meeting of stockholders or, if the Company does not file a proxy statement, in its Annual Report on Form 10-K, that a copy of this Code is available both in print to any stockholder who requests it and on the Company's website, which address the Company shall provide.

12. Relevant and Cross-Referenced Policies

- Financial Code of Ethics
- Business Partner Code of Conduct and Ethics
- Global Travel and Entertainment Policy
- Anti-Bribery Policy
- Conflicts of Interest Policy
- Insider Trading Policy
- Policy for Employee Complaint Procedures for Accounting and Compliance Matters

For more information, see policy summaries below

Frank's Policy Summaries

13. Conflicts of Interest

- 13.1 A conflict of interest occurs when an individual's private interest interferes in any way with the interests of the Company as a whole. This situation can arise when an employee takes actions or has interests that may make it difficult to perform his/her work objectively and effectively. Conflicts of interest also arise when Personnel or family members of Personnel receive improper personal benefits as a result of their position with the Company. A conflict of interest is deemed to exist whenever, as a result of the nature or responsibilities of their relationship with the Company, Personnel are in a position to further any personal financial interest or the financial interest of a family member.
- 13.2 No Frank's Personnel, regardless of level, should engage in any business or conduct or enter into any agreement or arrangement that would give rise to actual or potential conflicts of interest. Frank's Personnel should not permit themselves to be placed in a position that might give rise to the appearance that a conflict of interest has arisen. While it is not possible to describe all circumstances where a conflict of interest involving Personnel exists or may exist, the following situations may involve actual or potential conflicts of interest:
- Frank's Personnel's interest in, or position with, any supplier, customer or competitor of the Company.
 - The acceptance of gifts or favors of more than nominal value by a Personnel (or a member of their immediate family) from an actual or prospective customer, supplier or competitor of the Company or any governmental official. This does not preclude the acceptance of a reasonable gift or entertainment by Frank's Personnel (such as a lunch or dinner or events involving normal sales promotion, advertising or publicity). More information on gifts can be found in the Global Travel and Entertainment Policy and the Anti-Bribery Policy.
 - The disclosure or use of confidential information gained by reason of employment with the Company for profit or advantage by Frank's Personnel or anyone else.
 - Competition with the Company in the acquisition or disposition of rights or property.
 - Awarding business to suppliers and other business partners based on relationships with family or friends.
 - Hiring friends or family members when you will be their immediate supervisor.
- 13.3 The following situations are not considered conflicts of interest:

- Ownership of less than 3% of the publicly traded securities of a supplier, customer or competitor of the Company; so long as the ownership does not confer upon the holder any ability to influence or direct the policies or management of the supplier, customer or competitor.
- A transaction with one of the Company's banks, where the transaction is customary and conducted on standard commercially available terms (such as opening a bank account, obtaining a home mortgage or other bank loan).
- A transaction or relationship disclosed in accordance with this Code and determined in writing by the Legal Department or the Board of Directors not to be a conflict of interest.
- Frank's hiring your friends/acquaintances or family members while following the same recruitment and hiring practices as would be performed for any other potential employee and your disclosure of these relationships to the Legal Department within 10 days of becoming aware of the friend or family members' application for position. Note: Frank's Personnel may not supervise the work of friends/acquaintances or family members at Frank's.

13.4 These examples are given only to guide Personnel in making judgments about conflicts of interest. If any Frank's Personnel finds himself or herself in a situation where a conflict of interest exists or may exist, he or she should immediately report the matter in accordance with section 7 of the Code and the Conflicts of Interest Policy.

14. Records Management, Disclosures and Internal Controls

14.1 Books and Records

The Company requires honest and accurate recording and reporting of information in order to make responsible business decisions. As such, the Company's books, records and accounts must accurately and fairly reflect the Company's transactions in reasonable detail and in accordance with the Company's accounting practices and policies. It is a violation of this Code for any Frank's Personnel to knowingly alter, destroy, mutilate, conceal, cover up, or falsify any record or transaction.

It is the Company's policy to cooperate with all governmental investigative authorities as well as our independent auditors or other parties the Company has engaged to investigate matters. It is a violation of this Code to provide false or misleading statements to anyone.

14.2 Disclosures

Frank's is committed to accurate and complete disclosure of important information about the Company that is used in the securities marketplace. Our financial and non-financial disclosures and filings with the Securities and Exchange Commission ("SEC") must be accurate, complete and timely. We must strive to publish only the most reliable information. The Company and its

subsidiaries shall disclose to the SEC, current security holders and the investing public information as is required, and additional information as needed. The disclosure process is designed to record, process, summarize and report material information as required by all applicable laws, rules and regulations. Participation in the disclosure process is a requirement of a public company, and full cooperation and participation by Frank's Personnel in the disclosure process is a requirement of this Code. Frank's Personnel must fully comply with their disclosure responsibilities in an accurate and timely manner or be subject to discipline up to and including termination of employment.

14.3 Internal Accounting Controls

The Company's Chief Executive Officer and Chief Financial Officer are responsible for implementing and maintaining a system of internal accounting controls sufficient to provide reasonable assurances that:

- Transactions are executed in accordance with management's general or specific authorization;
- Transactions are recorded as necessary to: (a) permit the preparation of financial statements in conformity with generally accepted accounting principles or any other applicable criteria and (b) maintain accountability for assets;
- Access to assets is permitted only in accordance with management's general or specific authorization; and
- The recorded accountability of assets is compared with the existing assets at reasonable intervals and appropriate action is taken with respect to any differences.

15. **Insider Trading**

15.1 United States insider trading laws and regulations generally prohibit any Personnel of the Company or any of its subsidiaries who possesses material nonpublic information concerning the Company from buying or selling securities of the Company or passing on such information to others who may buy or sell securities on the basis of such information. The law also prohibits trading on material nonpublic information about the Company's customers, suppliers, competitors, joint venture partners, prospective parties to acquisitions or divestitures, or any other publicly-traded company. Substantial civil and criminal penalties can be imposed for violation of these laws.

15.2 Insider Trading Policy

Frank's Personnel shall comply with the Company's Insider Trading Policy.

16. Use of Company Property and Resources

- 16.1 The use of any Company funds or assets for any unlawful or improper purpose is prohibited. All Frank's Personnel should endeavor to protect the Company's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on the Company's profitability. Any suspected incident of fraud or theft should be reported immediately in accordance with section 7 of the Code for follow up investigation. Company equipment should not be used for non-business related purposes, although incidental personal use that is insignificant may be permitted (such as occasional use of the Company's stationery, supplies, copying facilities or telephone when the cost to the Company is insignificant).
- 16.2 The obligation of Frank's Personnel to protect the Company's assets includes an obligation to protect the Company's proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks and copyrights, as well as business, marketing and service plans, databases, records, salary information and any unpublished financial data and reports. We should never give (or "tip") any confidential or proprietary information to anyone outside Frank's except for authorized business purposes. Unauthorized use or distribution of this information violates Company policy and could also be illegal and result in civil or criminal penalties. Report to the Legal Department any unauthorized use or imitation of our patents, trademarks, copyrights, trade secrets or other proprietary information. We also are responsible for not infringing on other companies' rights and will not seek or accept the proprietary information of another company without express permission from those companies. We also do not use unlicensed software, or make unauthorized copies of licensed software.

17. Information Security and Privacy

- 17.1 It is important that we protect the computers, electronic devices and systems that contain our confidential information from hackers and accidental breaches. Remember that computers and internet access are for company business. Incidental personal use is permitted in limited circumstances. Usage that strains system capacity, engages in illegal activity, or is used to transmit or receive harassing, offensive or obscene content may result in disciplinary action up to and including termination.
- 17.2 Frank's has the right to access and monitor any information contained on, within, or transmitted over Frank's information technology network; including but not limited to computers, printers, internet access, phones and electronic devices, subject to applicable law. There is no expectation of privacy for any information contained on, within, or transmitted over Frank's information technology network, subject to the laws of countries and jurisdictions that provide for specific privacy provisions. This right of access applies to all uses of Company-issued cell phones, regardless of whether such use is of a business or personal nature.

- 17.3 We protect the privacy of Frank's Personnel, customers and business partners by using, maintaining and transferring their personal data in accordance with applicable Company requirements and local law. While seeking to maintain Personnel privacy, however, we reserve the right to monitor use of Company property and resources (e.g., computers, e-mail, phones, proprietary information), in accordance with applicable law.
- 17.4 An increasing number of countries regulate the collection, use and disclosure of "personal data" (e.g., name, home and office contact information, financial records and national identifying numbers). Data can be electronic or in hard copy. Some countries regulate cross-border transfers of personal data. In particular, the European Union has adopted the General Data Protection Regulation which implements a comprehensive framework for the protection of the privacy of personal data. Frank's is committed to handling personal data responsibly in order to earn and preserve the trust of our Personnel and business partners. Frank's Personnel must exercise care to protect personal data from unauthorized and unlawful collection, use and disclosure. It is important for all Frank's Personnel to follow the law of the country where you collect data. If you have questions, seek guidance in accordance with section 7 of the Code.

18. Anti-Bribery and Anti-Corruption

- 18.1 The Company and its Personnel must comply with the United States Foreign Corrupt Practices Act and the U.K. Bribery Act, which make it illegal for companies to pay or offer to pay anything of value to foreign government officials or other persons to obtain or retain business. We may also be subject to anti-corruption and anti-bribery laws put in place by other countries in which we operate. As a rule, we choose to limit our exposure to bribery and corruption risks in our business dealings, regardless of where we operate. In sum, we:
- Do not pay bribes or kickbacks in any business transaction, including those with government officials;
 - Never offer money, goods, services or anything else of value to influence anyone's decision. This includes government officials and people who work for customers and suppliers;
 - Prohibit facilitation payments. Narrow exceptions to this rule exist but are only permissible under conditions set forth in the Anti-Bribery Policy. It is imperative that you follow the guidance provided in the Anti-Bribery Policy;
 - Do not provide political contributions or charitable donations without following the express preapproval and authorization process outlined in the Anti-Bribery Policy;
 - Perform adequate due diligence on our third parties prior to conducting business with them.
- 18.2 For more information, consult the Anti-Bribery Policy.

19. Gifts

- 19.1 *Giving Gifts.* Gifts of nominal value, that are properly documented, are permissible under our Global Travel and Entertainment Policy, provided that they are reasonable, justifiable and made in good faith without the expectation of something in return. Frank's recognizes that there may be situations when we need the flexibility to give gifts to our customers and business partners, particularly around holidays and cultural traditions. For gifts provided to customers or third parties, refer to the Global Travel and Entertainment Policy and Anti-Bribery Policy for specific guidelines.
- 19.2 *Receiving Gifts.* All gifts received by Frank's Personnel must be reported in accordance with the Global Travel and Entertainment Policy and the Anti-Bribery Policy.
- 19.3 *Gifts to Government Personnel.* A gift may be provided to a government official if it is reasonable, customary and given in the normal course of business, but should generally be limited as much as possible. Consult the Anti-Bribery Policy for preapproval and recording requirements. Cash gifts or cash equivalents, such as gift cards, should never be provided. If you are asked to provide a cash gift to a government official or a member of their family, you must report this immediately. For additional information regarding gifts provided to government officials, refer to the Anti-Bribery Policy.

20. Supply Chain / Purchasing Considerations

- 20.1 We value our business partners and treat them the way we expect to be treated. Frank's Personnel are expected to treat business partners fairly and with respect and protect Frank's and our business partners' confidential and proprietary information.
- 20.2 Business partners must abide by the Business Partner Code of Conduct and Ethics.
- 20.3 Frank's Personnel must follow our procurement policies and procedures and ensure that the selection of suppliers reflects Frank's best interests. Never make procurement decisions without proper authorization from authorized personnel.

21. International Trade

- 21.1 Frank's reputation of quality, service and integrity is known worldwide. In order to maintain our strong reputation, we must be aware of all applicable customs, trade, sanctions and other laws governing international transactions before conducting any international business.
- 21.2 Compliance with customs, visas, licensing and trade control laws is critical to our international business. These laws apply to the products we make, the services we provide and to the technical information we transfer. Accordingly, all Frank's Personnel must obtain all necessary licenses and

permits applicable to imports and exports to ensure every cross-border transaction includes proper import and export classification, valuation, and country of origin information. Knowing where we are authorized to operate is critical. Trade sanctions and boycotts impose restrictions on with whom and where we can operate. Do not cooperate with any boycott or trade restriction that violates U.S. or other applicable law and screen all transactions against laws that restrict dealings with particular countries and people. Report all requests and questions relating to boycotts to the Legal Department – this includes requests for information about countries or people we do business with.

- 21.3 Frank's Personnel must only use approved customs brokers and freight forwarders. These are higher risk third parties that require enhanced due diligence requirements and approvals. Refer to the Anti-Bribery Policy for more information on higher risk third parties.

22. Fair Dealing and Antitrust

- 22.1 Frank's Personnel should endeavor to deal fairly with the Company's customers, suppliers, competitors and other Personnel. No Frank's Personnel should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other practice involving unfair dealing. Never use trade secrets or other proprietary information of customers, competitors or former employers and disclose all agreements, including non-compete and confidentiality agreements with former employers, to the Legal Department.
- 22.2 Most of the countries in which we operate have laws protecting free enterprise, and severely punish collusion and price fixing. These laws protect consumers from unfair business practices, promote healthy competition and limit dominant companies from abusing their power. Frank's fully supports and observes applicable antitrust or competition laws. Accordingly, Frank's Personnel must avoid any agreements with competitors, suppliers, distributors, or customers that could restrain trade or exclude others from competing. Frank's Personnel must take care in avoiding situations that may:
- Raise, set, or hold a price on our products or services ("price fixing").
 - Decide in advance who will submit the winning bid in a competitive bidding process ("bid rigging").
 - Divide or allocate markets, territories, or customers.
 - Engage in a "tying agreement" where a customer is required, as a condition of buying one product, to have to buy another product from that supplier.
 - Restrict production, sales, or output.
 - Refuse to sell to particular customers (unless subject to sanctions or similar restrictions) or buy from particular suppliers.

Remember that discussing the aforementioned subjects with a competitor can create suspicion that an illegal agreement exists. If a competitor raises one of these subjects, stop the conversation and walk away. Report the incident in accordance with section 7 of the Code.

- 22.3 Antitrust laws carry severe penalties. Frank's Personnel must exercise caution and avoid any interaction with a competitor that could place you or Frank's at risk. The Legal Department can provide guidance about issues arising in the area of fair dealings or antitrust laws.

23. Anti-Money Laundering and Criminal Activity

- 23.1 More than 100 countries prohibit money laundering in order to prevent crime and terrorism. You need to make sure that you "know your customer," and accept only funds from legitimate sources. Frank's prohibits the moving, managing, facilitating, assisting or disguising the source of incoming or outgoing funds. We are committed to ensuring that all of the transactions that we enter into are not associated with criminal activities. Examples of prohibited activities include, but are not limited to: tax evasion, price fixing schemes, collusion, industrial espionage, shell companies, and hidden/disguised owners or beneficiaries. If you become aware of any suspicious payments, report these immediately in accordance with section 7 of the Code.

24. Personal Conduct

- 24.1 Frank's Personnel have a duty to represent the Company in a positive manner at all times. This means abstaining from negative or disruptive behavior, on and off the job, because it may negatively impact the Company including the Company's reputation. For instance, posting to social media sites is allowable for Frank's Personnel, but posting negative or inappropriate comments or criticisms about the Company, other Personnel or other facets of the job is not allowed. Frank's Personnel should always endeavor to embody the values of our Company and behave in accordance with established standards of conduct.

25. Health, Safety and Environment

- 25.1 Health, safety and environment is at the core of everything that we do. Over the years, our company culture has evolved to create a commitment to health, safety and environment that is embedded in every aspect of our business as a core value.
- 25.3 As part of our total commitment to health, safety and environment, we strive to continuously find new and enhanced safety procedures and methods. In addition, we hold all Frank's Personnel responsible for safety—from senior management to the last person hired—and all Frank's Personnel possesses Stop Work Authority (both the authority and the responsibility to stop work

when unsafe conditions or actions are observed). As a recognized leader worldwide, Frank's is dedicated to the highest standards of health, safety and environment for our Personnel, customers, stakeholders and the communities we serve.

26. Anti-Harassment and Anti-Discrimination

26.1 At Frank's, we respect the professionalism and diversity of our Personnel across our operations and make decisions based on merit and never tolerate harassment, intimidation, discrimination or violations of employment laws. All Frank's Personnel, regardless of position, shall do their best to work together to meet the following objectives:

- Respect each employee, worker and representative of customers, suppliers and contractors as an individual, showing courtesy and consideration and fostering personal dignity;
- Make a commitment to and demonstrate equal treatment of all Personnel, customers, suppliers and contractors of the Company without regard to race, color, gender, religion, age, national origin, citizenship status, military service or reserve or veteran status, sexual orientation or disability;
- Provide a workplace free of harassment of any kind, including on the basis of race, color, gender, religion, age, national origin, citizenship status, military service or reserve or veteran status, sexual orientation or disability;
- Provide and maintain a safe, healthy and orderly workplace; and
- Assure uniformly fair compensation and benefit practices that will attract, reward and retain quality Personnel.

26.2 The Company values the diversity of its Personnel and is committed to providing an equal opportunity in all aspects of employment to all Frank's Personnel without regard to race, color, gender, religion, age, national origin, citizenship status, military service or reserve or veteran status, sexual orientation or disability. We base our decisions about hiring, training, promotions, pay, benefits, and other employment-related practices on legitimate business needs and an individual's abilities as they relate to the job.

26.3 Any type of harassing environment, including harassment of a sexual or moral nature, is absolutely prohibited. This includes any verbal or physical conduct intended to humiliate, coerce or threaten Frank's Personnel, or to create a hostile work environment. If you become aware of behavior that may be discriminatory, retaliatory, hostile, intimidating, or humiliating, or you witness an incident involving potential discrimination, harassment, abusive conduct, or bullying, you have a duty to speak up. Report these issues immediately in accordance with section 7 of the Code.

27. Freedom of Association

27.1 The Company recognizes and respects the right of Personnel to exercise their lawful rights of free association, including joining or electing not to join any union or association.

28. Corporate Communications and Media Inquiries

28.1 Frank's is committed to maintaining our strong reputation by speaking with one voice. Personnel should not speak on Frank's behalf without authorization and should refer all media inquiries and public requests for information to the Communications Department and/or Legal Department. Only authorized Company spokespersons may speak on our behalf in order to ensure that clear, consistent, and accurate information is conveyed to the public, regulatory authorities and others.

29. Appendices

Appendix A: Training and Compliance Certification Protocol

Appendix B: Ethics and Compliance Decision-Making Guide

Appendix C: Ethics and Compliance Hotline

Appendix A: Training and Compliance Certification Protocol

Frank's is committed to being a best-in-class organization. Having consistent and practical training is an integral part of our corporate compliance program. To facilitate this, Frank's utilizes an online program to provide timely, relevant training on compliance related topics that are important to our Personnel, our company, our industry and the places where we operate. Compliance certification is also managed and tracked through the online program.

For Frank's Personnel that cannot access the online program, the Company will provide alternative delivery methods, which could include printed training/certification materials and/or in-person training. In-person training will also be provided to certain Personnel as a supplement to online training, based on their role and responsibilities at Frank's.

Failure to complete all the required training courses and annual certifications may be a factor considered in compensation and could lead to disciplinary action, up to and including termination.

Appendix B: Ethics and Compliance Decision-Making Guide

Frank's Personnel must work together to ensure prompt and consistent action against violations of the Code. However, Frank's Personnel may encounter a situation in which it is difficult to determine how to proceed while also complying with the Code. Since not every situation that will arise can be anticipated, it is important to have a way to approach a new question or problem. When considering these situations, Frank's Personnel should:

1. ***Make sure to have all the facts.*** In order to reach the right solution, all relevant information must be known.
2. ***Consider what he or she specifically is being asked to do and whether it seems unethical or improper.*** This will enable the individual to focus on the specific question and the alternatives he or she has. If something seems unethical or improper, it probably is.
3. ***Understand his or her individual responsibility and role.*** In most situations, there is shared responsibility. Are other colleagues informed? It may help to get other individuals involved and discuss the problem.
4. ***Discuss the problem with a supervisor.*** In many cases, supervisors will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Frank's Personnel should remember that it is the responsibility of supervisors to help solve problems and ensure that the Company complies with this Code.
5. ***Seek help from Company resources.*** In the rare case in which it may not be appropriate to discuss an issue with a supervisor or a supervisor is not available to answer a question, Personnel should discuss it locally with the office manager or Human Resources manager. If that is not appropriate or if a satisfactory resolution is not obtained, call or send concerns to the Legal Department or contact the Ethics and Compliance Hotline
6. ***Report ethical violations in confidence and without fear of retaliation.*** If the situation so requires, anonymity will be protected. The Company does not permit retaliation of any kind for good faith reports of ethical violations.
7. ***Always ask first, act later.*** When unsure of what to do in any situation, the individual should seek guidance and ask questions before the action in question is taken.

Appendix C: Ethics and Compliance Hotline

Submission methods:

1. Contact the Ethics and Compliance Hotline by phone: **1-800-923-9553**
2. Contact the Ethics and Compliance Hotline online: www.franksinternational.silentwhistle.com

The hotline is administered by an independent service that is available 24 hours a day, 7 days a week. At your choice, your submission may be kept anonymous, but it is helpful if you provide some means of being contacted if the Company has additional questions. Your contact information will remain confidential. Reported concerns are received and investigated promptly by the Company.