

Essentra plc

Anti-Corruption and Bribery Policy

Introduction

Bribery and corruption offences present serious risks for every business. Breaches of bribery and corruption laws can lead to unlimited fines for companies and imprisonment for individuals. The enforcement of bribery and corruption laws in many countries is increasingly stringent and encompasses activities undertaken by a company through its employees or third parties acting on its behalf across various international jurisdictions.

Bribery or corruption can be defined as **the offering, promising, giving, accepting or soliciting of an advantage as an inducement for an action which is illegal or a breach of trust.**

The most prevalent forms of bribery and corruption stem from

- Payments to a company's employees or their relatives, or to those of a third party, to secure advantage in business transactions
- Political contributions made to secure advantage in business transactions
- Charitable sponsorships used to secure advantage in business transactions
- Facilitation payments or kickbacks made to secure or accelerate routine or necessary business actions
- Gifts, hospitality and expenses payments made to secure advantage in business transactions

Essentra's corporate conduct is based on acting responsibly, honestly and with integrity and the Company does not tolerate any form of bribery and corruption.

Purpose

The purpose of this policy is to set out Essentra's position on bribery and corruption and detail how responsibility for observing and upholding that position is established across the Company's international operations.

Scope

This policy applies to all Essentra employees (and their connected persons) and third parties acting on behalf of the Company and extends to all business dealings in all jurisdictions within which the Essentra operates. For the purposes of this policy 'connected persons' (includes family members (including spouse or civil partner, anyone living as a partner in 'an enduring family relationship', children and step children) and their parents)

This policy should be implemented in conjunction with the Company's Code of Business Ethics, Conflict of Interests Policy and Gifts and Entertainment Policy.

Policy

Essentra does not engage in bribery or corruption.

It is contrary to the Company's policy for any employee or third party acting on behalf of Essentra to request, offer, solicit, make or receive any payments or inducements which are illegal, unethical or represent a breach of trust.

Essentra's Code of Business Ethics details the Company's commitment to ensuring that its business is conducted in all respects according to rigorous ethical, professional and legal standards.

Essentra's Conflict of Interests policy reflects the Company'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.

Essentra's Gifts and Entertainment policy reflects the Company's commitment to ensuring that the acceptance or offering of hospitality and gifts is reasonable and appropriate and subject to managerial review.

Essentra prohibits the use of contracts or consulting agreements to channel improper payments through agents or intermediaries or to public or government officials.

Essentra does not make direct or indirect contributions to political parties.

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. Appropriate legal advice should be sought as necessary.

Responsibilities

The Board is responsible for establishing this policy within Essentra, supported by an appropriate corporate culture led by the Board, which prohibits bribery and corruption involving Essentra employees or any third parties acting on behalf of the Company.

The Chief Executive, supported by the Company Secretary & General Counsel, has responsibility for implementing this policy.

The Managing Director or President of each business division within Essentra is responsible for establishing appropriate responsibilities, procedures, training and internal controls within their respective operations to ensure the consistent implementation of this policy across all jurisdictions and compliance with its requirements.

It is the responsibility of the management of each business division to ensure that all Essentra employees and all third parties acting on behalf of Essentra are made aware of this policy and that appropriate due diligence is undertaken in relation to the appointment of all such parties and the monitoring of their activities.

It is the responsibility of each Essentra employee to ensure compliance with the terms of this policy. If any employee believes that the terms of this policy are not being correctly adhered to then they should seek to raise any concerns with their line manager or in accordance with the terms of the Company's Right to Speak policy. Under the terms of the Company's Right to Speak policy, employees are encouraged, without fear of victimisation, to raise any concerns they may have regarding the conduct of the Essentra's business in order that such concerns may be properly investigated.

Compliance

Compliance with this policy will be subject to regular review and audit.

The Board will review this policy at least once a year to ensure it remains suitable, effective and proportionate having regard to the Company's operations and the jurisdictions within which it operates.

The Company Secretary & General Counsel will report to the Audit Committee annually on the implementation of and compliance with this policy.

Any concerns raised by any person relating to any alleged non-compliance with the terms of this policy will be immediately investigated and action taken as appropriate. The Company Secretary & General Counsel will report to the Audit Committee on any such concerns and the outcome of any investigations conducted into such issues.

Failure to observe the terms of this policy may constitute a disciplinary offence and may expose individuals to civil or criminal proceedings.

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