



## POLICY FOR ARCHROCK

Title: Compliance with Anti-Bribery and Anti-Corruption Laws

Policy Number: 507

Revision Code: A

**1.0 APPLICABILITY.** This policy applies to Archrock, Inc. and all of its subsidiaries (collectively “Archrock”), as well as Archrock’s Employees and Representatives (each as defined below).

**2.0 GENERAL POLICY STATEMENT.** Archrock is committed to comply with the anti-bribery and anti-corruption laws applicable where we do business. The United States has a variety of federal and state laws that address corruption, including the U.S. Foreign Corrupt Practices Act (“FCPA”). All applicable anti-bribery and anti-corruption laws are collectively referred to as the “Anti-Bribery Laws.”

Our policy is that:

- Employees and Representatives must not offer or give money or anything else of value, directly or indirectly, to a Government Official intending to induce that official to act in a manner that will assist Archrock in obtaining or retaining business or securing a business advantage.
- Employees must adhere to Archrock’s mandatory due diligence, internal approval, financial reporting and document retention requirements.
- Every Employee has the obligation to record accurately and fairly all transactions involving any expense of Archrock or any other transaction involving the disposal or transfer of Archrock assets.
- Any suspected violations of this policy by Employees or Representatives must be promptly reported to Archrock.
- We expect all Employees and Representatives to act ethically and with integrity at all times, and to comply with both the letter and the spirit of the Anti-Bribery Laws and this policy. Everyone should avoid any appearance of impropriety in every Archrock business transaction. Violations of this policy undermine Archrock’s core values as stated in our Code of Business Conduct and elsewhere.

**3.0 DEFINITIONS.** The following definitions apply for the purposes of this policy:

An “**Employee**” is any officer, director or employee, including contract employees, of Archrock.

“**Representatives**” include any applicable sales representatives, consultants, freight forwarders, customs agents, distributors, agents or other entities who have been engaged by Archrock for the performance of work or services. Representatives are expected to comply with this policy in the same manner and to the same degree as Employees.

“**Government Officials**” may include any of the following, regardless of rank or position:

- An officer or employee of any government or any department, agency or instrumentality thereof;
- An officer or employee of a public international organization;

- A person acting in an official capacity on behalf of a government or any department, agency or instrumentality thereof, even if that person is not actually a government officer or employee;
- An employee or representative of an entity that is owned or controlled by a government (for example, an employee of a state-owned oil company);
- A member of a legislative branch, judge, customs official, taxing official, or loan officer of the World Bank; or
- A candidate for a political office, even if that person is not yet a government officer or employee.

**4.0 PENALTIES.** Violations by any Employee of the Anti-Bribery Laws can result in severe penalties for both Archrock and the Employee individually. Individuals can be subject to imprisonment and fines for violation of the Anti-Bribery Laws, including recordkeeping violations. In addition to potential monetary penalties and jail time, violations by any Employee or Representative of the Anti-Bribery Laws or this policy will result in corrective action, including possible termination of employment or engagement.

In addition, and in accordance with Archrock’s principles regarding operating with integrity and in compliance with applicable law, it is Archrock’s intention to cooperate fully with law enforcement authorities in the investigation and prosecution of any alleged violation of the Anti-Bribery Laws.

## **5.0 ANTI-BRIBERY PROVISIONS.**

**5.1 General Prohibition.** Neither Employees nor Representatives may promise, offer or provide anything of value (including, but not limited to, money) to a Government Official for the purpose of:

- Influencing any act or decision on the part of the Government Official;
- Causing the Government Official to commit or omit any act that would cause the Government Official to act contrary to the obligations of his or her position;
- Obtaining or retaining business; or
- Securing any business advantage, including maintaining existing business operations.

In addition to payments of money, other examples of prohibited payments include (but are not limited to) the following:

- Excessive gifts, or travel and entertainment expenses for Government Officials;
- Contributions to any political party, campaign or campaign official;
- Charitable contributions and sponsorships made at the direction, or for the benefit, of a Government Official; and
- Payments or excessive gifts to a Government Official, even if the Government Official requested it first.

**5.2 Permitted Expenses.** The following types of expenses are permitted under this policy provided they are reasonable and the guidelines below are strictly followed.

- Archrock permits Archrock logo items (such as Archrock logoed pens, shirts, hats and similar promotional items) to be given to Government Officials as modest gifts in the ordinary course of business. Such a gift must conform to the laws and customs of the jurisdiction in which the gift has been made, and should be proposed in advance to the relevant functional group vice president and Legal Department.
- Archrock also permits reasonable expenditures for travel and entertainment expenses legitimately related to tours of Archrock’s facilities, training in the use of Archrock’s products and services, or otherwise related directly to Archrock’s promotion of its products and services. These expenditures must be reasonable and must conform to the laws and customs of the jurisdiction in which they are

incurred and must be proposed in advance to the relevant functional group vice president and the Legal Department.

- Making a “facilitating payment” is generally allowed under this policy, but each requires the prior written permission of the Legal Department before being made unless the circumstance involves an imminent threat to the health, safety or welfare of an Employee or a member of his or her family, in which case such payment must be immediately reported to the Legal Department after being made. A “facilitating payment” is a small payment made to a Government Official for the purpose of expediting a routine, non-discretionary government function. Facilitating payments are allowed under the FCPA, but are illegal under many other countries’ anti-bribery laws. **Prior authorization is required unless there is an imminent threat to health, safety or welfare.**
- Accurate records must be kept of all such gifts and expenditures, and no gift or expenditure may be made with the express or implied agreement that it is to be used for any purpose other than as described by the records reflecting the expenditure.

**5.3 Liability for Actions of Representatives.** Archrock can also be held responsible for the violations of the Anti-Bribery Laws as a result of actions taken on its behalf by its Representatives. Most Anti-Bribery Laws prohibit any payments to Representatives with the knowledge that they may be used to make payments to a Government Official. Therefore, each Employee must remain vigilant to ensure that Representatives comply with the Anti-Bribery Laws. Contact the Legal Department immediately if you believe that a Representative may have violated any Anti-Bribery Law.

Before establishing a relationship with a Representative to act on behalf of Archrock, sufficient due diligence must be performed to determine that such Representative’s commitment to ethical business practices is consistent with Archrock’s high standards and this policy. In addition, any arrangement with such Representative should include proper contractual provisions and monitoring procedures to ensure compliance with Anti-Bribery Laws and our policy. Employees wishing to engage a Representative to act on behalf of Archrock must consult with Archrock’s Legal Department regarding the required due diligence process, contractual provisions and monitoring procedures.

**5.4 “RED FLAGS”.** A red flag is a suspicious circumstance that may indicate a planned or existing violation of the Anti-Bribery Laws or this policy by a Representative. Red flags may take many different forms, including the following examples:

- Expenses, accounting records, invoices and similar documentation are vague or not properly documented and recorded;
- There is an apparent lack of staff, expertise or qualifications to perform task(s) involved in the transaction; and/or
- Where a Representative:
  - Indicates that extra money is required to “get the business” or “make the necessary arrangements”;
  - Asks for compensation that exceeds the reasonable value of his/her/its services, with particular focus on contingent or success fee arrangements or disproportionate and substantial upfront payments;
  - Asks for false or misleading documentation;
  - Is closely related to, or is a close business associate of, a Government Official or member of the ruling family (e.g., family relationship or a close friend);
  - Is recommended by a Government Official;
  - Declines to provide assurance that it will not make improper payments and/or refuses to abide by this policy;
  - Requires that his/her identity not be disclosed;
  - Has a bad reputation in the business community; and/or

- Makes unusual requests, such as reflected by unusual payment pattern or terms, requests to backdate or alter invoices, over-invoicing for services rendered, requests to be paid in offshore accounts, requests for bearer or cash payments, etc.

Any arrangement or prospective arrangement that involves one or more red flag must be immediately reported to Archrock's Legal Department.

**6.0 ACCOUNTING PROVISIONS.** In order to ensure transparency and accuracy of our accounting records, Archrock is required to make and keep books, records and accounts that accurately and fairly reflect the transactions and dispositions of its assets in reasonable detail.

Each Employee has the obligation to record accurately and fairly all of his or her transactions involving any expense of Archrock or any other transaction involving the disposal or transfer of Archrock assets, in each case in accordance with Archrock's internal accounting controls and procedures.

## **7.0 ASSISTANCE AND REPORTING VIOLATIONS.**

**7.1 Assistance.** For assistance with or further guidance on the Anti-Bribery Laws, contact the Legal Department. Any request for guidance should be made as early as possible so that the subject scenario may be properly analyzed and addressed prior to the occurrence or transaction in question.

**7.2 Reporting Violations.** Employees are responsible for promptly and fully reporting violations of this policy. Any concerns may be reported directly to Archrock's Legal Department or through the Compliance Hotline at 1-844-809-1630 or by going to [www.archrock.ethicspoint.com](http://www.archrock.ethicspoint.com). Suspected violations involving accounting or auditing matters should be reported directly to the Audit Committee of Archrock's Board of Directors at [auditchair@archrock.com](mailto:auditchair@archrock.com).

Archrock will promptly and thoroughly investigate all reported concerns regarding compliance with the Anti-Bribery Laws or this policy. Persons reporting concerns in good faith will be protected from any retaliation or other adverse action for such reporting.

Any failure by an Employee or Representative to report known or suspected wrongdoing in connection with Archrock's business may subject that individual or entity to disciplinary action by Archrock.

**8.0 CERTIFICATION BY EMPLOYEES AND REPRESENTATIVES.** From time to time, Employees and Representatives may be required to execute a certification confirming their understanding of and compliance with this policy.

**9.0 THIS POLICY IS NOT LEGAL ADVICE.** This policy sets forth only a general description of the prohibited conduct regulated by relevant Anti-Bribery Laws; it is not a complete description of the laws and it is not intended to be, and should not be relied on as, legal advice.

**10.0 DESCRIPTION OF CHANGES SINCE LAST PUBLICATION.** Updated the Compliance Hotline information and certain other mostly non-substantive changes.

**11.0 PUBLICATION DATE.** July 30, 2021

**12.0 QUESTIONS.** Questions regarding this policy may be referred to the General Counsel or the General Counsel's designee.