

MRC GlobalTM

Code of Conduct for Suppliers



MRC Global

OUR VISION

Be the world's premier distribution company of PVF products and services to the energy and industrial markets.

OUR MISSION

To deliver quality PVF products to one customer at a time, time-after-time, wherever they are.

OUR CORE VALUES

Safety Leadership
Customer Satisfaction
Business Ethics
Operational Excellence
Financial Performance
Teamwork
Employee Development
Community / Charity Involvement

We Make Energy Flow[™]



John Bowhay

**Senior VP Supply
Chain Management,
Valves & Technical
Product Sales**

Dear Supplier,

MRC Global Inc. and its subsidiaries ("**MRC Global**" or "**the Company**") is committed to carrying out its worldwide business and operations in accordance with high standards of integrity and in a legal, ethical and socially responsible manner. We expect the same high standards and commitment of our suppliers, contractors and business partners.

The Company strives to comply with its Code of Ethics, its compliance policies and applicable laws and regulations wherever it operates.

MRC Global's employees have dedicated themselves to bringing value to our customers. More than any other factor, our reputation for quality and integrity has been responsible for MRC Global's continued growth and success.

We expect each Supplier, contractor and business partner that we deal with to maintain similar high standards in the conduct of its business and operations. To clarify what we expect from our Suppliers, we have developed a Supplier Code of Conduct ("**Code**") detailing the behaviours, practices and responsible business standards we expect to be complied with. All MRC Global suppliers are expected to adhere to this Code. Please use this Code as a resource to help maintain our ethical and socially responsible MRC Global culture.

Please contact a member of our supply chain management team at denise.new@mrcglobal.com; or our compliance department at compliance@mrcglobal.com if you have any questions relating to the Code.

Yours Sincerely,



John Bowhay
**Senior VP Supply Chain Management, Valves & Technical
Product Sales**

SUPPLIER CODE OF CONDUCT

It is our core expectation that our Suppliers, contractors and third parties with whom we do business comply with this Code of Conduct (the “Code”); and align their working practices to achieve full compliance with the principles set out below. In this Code, references to “Supplier” includes contractors, consultants and third parties with whom we do business.

1. ENVIRONMENT / HEALTH AND SAFETY

MRC Global’s Suppliers are required to:

- a) Comply with all local and country environmental, health and safety laws and regulations.
- b) Provide workers with a safe and healthy work environment and manage their operations to minimize negative impact to the environment and community.
- c) Establish and maintain a management system or program that encourages continual improvement in environmental, health and safety performance.

2. ETHICS

The MRC Global Code of Ethics sets forth the ethical and legal standards of business conduct expected from all MRC Global employees, as well as anyone else acting on behalf of MRC Global. The Code of Ethics is available at www.mrcglobal.com/Company/Business-Integrity. It is the Company’s expectation that Suppliers follow the principles of our Code of Ethics and have equivalent working practices and principles.

3. REPORTING OF ETHICS VIOLATIONS

If any MRC Global employee engages in any type of unethical behaviour, such as requesting anything of value from a Supplier, or if any third party has any legal or ethical concerns then the Supplier is asked to report the incident to the MRC Global Ethics Hotline. To access the MRC Global Ethics Hotline, please visit <https://www.reportlineweb.com/mrcglobal> or within the US call (888) 601-3911. To call the MRC Global Ethics Hotline from outside the U.S. please dial the appropriate toll free number from the list below:

Country	Toll Free Number	Language
Australia	1-800-8814-011	English
Belgium	0-800-100-10	Dutch
	0-805-701-288	French
China	10-811	Mandarin
Finland	0-800-11-0015	Finnish
France	0-800-99-0011	French
Germany	0-800-225-5288	German
Italy	800-172-444	Italian
Kazakhstan	8^800-121-4321	Kazakh
Netherlands	0800-022-9111	Dutch

Country	Toll Free Number	Language
New Zealand	000-911	English
Norway	800-190-11	Norwegian
Singapore	800-011-1111	Mandarin
South Korea	0-809-080-968	Korean
Sweden	020-799-111	Swedish
Thailand	1-800-0001-33	Thai
UAE	0-800-121	Arabic
UK	0-800-89-0011	English

- When prompted, dial the following number - 866-203-3223. You will be connected to The Network, an independent third party that provides the MRC Global Ethics Hotline. If you do not speak English, an interpreter will join the call.

4. COMPLIANCE WITH LAWS

Suppliers are required to maintain strict compliance with all applicable laws and regulations in the conduct of their business with MRC Global. This includes, but is not limited to any of the following where applicable; the United States Foreign Corrupt Practices Act; the UK Bribery Act; the Organization for Economic Cooperation and Development Convention on Combating Bribery of Foreign Public Officials in International Business Transactions; import and export controls, trade sanctions and regulations including anti-boycott and anti-dumping laws; trade and anti-trust legislation; anti-harassment and discrimination laws; applicable privacy laws and intellectual property obligations.

5. ANTI-BRIBERY AND ANTI-CORRUPTION

MRC Global is committed to working strictly within the framework of all applicable anti-bribery legislation on a worldwide basis. We do not, and will not, either directly or indirectly pay bribes or offer improper inducements to anyone for any purpose, nor do we or will we, accept bribes or improper payments or inducements. MRC Global has zero-tolerance towards bribery and takes responsibility for maintaining a culture within the Company where we maintain anti-bribery compliance as “business as usual”. We will never knowingly participate in any corrupt activity and are committed to the prevention, deterrence and detection of bribery.

The Company expects the same standards from its Suppliers. We require that all parties with whom we deal act honestly and with integrity at all times and comply with the spirit, as well as the letter of the anti-bribery laws and regulations in all jurisdictions in which the Company operates. Breaches of applicable law will result in immediate termination of contract.

6. CONFLICT-FREE SOURCING POLICY

MRC Global works continually toward a conflict-free supply chain with ethical sourcing of materials and products. Our supply chain program strives to prevent purchased products from containing conflict minerals (tin, tantalum, gold and tungsten) that directly or indirectly finance or benefit armed groups in the Democratic Republic of Congo or adjoining countries.

MRC Global suppliers are expected to:

- Supply conflict-free materials and products
- Respond to requests for information on sources of supply
- Perform due diligence on suppliers and sources of materials for products used or provided to MRC Global

7. GIFTS, HOSPITALITY AND EXPENSES

MRC Global employees are not permitted to accept any gifts or hospitality of significant value from its Suppliers. Suppliers therefore must not offer gifts and other favours to MRC Global, MRC Global's employees, representatives, partners or anyone closely related, except for promotional items of minimal value, normally bearing a company logo. Hospitality such as social events, meals or modest entertainment may be offered, provided there is a clear business reason. The costs related to such hospitality must be kept within reasonable limits. Travel, accommodation and other expenses for the individual representing MRC Global will always be paid by MRC Global, unless other arrangements are agreed in the contract. Gifts, hospitality and expenses shall not be offered or received in connection with contract bidding, evaluation or award.

8. LABOUR / HUMAN RIGHTS

MRC Global supports and respects the protection of internationally proclaimed human rights including the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work which enshrines the core principles of freedom of association, the effective recognition of collective bargaining, the elimination of all forms of forced and compulsory or child labour and the elimination of discrimination in respect of employment and occupation. We adhere to these fundamental principles which form the basis of how we strive to do business on a worldwide basis.

It is our core expectation that our Suppliers also interact with their employees, third parties, sub Suppliers, contractors and communities in a manner that respect human rights. Specifically, the following shall apply;

- a) **Child Labour:** Suppliers must only employ workers who meet the applicable minimum legal age requirement. Suppliers are also required to comply with all other applicable child labour laws.
- b) **Forced Labour:** Suppliers must not use any prison, indentured or forced labour.
- c) **Wages and Hours:** Suppliers' plants must set working hours, wages and overtime pay in compliance with all applicable laws. Workers should be paid at least the minimum legal wage or a wage that meets local industry standards, whichever is greater.
- d) **Anti-Discrimination:** Suppliers are required to employ workers on the basis of their ability to do the job, not on the basis of their personal characteristics or beliefs (including, but not limited to; race, colour, gender, nationality, religion, age, sexual orientation, disability, maternity or marital status).

- e) **Freedom of Association:** Suppliers' workers must be free to join associations of their own choosing and have the freedom of collective bargaining where the local law confers such rights.

- f) **Anti-Slavery / Human Trafficking:** MRC Global has a zero-tolerance approach to modern slavery. We are committed to implementing, maintaining and continually improving effective systems, controls and practices to ensure modern slavery is not taking place within our own business or supply chains. We hold both ourselves and our supply chain accountable for compliance with the applicable law. Details of our policies, procedures and practices aimed at eradicating modern slavery and human trafficking from our global supply and logistics chain including MRC Global's transparency statement under the United Kingdom Modern Slavery Act are available at www.mrcglobal.com/Company/Business-Integrity. If we discover evidence of slavery or human trafficking or wider unethical or unlawful business practices within any of our Suppliers, we will refrain from doing business with the Supplier and will report such conduct to the relevant authorities, as appropriate. We will not work with any organisation within our supply chain that is unable to demonstrate a corresponding commitment to the eradication of modern slavery, irrespective of whether they are required to do statutorily or otherwise.

9. CONFIDENTIALITY

Each Supplier must preserve the security, integrity and proprietary nature of all MRC Global confidential information in accordance with applicable laws and contractual obligations.

MRC Global™