

# Emerald Performance Materials

## Code of Business Conduct for Suppliers

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Emerald Performance Materials, LLC (“Emerald”) and its subsidiaries rely heavily on our strong relationships with our suppliers to run our businesses successfully. This Code of Business Conduct for Suppliers (“Code”) documents the basic principles and minimum expectations for supplier conduct. Emerald is committed to these principles and expects its suppliers to be as well.

### ETHICS & LEGAL REQUIREMENTS

Emerald expects its suppliers to conduct their business as Emerald strives to conduct its business -- in an ethical and honest manner and in compliance with all applicable local, national and international laws and regulations.

**Avoid Conflicts of Interest:** Suppliers will avoid any interaction with an Emerald employee that may conflict, or appear to conflict, with that employee acting in the best interests of Emerald. This includes, but is not limited to, offering payments, employment opportunities, or other favors to any Emerald employee or Emerald employee’s family or friends.

**No Bribery:** Suppliers will not engage in any form of commercial bribery or otherwise offer any incentive to any Emerald employee or Emerald employee’s family or friends in order to obtain or retain Emerald business. Suppliers will comply with the U.S. Foreign Corrupt Practices Act, the UK Bribery Act and all other local, national, international, or otherwise applicable laws and regulations dealing with the bribery of government officials.

To prevent a potential or perceived conflict of interest, an Emerald employee or member of their family may not accept gifts, entertainment and/or other entertainment services from any individual or company desiring to do business with Emerald if by doing so, the employee may be perceived as influenced to act other than in the best interest of Emerald. Gifts or favors can include, but are not limited to, free service, loans, discounts, money, vacation trips or items of value. Excluded are: articles of nominal value used for



sales promotion; business lunches, dinners or nominal entertainment that is customary in a normal business relationship.

**Fair Competition:** Suppliers will comply with all applicable laws and regulations regarding fair competition and antitrust.

**Accurate Accounting and Business Records:** Suppliers will keep, and provide to Emerald upon request, accurate records of matters related to the supplier's business with Emerald.

**Protect Information:** Suppliers will protect Emerald's confidential information and act to prevent its misuse, theft, fraud or improper disclosure. Suppliers must take all due care in handling, discussing or transmitting sensitive or confidential information that could affect Emerald, its employees, its customers, the business community or the general public.

## **HUMAN RIGHTS & LABOR**

Respect for People is a core value of Emerald. Therefore, we expect our suppliers to respect the human rights of all individuals and be committed to treat all of their employees with dignity and respect, in accordance with all applicable laws and regulations.

**Respect Freedom of Association and Collective Bargaining:** Suppliers will respect employees' lawful right of free association, as well as their lawful right to join, form or not to join a labor union or otherwise engage in collective bargaining.

**No Forced and Compulsory Labor:** Suppliers will not use, or knowingly do business with companies that use, forced or involuntary labor, including prison labor, indentured labor, bonded labor or slave labor.

**No Harassment and Abuse of Labor:** Suppliers will ensure that their employees are not subjected to psychological, verbal, sexual or physical harassment or any other form of abuse, and will comply with all applicable laws and regulations on harassment and abuse of employees.

**No Child Labor:** Suppliers will comply with all applicable child labor laws and regulations.



**No Discrimination:** Suppliers will not discriminate in any condition of employment on the basis of race, color, national origin, sex, religion, age, disability, HIV/AIDS status, trade union membership, sexual orientation or any other personal characteristic unrelated to job performance, and will comply with all applicable employment discrimination laws and regulations.

**Appropriate Work Hours and Wages:** Suppliers will comply with all applicable laws and regulations on work hours and overtime, as well as all applicable laws and regulations on wages and benefits.

## **ENVIRONMENT, HEALTH & SAFETY**

Emerald strives to operate in the most environmentally responsible and efficient manner and prides itself on providing a secure, safe, and healthy work environment for its employees. Emerald expects its suppliers to make similar commitments to improve continuously their environmental, health and safety performance.

**Respect the Environment:** Suppliers will comply with all applicable environmental laws and regulations. Supplier will have systems in place to ensure safe management of waste, air emission and wastewater discharges. Emerald will favor suppliers who seek ways to minimize the use of nonrenewable resources, use all resources more efficiently and minimize the environmental impact of their operations.

**Protect Health and Safety:** Suppliers will provide a safe and healthy workplace for their employees, including appropriate controls, training, work procedures and personal protection equipment. Suppliers will comply with all applicable workplace health and safety laws and regulations.

## **COMPLIANCE**

In addition to the legal standards mentioned in this Code, suppliers will comply with all other applicable laws and regulations in the provision of products or services to Emerald. Emerald expects suppliers to implement systems and controls to promote compliance with laws and the principles set forth in this Code, including policies, training, monitoring and auditing mechanisms. Suppliers should also apply these or similar principles to the subcontractors and suppliers they work with in providing goods and services to Emerald.

Emerald reserves the right to assess and monitor suppliers' compliance with this Code. Suppliers who are not in compliance with this Code are expected to implement



corrective actions or they may not be considered for future business.

## REPORTING MISCONDUCT

Suppliers who believe that an Emerald employee or anyone acting on behalf of Emerald has engaged in illegal or otherwise improper conduct with respect to their business with the supplier should report the matter to Emerald. Suppliers should also report any potential violation of this Code. Reports may be addressed to:

**Becki Watson (Confidential & Personal)**

Sr. Vice President, Finance  
Emerald Performance Materials, LLC  
2020 Front Street, Suite 100  
Cuyahoga Falls, Ohio 43221  
USA

A supplier's relationship with Emerald will not be affected by an honest report of potential misconduct that the supplier is committed to correct in a timely manner.