



VALUES FIRST

THE JOHNSON CONTROLS CODE OF ETHICS



TABLE OF CONTENTS

INTRODUCTION

The Johnson Controls	
Ethics and Compliance Program.....	07
Our Responsibilities.....	08
Special Responsibilities of Leaders and Supervisors	09
Speaking Up and Getting Help.....	10
Making Smart Choices.....	11

VALUES FIRST AND WINNING TOGETHER

Health and Safety.....	13
Respectful Treatment, Preventing Harassment and Workplace Bullying.....	14
Inclusion and Belonging	15
Equal Opportunity and Preventing Discrimination.....	16
Employee Data Privacy.....	17

VALUES FIRST AND WINNING FOR CUSTOMERS

Product Quality and Safety	19
Honest Marketing, Sales and Service Practices	20
Customer Data Privacy	21
Government Contracts Compliance.....	22

VALUES FIRST AND WINNING IN THE MARKETPLACE

International Trade Compliance	25
Fair Competition/Antitrust.....	26
Research Integrity and Ethically	
Sourcing Competitive Intelligence.....	27
Bribery and Other Forms of Corruption.....	28
Third-Party Intellectual Property and Commercial Rights.....	30

VALUES FIRST AND WINNING FOR INVESTORS

Conflicts of Interest.....	32
Recordkeeping and Disclosure.....	36
Physical Property and Assets, Our Reputation and Our Confidential and Proprietary Information	38
Insider Trading and Securities Market Abuse	43
Responsible Communications	44

VALUES FIRST AND WINNING WITH OUR SUPPLIERS

Procurement.....	47
Preventing Abuses in the Supply Chain	48
Supplier Expectations	50

VALUES FIRST AND WINNING WITH OUR COMMUNITIES

Sustainability and Environmental Responsibilities.....	52
Community Engagement and Investment.....	53
Political Activity and Lobbying	54



VALUES FIRST EVERYONE, EVERYWHERE, EVERY DAY

What we do every day at Johnson Controls makes the world more productive, more secure and more sustainable. Creating winning solutions for our customers is the key to winning in the marketplace. How we do it matters because winning doesn't matter without integrity. That's why Integrity First is the first among our values.

Our values are the starting point for everything we do, everywhere we do it. They remind us—and others—who we are, what we stand for and how we get things done. They're our inspiration and our guide. That's why this, Johnson Controls' Code of Ethics, is called "Values First."



VALUES FIRST
**OUR VALUES
DRIVE WINNING
BEHAVIORS,
WHICH DRIVE
WINNING
OUTCOMES**

INTEGRITY FIRST

We promise honesty and transparency. We uphold the highest standards of integrity and honor the commitments we make.

PURPOSE LED

We believe in doing well by doing good and hold ourselves accountable to make the world a better place through the solutions we provide, our engagement in society, the way we do business, and our commitment to protect people and the environment.

CUSTOMER DRIVEN

We win when our customers win. Our long-term strategic relationships provide unique insights and the ability to deliver exceptional customer experiences and solutions.

FUTURE FOCUSED

Our culture of innovation and continuous improvement drives us to solve today's challenges while constantly asking 'what's next'.

ONE TEAM

We are one team, dedicated to working collaboratively together to create the purposeful solutions that propel the world forward.



MESSAGE FROM THE CEO

Dear Colleagues,

We are driven by a simple desire to do good in the world. By creating smart, safe, healthy, and sustainable spaces, we can improve society and help our customers run more productive buildings. We aim to reduce the carbon footprint while also building high-tech spaces that drive real progress in our daily lives. These buildings are not just structures, they are hubs for education, healthcare, advanced research, critical infrastructure, living, entertainment, and more.

As we focus on creating spaces that promote well-being and societal progress, we recognize that the foundation of a thriving society is built on integrity and trust. Just as parents and elders serve as essential role models, imparting values and skills to shape the next generation into responsible citizens, leaders in the workplace have a similar responsibility to lead by example.

As a global organization with 100,000 talented team members, serving four million customers, with 10,000 channel partners, and 54,000 suppliers, we understand our responsibility to share and demonstrate the values that are important to us, all while being driven by our purpose of winning by building smart, safe, healthy, and sustainable tomorrows.

We are a high-integrity team that wants to be a force for good in the world by winning the *right* way. Our goal is to inspire and support everyone we meet, promoting the human values that connect us all. It's important that our actions reflect this mission, creating a culture where everyone feels empowered to make a positive difference. That's why *Values First*, the Johnson Controls Code of Ethics, defines how we earn the respect of everyone with whom we interact. Each of us has a responsibility to be familiar with the Code—compliance is non-negotiable.

Thank you for all your efforts in helping us win the right way - with Integrity First.

Sincerely,

Joakim Weidemanis
Chief Executive Officer



VALUES FIRST WHY OUR VALUES COME FIRST

Johnson Controls has built a reputation over 130 years as a company that can be trusted to keep our promises and to deliver value for our customers and other stakeholders.

This reputation is our responsibility, no matter what our role at the Company. Our individual choices and actions have a direct impact on Johnson Controls' ability to meet the expectations of our customers, investors and other stakeholders. Even though we're 120,000 people, supporting many brands and functions around the globe, we win as One Team. Our choices and behaviors need to support a culture of trust and respect as we help each other to do our best work.

That is why we have Values First, our Code of Ethics. It sets expectations for behaviors and guides us toward achieving the best outcomes for ourselves and all our stakeholders. It is a practical, easy-to-use resource, which shows us how to put our shared values into action. When our values drive the right behaviors, everyone wins.



VALUES FIRST
WHEN OUR
VALUES DRIVE
THE RIGHT
BEHAVIORS,
EVERYONE
WINS

**THE JOHNSON CONTROLS
ETHICS & COMPLIANCE PROGRAM**

Values First, our Code of Ethics, is the cornerstone of the Johnson Controls Ethics & Compliance Program. This Program is an integrated approach to ensuring that our individual conduct, business operations and organizational culture maintain the highest standards of integrity. Through leadership commitment, communication, training, monitoring, reporting mechanisms and other means, the Ethics & Compliance Program helps us to identify and safely navigate ethics and compliance risks and conduct business according to our values.

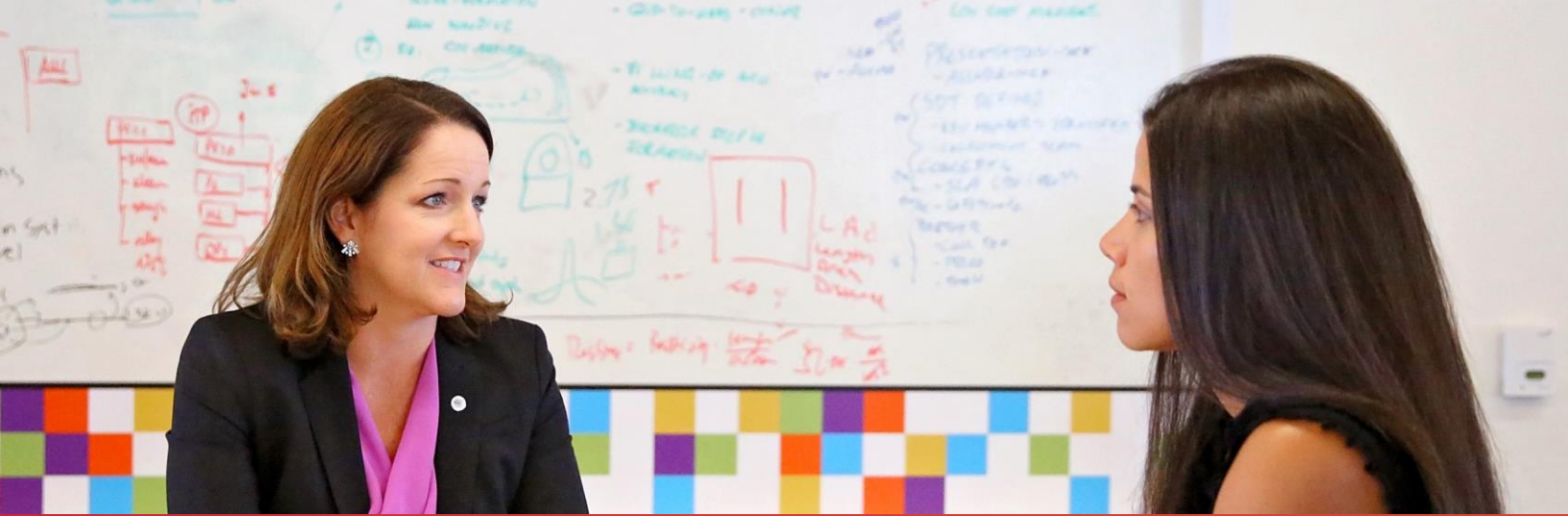


VALUES FIRST OUR RESPONSIBILITIES

At Johnson Controls, everyone, everywhere must be familiar with the Code of Ethics and follow it every day—regardless of role or seniority. This includes all employees, officers and members of the Board of Directors. Violations of the Code are serious and can result in disciplinary action, up to and including dismissal, in accordance with local legal requirements.

Johnson Controls has policies that address many of the topics in the Code in more detail. They can be found on the [Ethics & Compliance SharePoint site](#).

Not only must we follow the Code and Company policies, each of us has an obligation to comply with laws that apply to us. We have a duty to speak up if we are unsure about what to do or have a concern – especially if we see or suspect misconduct.



VALUES FIRST SPECIAL RESPONSIBILITIES OF LEADERS AND SUPERVISORS

While we must all follow the Code and exemplify Johnson Controls' values, employees with leadership or supervisory responsibilities have additional obligations to:

- Remind team members and direct reports regularly of the importance of following the Code
- Actively look for opportunities to discuss the Code and our values (for example, during team meetings and individual performance reviews)
- Recognize and reward acts of ethical leadership, linking them with our desired culture and business outcomes
- Follow through on managing consequences for employees who violate the Code and/or Company policies
- Serve as a role model and demonstrate a personal commitment to ethics and compliance in what we say and do
- Make sure our teams know the different ways they can report concerns and that retaliation will not be tolerated
- Log any concerns that are brought to our attention in the [Integrity Helpline](#) to ensure impartial, professional investigation
- Insist that non-employed staff (such as consultants, and temporary and contingent workers) act consistently with the Code and our values



VALUES FIRST SPEAKING UP AND GETTING HELP

SPEAK UP – EVERYONE’S VOICE COUNTS

Often, the right thing to do is obvious. At other times, a situation may seem complex or unusual and we may be unsure about how to proceed. If you have a concern, please speak up immediately. Not only do we have a duty to do so, it allows us to quickly gain clarity and avoid potential problems. If something has gone wrong, it gives us an opportunity to investigate and correct it.

RESOURCES

There are several ways to raise an ethics or compliance concern. You can:

- Discuss the issue with your supervisor
- Discuss the issue with another supervisor or manager
- Contact the Compliance team, Human Resources or Law Department
- Contact Johnson Controls 24-hour [Integrity Helpline](#):
 - Via the Internet: JohnsonControlsIntegrityHelpline.com
 - By telephone: (go to JohnsonControlsIntegrityHelpline.com or the employee portal for toll-free numbers)

ZERO TOLERANCE FOR RETALIATION

Johnson Controls prohibits retaliation. Anyone who raises a concern in good faith will not face retaliation of any kind—including threats, harassment, reduction of hours, release from employment or any other negative consequence. Retaliation goes against our values and undermines the trust that is essential to our success. An act of retaliation is serious misconduct that will result in disciplinary action, up to and including termination of employment.

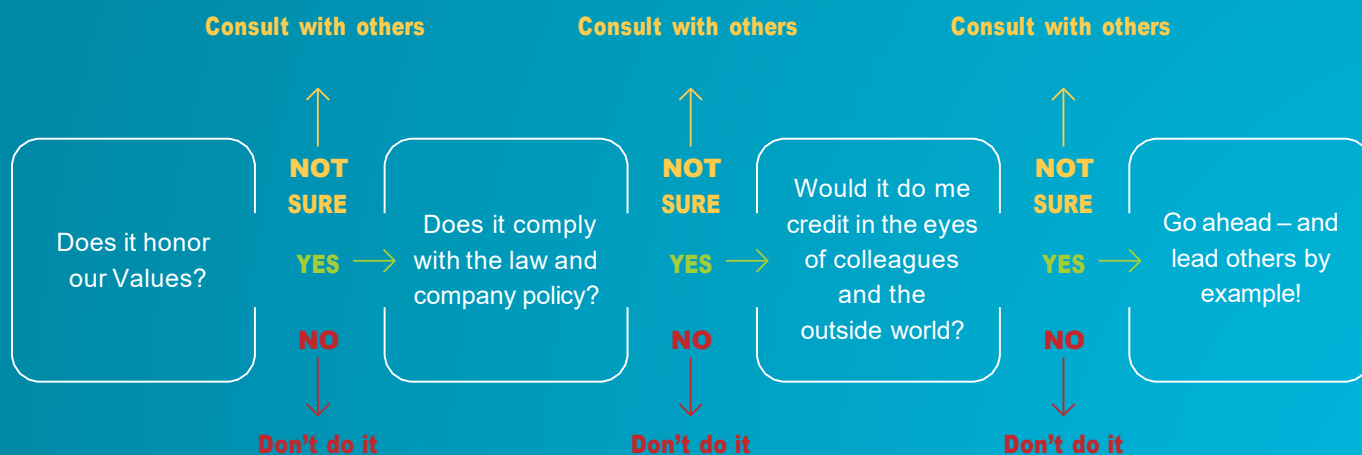


VALUES FIRST MAKING SMART CHOICES

Our values show us that how we achieve our goals matters as much as achieving them. The choices we make along the way say a lot about us as individuals and as an organization. We want to be known for making the right choices — choices that support a culture and a company we can be proud of — and operating in an ethical, legally responsible way.

If you face a difficult decision, consider walking through the following steps. If you get stuck, any of the [resources listed on page 10](#) can help.

When considering a decision or course of action,
ASK YOURSELF:





values first AND
WINNING TOGETHER

Health and Safety



Keeping Everyone Safe

HOW WE WIN

We keep ourselves and others safe and healthy so that we can reach our full potential.

WHY WE PUT VALUES FIRST

We win as a team when we make the well-being of our people and visitors our top priority. Nothing is more important than health and safety in the workplace; our Zero Harm Vision and associated goals keep us focused. Keeping everyone safe is a shared responsibility. We look out for one another in our daily activities, to prevent injury and accidents, and we take appropriate actions if we see anything that could cause harm. Practicing good safety habits protects us, makes our work environment more comfortable and allows us to focus on delivering exceptional customer experiences and solutions.

WHAT WINNING LOOKS LIKE

We promote a culture of Zero Harm by:

- Knowing and following all safety guidelines and procedures
- Never taking unnecessary risks in the workplace or asking others to do so
- Stopping what we're doing immediately if it becomes unsafe, even if it means delaying production or the job
- Always reporting unsafe or unhealthy conditions or behaviors, such as workplace hazards, broken or missing equipment, threats of violence, or weapons on Company property
- Knowing what to do in case of injury or other emergency
- Arriving at work free of any substance that could impair judgment or threaten safety

THINK FIRST

Q: A production line colleague asked me twice this week to cover for him while he took quick, unscheduled breaks. His new medication is occasionally making him feel dizzy. I told him I was worried the side effects might put him and others at risk; he said there was nothing to worry about—he would soon adjust to the medication. Do I need to take any action?

A: We all have an obligation to act if we become aware of a potential health and safety risk. Failing to do so would be a violation of this Code. You should advise your colleague to speak with his supervisor, who may consider a temporary reassignment of duties or other accommodation. You should let him know that if he's unwilling to raise the issue, you and others will be obliged to do so. We respect everyone's right to privacy, but safety is paramount.

Respectful Treatment, Preventing Harassment and Workplace Bullying



Promoting and Maintaining a Respectful Workplace

HOW WE WIN

We treat others with respect, promoting a positive work environment in which we thrive as One Team.

WHY WE PUT VALUES FIRST

We work collaboratively as One Team, interacting in ways that promote mutual trust and respect. This means acting professionally, speaking openly and respectfully with others and supporting each other wherever we can. In this way, each of us helps to shape and strengthen our culture of excellence and integrity. A workplace that energizes and supports everyone's best efforts is a winning workplace.

WHAT WINNING LOOKS LIKE

We maintain a respectful workplace by:

- Building trust with colleagues and partners
- Listening to understand
- Seeking opportunities to collaborate and share for the good of the team
- Thinking ahead about how our words and actions might be perceived by others
- Standing up to bullying or harassment of any kind and seeking help when necessary
- Reporting inappropriate jokes, insults or other offensive comments about race, gender, color, religion, age, national origin, disability, sexual orientation or other characteristics protected by the law
- Never making—or tolerating—unwelcome sexual remarks or advances, or displaying material that others could find offensive
- Reporting any inappropriate behavior, whether it targets you or someone else

THINK FIRST

Q: My new supervisor is very inquisitive and outgoing. She has been asking me probing questions about my personal life, which makes me uncomfortable. She may think she's being friendly, but her conversation topics make me feel awkward. I asked her to stop, but she said I'm too uptight and wondered out loud if I'm a good fit for the team. I don't want to get off to a bad start with my supervisor, but she is making me nervous. What can I do?

A: This supervisor's conduct is unwelcome and unacceptable, and has no place at Johnson Controls. If you feel comfortable doing so, let your supervisor know how she makes you feel and ask her to stop once and for all. If you prefer not to confront your supervisor again, you can speak to a more senior manager or your HR representative, or contact the [Integrity Helpline](#). Any of these options will enable us to help resolve the issue. You will be protected from any retaliation.

Inclusion and Belonging



Valuing Talent, Background and Perspective

HOW WE WIN

Our culture of inclusion and belonging unlocks exceptional insights and innovation

WHY WE PUT VALUES FIRST

Johnson Controls attracts, develops and empowers individuals with a wide range of experiences, capabilities and points of view. Valuing what makes each of us unique broadens our perspectives and stimulates new ideas. Our inclusive culture allows us to solve problems more creatively, make decisions more thoughtfully, and identify opportunities more proactively. When everyone feels they can contribute to and participate in our success, our employees, customers, and investors all benefit.

WHAT WINNING LOOKS LIKE

- We leverage an inclusive culture by:
- Actively seeking out alternative opinions and approaches
- Listening respectfully to others so that we can consider and benefit from thoughts and ideas different from our own
- Treating people fairly and providing employees with merit-based opportunities based on their qualifications and skills
- Asking for and being receptive to feedback from others

THINK FIRST

Q:

I have a visual impairment, which my manager is aware of. However, my manager often makes remarks that make me feel self-conscious, such as 'We were blind to that' or 'Anyone could see that.' I hesitate to raise the issue because I don't want to draw more attention to my situation. How can I address this without affecting my career?

A:

At Johnson Controls, we promote an

inclusive environment in which everyone can contribute to our success. Any form of discrimination or bias reflects neither our values nor the culture we want to create. Consider using available resources for raising concerns, such as speaking to HR or contacting the Integrity Helpline. [Integrity Helpline](#).

Equal Opportunity and Preventing Discrimination



Supporting and Advancing our People

HOW WE WIN

We attract talented people, develop their potential and set them up to succeed.

WHY WE PUT VALUES FIRST

We hire and promote the best and the brightest. We base employment decisions on qualifications, aspirations and performance, never on prejudice or bias. Giving everyone a fair chance is the right thing to do. We won't tolerate discrimination on the basis of race, color, religion, national origin, gender, pregnancy, age, disability, sexual orientation, gender identity, marital status, military service or any other status protected by law.

WHAT WINNING LOOKS LIKE

We attract, develop and retain outstanding employees by:

- Treating people fairly and focusing on the value they bring to Johnson Controls
- Making decisions about recruitment, training, promotions and discipline on the basis of merit
- Providing reasonable accommodations for disability
- Refusing to accept any excuses for discrimination—there are none

THINK FIRST

Q: I've heard my supervisor say that he doesn't want older workers on his team. He says he's not discriminating—they simply can't keep pace with our production speed requirements. Is he right?

A: No, he isn't. Blanket beliefs or statements about a person or group of people based on age or other personal characteristics are inappropriate and incompatible with the values and culture that we promote. They may also lead to discriminatory actions. Everyone should be judged on their abilities and performance. A work environment where everyone is treated fairly helps ensure a trusting, motivated and high-performing culture.

Employee Data Privacy



Protecting Personal Information

HOW WE WIN

We protect the personal information of our employees, candidates, suppliers and customers.

WHY WE PUT VALUES FIRST

Johnson Controls needs to collect, store, use and share personal information to help us run our business. We need this personal information for many different purposes, including our business relationships with customers and suppliers, administering employee benefits and complying with legal requirements. Johnson Controls respects a person's right to privacy. In the wrong hands, personal information could be used to identify individuals, steal identities or commit fraud. As One Team, we look out for one another—in the workplace and online.

WHAT WINNING LOOKS LIKE

We protect personal information by:

- Collecting, processing and using personal information only for legitimate business purposes and only collecting the amount needed for that purpose
- Being open and clear about why and how personal information is collected, processed and used
- Never sharing more personal information than is needed, or sharing it with anyone who does not have a business need to know
- Protecting personal information we control and securely disposing of it when no longer needed for the original purpose
- Following all applicable privacy laws and our [Privacy Policy](#)

Our employees working in the United States and its territories have the right to discuss wages, hours of work, other terms and conditions of employment, personal information, and/or employment information with their co-workers and third parties, including government agencies, unions, and the media.

Our employees working outside of the United States and its territories must follow laws and regulations in the locations where they work concerning the sharing of the terms and conditions of their employment, personal information, and/or employment information —where local law authorizes employees to share this information, they are free to do so; where local law requires this information to be kept confidential, employees should not share this information.

THINK FIRST

Q: A friend on my team recently had a baby. Our team leader wants to send her flowers on the Company's behalf, which I think is a nice idea. Since he knows that the two of us are friends and live close to each other, he asked me for my friend's home address. I feel uncomfortable giving him the address without first asking my friend's permission. But I don't want to spoil the surprise so what should I do?

A: We take the protection of personal information very seriously, whether it belongs to employees, customers or other business partners. We all have a responsibility to protect it and only allow it to be used for proper purposes and by people who are authorized to use it. Allowing personal data to get into the wrong hands can have devastating consequences, potentially facilitating identity theft and other crimes. Tell your team leader that you would prefer that he make the arrangements in consultation with your team's HR partner.



values first AND
WINNING FOR CUSTOMERS

Product Quality and Safety



Delivering Excellent Products and Solutions

HOW WE WIN

We focus on delivering the highest value to our customers through safe, innovative products and solutions.

WHY WE PUT VALUES FIRST

We want customers who stay with us for the long term, customers who trust us to understand, anticipate and meet their needs better than our competitors. We are never complacent, always looking for new and better ways to be customer driven. As we continue to innovate, we never compromise on the quality or safety of our products and services.

WHAT WINNING LOOKS LIKE

We deliver excellence to our customers by:

- Creating an environment that promotes quality and innovation for our products and solutions
- Never taking shortcuts that could potentially compromise the quality or safety of any of our products and solutions
- Soliciting and listening to customer feedback
- Immediately reporting any concerns about product safety or quality

THINK FIRST

Q: I was involved in a recent product redesign. The process took more than a year to complete and has resulted in what we believe is the most technologically advanced product in its category. However, I'm concerned that I may have identified a design flaw that could, in certain circumstances, make the product short-circuit and cause a fire. I mentioned this to my manager. He assured me that there was negligible risk and we should not second-guess a very exhaustive testing process. This is bothering me because someone could get hurt. My manager refuses to discuss the matter any further. Who can I talk to?

A: Safety is a critical concern for us—when designing and building our products and after they've left the factory. You should speak either to a senior manager on the Engineering team or contact the Compliance team, your local EHS representative or a member of the corporate EHS team or submit a report to the [Integrity Helpline](#). That way, your concern can be properly evaluated and escalated, if necessary.

Honest Marketing, Sales and Service Practices



Marketing and Selling Honestly

HOW WE WIN

We speak confidently and honestly about the value we bring to customers because this builds trust in our brand.

WHY WE PUT VALUES FIRST

Johnson Controls puts integrity first. We promise honesty and transparency to everyone with whom we do business. Winning business and earning customers' trust starts with how we present our solutions in the marketplace. We show how we add value in a clear and truthful way, and we deliver on our promises.

WHAT WINNING LOOKS LIKE

We present our brand confidently and honestly by:

- Accurately presenting the capabilities of our products and services
- Ensuring that marketing materials and contracts meet legal and regulatory requirements
- Focusing on the benefits of our solutions, and not criticizing competitors unfairly
- Avoiding high-pressure sales tactics and “overselling”
- Obtaining proper authority to finalize deals or sign contracts
- Being responsive in a timely manner to customer inquiries and concerns

THINK FIRST

Q: At a recent sales meeting, my colleague answered the prospective customer's technical question accurately but, in my view, not completely. Not wanting to contradict my colleague in front of the customer, I queried her in the taxi afterwards. She said, “What I presented to the customer was correct and the bit I forgot to mention isn't material to their decision. Since they told us we're on the shortlist, we can always clarify this at the next meeting.” I feel like we shouldn't wait and should be sure the customer is fully informed.

A: Your instinct is right. When we present our products and solutions in the marketplace, we must provide the complete picture so that customers and prospects can make a fully informed decision. Going back to clarify the details at this point is a good way to earn the customer's respect and trust. The customer should be the judge of what is important to them. If we make a sale based on a misunderstanding, we risk damaging not only a business relationship, but also our reputation.

Customer Data Privacy



Preserving Customer Trust

HOW WE WIN

We protect the confidential information that our customers entrust to us.

WHY WE PUT VALUES FIRST

Being customer driven is about more than keeping promises and meeting expectations. At its core, it's about continuing to earn our customers' trust by showing that we look after their interests as well as our own. Confidential information is as precious to our customers as it is to us; its unauthorized use or disclosure could cause serious financial and reputational harm. We take precautions to protect the confidential information entrusted to us.

WHAT WINNING LOOKS LIKE

We preserve customer trust by:

- Being as careful with customers' confidential information as with our own
- Taking appropriate security measures to safeguard customers' information
- Disclosing customers' confidential information only to those who are authorized and have a business need to know it
- Not sharing confidential customer information with anyone outside our Company unless the customer has given permission
- Assuming that information is confidential unless and until we confirm otherwise
- Following applicable privacy laws and our [Privacy Policy](#)
- Contacting the Compliance team or Law Department immediately if we know or suspect that customer information was inadvertently mishandled in any way

THINK FIRST

Q: During my 10 years with Johnson Controls, I've worked with many groups and formed strong relationships across the Company. A friend from my last group asked if I could send him a list of customer email addresses so he could better market a new service. I know we're One Team and I want to help my friend; I'm just not sure if I should be sharing this information, even internally. How should I handle this request?

A: Operating as One Team involves finding ways to collaborate across our organization, and it also means sharing responsibilities to meet our legal and ethical obligations. This includes the obligation to protect customer information, much of which is confidential. If such information is released without permission, it could potentially get into the wrong hands, putting the customer and our reputation at risk. Do not share the requested information and remind your friend that customers rely on us to use their information only for the purposes for which they provided it; we need to seek their permission before sharing it for other uses.

Government Contracts Compliance



Honoring Special Obligations to our Government Customers

HOW WE WIN

We consider it a privilege to serve government customers and take care to fulfill our special obligations to them.

WHY WE PUT VALUES FIRST

We are customer driven. We recognize that government customers often have different requirements than customers in the private sector. We must pay close attention to these requirements and follow them precisely. This will ensure that we focus on what is important to our customers and avoid penalties that could harm our business or reputation.

WHAT WINNING LOOKS LIKE

We show our commitment to serving government customers by:

- Familiarizing ourselves with the critical requirements of our government contracts
- Complying with all applicable laws for contracts with governments and on exports of products or data, as well as our [Federal Government Contracting Policy](#)
- Following rules on hiring or working with current or former government employees
- Knowing precisely how and when to respond to government solicitations for content
- Being mindful of information that is classified or has other special restrictions
- Ensuring that every document or communication is accurate and truthful
- Where required, using current, accurate and certified cost or pricing data when submitting proposals
- Avoiding receipt of unauthorized information about competitors

THINK FIRST

Q: I manage procurement for Federal Government contracts. I have just discovered that, a couple of months ago, a supplier made a very minor change to the specification of a component used in products sold to government customers. The supplier told me we weren't informed of the change because it was so minor and, arguably, improved the component. However, I'm worried that recent shipments to our customers may not be compliant with the relevant government contracts due to this change.

A: You are right to be concerned. When dealing with government customers, we must follow the contract requirements precisely. If we fail to do so—even in a way that seems trivial and inconsequential, or even a change that we think improves the item—the resulting breach of contract could trigger not only financial penalties but, potentially, the risk of being suspended or even debarred from government work. The issue must be reported to the Law Department immediately for advice on how to proceed, as it may require disclosure to the government.

Government Contracts Compliance



WHY GOVERNMENT CONTRACTS HAVE SPECIAL REQUIREMENTS

The countries whose governments we serve have laws designed to help ensure that: public funds are spent appropriately; government procurement and contracting processes are managed transparently, honestly, responsibly and consistently; and that national security and the public interest are protected.

Many of our government contracts are with the United States Federal Government. Examples of laws and regulations that impose complex and strict requirements on these contracts include:

- Federal Acquisition Regulation (FAR) governs the way in which government agencies purchase or lease goods and services
- Defense Federal Acquisition Regulation Supplement (DFARS) covers defense industry procurement requirements
- International Traffic in Arms Regulations (ITAR) governs the export and import of defense-related articles and services



values first AND
WINNING IN THE MARKETPLACE

International Trade Compliance



Doing Business Globally

HOW WE WIN

As a Company that operates globally, we comply with all trade regulations and restrictions that apply to us.

WHY WE PUT VALUES FIRST

We are proud to have customers and operations in many countries around the world. We follow the laws that apply everywhere we do business, as well as those governing international trade. For national security, political or economic reasons, governments may control the import and export of sensitive equipment and data; they may also restrict business with certain groups, individuals or countries. Compliance with trade regulations not only avoids heavy fines, loss of permits and imprisonment, it also helps to make the world a safer place.

WHAT WINNING LOOKS LIKE

We conduct our business around the globe responsibly by:

- Following Company policies and procedures designed to address trade regulations, including our [Trade Compliance Policy](#)
- Not knowingly marketing, selling or providing services to anyone on the U.S., E.U. or other applicable embargo or sanction lists
- Complying with all contractual or legal restrictions on access to customer information
- Conducting risk assessments and due diligence checks on third-party organizations with whom we intend to conduct business
- Alerting the Law Department if any customers, suppliers or others ask us to participate in a boycott

THINK FIRST

Q: I recognize that Johnson Controls is always exploring potential new markets for our products and solutions. An overseas distributor contacted me recently to say he had been receiving inquiries about a product line we have not previously sold in that part of the world. I'm aware that there are sometimes restrictions on where we can sell products and on the uses to which they can be put. I asked the distributor to answer a few questions to help me understand the intended end user and end use. His responses were vague and he seemed to minimize my concerns. I don't think he understood the potential risks. What should I do?

A: You were smart to bring up international trade compliance. It is important to review any market opportunity abroad for these type of risks. You should pursue your inquiries with the distributor, as we will not be able to supply the products without a full understanding of the intended end-user and end-use. Also escalate the potential international trade issues to management, the Trade Compliance Team or the Law Department for assistance.

Fair Competition/Antitrust



Doing Business Fairly

HOW WE WIN

We compete strongly and fairly, outperforming our competitors through superior quality and value.

WHY WE PUT VALUES FIRST

We believe in a free and competitive marketplace. It offers us the best opportunity to differentiate the Johnson Controls brand. By being customer driven and providing best-in-class service, we outperform the competition and build long-term trust in our brand. The laws designed to promote free markets—known as antitrust laws in the United States and fair competition laws in most other countries—are complex; violations can result in severe penalties. We recognize that even the appearance of unfairness or deception in our competitive practices could hurt our reputation and expose us to legal liability.

WHAT WINNING LOOKS LIKE

We win business the right way by:

- Avoiding formal or informal agreements or behavior patterns with competitors to:
 - Charge a certain price for a service (price fixing)
 - Manipulate a bidding process (bid rigging)
 - Divide up markets by geography or customer (market allocation)
- Presenting our value proposition honestly, accurately and without exaggeration
- Never improperly interfering with our customers' existing business contracts
- Reading and understanding the [Global Antitrust and Fair Competition Policy](#)
- Never abusing our market-share position

THINK FIRST

Q: Waiting for the start of a panel discussion at this year's MetroExpo, I got into a conversation with a competitor's sales director. He asked if I'd noticed that the Facilities Procurement officer in a major city we both support is particularly hard to deal with; he speculated about what would happen if companies like ours refused to do business with the city. Talking about a common customer made me uncomfortable so I pretended to take a phone call and then moved to a seat on the other side of the auditorium. How should I have responded?

A: You were right to bring an end to the conversation. It would also be wise to report your concern to the Law Department as soon as possible. Trade shows and association meetings are important venues for learning and staying current in our industry. However, interactions with competitors at such events can be fraught with the risk of competition law violations. A conversation with a competitor about boycotting a common customer could be considered an attempt to form an illegal agreement to exclude companies from a certain market or to put pressure on a certain customer to "fall in line."

Research Integrity and Ethically Sourcing Competitive Intelligence



Doing Business Smartly

HOW WE WIN

We keep ourselves informed about market trends and opportunities through ethical research.

WHY WE PUT VALUES FIRST

Monitoring developments in our markets to understand the competitive landscape helps us to continuously improve and to anticipate our customers' needs. We put integrity first and always gather information about competitors ethically.

WHAT WINNING LOOKS LIKE

We gather competitive intelligence appropriately by:

- Being truthful about our identity and motives when making inquiries
- Not using third parties to engage in actions we would not engage in ourselves
- Not asking colleagues (or prospective employees) to reveal confidential information about their former employers

THINK FIRST

Q: I work in business development, and I am in the process of negotiating and finalizing a bid proposal for a big project. Today, I received an email from a prospective customer's procurement manager, and by mistake she attached one of our competitor's proposals instead of my marked-up proposal. I noticed the competitor's price was 25 percent lower than our bid. I want to lower the price in our bid to beat the competition. Can I do that?

A: No. Our value of Integrity First requires us to gather and use competitive intelligence lawfully and ethically. Here, taking advantage of the customer's mistake would violate their trust. If it ever became public knowledge that we took advantage of a customer in this way, it could jeopardize our reputation for honesty and fair dealing and we could even end up losing the contract. Instead of using this information, you should let the customer know about the mistake and tell her you will delete the email and attachment. You should also notify the Law Department of the mistake to ensure appropriate documentation, and continue to focus on the strengths of your original proposal. Remember, a good rule of thumb for deciding how to treat competitive intelligence is to think how we would feel if a competitor did the same to us.

Bribery and Other Forms of Corruption



Doing Business Honestly

HOW WE WIN

We win and retain business on the strength of our value proposition and by building relationships based on transparency and trust.

WHY WE PUT VALUES FIRST

Putting integrity first strengthens our reputation as a trustworthy and reliable business partner. We have no interest in “buying” business, nor dealing with those who encourage or tolerate corrupt practices. Corruption harms communities, distorts the marketplace and makes it harder for everyone to do business. Regardless of local custom or the practices of other companies, we resist corruption in all its forms. We avoid even the appearance of acting improperly, whether dealing with government officials or private enterprise.

WHAT WINNING LOOKS LIKE

We vigorously oppose bribery and other forms of corruption by:

- Never offering, promising or giving anything of value to a government official or anyone else in order to gain a business advantage
- Refusing to accept bribes or kickbacks and notifying the Compliance Department if they are offered
- Keeping accurate and complete records so that all payments are honestly detailed and Company funds are not used for unlawful purposes
- Conducting appropriate due diligence on all our third-party providers
- Not using an agent or other third party to make improper payments that we would not make ourselves
- Following our [Third Party Travel, Gifts and Entertainment Policy](#) and [Anti-Corruption Policy](#) diligently
- Reporting any concern about a potentially improper payment

Bribery and Other Forms of Corruption



THINK FIRST

Q: My team is bidding on a big urban redevelopment project in a developing market. Even though we don't need a partner to be successful on the project, the city government's procurement official is strongly recommending that we meet with a local company to discuss using them as our subcontractor. It appears that the CEO of that company and the government official are related. Should we go ahead with the meeting?

A: There are warning signs of corruption here. One is the suggestion that we'll win business in return for using a subcontractor with close ties to the government official, and another is the fact that we don't need a subcontractor to provide products and services to this customer. Corruption can take many forms and does not always involve a direct bribe to a government official. In this situation, you should inform the procurement official that there is no need for the recommended subcontractor and politely decline the meeting. If you have any concerns at all, speak with Compliance or the Law Department.

IS THAT CORRUPTION?

Corruption can take many forms and we must watch out for the danger signs. These include other parties:

- Refusing to agree to our Global Supplier Standards
- Objecting to anti-corruption contract requirements
- Maintaining close ties to government officials
- Requesting unusually high commissions, payments in cash, or payments to accounts in someone else's name
- Offering questionable qualifications to perform the required services
- Having a reputation for questionable business practices

Third-Party Intellectual Property and Commercial Rights



Doing Business Respectfully

HOW WE WIN

We respect the intellectual property and commercial rights of others as we would want them to respect ours.

WHY WE PUT VALUES FIRST

We respect the intellectual property and commercial rights of others. We don't take credit for or steal any ideas that aren't our own creation. We understand that use of others' protected rights without permission is against the law, and could expose us to legal liability.

WHAT WINNING LOOKS LIKE

We do business respectfully by:

- Respecting the ideas, processes and works that others have created and not infringing their protected rights
- Using third-party assets, such as software, music, videos and text-based content, only with permission and according to the relevant licenses
- Using only software and processes that are approved by our Company
- Following the applicable intellectual property laws



values first and
WINNING FOR INVESTORS

Conflicts of Interest



Acting in the Company's Best Interests

HOW WE WIN

We make smart, objective choices that put the Company and our customers ahead of personal benefit.

WHY WE PUT VALUES FIRST

We work together to win for our customers. We don't allow personal interests or relationships to get in the way of winning as One Team. We make decisions openly, thoughtfully and with integrity; this benefits our business and shows everyone that we can be trusted to do the right thing.

WHAT WINNING LOOKS LIKE

We act in the best interests of the Company by:

- Making unbiased business decisions based on relevant facts and sound judgment
- Avoiding situations in which a decision could be influenced—or appear to be influenced—by conflicting interests (like a potential personal benefit)
- Disclosing a conflict of interest that can't be avoided so that it can be managed appropriately
- Seeking advice whenever we're unsure if there's a problem

WHAT IS A CONFLICT OF INTEREST?

A conflict of interest exists whenever social or family relationships, activities outside of work, financial investments or other personal interests are at risk of interfering with our ability to make unbiased decisions on behalf of the Company. We must be careful to avoid even the appearance of a conflict of interest since it could make others think we're acting improperly.

ASK YOURSELF:

Could my proposed decision or action:

1. Make me feel obligated to someone else?
2. Be inconsistent with Johnson Controls' values?
3. Be influenced (even a little) by personal or family considerations?
4. Give the appearance that I'm not putting the Company's best interests first?

If the answer to any of these questions is "yes" or "maybe," it's important to seek advice using the [resources listed on page 10](#). If you think you may have a conflict of interest, you should disclose it at [JCIComplianceForms.com](https://www.jci.com/compliance/forms).

Conflicts of interest can take many forms. The following guidance covers some of the more common situations. See also our [Conflict of Interest Policy](#).

Conflicts of Interest



Relatives and Friends

We don't allow the desire to help friends and family to influence our decisions at work.

We avoid the risk of personal relationships affecting our objectivity by:

- Keeping close friends and relatives out of reporting lines and out of the same department, whether employees, interns or contractors
- Letting others handle employment-related decisions (such as hiring, promotion and discipline) involving close friends and relatives
- Taking steps to ensure transparency and independence when considering close friends or relatives as potential Johnson Controls service providers
- Carefully weighing decisions to use former Johnson Controls employees as consultants, contractors or suppliers

Personal and Family Investments

Our decisions are not influenced by the prospect of financial gain for ourselves or our family members.

We keep personal financial considerations out of business decisions by:

- Not owning a significant* financial stake in a business connected to or competing with Johnson Controls
- Disclosing to the Compliance Department when a close family member is employed by or owns a significant* financial stake in a business connected to or competing with Johnson Controls

*For guidance on whether a financial interest is significant, please consult the Compliance Department.

Gifts and Hospitality

We win business and build relationships based on trust and mutual value – never through inappropriate gifts or hospitality.

We avoid potential conflicts involving the giving of gifts and hospitality by:

- Providing reasonable meals and entertainment only as part of business discussions and only if they do not violate policies of the recipient's organization
- Not giving or receiving gifts or entertainment with the intention to influence the recipient's behavior
- Giving gifts of only nominal value to those with whom we do business or seek to do business
- Never giving gifts of cash or cash equivalents

Conflicts of Interest



- Giving gifts or entertainment to government customers only if permitted and pre-approved by the Compliance Counsel
- Paying for a third party's reasonable travel and accommodation expenses in accordance with our policies and only when approved in advance
- Ensuring that all gifts, entertainment and travel provided are legal, ethical and not contrary to our values

We avoid potential conflicts involving the receiving of gifts and hospitality by:

- Accepting gifts of only nominal value
- Not accepting gifts of cash or cash equivalents
- Not accepting travel from third parties
- Limiting our acceptance of entertainment to athletic, theatrical or cultural events (i.e., sports events, golf outings or concerts) or meals
- Politely refusing any travel, gifts or entertainment that violates our [Gifts & Entertainment Policy](#)

THINK FIRST

Q: Our team is bidding on a big contract, and we're expecting to learn the outcome very soon. I'm attending a conference and a key decision maker from the prospective customer will be there, too. Can I invite him to dinner to make a final pitch for Johnson Controls?

A: This is not recommended as it could be perceived as attempting to improperly influence the customer. Putting Integrity First means giving customers reasons to choose us because of the quality of our products and customer service, not because we have given them a valuable gift or provided generous hospitality. Since the timing is so close to the customer's procurement decision, this could easily be interpreted as an attempt to inappropriately influence the business decision—which is strictly prohibited. It is particularly important to be cautious during the bid process. As long as your contact is not a government official, it would be appropriate to invite him or her to meet over coffee or tea as a way to build the relationship and to answer any questions the prospective customer might have about Johnson Controls.

Conflicts of Interest



Corporate Opportunities

We use the knowledge gained in the course of our work, and the Company's resources and assets, so that we can better help our customers win.

We avoid conflicts of interest or damage to our business by *not*:

- Taking for ourselves business or investment opportunities discovered in the course of our work
- Using Company property, information or our position at Johnson Controls for improper personal gain
- Competing with Johnson Controls, directly or indirectly

Outside Activities

We give our best effort every day at Johnson Controls, not allowing outside jobs or other activities to hinder our contributions to the Company's business.

We strive to lead full and productive lives outside of work while *not*:

- Interfering with our responsibilities or performance at Johnson Controls
- Working for a competitor or supplier
- Risking damage to the Company's business or reputation
- Using Company resources, including other employees or vendors, for outside interests
- Creating any other kind of conflict of interest

THINK FIRST

Q: My recent experience of home renovation makes me think I would like to buy a "fixer-upper" property and try to sell it at a profit – and perhaps even get a real estate license. I'm committed to Johnson Controls and don't think that my interest in home renovations will interfere with my work. Could this be an issue?

A: We want our people to lead full and rewarding lives outside of work. At the same time, we're all expected to give our full attention and best efforts every day at Johnson Controls. You will need to determine whether taking on the substantial extra effort in renovating and selling houses will allow you to maintain an appropriate balance between personal and work responsibilities. If you think this may create a conflict of interest, you should disclose it at [JCIComplianceForms.com](https://www.jci.com/compliance/forms).

Recordkeeping and Disclosure



Creating and Maintaining Accurate Records and Accounts

HOW WE WIN

We keep accurate records and accounts to help us operate effectively and to provide timely and truthful information to those who need to rely on it.

WHY WE PUT VALUES FIRST

As a publicly traded company, Johnson Controls is required to maintain and disclose accurate financial records. While a legal obligation, proper recordkeeping is also essential to efficient and profitable business operations. We all have a part to play in keeping records accurate and current; it helps us maintain the trust and confidence we've built with customers, investors and other stakeholders.

WHAT WINNING LOOKS LIKE

We maintain accurate records and accounts by:

- Recording all assets, liabilities, revenues, expenses and business transactions completely, accurately, in the proper period and in a timely manner
- Ensuring that records and accounts conform to generally accepted accounting principles and our internal controls system
- Never setting up secret or unrecorded cash funds or other assets or liabilities
- Using appropriate and accurate wording when creating records
- Never concealing or destroying documents or records that are subject to investigation or may be needed in legal proceedings
- Complying with legal hold notices
- Maintaining and eliminating Company records in compliance with our records retention and information management procedures

Recordkeeping and Disclosure



THINK FIRST

Q: I'm aware that our records management policies call for us to delete certain records after a designated amount of time. I've been keeping all my records on one particular matter because I know there were problems locating documents in the past. Is this a good idea?

A: No, you must conscientiously follow our records retention policies and schedules. These policies support the Company's legitimate destruction of obsolete records, and failure to follow them could expose the Company to claims of selective destruction. Keeping records for too long can also overtax our storage systems and put sensitive or confidential information at risk of being accessed and misused. Furthermore, we may have a legal obligation to delete information that is no longer needed, like personal data or confidential information from a business partner. By retaining records according to our defined schedules, you strengthen our records management program and protect the Company.

Physical Property and Assets, Our Reputation and Our Confidential and Proprietary Information

Safeguarding Company Assets

HOW WE WIN

We protect Johnson Controls' reputation and other assets because they are the building blocks for our future.

WHY WE PUT VALUES FIRST

We focus on the future. Making the best use of what we have today sets us up to win tomorrow. Our assets—property, money, information, ideas and reputation—sustain our operations and allow us to invest in innovation and continuous improvement. As good stewards of these assets, we use them to create exceptional customer experiences and sustainable investor value.

WHAT WINNING LOOKS LIKE

We safeguard Johnson Controls' assets by:

- Taking reasonable care of assets in our control to avoid their loss, damage, destruction, theft or unauthorized use
- Being vigilant to prevent fraud, waste or abuse in relation to Company assets
- Managing our records and information in accordance with the [Records Retention Policy](#) and other Company policies
- Following information security and user access protocols to protect Company systems and data from unauthorized access, modification, duplication, destruction or disclosure, whether accidental or intentional
- Using Company assets only for business purposes, unless a reasonable and incidental personal use exception applies
- [Reporting any concerns](#) about the use, abuse or endangerment of our Company assets

DIFFERENT ASSETS, SAME PRINCIPLE

Company assets take several forms. How we protect them will depend on the assets and our particular role. But in all cases, the same principle applies: Take care and use good judgment.

Information assets: Any data relating to our products, business or how we conduct our operations, regardless of how it's created, distributed, used or stored.

Financial assets: Money and anything that can be converted into money, such as stocks, bonds and bank deposits.

Physical assets: Anything tangible the Company owns that's used to conduct our business (e.g., facilities, machinery, tools, computers, mobile phones, raw materials, vehicles, office equipment and supplies).

Intangible assets: Our reputation, ideas, inventions, intellectual property, designs, copyrights, trademarks, patents and trade secrets. These assets help us drive innovation and improvement.

Physical Property and Assets, Our Reputation and Our Confidential and Proprietary Information

The following guidance addresses some particularly important areas in which we need to take care and use good judgment.

Protecting Proprietary and Confidential Business Information

We protect our confidential business information and intellectual property because they give us our edge in the marketplace.

We bring the future forward and win for our customers by developing ideas and using technical know-how that others don't have. Our confidential business information and intellectual property are vital business assets that distinguish us from competitors. We must protect them from unauthorized disclosure or misuse.

We safeguard our proprietary and confidential information by:

- Sharing this information only with those who are authorized and have a business need to know it
- Not discussing confidential matters when there is a risk we could be overheard
- Taking care outside the workplace to ensure that documents and electronic devices aren't visible to others
- Never using confidential information for our own personal gain or to benefit anyone outside of Johnson Controls
- Remembering that the obligation to protect the Company's confidential information continues after we leave the Company

Our employees working in the United States and its territories have the right to discuss wages, hours of work, other terms and conditions of employment, personal information, and/or employment information with their co-workers and third parties, including government agencies, unions, and the media.

Our employees working outside of the United States and its territories must follow laws and regulations in the locations when where they work concerning the sharing of the terms and conditions of their employment, personal information, and/or employment information —where local law authorizes employees to share this information, they are free to do so; where local law requires this information to be kept confidential, employees should not share this information.

THINK FIRST

Q: Last night I had dinner with an old high school friend who works for a local engineering firm. We were talking about how we both felt proud that our companies were focused on innovating to solve real-world problems. I mentioned to her, at a high level, some of our newest products under development, focusing on how the product will solve customer problems. After leaving the dinner, I wondered if I shared too much and potentially put the Company's ideas and property at risk.

A: You are right to be concerned. While your friend is not a direct competitor, it is still important to be very careful to avoid sharing any Company information that is not in the public domain. Our intellectual property, trade secrets and other confidential ideas and information are vital assets on which our competitive advantage depends. If you believe you may have inadvertently shared non-public information about the Company's products, you should contact the Compliance Team or Law Department for guidance.

Physical Property and Assets, Our Reputation and Our Confidential and Proprietary Information

WHAT CONFIDENTIAL INFORMATION LOOKS LIKE

Examples of confidential business information that should not be shared with third parties outside of Johnson Controls include:

- Trademarks, patents, trade secrets and other intellectual property
- Non-public financial information or projections
- New product or marketing plans
- Research and development ideas or information
- Manufacturing processes
- Detailed procurement information
- Information concerning potential acquisitions, divestitures and investments
- Legal opinions and work product
- Any other information that might be useful to competitors

Using Company Technology and Information Systems Responsibly

We use Johnson Controls' technology and information systems responsibly to work efficiently and achieve our business objectives.

Working as One Team for our customers would not be possible without the systems and technology we rely upon every day. Laptops, mobile devices, email and the infrastructure that supports them, enable us to work more productively, communicate more effectively and better serve our customers. They help us access and share the information we need to innovate and continuously improve. Inappropriate use, however, can drain our resources, compromise our security and damage our brand and reputation.

We use our technology and systems safely and appropriately by:

- Giving system access only to authorized individuals and only for as long as needed
- Providing authorized users with access only to the systems and data needed to do their jobs
- Protecting passwords, changing them regularly and never sharing them with others
- Keeping confidential information off the Internet
- Not downloading unapproved software or opening suspicious attachments
- Connecting only authorized personal devices to Johnson Controls' networks
- Taking steps to protect hardware from loss, damage or theft
- Never sending messages that contain harassing or offensive content
- Avoiding visiting inappropriate websites
- Making only reasonable, incidental personal use of Company equipment and systems

Physical Property and Assets, Our Reputation and Our Confidential and Proprietary Information

Protecting the Company's Reputation

We strive to maintain a reputation for integrity and customer-driven innovation in everything we do.

Our reputation is one of our most valuable assets. We've been building it for over 130 years but are always looking to the future. Each of us, in our daily actions and decisions, should feel a weight of responsibility to protect Johnson Controls' reputation. When we act with integrity and put our values into action, we will continue to earn the confidence and trust of our employees, customers and business partners.

We protect our reputation by:

- Exemplifying our core values
- Always using sound business judgment
- Being great ambassadors for Johnson Controls
- Ensuring that our decisions and conduct consistently sustain the Company's good name

OUR REPUTATION

A 130-year history is something to be proud of. But never forget that reputation is about others' last experience of dealing with us and their anticipation of the next one.

Preventing Fraud

Our commitment to integrity means we are vigilant to prevent fraud, waste and abuse.

Fraud, waste and abuse have no place at Johnson Controls. Our commitment to a culture of integrity and trust is the surest way to prevent these abuses, and detect and correct them if they occur.

We prevent fraud, waste and abuse by:

- Fully and accurately describing travel, entertainment and other expenses in our books and records.
See the [Global Business Travel, Entertainment and Employee Expense Policy](#).
- Properly classifying and accounting for financial transactions
- Billing only for services we provide, within the required timeframes
- Delivering the discounts we've promised

Physical Property and Assets, Our Reputation and Our Confidential and Proprietary Information

- Following all procurement policies and ordering only the goods and services we need
- Never using Company cash or credit cards for non-business purposes
- Asking for clarification if we are unsure about accounting procedures or legal obligations
- Immediately reporting concerns about inappropriate or suspicious activity

Safeguarding Our Facilities

We keep our facilities and equipment secure and safe from harm so that we are always ready to help our customers win.

Secure facilities provide a safe, comfortable environment for our people while protecting our equipment and materials from damage, theft or industrial espionage.

We safeguard our facilities by:

- Wearing our Company identification badge at all times, and making sure that others do, too
- Not propping open doors or allowing others to follow us through secure entrances
- Never giving anyone our keys, badge or alarm codes
- Locking doors to offices and vehicles
- Promptly reporting leaks, broken equipment or other maintenance issues to management
- Inspecting and testing all fire protection and security equipment on a regular schedule
- Responding to all alarms promptly (even after normal business hours)
- Preventing unauthorized individuals from entering our facilities and contacting Security if there is an intruder
- Contacting the Johnson Controls Global Security Operations Center (GSOC) at +1 414 524 6700 or gsoc@jci.com in the event of any security concern or crisis that poses an actual or potential risk to any of our employees, facilities or operations
- Calling local law enforcement or emergency responders if there is imminent danger

Insider Trading and Securities Market Abuse



Preventing Insider Trading

HOW WE WIN

We never use or share inside information about Johnson Controls or any other company for the purpose of trading on the stock market.

WHY WE PUT VALUES FIRST

In the course of our work, we may have access to information about Johnson Controls or other companies that could be potentially useful to investors. Putting integrity first means showing that we can always be relied on to protect information entrusted to us. “Inside” information consists of details that an investor would consider important in making an investment decision; it is also known as material, non-public information. Using this information for our own benefit or sharing it for the benefit of others is called insider trading. It’s illegal because it provides an unfair advantage and distorts financial markets. The insider trading laws are enforced aggressively, often resulting in heavy fines and imprisonment for those convicted.

WHAT WINNING LOOKS LIKE

We prevent insider trading by:

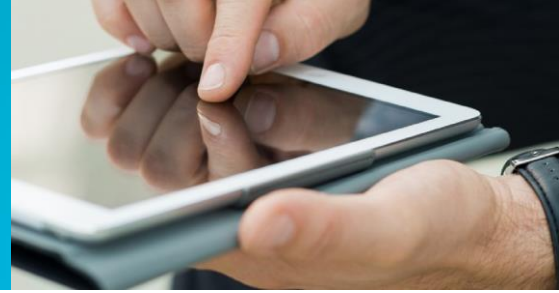
- Never using inside information to trade shares in Johnson Controls or any other publicly traded company—unless and until such information has been made public and the market has had a chance to digest it
- Not sharing inside information with anyone outside the Company, including family members, relatives or friends
- Sharing inside information with colleagues only on a need-to-know basis
- Taking care to protect inside information from accidental disclosure by being careful with Company documents and talking discreetly in open spaces
- Avoiding “tipping”—passing along material, non-public information about any company to anyone who may trade while being aware of such information

THINK FIRST

Q: My uncle’s investments have never recovered from the global financial crisis and I know he is struggling to put his children through university. He asked if he should buy Johnson Controls stock. I feel that doing so would really help him, especially because we expect upcoming product launches to drive up the share price. Can I tell him about the new product launches or recommend the stock to him?

A: Absolutely not. Details of the upcoming product launches is material, nonpublic information that could provide your uncle with an unfair trading advantage. Sharing that information would be illegal. Tell him that since you are a Johnson Controls employee, you cannot provide information that would encourage or discourage anyone from trading in the stock. Refer him to the Investor Relations section of our website or suggest he contact [Investor Relations](#) if he has specific questions.

Responsible Communications



Building Trust and Reputation through Responsible Communications

HOW WE WIN

We strengthen our brand and stakeholder relationships through thoughtful, accurate and consistent communications and responsible engagement with social media.

WHY WE PUT VALUES FIRST

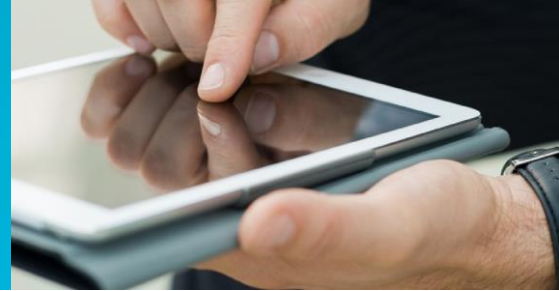
We communicate truthfully, accurately and consistently with customers, investors and other stakeholders. This is essential to building a business based on trust, long-term relationships and mutual value, rather than mere transactions. We remember that we are all ambassadors for the Johnson Controls brand. We express our value in the marketplace and preserve our reputation by using social media responsibly and by letting colleagues with the proper authority and experience handle external inquiries.

WHAT WINNING LOOKS LIKE

We strengthen our brand and relationships by:

- Following our [Communications Policy](#) when handling external inquiries or engaging with social media
- Only communicating information on behalf of Johnson Controls if authorized to do so
- Being courteous and professional in our online exchanges
- Remembering that our online activity, even outside work, could help or hurt Johnson Controls
- Identifying opinions as our own unless we are authorized to speak on Johnson Controls' behalf
- Never disclosing confidential or proprietary information (about our Company, customers or other business partners)
- Not sharing internal employee communications such as general emails or portal stories
- Never posting illegal content or anything that could reasonably make others feel bullied or threatened
- Not letting social media activities interfere with our job responsibilities at Johnson Controls

Responsible Communications



THINK FIRST

Q: I follow one of my coworkers on social media. At times, he posts content that refers to the Company's leadership in a negative way. His profile clearly identifies himself as a Johnson Controls employee. I know that he has the right to openly express his personal opinions, but this does not feel right. Is he in violation of any of our policies or guidelines?

A: No, your colleague did not violate any of our policies or guidelines. He is entitled to express his personal opinion, but he may want to consider a less public way to express his views about the Company. Though social media gives us new and far-reaching ways to communicate, the same principles of good judgment apply as in more traditional communications: employees must not present their opinions as those of the Company unless authorized to do so; they must not share confidential, non-public information; and they must not say things that are abusive or against the law.

WE CONNECT, COMMUNICATE AND LEARN THROUGH SOCIAL MEDIA

Social media is a powerful tool that connects Johnson Controls with our customers, communities and stakeholders all around the globe – instantly. It allows us to strengthen our relationships and build our brand. Many of us use social media in our personal lives, to stay informed and in touch with friends and family. Being mindful of our online presence, and thoughtful about what we post, minimizes the risk of something being misinterpreted or taken out of context.



values first AND
WINNING WITH OUR SUPPLIERS

Procurement



Selecting Our Suppliers Responsibly

HOW WE WIN

We select our suppliers fairly and objectively to give us the best chance of winning with our customers.

WHY WE PUT VALUES FIRST

We look to build meaningful, long-term supplier relationships, based on mutual benefit and trust. These relationships help us win in the marketplace and provide exceptional customer experiences and solutions. We want suppliers who share our commitment to integrity and working collaboratively. When suppliers feel invested in our customers' success, like us, they win when our customers win.

WHAT WINNING LOOKS LIKE

We manage procurement responsibly by:

- Treating all current and potential suppliers fairly and with integrity, regardless of the transaction value or length of the relationship
- Seeking to do business with suppliers who best meet our needs and share our values
- Complying with legal requirements (e.g., the U.S. Procurement Integrity Act and the Foreign Corrupt Practices Act)
- Conducting appropriate due diligence on potential suppliers to ensure they are qualified and reputable
- Making selections based on clear performance measurements, such as quality, price, service, reliability, availability, technical excellence, speed of delivery and ethical business practices
- Promoting a diverse and inclusive supplier base
- Avoiding any conflicts of interest, or the appearance of them, by avoiding the selection of a supplier based on friendships or familial relationships
- Not accepting inappropriate gifts, entertainment or any kind of favoritism, which might compromise the selection of the best partners for Johnson Controls

Preventing Abuses in the Supply Chain



Respecting and Protecting Human Rights

HOW WE WIN

We work to maintain an ethical supply chain by working only with business partners who value and honor the rights of people everywhere.

WHY WE PUT VALUES FIRST

We are led by our purpose, which includes a commitment to respecting and protecting the rights of people across the globe. We believe that properly supporting people is key to a prosperous future. Therefore, we are committed to upholding an ethical and transparent supply chain that is free of child labor, forced labor, slavery and human trafficking.

As an early signatory to the United Nations Global Compact, we make the connections between human rights and the creation of sustainable value that can benefit society.

WHAT WINNING LOOKS LIKE

We strive to respect and protect human rights throughout our operations and supply chain by:

- Providing safe and healthy working conditions at all Johnson Controls facilities
- Respecting employees' rights to organize and bargain collectively and never discriminating against their representatives
- Paying fairly in the market and meeting or exceeding all legal requirements related to compensation
- Allowing employees to work no more than the regular and overtime hours permitted by local law
- Performing appropriate due diligence on potential business partners and following procurement policies when selecting new vendors, seeking out those who do not violate human rights
- Requiring suppliers and vendors to comply with our [Global Supplier Standards](#)
- Instructing business partners not to purchase or use conflict minerals
- Reporting any human rights concerns to the Law Department or the [Integrity Helpline](#)

For further guidance around respecting and protecting human rights, please see our policies on [Human Rights & Sustainability](#), [Slavery and Human Trafficking](#), [Supplier Diversity](#) and [Conflict Minerals](#).

PUTTING PEOPLE FIRST: IT'S ALL CONNECTED

Human rights are about more than checking up on our supply chain. They're about how people deserve to be treated in the workplace, in the marketplace and in our communities.

We recognize the positive impact we can have as a global company. Our commitment in this area is reflected in our [Human Rights & Sustainability Policy](#). This recognizes the many issues that can affect human rights, including:

- Health and safety
- Working conditions
- Bribery and corruption
- Respect for the environment
- Governance
- Transparent reporting and accountability

Preventing Abuses in the Supply Chain



THINK FIRST

Q: I recently toured a major supplier's facilities in a developing country. Some of the workers seemed very young to me. Over two very long days, I remember seeing the same faces early in the morning and late in the evening. I know that child labor and working hours violations have been problems in this part of the world. This supplier has a good reputation and assured us that they follow all applicable labor laws. Do I have a responsibility to share my concerns or escalate the matter further?

A: As a signatory to the UN Global Compact and an advocate for human rights in general, Johnson Controls does not tolerate the employment of children or other labor abuses. If you have any concern that there could be labor or human rights violations at one of our suppliers, you must share your concern with management, Compliance Department or the [Integrity Helpline](#) so that it can be investigated.

Supplier Expectations



Promoting Our Global Supplier Standards

HOW WE WIN

We expect our suppliers to operate to the same high standards that we apply to ourselves – always with integrity.

WHY WE PUT VALUES FIRST

We believe in acting with integrity, showing respect and meeting our commitments. We expect nothing less from those who want to do business with us. Our [Global Supplier Standards](#) set out these expectations. Our suppliers must know and follow these standards to ensure they work with us ethically and responsibly and help to preserve Johnson Controls' reputation.

WHAT WINNING LOOKS LIKE

We maintain high standards and ethical conduct in our supply chain by:

- Being clear and direct with suppliers about our requirements, both in terms of what we need and how it should be done
- Negotiating transparently and fairly
- Ensuring that agreed terms are captured fully and accurately in writing: in contracts, purchase orders and other documents
- Making a point of explaining our values and philosophy for doing business and reflecting them in our contracts
- Applying our [Global Supplier Standards](#) consistently in all supplier relationships
- Providing suppliers with resources and additional guidance for any necessary clarification on expectations



values first AND
WINNING WITH OUR COMMUNITIES

Sustainability and Environmental Responsibilities



Operating Sustainably and in an Environmentally Sound Manner

HOW WE WIN

We engineer a commitment to a sustainable world into our products, services and daily operations.

WHY WE PUT VALUES FIRST

We believe Johnson Controls' purpose is to help make the world safe, comfortable and sustainable. We focus on the future, as well as the positive impact we can have today. In an interconnected, interdependent world, minimizing the environmental impact of our operations is as important as creating the smartest environments and energy solutions in the world. This makes us a better partner to our communities and our customers.

WHAT WINNING LOOKS LIKE

We demonstrate our commitment to sustainable solutions and operations by:

- Making sustainability a core consideration in product design
- Identifying opportunities to reduce our environmental footprint while also achieving operational efficiencies
- Actively seeking engagement with stakeholders on environmental issues
- Meeting or exceeding all legal, regulatory or permit requirements
- Applying our Johnson Controls Manufacturing System (JCMS) global standards and best practices to our operations around the world
- Finding opportunities to conserve energy, water and other natural resources
- Safely and compliantly managing waste and wastewater
- Reporting to management and expediently addressing any accidents, including spills, leaks or unauthorized discharges
- Taking daily personal actions to reduce, reuse and recycle resources

Community Engagement and Investment



Contributing to Our Communities

HOW WE WIN

We take pride in making a positive impact in the communities in which we live and work.

WHY WE PUT VALUES FIRST

At Johnson Controls, we see both a responsibility and an opportunity to support the communities in which we operate. As a responsible and active corporate citizen, we want our communities to benefit from our presence and support. We expect all employees to make a difference through volunteering and charitable activities. Our goal is to not only offer support, but also to participate in our communities.

WHAT WINNING LOOKS LIKE

We strive to make a positive contribution to our communities by:

- Embracing our role as a responsible employer of choice and consumer of local services
- Encouraging and recognizing employees' efforts in volunteering, mentoring and charity work
- Giving back because it's the right thing to do, not because we expect publicity or favors in return
- Inviting, but not pressuring, others to contribute to charitable organizations or other community causes
- Obtaining proper approval before making donations of money or time in the Company's name, including complying with our [Charitable Contribution and Charitable Event Sponsorship Policy](#)
- Verifying that any charity we become involved with is legitimate and complies with applicable laws

THINK FIRST

Q: I'm a frequent volunteer at my local Boys and Girls Club. Since Johnson Controls supports community involvement and volunteering, I'm wondering if I can present my service as being on behalf of the Company.

A: Johnson Controls strongly encourages engagement with our local communities. It is not uncommon for our employees to represent the Company at certain community-based events. However, you must always seek and obtain permission from the Department of Public Affairs before presenting yourself as a Johnson Controls representative in the community.

Political Activity and Lobbying



Engaging in the Political Process

HOW WE WIN

We support a fair political process, advocate for our business policies and encourage our employees to be actively engaged.

WHY WE PUT VALUES FIRST

We believe that active participation in a fair political process promotes a healthy society. As a Company, we engage policymakers on issues and concerns that are important to our business and our customers. We encourage employees to be politically engaged locally. Johnson Controls generally limits the use of Company resources to support political candidates. Instead, the Company has a Political Action Committee (PAC), funded by voluntary employee contributions, which is used to support U.S. candidates who are aligned with the Company's policy positions.

WHAT WINNING LOOKS LIKE

We participate responsibly in the political process by:

- Encouraging individual employee political participation, including voting, and using their own time and money
- Encouraging eligible employees to voluntarily contribute to the Johnson Controls PAC
- Not using Johnson Controls' name to promote a specific political party
- Never attempting to improperly influence any government agency, representative or legislator
- Avoiding the use of Company resources to support political candidates or elected officials
- Complying with all relevant laws, lobbying and disclosure requirements, and our [Political Contributions Policy](#)

THINK FIRST

Q: I am currently volunteering for a local politician running for office. I was asked to create a banner for an upcoming campaign event, and need to find a large work space to complete it. I would like to use the conference room in the office for this. I would only use my own materials and only work on the banner after completing my day's work for Johnson Controls. I would also make sure that no one else needs the room for Company business. Is this allowed?

A: Johnson Controls respects everyone's right to be involved in the political process. We are proud of our employees who volunteer their time and money to support their political beliefs and preferred candidates. However, Johnson Controls does not permit the use of Company resources, including office space, to support a given candidate. We must avoid the perception of promoting specific politicians or political parties. Therefore, the use of the conference room would not be allowed.



values first IN CLOSING...

The Code of Ethics is intended to be a source of inspiration and guidance for us in working together to build a more comfortable, safe and sustainable world. It shows how to put our values into action as we pursue opportunities while also navigating areas of risk. It cannot possibly cover every situation that we might face. It is important to ask questions when we are unsure about the right course of action and vital that we raise any concerns we might have. The Code includes a variety of resources and channels to help us do this.



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