

**COMMERCIAL INTERMEDIARY PERFORMANCE REVIEW**  
**Annual Assessment & Interview Questionnaire**

Business Sponsors must annually interview and assess their Commercial Intermediary's performance. This document contains a checklist for such assessment and an interview template. Please upload a completed copy of this document and all attachments, if any, to the Commercial Intermediary's file in this CI's subfolder under the relevant folder in the "Document Repository" channel for the "Commercial Intermediary Program" Team. Please also contact the relevant (1) Regional Compliance Counsel and (2) Due Diligence Team Member to notify them you have uploaded these materials and to call their attention to any concerns or audit/inquiry requests.

<b>Commercial Intermediary</b>		<b>Category</b>	Choose an item.
<b>Business Sponsor</b>		<b>Assessment Date</b>	
<b>TechnipFMC Interviewer(s) (name &amp; title)</b>		<b>Interview Date</b>	
<b>Commercial Intermediary Interviewee(s) (name &amp; title)</b>			

**ANNUAL ASSESSMENT**

	Performance Question	Yes	No	Comments
1	Confirm that you have obtained, reviewed, and submitted fully completed Activity Reports from this Commercial Intermediary that encompass the past year.			<i>Please provide dates of reports and upload them as attachments:</i>
2	Approximately how many times across the last year have you spoken with the Commercial Intermediary via phone, video teleconference, or in-person?.			<i>Please provide dates of discussions, if known, and the nature of the discussion:</i>

3	Confirm that you have reported to the Anti-Bribery & Corruption team and ABC Director any potential red flags <sup>1</sup> and any issues identified through the Interview process <sup>2</sup> or otherwise identified in the last year.			<i>Please describe issues reported, if any, and attach copies of documentation of the reports:</i>
4	Do you believe it is in TechnipFMC's best interests, considering the revenue and financial/competitive benefit against the geographic, cultural and market risk, to continue this Commercial Intermediary's current relationship?			<i>Please explain your rationale and considerations:</i>
5	Does TechnipFMC currently have an executed and active contract with the Commercial Intermediary?			<i>Please identify the expiration date of that Contract and verify that it is uploaded to the Commercial Intermediary's file under the relevant folder in the "Document Repository" channel for the "Commercial Intermediary Program" Team:</i>
6	Has the Commercial Intermediary followed the contract/governing agreement requirements?			<i>If no, please explain:</i>
7	Since the last performance review, were all commissions and/or pricing deviations (discounts) properly discussed and approved in advance by relevant management at TechnipFMC and the Commercial Intermediary?			<i>If no, please explain:</i>
8	To your knowledge, has the Commercial Intermediary complied with our Standards with respect to offering or receiving G/H/T or SD/S/CC in connection with promoting our business?			<i>If no, please explain.</i>
9	Do you have any reason to believe that information provided by the Commercial Intermediary in its Performance Review Interviews, Activity Reports, and/or GHT/SDSCC logs is inaccurate or incomplete?			<i>If yes, please explain:</i>

<sup>1</sup> For example: Did the Commercial Intermediary offer, provide, solicit, receive, authorize, request, or promise any gifts, hospitality or travel (including but not limited to gifts, entertainment, meals, transportation, lodging, donations, sponsorships, charitable contributions, etc.) to any customer, customer organization, Government Official, or any other person or business on behalf of or in connection with Company work, without the Company's prior, explicit, written consent, per the thresholds identified in our Standards?

<sup>2</sup> For example: updates to due diligence questionnaire responses; updates to information in governing agreement; activities outside scope of governing agreement; employees working on TechnipFMC's behalf who have not received compliance training; improper payments; lack of awareness of/non-compliance with TechnipFMC's compliance policies as stated in its Code of Business Conduct, including gifts, entertainment, and travel rules.

10	Has the Commercial Intermediary provided acceptable service and performance to TechnipFMC?			<i>If no, please explain your view of why not:</i>
11	Since the time of the last performance review, has the Commercial Intermediary met its performance targets?			<i>If no, please explain your view of why not:</i>
12	Would you like to request an audit or inquiry of the Commercial Intermediary?			<i>If yes, please explain and please contact the DD Team Manager:</i>
13	Based upon interactions with the intermediary, do you or any other TechnipFMC personnel have concerns about the Commercial Intermediary, including that it may be violating TechnipFMC's compliance policies?			<i>If yes, please explain:</i>
14	Are you aware of any word-of-mouth reputational issues with the Commercial Intermediary (learned from third parties or others in TechnipFMC)?			<i>If yes, please explain:</i>
15	<p>Have you tracked all compensation and revenue figures associated with this Commercial Intermediary relationship?</p> <p><b>For Commercial Consultants:</b></p> <ul style="list-style-type: none"> <li>• Annual revenue attracted as a result of the CI's marketing efforts</li> <li>• Compensation paid to CI and basis for payment (e.g., invoices / payments received from customer and corresponding payments to Commercial Consultant)</li> <li>• Identification of the corresponding customers</li> </ul> <p><b>For Distributors:</b></p> <ul style="list-style-type: none"> <li>• Sales to the Distributor</li> <li>• Margin we shed/lost as a result of discounts for Distributors</li> <li>• Percentage of discount provided to Distributors</li> <li>• Amount of agreed markup, if any</li> <li>• Identification of the corresponding end customers</li> </ul>			<i>If yes, please attach. If no, please explain and supplement with the required information at the earliest opportunity.</i>

## INTERVIEW QUESTIONNAIRE

*The interview is intended to be dynamic. Please adapt the questions as appropriate for the relationship, and use active listening to ask meaningful follow-up or clarifying questions. Do not hesitate to ask your Regional Compliance Counsel for assistance preparing for or conducting the interview.*

	Sample Discussion Topics	Yes	No	Comments
1	Since the time of your last performance review, generally what have you and your company been doing on TechnipFMC's behalf?			
2	Has the nature of the work you're performing changed since our last performance review or your initial engagement? If so, please elaborate.			
3	What has been going well for this relationship?			
4	Have you encountered any concerns in the relationship or the performance of your duties? If so, what? How were those resolved?			
5	Has any information provided in your TechnipFMC Due Diligence Questionnaire response changed? If yes, please provide updated information.			
6	Have you provided an updated Declaration of Compliance to TechnipFMC within the past year?			
6a	<i>If not</i> , please provide one, and answer: is all information provided in the most recent Declaration of Compliance still true and correct?			
6b	<i>If yes</i> , is all information in the most recent Declaration of Compliance still true and correct?			
7	Do you have a governing written agreement with TechnipFMC? If yes, please advise whether any information included in the agreement has changed, and provide updated information.			

8	Since the time of the last performance review, have you performed your work for TechnipFMC consistent with the governing agreement? If not, please explain.			
9	Since the time of the last performance review, have you made or promoted sales to any customers outside of the approved sales territory or otherwise expanded the scope of the services provided under the governing agreement? If yes, explain.			
10	Since the time of the last performance review, have you represented TechnipFMC's products or brands in any way other than what is described in the governing agreement?			
11	<p>Since the time of the last performance review, have there been any changes in the key personnel working on behalf of the TechnipFMC account or in your ownership or management? If yes, please explain.</p> <p>Have you used any new subcontractors or sub-agents to assist with performing your services for or on behalf of TechnipFMC that were not previously disclosed in your due diligence process with TechnipFMC?</p>			
12	What are the greatest Compliance / corruption risks you believe you encounter in connection with working on behalf of TechnipFMC, and what are you and your company doing to mitigate these risks?			
13	Have there been any [other] changes to your business, its personnel, or the nature and location of your work that you believe make the potential risk of corruption more or less likely previously considered? If yes, please elaborate.			
14	What compliance / ethics / anti-bribery and corruption training has been provided in the past year to your key personnel working on the TechnipFMC relationship?			

15	Since the time of the last performance review, have you and your other personnel working on the TechnipFMC account acted consistent with TechnipFMC's Code of Business Conduct? If no, please explain.			
16	Please provide some examples of what you do to promote TechnipFMC's products and services. How do you identify potential opportunities? How do you assess whether our products and/or services would be beneficial to potential customers? How do you raise customer awareness of our products and services and reputation in the industry?			
17	What other types of marketing activities do you do in order to try to develop business for TechnipFMC? For example, do you attend trade shows? Invite existing or potential customers out for a meal or entertainment? Meet with them at their offices to deliver sales presentations? Offer them gifts or travel? Or any incentives?			
18	<p>a. Since the last performance review, have you maintained a log of all GHT &amp; SDSCC (gifts, hospitality/entertainment, 3<sup>rd</sup> party travel, social donations) done or offered in connection with promoting TechnipFMC's business?</p> <p>b. (1) Have you always sought pre-approval from TechnipFMC before offering or accepting any gifts, hospitality or travel in excess of \$150 USD or equivalent? (2) Have you always sought pre-approval from TechnipFMC for offering any donations or charitable contributions, in any value, in connection with promoting our business?</p> <p>c. Have you always received pre-approval when requested?</p> <p>d. Have you made any requests to offer hospitality, gifts, travel or donations that we have declined?</p> <p>e. Do you maintain a confirmation of the pre-approvals to provide GHT with your GHT &amp; SDSCC log?</p> <p>f. Where do you maintain these records? Are they with your other records concerning our business?</p>			

19	Have there been any enhancements to your anti-bribery and corruption and Compliance/Ethics training? Or policies? Compliance controls? (If yes to any, please explain)			
20	Since the time of the last performance review, have you or anyone else working for the TechnipFMC account offered, made, solicited, requested, or promised, or been requested to offer, make, solicit, request or promise any bribes for or on behalf of TechnipFMC? Other corrupt or improper payments? If yes, please elaborate.			
21	<p>Are you aware of any alleged or perceived corruption by any of our employees or other persons working for TechnipFMC or representing it? Are you aware of any alleged or perceived violations of TechnipFMC's Code of Business Conduct by any of our employees or other workers? (If so, elaborate and ask whether the CI reported it to TechnipFMC)</p> <p>Do you have any reason to believe that any person employed by or working on behalf of TechnipFMC has offered, made, solicited, requested, or promised, or been requested to offer, make, solicit, request or promise any bribes or corrupt payments for or on behalf of TechnipFMC?</p>			
22	Since the time of the last performance review, have you been involved in litigation, bankruptcy, or regulatory action of relevance to your service to TechnipFMC?			
23	Are you required to submit any new regulatory approvals related to your performance on TechnipFMC's behalf? If yes, please explain. (Including, what approvals were required; were they obtained, how, and by whom, etc.)			
24	Do you maintain complete records that accurately reflect all financial transactions and services you have provided, including any records relating to the TechnipFMC relationship (for example, purchase orders, invoices and expenses incurred)?			

25	How are your books and records related to TechnipFMC's business organized? Where are they located?			
26	Is there anything else about your work on TechnipFMC's behalf that you think we should know?			
27	Is there anything we can do to better support you and your business, to ensure your company's performance is executed in a compliant manner?			