

## **ESSENTRA PLC**

### **ESSENTRA ETHICS CODE 2016**

#### **Commitment and Responsibility**

**Essentra is committed to ensuring that all of its international activities are conducted in accordance with all applicable legal and regulatory requirements and the highest standards of ethical business conduct.**

**It is the responsibility of all Essentra employees to ensure that none of Essentra's businesses engage in practices which infringe legal or regulatory requirements or which fall below the highest standards of ethical business conduct.**

**Any Essentra employee engaging in business practices which infringe legal or regulatory requirements or fall below the highest standards of ethical business conduct may be subject to disciplinary action which may lead to dismissal and may face personal criminal or civil liability.**

**It is the responsibility of all Essentra employees to ensure that they report any infringement or suspected infringement of legal or regulatory requirements or the highest standards of ethical business conduct involving Essentra to their line manager or otherwise in accordance with the Essentra Right to Speak Policy.**

#### **Essentra Ethics Code**

The requirement and expectation of the Essentra plc Board is that corporate conduct of Essentra plc and its subsidiaries and affiliates (together 'Essentra' or 'the Company') is based on acting responsibly, honestly and with integrity and that Essentra employees always act in the best interests of the Company.

The Essentra Ethics Code provides employees with the fundamental principles which are required to govern the behaviour of all Essentra employees in the performance of their duties in accordance with the requirements and expectations of the Essentra plc Board.

The Essentra Ethics Code is supported by further Essentra policies and guidance notes. In conjunction with the application of common sense, logic and the fundamental standards of good faith behaviour expected in the international environment in which the Company participates, the Essentra Ethics Code and the further Essentra policies and guidance notes should guide each Essentra employee in determining the correct course of action that supports the highest standards of ethical business conduct and personal behaviour in the performance of their duties as an Essentra employee.

It is impractical to cover in any code, policy or guidance note every potential event or circumstance that may face an Essentra employee in the performance of their duties. The Essentra Ethics Code and the supporting Essentra policies and guidance note seek to provide assistance in a variety of potential scenarios but a guiding principle on the required standards of conduct should always be that neither Essentra's overall integrity nor its local reputation should be damaged by any public disclosure of its business practices or the behaviour of its employees.

Failure of any Essentra employees to observe the terms of the Essentra Ethics Code or any of the supporting Essentra policies and guidance notes may constitute a serious disciplinary offence, potentially leading to the termination of their employment.

Essentra employees should ensure that third parties working with or on behalf of Essentra are aware of the Essentra Ethics Code and, as appropriate, any applicable and relevant supporting

Essentra policies and guidance notes. Wherever required in accordance with Essentra policies or guidance notes, or whenever else appropriate, Essentra employees must seek contractual undertakings from third parties to act consistently in accordance with the Essentra Ethics Code and any applicable Essentra policies and guidance notes when working with or on behalf of Essentra. Essentra employees must undertake appropriate due diligence and ongoing monitoring of third parties working with or on behalf of Essentra to ensure their compliance with these requirements and expectations.

If any Essentra employee believes that the standards of the Essentra Ethics Code, and the supporting Essentra policies and guidance notes, are not being correctly adhered to then they should to raise any concerns in accordance with the terms of Essentra's Right to Speak Policy.

The Right to Speak Policy formalises Essentra's procedure to enable any employee to make fair and prompt disclosure of any circumstances where the employee genuinely and reasonably believes that the Company and/or any employee is engaged in any activities or practices which fail to meet the highest standards of business conduct and personal behaviour. Essentra is committed to ensuring that employees feel able to raise concerns openly in good faith under the Right to Speak Policy without fear of victimisation or retaliation and with the support of the Company.

Essentra employees can access the Ethics Reporting Line via [essentra.ethicspoint.com](https://essentra.ethicspoint.com) to file any concerns on a confidential basis or use the confidential Helpline individual telephone numbers are displayed at each of the business locations.

## **Standards of Ethical Business Conduct**

### **1. Compliance with laws, rules and regulations**

In conducting their business affairs, Essentra and its employees must at all times observe the applicable laws, rules and regulations of each country in which they operate. Guidance and specific legal advice should be sought as appropriate.

Employees who are involved in the preparation of any information that will be included in any public communication to shareholders or investors or in any document or report that will be filed with the London Stock Exchange or the UK Listing Authority must ensure that such information is complete, accurate and timely.

### **2. Conflict of Interests**

Essentra's interests may be prejudiced in the event of any conflict of interests involving its employees, particularly in the event that any such conflict gives rise to any issues of bribery or corruption.

All Essentra employees must comply with the terms of the Essentra Conflict of Interests Policy.

All Essentra employees must endeavour to avoid situations that present a potential or actual conflict between their personal interest and the interests of Essentra. This duty applies to the exploitation of any property, information or opportunity impacting or potential impacting on Essentra and each Essentra employee must ensure that their conduct does not provide, or give the appearance of providing, personal gain at the expense of Essentra.

Essentra employees must comply with the terms of the Essentra Gifts & Entertainment Policy and ensure that the acceptance of any benefits from third parties cannot be regarded as giving rise to a conflict of interest.

Employees are required to declare any conflict or potential conflict of interests and to update any previous declarations where they have become inaccurate or incomplete. The duty to avoid conflicts is not infringed if the conflict of interests has been declared and approved in advance.

### **3. Bribery and Corruption**

All employees must comply with the terms of the Essentra Anti-Bribery & Corruption Policy.

Essentra does not engage in or tolerate any form of bribery or corruption. It is contrary to the Company's policy for any employee or third party acting on behalf of Essentra to engage in any conduct which may constitute bribery or corruption. This policy applies to Essentra and every Essentra employee and their connected persons and extends to all business dealings in all international jurisdictions within which Essentra conducts business.

Essentra respects all laws relevant to countering bribery and corruption in all the jurisdictions in which the Company operates, particularly laws that are directly relevant to specific or local business practices. It is the responsibility of every employee and business within Essentra to ensure that all personal behaviour and business practices in individual jurisdictions comply with all local requirements and appropriate legal advice should be sought as necessary.

Any suspicion of bribery or corruption must be reported and will be thoroughly investigated.

All Essentra employees must comply with the terms of the Essentra Conflict of Interests Policy which reflects Essentra's commitment to ensuring its employees avoid any activities that might lead to, or suggest, a conflict of interest with the business of the Company.

All employees must comply with the terms of the Essentra Gifts & Entertainment Policy which reflects the Company's commitment to ensuring that the acceptance or offering of gifts and entertainment is reasonable and appropriate and subject to managerial review.

All employees must comply with the terms of the Essentra Agency Compliance Policy reflects the Company's commitment to ensuring that third party service providers acting on Essentra's behalf conduct their business in all respects according to the highest standards of ethical business conduct and avoid any conduct which may constitute bribery or corruption.

Essentra prohibits the use of contracts or consulting agreements to channel improper payments through agents or other intermediaries to third parties (whether private or public).

Essentra prohibits the making of direct or indirect contributions to political parties.

Essentra does not prohibit the making of direct or indirect contributions to charities, but advises that caution should be exercised to ensure that charities are not being used as cover for political purposes or the channelling of improper payments to public officials or to other third parties for unethical purposes.

Essentra will not authorise or be a party to any illegal, unethical or improper payments or benefits in kind in circumstances where a third party could reasonably perceive that their purpose is to win or retain business, to influence business decisions, or to secure the improper performance of a recipients duties.

Employees must seek further guidance in the event of any concerns regarding any form of proposed conduct or arrangement which they are asked to participate in or otherwise exposed to, or raise the matter in accordance with the Company's Right to Speak Policy.

### **4. Confidential Information and Data Protection**

No Essentra employee shall, without proper authority, access, modify, disclose (internally or externally) or make use of any trade secrets, confidential, commercial or personal information for any purpose other than in the legitimate execution of their duties. The obligation of confidentiality extends after employees cease working for Essentra and covers disclosure to other parties.

Essentra is committed to ensuring that its business practices and the behaviour of all Essentra employees respects the requirements of all applicable data protection, data security and data privacy laws, rules and regulations.

Essentra employees must comply with the Essentra Confidential Information Policy and the Essentra Data Protection Policy.

## **5. Protection and Proper Use of Essentra Assets**

Essentra assets provide the foundation upon which the Company provides services and products worldwide. Essentra employees are responsible for the protection and wise stewardship of these assets. This includes being responsible for the establishment of, and adherence to, procedures that ensure assets are not put in jeopardy or used wastefully and the interests of Essentra are not prejudiced.

Essentra is committed to ensuring that the use of the internet and social media by Essentra Employees does not prejudice the interests of the Company and respects the highest standards of honesty, integrity and decency at all times. Essentra does not tolerate any form of abuse arising out of any use of email or social media.

Essentra employees must comply with the Essentra End User IT Usage Policy.

## **6. Books and Records**

The integrity of the accounting records of Essentra is essential. All receipts and expenditures must be prepared and maintained with strict accuracy and completeness, supported by documents that accurately and properly describe all dealings with third parties.

The falsification of any book, record or account of the Company and the submission of any false personal expense statement or claim for reimbursement of a non-business personal expense is prohibited.

No accounts or payments must be kept 'off book' to facilitate or conceal any dealings with third parties, improper or otherwise.

Essentra employees must comply with the terms of the Essentra Document & Data Management & Retention Policy with respect to the storage or destruction of all books and records relating to the business activities of Essentra.

## **6. Relationships with Customers and Suppliers**

Essentra and its employees must endeavour to deal fairly with customers and suppliers and in so doing have a responsibility to ensure that every aspect of business operations is supportive of the delivery of the highest standard and quality of service and product.

Essentra is committed to ensuring that its relationships with customers and suppliers are managed in accordance with all applicable anti-trust and trade laws, rules and regulations.

Essentra employees must comply with the Essentra Anti-Trust & Competition Law Policy and the Essentra Trade Compliance Policy.

Essentra employees should not take unfair advantage of any third party through manipulation, concealment, abuse of privileged information or misrepresentation of material facts and the treatment of customers and suppliers should be in accordance with the highest standards of ethical business practices at all times.

Employees shall ensure, as far as is reasonably practicable, that suppliers are not engaged in the employment of children contrary to UN Conventions.

Essentra is committed to the prevention of slavery and human trafficking in accordance with its Modern Slavery Policy

## **7. Health, Safety and Environment**

Essentra is committed to conducting its business in compliance with all applicable environment and workplace health and safety laws and regulations. It is the responsibility of all directors, officers and employees to ensure, as far as is reasonably practicable, a safe and healthy work environment which avoids adversely impacting and causing injury to the environment and to the communities in which Essentra operates.

All employees must comply with the terms of the Essentra Environmental Policy and the Essentra Health & Safety Policy.

## **8. Essentra Employees**

Essentra is guided by the aim of delivering a competitive and fair employment environment and of providing the opportunity for employees to develop and advance subject to personal performance and business objectives. Throughout its global operations Essentra supports human rights as set down by the UN Declaration and its applicable International Labour Organisation conventions. This includes a mandatory requirement on Essentra sites to avoid the employment of children.

Essentra is committed to offering equal opportunities to all people without discrimination as to race, sex, nationality, ethnic or national origin, language, age, marital status, sexual orientation, religion or disability. The Company does not tolerate harassment in the workplace in any form and remunerates fairly with respect to skills, performance, competitors and local market conditions.

Essentra is committed to the prevention of slavery and human trafficking in accordance with its Modern Slavery Policy.

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## **9. Political Contributions and Public Officials**

Essentra prohibits the providing of political contributions, gifts or assistance in any political fundraising activity to any candidate for or holder of any state or local office, or an elected committee or similar association for such candidate, and or political party of a state or locality.

Essentra prohibits the provision of gifts or entertainment to any public official for the purpose of exerting any improper influence or otherwise for the purpose of influencing their official or commercial actions in order to obtain a business advantage for the Company.

All Essentra employees must comply with the terms of the Essentra Anti-Bribery & Corruption Policy and the Essentra Gifts & Entertainment Policy.