LENNOX POLICY

Anti-Bribery, Anti-Corruption, and Use of Third-Party Intermediaries Policy

Date	August 21, 2026
Department	Legal
Approved By	Chief Legal Officer
Applies To	Lennox International Inc. and Its Operating Subsidiaries

Purpose

Lennox International Inc. and its subsidiaries and affiliates (the "Company") are committed to conducting business with integrity and in compliance with applicable anti-corruption laws, including the U.S. Foreign Corrupt Practices Act ("FCPA") and the UK Bribery Act. This policy prohibits Corruption (including Bribery, Kickback, and Facilitation Payments), promotes compliance with applicable anti-corruption laws, and sets requirements for engaging and overseeing Third-Party Intermediaries.

Scope

This policy applies to all Company employees, members of the Board of Directors ("Director(s)"), and Third-Party Intermediaries acting on behalf of the Company, regardless of citizenship or work location.

Definitions

"**Anything of Value**" means cash or cash equivalents, gifts, travel, meals, hospitality, entertainment, employment or internships, rebates, discounts, in-kind benefits, charitable, or political contributions, or any other benefit that a recipient may value.

"**Bribe**" or "**Bribery**" is a form of Corruption where Anything of Value is offered, given, promised, authorized, requested, or received, directly or indirectly, to obtain or retain business or secure an Improper Advantage.

"**Business Partner**" means any supplier, vendor, contractor, consultant, customs broker, freight forwarder, supply chain or logistics provider, distributor, reseller, sales representative, service provider, joint venture partner, or any other third party that provides goods or services to, or conducts business with, the Company.

"**Corruption**" means dishonest, fraudulent, or unlawful use of entrusted authority or power for personal gain or other unlawful benefit.

"**Duress**" means an imminent, unlawful threat of death or serious bodily harm, where there is no reasonable alternative to avoid the harm.

"**Facilitation Payment**" is a form of Corruption where Anything of Value is given to expedite or secure a routine governmental action (for example, processing permits, expediting inspections or authorizations, or providing utilities) that the payer is otherwise entitled to receive.

"**Government Official**" includes any officer, employee, or family member of a government department, agency, or instrumentality; an entity owned or partially owned or controlled by a government; any political party, party official, candidate for public office, or elected official; any employee or representative of a public international organization; and any person acting in an official capacity on behalf of any of the above.

"**Improper Advantage**" means any improper benefit or favorable treatment, including awarding or retaining business; influencing a decision; expediting an action; avoiding a tax, duty, or penalty; or obtaining confidential information.

"**Kickback**" is a form of Corruption where Anything of Value that is given, offered, requested, or received (directly or indirectly) as an improper inducement or reward for awarding, retaining, or directing business, approving invoices, selecting a vendor, or otherwise providing a business advantage. Kickbacks may include returning a portion of a contract payment to an employee, Government Official, or other person, including through inflated invoices, sham consulting arrangements, or payments to third parties.

"**LII Lennox Foundation**" means the nonprofit organization affiliated with the Company established to support charitable, educational, community, and other philanthropic purposes through donations, grants, sponsorships, and related activities.

"**Payment**" means the direct or indirect offer, promise, gift, authorization, request, or receipt of Anything of Value.

"**Red Flags**" means indicators of heightened Corruption risk, such as requests for cash or off-book Payments, unusual commissions, lack of transparency, refusal to accept anti-corruption terms, close ties to Government Officials, or requests to route Payments to unrelated accounts or jurisdictions.

"**Third-Party Intermediary**" **or** "**TPI**" means a non-employee engaged to act for or on behalf of the Company. Examples include government-related consultants; customs brokers; distributors or resellers; sales agents, brokers, or representatives; lobbyists; supply chain or logistics providers; travel agents; legal advisors; accountants or auditors; charities; joint venture partners; or any other business service providers.

Policy

1. **Zero Tolerance for Corruption**. The Company prohibits Corruption in any form, whether involving Government Officials, Business Partners, or Company employees. No employee, Director, or TPI may offer, promise, give, request, or accept a Bribe, Kickback, Facilitation Payment, or Anything of Value to secure an Improper Advantage.

2. **Facilitation Payments Under Duress**. Facilitation Payments are prohibited unless made under genuine Duress in response to extortion, not an attempt to secure an Improper Advantage.

   If a Payment under Duress is the only reasonable way to remove an immediate threat to personal safety, the affected person must:

   a. pay only the minimum amount necessary to remove the immediate threat;

   b. move to a safe location as soon as possible; and

   c. immediately report the Payment to the Company's Ethics & Compliance team ("E&C").

   Any Payment made under Duress must be supported by appropriate documentation and recorded accurately in the Company's books and records in a manner that reflects its true nature and purpose, using any designated account or process established by E&C and Finance.

3. **Gifts, Donations, Hospitality, Entertainment, and Contributions.** Payments involving gifts, travel, meals, hospitality, entertainment, charitable contributions, sponsorships, or political contributions is permitted only when made directly to the receiving entity (not its employees or representatives), lawful, reasonable, bona fide, directly related to legitimate business purposes, not intended to influence improperly, and properly recorded in the Company's books and records. No employee, Director, or TPI may suggest, promise, or otherwise commit that the Company or the LII Lennox Foundation will support a donation, sponsorship, event, political contribution, or other charitable commitment unless the process below is followed:

   a. **The LII Lennox Foundation.** Legitimate charitable contributions may be routed through the LII Lennox Foundation, which maintains established review and approval processes. Foundation review, however, does not eliminate potential Corruption concerns. Any charitable contribution, sponsorship, event, or similar commitment requested by a Government Official or related to securing an Improper Advantage must be disclosed immediately to E&C.

   b. **Other Contributions.** Charitable contributions made outside the LII Lennox Foundation on the Company's behalf must be reviewed and approved in advance and in writing by Corporate Communications. Employees may obtain approval by submitting a "Non-Foundation Giving

Request" Form, which can be found here or on the LIINK (search "Non-Foundation Giving Request").

c. **Routine Business Sponsorships.** This approval process does not apply to routine business sponsorships that have been approved through the Company's normal business approval process.

4. **Employee, Director, and Business Partner Relationships**. Payment for corrupt purposes is never permitted. Consistent with the Company's Conflicts of Interest Policy, Employees, Directors, and TPIs must also avoid personal, financial, or business relationships that could create, or appear to create, a Conflict of Interest, result in preferential treatment, compromise objective business judgment, or provide an Improper Advantage. Employees, Directors, and their immediate family members may not:

    a. Solicit Anything of Value from a Business Partner or prospective Business Partner that could influence, or appear to influence, a business decision.

    b. Accept from an existing or prospective Business Partner:

        i. Cash;

        ii. Gift cards or other cash equivalents redeemable for products or services that, individually or in the aggregate, exceeds $50 USD in the United States and Canada, $30 USD in China and Mexico, or $20 USD in India during any calendar year; or

        iii. Any other gift, entertainment, hospitality, favor, or thing of value that, individually or in the aggregate, exceeds $250 USD in the United States and Canada, $150 USD in China and Mexico, or $100 USD in India during any calendar year, unless expressly permitted under the Company's de minimis exception or otherwise approved in accordance with this Policy.

    c. Hold a direct or indirect financial interest in a Business Partner unless disclosed and approved by E&C.

    d. Participate in or influence the selection, supervision, evaluation, or management of or negotiation with a Business Partner if they or an immediate family member has a personal, financial, or business relationship with that Business Partner.

    e. Use Company purchasing authority to provide preferential treatment to a Business Partner.

    Any actual, potential, or perceived conflict of interest in excess of the above-listed amounts must be disclosed promptly to E&C.

5. **Books, Records, and Internal Controls**. Payments must be accurately recorded in the Company's books and records with sufficient detail to reflect their true nature and purpose. Off-book accounts, slush funds, false or misleading invoices, or deceptive documentation are prohibited. Employees must follow internal controls and maintain supporting documentation.

6. **TPIs—Due Diligence and Onboarding**. The Company may be liable for an Improper Payment made by or through its TPIs, even without actual knowledge of the Payment. Employees seeking to engage a TPI ("Engager") to act outside the U.S. or Canada must follow this process:

    a. **Step 1: Initial assessment by the Engager.** Before submitting a TPI for formal vetting, the Engager must: conduct reasonable online research on the TPI and its ownership, including beneficial ownership; review the TPI's website and available Company materials with an eye for Red Flags; confirm where the TPI is based and where it conducts business.

    b. **Step 2: Business Justification Form submission.** The Engager must identify one to three TPIs and submit a complete and accurate Business Justification Form to E&C. A copy of the Business Justification Form can be found at http://lennoxbjf.securimate.com. Inaccurate or incomplete submissions delay review and approval.

c. **Step 3: Screening**. After the Business Justification Form is submitted, the TPI will be screened and assigned a risk level. Lower-risk TPIs will complete a compliance certification. Higher-risk TPIs will be required to complete additional due diligence; E&C will review the results and determine whether to approve, deny, or require additional information. No TPI may be engaged, and no Payment may be made, unless E&C has approved the TPI.

d. **Step 4: Contracting and Approvals.** If approved, the Engager must submit the TPI contract through Company's contract management system. Legal will confirm that the scope of services is clear, compensation is commercially reasonable, Company's approved anti-bribery/anti-corruption language is included, improper Payments are prohibited, and compliance with applicable anti-corruption laws is required. Both Finance and Legal system approvals are required before any TPI performs work or receives Payment.

e. **Step 5: Ongoing monitoring.** Employees managing a TPI relationship must oversee and monitor the TPI on an ongoing basis, verify services rendered, and ensure compliance with this policy. Red Flags must be promptly escalated to E&C, investigated, and resolved before proceeding.

7. **Training and Certifications**. Employees in relevant roles and TPIs must complete anti-corruption training as assigned and provide periodic certifications of compliance. Failure to complete required training may result in disciplinary action or termination of engagement.

8. **Employee and Director Reporting and Non-Retaliation**. Suspected or actual violations of this policy and Facilitation Payments made under Duress must be reported immediately to Company's Ethics line at www.lennox.ethicspoint.com or the following phone numbers:

COUNTRY	PHONE NUMBER
Canada	855-LII-ETHICS (855-544-3844)
China	400 120 1944
India	000 800 919 0845
Mexico	800 681 5302
United States	855-LII-ETHICS (855-544-3844)

The Company prohibits retaliation against anyone who raises a concern or participates in an investigation in good faith. Reports may be made anonymously where permitted by law.

9. **TPI Reporting and Audit Rights.** TPIs must promptly report any suspected violation of applicable anti-corruption laws, this policy, or contractual anti-corruption obligations. The Company reserves the right to:

a. Audit the TPI's books and records relating to services provided to the Company;

b. Review supporting documentation for payments and expenses;

c. Verify compliance with anti-corruption requirements; and

d. Interview relevant personnel involved in Company-related activities.

Failure to cooperate with an audit or compliance review may result in suspension or termination of the relationship.

10. **Consequences for Violations**. Violations of this policy or applicable laws may result in disciplinary action up to and including termination of employment, termination of contracts or business relationships, restitution where appropriate, and potential civil or criminal penalties for individuals and the Company.

11. **Responsibilities and Guidance.** Employees must know and follow this policy and related procedures, seek pre-approvals where required, and consult E&C when in doubt, particularly regarding interactions with Government Officials, requests for Anything of Value, proposed Payments, identified Red Flags, high-risk markets, or TPI engagement.

Previous Revisions	May 24, 2021; August 18, 2016; March 29, 2012; September 1, 2008
Next Review	August 21, 2029
Cross-referenced Policies	Conflicts of Interest Policy
Distribution	☐ Internal ☒ Public ☐ Limited Distribution/Confidential
Translations	Spanish (Mexico), French (Canada), and Chinese (simplified)