

Klöckner Pentaplast CODE OF BUSINESS CONDUCT AND ETHICS

Introduction

This Code of Business Conduct and Ethics (the “**Code**”) of the Klöckner Pentaplast group of companies (“**Klöckner Pentaplast**” or the “**Company**”) is intended to reflect and preserve the high standards of business conduct that have been and are a tradition of our integrated global businesses. Klöckner Pentaplast is committed to full compliance with both the letter and the spirit of the laws and regulations that apply to our Company and businesses.

This Code is intended to provide guidance to all officers, directors, and employees of the Klöckner Pentaplast group in order to comply with the highest ethical standards. We also expect our suppliers, consultants, agents, distributors, vendors, and other third party representatives to commit to the standards set out in this Code.

As you review our Code, please note the following:

- ***This Code reflects our values.*** This Code has been approved and endorsed by the governing Board and executive management team of Klöckner Pentaplast. The governing Board takes compliance very seriously, and is fully committed to ensuring implementation of the Code throughout our global operations at all levels.
- ***This Code may be changed.*** We are committed to regularly reviewing and updating our policies and procedures. Changes to the Code may be made only by the governing Board and the executive management team of Klöckner Pentaplast. We will promptly communicate any changes to all Company personnel.
- ***This Code is not and cannot be exclusive or comprehensive.*** Our global operations are complex, and it would be impossible to create a single policy that would govern all possible situations. All Company personnel are expected and required to comply with the letter and the spirit of all applicable laws and Company policies, whether or not specifically addressed within this Code.
- ***We encourage questions.*** You should never hesitate to contact the your supervisor, the Compliance Officer, the Legal Department, or the Company’s Ethics Hotline if you have any questions.
- ***Reporting actual or potential violations is a duty and obligation, and we require reporting when permissible under local law.*** You must immediately contact your supervisor, the Compliance Officer, the Legal Department, or use the

Ethics Hotline, if you believe or suspect that a violation of this Code has occurred or may occur.

- ***We prohibit retaliation.*** No employee will be subject to retaliation, discrimination, or any other adverse employment action for reporting actual or potential violations in good faith.

On behalf of the Klöckner Pentaplast Board, thank you for your time and attention to this important matter, and for your ongoing support of our Company's commitment to compliance and the conduct of our businesses according to the highest ethical standards.

Scott Tracey, CEO

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A. OUR WORKPLACE

➤ Who Must Comply with This Code?

Each employee, officer, and director of the Company is expected to read and understand this Code, uphold these standards in daily activities and take personal responsibility for compliance with this Code and all applicable policies and procedures of the Company. We also expect our suppliers, consultants, agents, distributors, vendors, and other third party representatives to commit to the standards set out in this Code, and in many cases will require the express written adherence of such third parties to each provision of this Code.

➤ What are the Potential Penalties for Noncompliance?

Any person who violates this Code may be subject to disciplinary action, up to and including termination of employment. In addition, you may be subject to legal action brought by the Company or affected third parties. Violations of this Code that entail violations of domestic criminal laws may also result in criminal charges.

➤ Compliance with Laws

Klößner Pentaplast is committed to compliance with both the letter and the spirit of the laws and regulations that affect our Company and how we do business. We will adhere to the highest standards of international business ethics and legal compliance, and expect all persons acting on our behalf to do the same.

➤ Cultural Diversity

Klößner Pentaplast conducts business in many regions of the world. Our employees, customers, and suppliers represent different backgrounds and cultures. The Company believes in the diversity of all individuals and that through this collective diversity comes strength and value. The Company recognizes the challenges and commits to an environment that is inclusive of all. It is essential that we acknowledge and give careful consideration to the cultural and regional differences and work to be respectful, open-minded, and understanding to those whose backgrounds differ from our own.

➤ Privacy

As an international company, Klößner Pentaplast processes personal data of its employees, customers and suppliers in various manners, and we are committed to protecting the privacy and security of this personal data. Personal data means any information relating to an identified or identifiable living individual (e.g. names, dates of birth, identity card numbers as well as IP addresses or location data). It is a major concern for the Company that we process personal data in compliance with applicable privacy laws. As a global trend, privacy laws are becoming stricter, including the penalties for non-compliance. Sanctions for breaches can be severe, both for Klößner Pentaplast and the individual responsible. **If you are confronted with any situation raising issues of privacy you are highly encouraged to consult the Data Protection Officer.**

Privacy laws are complex and can vary significantly across the world. However, Klöckner Pentaplast processes all personal data in accordance with the following main privacy principles.

- **Transparency:** Processing must be transparent and fair. The person whose personal data is processed must know who is responsible for the processing, what the purposes for which the personal data is processed are, and the identities to which the personal data may be disclosed or transferred. Klöckner Pentaplast might be legally obligated as well to provide this information to these persons.
- **Purpose limitation:** Processing must be for limited purposes and must be done in an appropriate way. Personal data must generally only be processed for the specific purposes notified to the person whose personal data is processed when the data was first collected or for any other purposes specifically permitted by privacy laws.
- **Minimization:** As a general rule, personal data shall only be retained for as long as necessary for the purposes for which it was originally collected. However, local laws may also require Klöckner Pentaplast to retain certain types of personal data for specific periods. In addition, personal data shall be provided on a need-to-know basis, e.g. employees have only specific access rights to personal data.
- **Accuracy:** Information that is incorrect or misleading is not accurate and steps shall be taken to check the accuracy of any personal data at the point of collection and at regular intervals afterwards. Inaccurate or out-of-date data must be corrected, destroyed or erased from our systems, as appropriate.
- **Security:** Appropriate security measures must be taken against unlawful or unauthorized processing of personal data, and against the accidental loss of, or damage to, personal data. Any data security breaches must be immediately reported to the Data Protection Officer.
- **Storage:** Certain jurisdictions have specific storage requirements for personal data. In Russia, personal data of Russian citizens must be stored in data centers or servers located in Russia (although a copy can also be transferred outside Russia in accordance with Russian requirements). Under the GDPR personal data of EU data subjects may be transferred outside the EU, but only where the transfer is justified (see Legality below).
- **Legality:** Personal data must be processed in compliance with the applicable privacy laws. In many jurisdictions, Klöckner Pentaplast has to have at least one legal basis for the processing (e.g. consent or legitimate interests). But there might be further requirements, e.g. the extraterritorial transfer of personal data is in some jurisdictions, including the EU and Russia, are only permitted if additional requirements are met and may result in restrictions of transfer, and/or additional recordkeeping requirements. In addition, more stringent conditions apply to the

processing of sensitive personal data, e.g. health data or data about political or religious beliefs.

- **Data subject rights:** Personal data must be processed in line with the rights of data subjects. Data subjects have a number of rights under applicable privacy laws (e.g. the right to access their data or to have their data deleted). In case you are confronted with a data subject request or complaint, please report this immediately to the Data Protection Officer.
- **Accountability:** The demonstration of the Company's compliance with privacy issues is generally achieved by a comprehensive recording of all processing activities and every issue related to the privacy of personal data. A record of processing activities is also helpful if a person whose personal data is processed wants to exercise a possible right of access. For further information with regards to a possible record obligation or if you receive an inquiry requesting access to personal data, please contact the Data Protection Officer.
- **Progressiveness:** Klöckner Pentaplast is future-oriented; hence we will implement new technical systems that may entail the processing of personal data from time to time. In order to comply with our high privacy standards, we will conduct impact assessments for high risk processing activities and implement new processes in line with the principle of privacy by design.

Please see our Privacy Notice found on KP's Intranet under Infocenter & Services for further information on how we process your personal data. If you have any questions about our data protection practices, please contact Klöckner Pentaplast's Data Protection Officer, found on the same Intranet site.

➤ **Employment Practices**

Health and Safety

Klöckner Pentaplast has an overriding commitment to the health and safety of its employees and the communities in which it operates. Ultimately, safe operations depend on the proper conduct of all employees of Klöckner Pentaplast. The Company is committed to taking all appropriate steps to prevent workplace-related injuries and illnesses.

Klöckner Pentaplast's workplaces must comply with all relevant safety and health standards and be free of recognized hazards that could cause injury, sickness or death. Employees have the responsibility to carry out their duties in a safe and efficient manner and to be alert to any condition or practice in the workplace that may create an undue risk to persons or the environment. To eliminate potential hazards, employees must immediately report unsafe conditions and immediately correct unsafe acts observed or performed. Supervisors and employees must report any work-related injury or sickness promptly as specified in Company policies and practices and in accordance with local law, subject to separate regulations that protect the personal rights of employees.

Equal Employment Opportunity

Klöckner Pentaplast is committed to providing equal opportunity to applicants and employees in all areas of employment, including hiring, training, promotion and compensation, and will not tolerate illegal discrimination based on race, religion or belief, age, gender, disability, sexual orientation or national origin or any other status protected by applicable law. All employees are entitled to work and participate in employer-sponsored activities in an environment free of sexual, ethnic and religious or other harassment, victimization, hostility or intimidation. Klöckner Pentaplast's policies require compliance with all applicable anti-discrimination laws.

Harassment

Klöckner Pentaplast is committed to providing a work environment based on mutual respect and free from offensive or unlawful harassment. The Company has a zero-tolerance approach to unwanted verbal or physical conduct related to race, color, age, gender, sexual orientation or other categories protected by law in most countries. Harassment of this nature should be reported in accordance with the guidelines in this code.

Substance Abuse

Klöckner Pentaplast prohibits employees from using, selling, distributing, possessing or promoting illegal drugs and misusing prescription drugs while on company premises or being at work while under the influence of any illegal drug or alcohol. Drugs and alcohol are controlled substances, and Klöckner Pentaplast has a zero-tolerance policy in relation to employees abusing or being under the influence of these substances while at work. If you abuse drugs, alcohol or other illegal substances in the performance of your duties, you may be reported to management or HR, as required by local guidelines.

Employee Privacy

Klöckner Pentaplast respects the privacy and dignity of every employee. Klöckner Pentaplast collects and retains employee personal information that is necessary for the creation and/or execution of the employment relationship or that is required by law. Personal information is data related to an individual who can be identified by that data alone, or in combination with other data or information which is in the possession of Klöckner Pentaplast. The Company uses procedures designed to protect and limit access to employee personal information in compliance with all applicable laws that govern employee privacy.

Subject to individuals' rights of access under the General Data Protection Regulation (EU 2016/779) and other applicable laws, no employee is permitted to access or otherwise use employee records or information unless authorized to do so by the Data Protection Officer, and then only to the extent required for legitimate business needs in accordance with applicable laws.

Threats and Violence

The safety of Klöckner Pentaplast employees is paramount. Employees may not engage in violence or other deliberate acts intended to harm another person or property on Company premises or using Company property. Similarly, employees must not make threatening or menacing comments, or behave in such a way that may threaten the personal safety or property of another person, in the workplace. Harassment, violence or threats of violence should be reported immediately in accordance with the guidelines in this Code.

Where legally enforceable, Klöckner Pentaplast prohibits on Company premises, or property leased or owned by Klöckner Pentaplast, the possession, concealment, use or transfer of any firearm or other weapon, including knives, clubs, explosives or other devices that are primarily used to inflict injury.

B. OUR BUSINESS PRACTICES

➤ **Business, Accounting and Financial Reporting Practices**

Klöckner Pentaplast strives to maintain accurate and reliable corporate records that comply with applicable accounting rules and established internal controls. No payments of money, transfers of property, furnishing of services or other transactions on behalf of Klöckner Pentaplast will be approved without adequate supporting documentation, or made with the understanding that any part of such payment is to be used for any purpose other than that described by the documentation. An undisclosed or unrecorded fund or asset may not be established for any purpose. Any “off book” transactions are strictly prohibited, irrespective of their magnitude. Company personnel must not attempt to influence, mislead, or interfere with any internal or external auditor engaged to perform any audit of books, records, procedures, or internal controls of the Company’s business.

Every Klöckner Pentaplast officer, director, and employee shall:

- Present any financial information and any information relevant for any financial statements fairly (e.g., accurately, completely, objectively, relevantly, timely and understandably) in accordance with applicable laws, rules and regulations.
- Adhere to, and, where applicable, monitor and improve, Klöckner Pentaplast’s processes to maintain effective internal control over financial reporting.
- Act in good faith, responsibly, with due care, competence and diligence, using considered, professional, independent judgment, and seek at all times to present all reasonably available material information on a timely basis to management and others in accordance with Klöckner Pentaplast’s general accounting policies.

- Retain Company business records as long as needed for business purposes, or longer if required by applicable law. Business records may not be destroyed that are subject to court order or other relevant legal proceeding, internal or external investigation or other regulatory action.

Falsifying financial or business records or making false statements to internal or external auditors can have serious consequences. If you become aware of a potential issue with accounting or an audit, immediately contact the Compliance Officer or the EthicsHotline following the procedure outlined in Section E.

➤ **Conflicts of Interest**

Whenever you are acting in your capacity as an employee or other representative of the Company, you must base your decisions on the best interests of the Company. A “conflict of interest” exists when your private interest interferes in any way with the interests of the Company.

By way of example, a conflict of interest may occur when:

- You take actions or have interests that may make it difficult to perform your Company work objectively and effectively,
- If you or members of your family receive improper personal benefits, such as cash, loans, guarantees of loans or inappropriate gifts, as a result of your position in the Company,
- If you work for or have a significant financial interest in a competitor, customer or supplier. Company employees are not allowed to work for a competitor or to serve as a consultant or board member of a competitor. As a best practice, you should avoid any direct or indirect business connection with the Company’s customers, suppliers or competitors, except on the Company’s behalf. This provision does not include minor or non-material shareholdings in a publicly-traded competitor.
- Directors have financial interests or hold other employment or directorships that may conflict with Company interests or prevent them from doing their jobs effectively. In such cases, directors are expected to disclose the relevant information to the Board, and to recuse themselves from any decision making related to such potential conflict.

Our Code prohibits conflicts of interest. But, we recognize that it is not always easy to determine if a conflict of interest exists. Situations that create even the appearance of bias should be avoided. Apparent conflicts of interest can be as damaging to the Company’s reputation for honesty and integrity as actual conflicts of interest.

Any doubts as to whether or not a conflict of interest exists, whether actual, apparent or potential must be addressed to the Company’s Compliance Officer.

Actual conflicts must be reported according to the procedure set out in Section E of this Code.

➤ **Bribery & Corruption**

Our Company strictly forbids the payment or receipt of bribes, kickbacks, and other improper payments or gifts of any things of value when given with improper intent. We are committed to dealing with all of our customers, vendors, and suppliers, and with government agencies, in a straightforward and aboveboard manner and in strict compliance with the requirements of international anti-bribery conventions and local anti-corruption and bribery laws.

Klöckner Pentaplast does not promote political parties or trade unions. The Company also condemns any form of participation by employees in associations whose purposes are prohibited by law and contrary to public law and rejects any direct conduct to facilitate the activity or program of instrumental organizations for the commission of a crime.

These guidelines should be read in connection with our Global Anti-Bribery and Corruption Policy, which you can find on our [Corporate Governance website](#).

- ***All bribery, wherever located, is prohibited.*** Regardless of local customs, our Company's employees, officers, directors, agents, vendors, consultants, and other representatives are prohibited from giving, offering, paying or promising to pay or authorizing the payment of either money or anything of value (including any benefit or advantage or paying any bribe, kickback or other similar unlawful payment) and from receiving anything of value, directly or indirectly, to or from any government, public official, candidate or political office, or other individual or entity (including private and commercial entities), regardless of nationality, to win or retain business or influence any act or decision of such officials for the Company or to secure any personal gain or other improper advantage for the Company.
- ***Facilitation payments are prohibited.*** Regardless of local customs or laws, the Company prohibits all payments to public or government officials to facilitate or expedite the performance of a routine governmental action. Any request to make a facilitation payment or a "grease" payment should be refused unless there is an immediate threat to your physical health or safety.
- ***All books and records must be accurate.*** All books, records and accounts, domestic and overseas, must accurately and fairly reflect business transactions and dispositions of the Company's assets.

Any requests to make a bribe or facilitation payment must be reported immediately to the Company's Compliance Officer following the procedure set out in Section E of this Code.

➤ **Gifts, Travel, & Entertainment**

Giving and receiving gifts, travel, and entertainment may give rise to concerns about bribery and corruption. In order to avoid even the appearance of impropriety, we have established the following guidelines. You should also consult the Gifts & Hospitality guidelines available on our Company intranet. Questions about corporate sponsorships or donations should be referred to the Compliance Officer promptly.

Gifts

Subject to limited exceptions, employees may not, directly or indirectly, accept money, loans, guarantees of loans, gifts, services, favors, entertainment, travel, or preferential treatment for any services provided as a Klöckner Pentaplast employee or in connection with agreements with outside parties. An employee, however, may accept conventional business courtesies, such as a modest meal.

Reasonable and limited expenditure on business entertainment, travel, and gifts that are not designed to secure an improper advantage may be permissible. You may only make such expenditures if they are permitted by law, serve a valid business purpose, are reasonable and customary, and will not influence or appear to influence the independent judgment of the recipient.

Depending on the circumstances, acceptable gifts could include:

- Unsolicited gifts of nominal value, such as branded pens, cups, T-shirts, gift baskets, etc., or
- Reasonable lunches, dinners, paid invitations to sporting or other cultural events like concerts, theater visits, etc., where representatives from different organizations attend to discuss and promote business relationships.

If the value of the expenditure for commercial relationships is more than **€200**, or the equivalent amount in other international currencies, you may only make such expenditure after you have confirmed with the Compliance Officer of the Company that it is consistent with the letter and spirit of this Code. However, a pattern of gifts and entertainment that fall below this monetary threshold may still be considered bribery if they are intended to secure an improper advantage for the Company. It is therefore important that you raise any questions about the propriety of gifts immediately to the Compliance Officer.

If the value of the expenditure for public/governmental relationships is more than €25, or the equivalent amount in other international currencies, you may only make such expenditure after you have confirmed such expenditure with the Compliance Officer of the Company. In some locations, it is acceptable and common to provide public officials token gifts. This practice should be confirmed first with the Compliance Officer. In no case is it acceptable to offer or give anything of value, directly or indirectly, to any person, including a public/government official or private individual, in order to obtain or retain business or to obtain any improper advantage. The guidelines found in the Global Anti-Bribery & Corruption Policy should be read in connection with this Code.

In any event, you may not give or accept cash, gift certificates or gift cards, or stocks or similar instruments.

Any questions about gifts should be raised prior to giving or receiving of any gift to the Compliance Officer of the Company. Any gifts or business entertainment expenditure must be accurately reported in the Company's books and records.

Travel

All Klöckner Pentaplast employees are required to ensure that their business travel is intended to further Klöckner Pentaplast business interests, and that travel and (if applicable, any) entertainment expenditures are reasonable, prudent and in accordance with applicable corporate or regional travel and expense policies. Employees that have business expenses are required to document and accurately record their expenses according to the Company's local or regional expense reimbursement procedures. **If you are not sure whether a certain expense is in compliance with this Code, you should contact your supervisor, Human Resources or the Compliance Officer.**

All travel expenses related to supplier visits or external meetings and events, arranged by suppliers, must be paid by Klöckner Pentaplast in accordance with our internal policies.

C. OUR INTELLECTUAL PROPERTY AND ASSETS

➤ Confidentiality and Intellectual Property

The protection of confidential information, defined as confidential, secret and proprietary documents, materials, data and other information, in tangible and intangible form, relating to the KP Group and its businesses, existing and prospective customers, suppliers, investors and other associated third parties, is crucial to the success of Klöckner Pentaplast.

Every Klöckner Pentaplast officer, director, and employee shall:

- Protect the confidentiality of Klöckner Pentaplast's confidential information; and
- Use this confidential information only for proper Klöckner Pentaplast business purposes and not for personal advantage or personal enrichment.

Many aspects of our business that enable us to compete effectively are built on confidential information: our products, our plans and strategies for customers and their needs. Our confidential information includes, but is not limited to:

- Customers' names and their product needs
- Unpublished patent and trademark applications,

- Details of licenses and other contracts
- Know-how and trade secrets, including but not limited to proprietary equipment, suppliers (equipment and raw material) and product formulations
- Future business ideas and concepts
- The features of unreleased product, schedules and launch strategies
- Network and systems access passwords
- Database extraction rights
- Financial data that has not been disclosed to the public
- Information relating to pending acquisitions and joint ventures
- Production, marketing and sales forecasts
- Pricing and sales strategies
- Vendors, suppliers and the terms of the Company's arrangements with them
- Prices of purchased goods, materials and services
- Employee records
- Organization charts and organization changes
- Operational strategies
- Security procedures
- Any other information that has value, provides competitive advantage and is not generally available to the public

This list is not exhaustive, and Klöckner Pentaplast's confidential information also includes other information that is marked or otherwise identified as confidential or proprietary, or that would otherwise appear to a reasonable person to be confidential or proprietary in the context and circumstances in which the information is known or used.

Our confidential business information is entrusted to our employees and partners to enable them to do their jobs successfully. This confidential information is owned or controlled Klöckner Pentaplast and is to be used solely for company purposes. Keeping our proprietary business information and trade secrets confidential is essential for our

success and growth, as well as to maintain our reputation and our relationship with customers, vendors, suppliers and business partners.

We are committed to protecting confidential information in any format. Confidential information can be presented or stored in many forms including, for example: paper documents, cloud storage services, e-mails, voicemail or recordings, Skype messages, faxes, information on hard drives and other electronic storage media, charts and graphic presentations, and audio and video tapes.

The obligation to preserve confidential information continues even after employment with the Company ends. If you leave our Company, you may not disclose any of our confidential information to other parties at any time. You will also be required to immediately return any document (in any form) that contains confidential information, company records and equipment in accordance with any applicable contractual terms and the law.

You must also ensure that you comply with domestic and international laws and standards relating to intellectual property. Our Company forbids conduct aimed at counterfeiting, alteration, duplication, or dissemination in violation of intellectual property requirements.

Ownership of Intellectual Property

Employees that conceive, create, develop or otherwise make intellectual property (including, but not limited to writings, works of authorship, technology, ideas, inventions, discoveries, and other work products (e.g. plans for products/services, processes, formulae, algorithms, etc.)) in the course of their employment by Klöckner Pentaplast do so with the understanding that Klöckner Pentaplast will own this intellectual property in accordance with, and to the extent permitted by, applicable laws and the terms of the employees' employment contracts.

➤ **Use of Company Assets, Information & Technology**

You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. As a result, Company personnel may not:

- Take for themselves any opportunities that were discovered in the course of your work for the Company or through their use of Company property or information.
- Use Company property, information or position for improper personal gain.
- Borrow or make use of the Company's name, property, goodwill, funds, data or other assets for their personal gain or benefit, or for the benefit of others.
- Use any Company assets for unlawful or improper purposes.

Because theft, carelessness and waste have a direct impact on the Company's profitability and may violate local laws, Klöckner Pentaplast personnel are expected to ensure that the Company's assets are used for appropriate business purposes

Any suspected incident of fraud or theft should be immediately reported to the Compliance Officer.

Non-Disclosure of Records

Klöckner Pentaplast is committed to preventing the misuse of the Company's information. As information about the Company's operations can be quickly and easily disseminated (for example, via e-mail), Company personnel must be careful to avoid the unauthorized or unnecessary dissemination of the Company's information.

Access to the Company's information should be solely on a business-related, need-to-know basis and must be handled in accordance with our trade secret policies. Customer information and employee information in company files is not to be disclosed outside the Company without the Company's and the applicable customer's permission except in response to a subpoena, court order, or other legal processes or requests from government investigators or regulatory agencies as approved by the Compliance Officer.

Electronic Devices

The use of computers, telephones and other electronic devices are essential tools to the business. Klöckner Pentaplast personnel should not use company assets to communicate inappropriate, sexually explicit or offensive jokes or statements. In addition, electronic devices should never be used to send unauthorized solicitations or to conduct business for another organization. The communication of profanity, derogatory remarks, discriminating or harassing comments, innuendo and threatening or abusive language is strictly prohibited.

Extreme care should be exercised when participating in online forums – including blogs, social media sites and discussion boards that are identifiable with or attributed to the Company. Electronic messages are permanent records and for this reason, compose messages with the utmost of care.

Limited use of Company provided Internet access and electronic communication devices is permitted for personal purposes as long as such limited use does not interfere with your job performance or business use of the system.

Employees should not expect privacy beyond what is legally required when using Company resources. Klöckner Pentaplast, to the maximum extent that is permissible by law, reserves the right to monitor these resources. Where allowed by law, the Company also reserves the right to block offensive, illegal or non-business related sites.

Any suspected incidents of inappropriate communications should be immediately reported to the Compliance Officer following the procedures set out in Section E.

➤ **Use of Company Letterhead and Title**

Employees may use Klöckner Pentaplast letterhead to write business correspondence only, and not for any personal purpose. Employees must refrain from using letterhead or

their position in the company to assert or imply a position on any issue not intimately related to Klöckner Pentaplast's business, and should use extreme caution when expressing any opinion on a controversial matter intimately related to Klöckner Pentaplast's business in order to avoid any damage to our Company's image. Employees should contact their manager with any questions on this provision of the Code.

D. OUR COMMUNITY

➤ Competition and Fair Dealing

Antitrust and competition laws generally prohibit agreements or understandings among actual or potential competitors to fix or control prices, fix bids, boycott specified suppliers or customers, limit the production and sales of product lines, allocate markets and/or customers or share commercially sensitive information. Other laws prohibit controlling the resale pricing of distributors and dealers, disparaging a competitor, misrepresenting the Company's products, stealing trade secrets or offering or paying bribes or kickbacks. These laws are vigorously enforced and failure to comply with them could result in heavy fines to the Company and heavy fines and imprisonment for you.

Our policy is that we will compete vigorously but fairly and in compliance with all applicable antitrust and competition laws and regulations.

As a general rule, employees are prohibited from discussing non-public information with competitors and suppliers, including trade association members, such as the following topics: pricing policies, discounts, profits, credit terms, and other conditions of the sale and/or purchase of goods or services, geographic areas of operation or sales, production or sales quotas, customer allocations, and bids for jobs or contracts. Questions regarding the propriety of proposed or actual contacts with competitors involving these matters should be addressed to the Compliance Officer.

Using or taking proprietary information or otherwise possessing trade secret information obtained without the owner's consent, or inducing disclosures of proprietary information by past or present employees of other companies is prohibited by this Code and is usually illegal. All of us must respect the rights of and deal fairly with the Company's customers, suppliers and competitors. None of us, in our work for the Company, may take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other intentional unfair practice.

➤ Environmental Affairs

Environmental laws and regulations and permit or licensing requirements relating to air emissions, ground and water discharge, and the management, treatment, and disposal of chemical substances, including hazardous waste, apply to all our products and all of our activities. We are committed to full compliance with all applicable environmental laws and regulations. Employee work practices must adhere to such laws and regulations and all Company policies and procedures adopted to achieve this goal. Moreover, it is the Company's policy to minimize or eliminate adverse environmental consequences of our

products and operations and to implement programs to assure that our activities meet or exceed legal requirements.

Questions or concerns concerning the applicability of environmental laws or regulations of work practices or proposed actions should be communicated to the Compliance Officer following the procedure set out in Section E of this Code.

➤ **Ethical Production and Supply Chain Practices**

The Company is committed to ethical production practices, including sourcing components and materials from companies that share our values regarding respect for human rights, integrity and environmental responsibility.

The Company complies with all applicable rules relating to conflict minerals, including, where relevant, laws that aim to prevent the use of minerals that directly or indirectly finance or benefit armed groups in the Democratic Republic of the Congo or in adjoining countries (such as cassiterite (tin), coltan (tantalum), wolframite (tungsten) and gold, and derivatives of these minerals).

➤ **Modern Slavery and Child Labor**

Consistent with our obligations under the Modern Slavery Act, we are committed to preventing modern slavery, servitude, human trafficking, or any forced or compulsory labor anywhere in our supply chain, and expect our suppliers, vendors, and other third parties to avoid such practices. We will immediately cease business with any third party who we discover to be complicit in such practices, and will make any required reports to the relevant authorities. Further information may be found in the Modern Slavery Act Transparency Statement found at www.kpfilms.com.

➤ **International Business**

We are committed to full compliance with all relevant import, export, economic sanctions, and anti-money laundering laws and regulations ("**Trade Controls**"). Trade Controls help further important national security policy priorities. Violations may carry stiff civil and criminal penalties for individuals and the Company, and could cause serious damage not only to the Company's corporate reputation, but also to the public.

We are also committed to ensuring that our transactions do not help conceal the proceeds of crime or terrorism, or otherwise further money laundering. Money laundering occurs when the proceeds of crime are concealed or disguised to hide their true sources, so that they appear to be legitimate. In furtherance of this commitment, we take steps to verify the reliability and integrity of all of our business partners (including financial institutions involved in transactions).

Potential red flags for transactions that may violate Trade Controls can include (but are not limited to) the following:

- A counterparty is reluctant to provide information to verify the counterparty's identity or source of funds for a transaction.
- Bank account information for a counterparty cannot be verified, or appears to be incomplete.
- A counterparty maintains multiple bank accounts for no apparent reason.
- A counterparty requests a transfer of funds to a different bank account than the originating account, or to an account in a high-risk or offshore jurisdiction.

All Company personnel must ensure that they comply with Trade Controls that may be relevant for their job duties. Further information is available in the Company's International Trade Compliance Guidelines, which are available on the Klöckner Pentaplast intranet.

E. ADMINISTRATION

➤ **Questions and Concerns**

You should never hesitate to contact the Company's Compliance Officer with any questions or inquiries about how this Code may be relevant to your duties. If you have concerns or become aware of a potential violation of the Code or Company policies, you **must** report such concerns and potential violations to the Compliance Officer.

Our Compliance Officer is:

Susan Fornaro
4 Kingdom Street
London W2 6BD
United Kingdom

E-Mail: compliance@kpfilms.com

➤ **EthicsHotline**

We have established procedures for: (a) the submission by employees of Klöckner Pentaplast and others, on a confidential basis, of good faith concerns regarding violations of this Code and (b) the receipt, retention and treatment of complaints received by Klöckner Pentaplast regarding violations of this Code. **Please note that reporting actual or suspected violations of this Code is required. Failure to make a report may (if local laws permit) subject an employee to discipline.**

1. Any concerns related to violations of this Code that an employee or other person wishes to discuss or report, should be reported immediately to

- a. Your supervisor or Human Resources;
 - b. Our Compliance Officer; or
 - c. the *EthicsHotline*.
2. Any employee of Klöckner Pentaplast or other person may submit, on a confidential basis if he or she so desires, any good faith concerns regarding violations of this Code.

An employee or other person may contact Klöckner Pentaplast's "*EthicsHotline*" using the toll-free telephone number set forth below or may submit a complaint electronically to the web address listed below.

3. Following the receipt of any complaint submitted in accordance with these procedures, each supervisor or Human Resources representative will, with assistance from the Compliance Officer as may be warranted, investigate each such matter so reported. If warranted and in compliance with applicable local laws, the Company shall take corrective and disciplinary actions, which may include, alone or in combination, a warning or letter of reprimand, reassignment, demotion, loss of merit increase or termination of employment.
4. Following evaluation of relevant evidence the person(s) mentioned in the report will, where possible, be immediately notified and given an opportunity to respond, including to oppose the processing of their personal data on legitimate grounds, to access that data and to correct any inaccurate information. Notification to such person(s) may however be delayed in exceptional circumstances, in particular if it is necessary to ensure an effective internal investigation and the protection of evidence.
5. The Senior Management or the Audit Committee may enlist employees and/or outside legal, accounting or other advisors, as appropriate, to conduct any investigation of complaints regarding any violations of this Code. In conducting any investigation, the Senior Management or the Audit Committee will use reasonable efforts to protect the confidentiality of the complainant.
6. We **do not** permit retaliation of any kind against employees or other persons for complaints submitted hereunder that are made in good faith. Additionally, no employee will be adversely affected or disciplined by the Company because the employee refuses to carry out a directive which, in fact, constitutes corporate fraud, or is a violation of any laws or this Code.
7. The Senior Management or the Audit Committee, as the case may be, will keep a written record of all such reports or inquiries. Personal data will be deleted immediately after investigation if the report is unsubstantiated and within 12 months otherwise, unless required for disciplinary or legal purposes. If a disciplinary or judicial procedure is initiated, the data may be retained until the end

of the relevant procedure and for such additional period as may be required by law.

kpEthicsHotline Web Address

<http://kp.ethicspoint.com>

EthicsHotline Toll-Free Number

From an outside line dial the AT&T Direct Dial Access® for your location from the table below. At the prompt dial 1-877-281-5511. It may take 1-3 minutes to arrange for an interpreter. During this time please do not hang up.

For example: from a local line in Germany, dial 0-800-225-5288. When prompted for a number, dial 1-877-281-5511. Follow all instructions as prompted. It will take 1-3 minutes to locate an interpreter, so please do not hang up when placed on hold.

| Country | AT&T Direct® Access Code | Country Code | Footnotes |
|--|--------------------------|--------------|-----------|
| Argentina (ALA - Spanish) | 0-800-288-5288 | 54 | "02" |
| Argentina (Telecom) | 0-800-555-4288 | 54 | |
| Argentina (Telefonica) | 0-800-222-1288 | 54 | |
| Australia (Optus) | 1-800-551-155 | 61 | "27" |
| Australia (Telstra) | 1-800-881-011 | 61 | "27" |
| Belarus | 8^800-101 | 375 | "01, 05" |
| Brazil | 0-800-890-0288 | 55 | "04" |
| Brazil (cell) | 0-800-888-8288 | 55 | "27" |
| Canada | 1-800-225-5288 | 1 | |
| China - North, Beijing CNCG | 108-888 | 86 | "B, D" |
| China, PRC - South, Shanghai (China Telecom) | 10-811 | 86 | "D" |
| Czech Republic | 00-800-222-55288 | 420 | "D, 04" |
| Denmark | 800-100-10 | 45 | "27" |

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|--|---|-----|-------------|
| Egypt (Cairo) | 2510-0200 | 20 | "A, 01" |
| Egypt (Outside Cairo) | 02-2510-0200 | 20 | "A, 01" |
| Egypt (cellular throughout Egypt) | 02-2510-0200 | 20 | "27" |
| France (Hotels) | 0-800-99-1011 0-800-99-1111 0-800-99-1211 | 33 | "11" |
| France (Hotels-Paris Only) | 0-800-99-0111 | 33 | "11" |
| France (Orange) | 0-800-99-0011 | 33 | "27" |
| France (Telecom Development) | 0805-701-288 | 33 | |
| Germany | 0-800-225-5288 | 49 | "27" |
| Hungary | 06-800-011-11 | 36 | "A" |
| India | 000-117 | 91 | "13" |
| Italy | 800-172-444 | 39 | "A, 16, 27" |
| Mexico | 001-800-462-4240 | 52 | "20" |
| Mexico (New) | 01-800 288-2872 | 52 | "E" |
| Mexico (Por Cobrar - Spanish) | 01-800-112-2020 | 52 | "E" |
| Mexico (Spanish) | 001-800-658-5454 | 52 | "20" |
| Netherlands | 0800-022-9111 | 31 | "A" |
| New Zealand | 000-911 | 64 | "A" |
| Poland | 0-0-800-111-1111 | 48 | "A, D" |
| Portugal | 800-800-128 | 351 | "D, 27" |
| Romania (Romtelecom) | 0808-03-4288 | 40 | "A, 04, 31" |
| Russia | 8^10-800-110-1011 | 7 | "A, D" |
| Russia (Moscow) | 363-2400 | 7 | |
| Russia (St. Petersburg) | 363-2400 | 7 | "A, D" |
| Russia (outside Moscow) | 8^495-363-2400 | 7 | "A, D, 22" |

| | | | |
|---|----------------|-----|-------------|
| Russia (outside St. Petersburg) | 8^812-363-2400 | 7 | "A, D, 22" |
| Slovakia | 0-800-000-101 | 421 | "D, 27" |
| Spain | 900-99-0011 | 34 | "27" |
| Switzerland | 0-800-890011 | 41 | "A, 27" |
| Thailand | 1-800-0001-33 | 66 | |
| Turkey | 0811-288-0001 | 90 | "A, 04, 12" |
| U.A.E. | 8000-021 | 971 | "A, 27" |
| U.A.E. (Military-USO and cellular) | 8000-061 | 971 | "27" |
| U.A.E. (du) | 8000-555-66 | 971 | "27" |
| United Kingdom (British Telecom) | 0-800-89-0011 | 44 | "D, 27" |
| United States | 1-800-225-5288 | 1 | |
| United States (Spanish) | 1 800 222-7007 | 1 | |

- A Public phones require coin or card deposit
- B Public phones and select hotels
- D May not be available from every phone/public phone
- E Public phones may require local coin payment during call duration
- 01 Fixed line phones only
- 02 May not be available from some locations
- 04 Not available from cellular phones
- 05 Not available from public phones or all areas
- 11 Select hotels
- 12 Requires international access
- 13 Only available from phones allowing international access and most public calling centers; may not be available from all locations; not available from public phones.
- 16 Includes Vatican City, State
- 20 Available from Telmex phones only
- 22 Add'l charges apply when calling outside Moscow, St. Petersburg
- 27 Available from cellular phones
- 31 Available only from named carrier

" ^ " means "await second dial tone".