



# Atotech

## Code of Conduct



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# We follow our Code



"We strive to do business the right way and compete to win with integrity."

A handwritten signature in white ink on a dark blue background.

Geoff Wild, Atotech CEO

We strive to do business the right way and compete to win with integrity. Our Code is an important expression of our values and helps us make decisions that win our customers' loyalty, trust, and respect. Regardless of what we produce, where we are, or who we do business with, everything begins and ends in accordance with our ethical values and moral obligations. These guidelines apply to every conceivable aspect of our daily business, both internally and externally. Summed up, our commitment is expressed and implemented through safety, quality, compliance, and sustainability. We are a company dedicated to the absolute safety of those who make and use our products, and their impact on the environment. Our commitment to quality includes not only the highest product standards, but also the quality of those with whom we work, interact, and do business.

# About our Code



## Who does it apply to?

Our Code applies to everyone at Atotech including employees, supervisors, executive management and board members. In addition, we expect third parties with whom we do business, including suppliers, to act in a way that is consistent with the principles and values of our Code. We expect employees working with our third parties to hold them accountable.



## Who are considered third parties?

- Distributors
- Suppliers
- Contract workers
- Customers
- Agents



## What if...?

There is a conflict between what's in our Code and the laws in the country where I work (or I am just not sure what to do)?

The best approach in such cases is to follow the stricter requirement, and if that's not clear, seek guidance from the Legal/Compliance Department.

# Know your responsibilities

No matter what job you do or where you do it at Atotech, think about your commitment to the Code of Conduct during all business interactions and make sure your actions always reflect our values. Follow our Code and policies, as well as the laws and regulations of the country where you work, and protect what we've built. Completing your assigned trainings is just another way to stay up-to-date on what's expected of you.

**If you see something, SAY something.** If you see or suspect anything illegal or unethical, it may seem easier to look the other way or let someone else take the lead – but misconduct affects all of us. No concern is too minor to report. Share your concerns promptly and cooperate fully and honestly in any internal investigation. Be aware that anyone who violates our Code may face corrective actions.

If you manage people, you have an even greater responsibility. Lead by example, making sure your team members know the Code is a resource for them and that there is no difference between what you do and what you expect from others. Create the kind of workplace where employees feel comfortable coming forward with questions and concerns, and support them when they raise issues. Never retaliate against employees for sharing concerns in good faith, and help us prevent retaliation by others.

## VOICING YOUR CONCERNS

**Let your supervisor know.** Share your concern with your supervisor first, if possible. Often she or he will be able to offer guidance and answer any questions.

**Report it to another internal resource.** If you're not comfortable discussing the situation with your supervisor, you can go to another supervisor or any of the following resources:

- Local leadership
- Local HR/Labor Representative
- Integrity and Compliance Officer
- Compliance Action Line (CAL)

The Atotech Compliance Action Line (CAL) is operated by an independent reporting service and you may contact CAL anytime, via phone, web or app, to raise questions or allegations regarding violations of our Code, our policies, our procedures, or the law. You may submit a report confidentially and, if you wish, *anonymously*.

### REPORT ONLINE:

[www.atotech.com/speakup](http://www.atotech.com/speakup)

### REPORT BY PHONE:

China 400 120 3148

Germany 0800 182 3246

All other worldwide access numbers can be found at:

[www.expolink.co.uk/whistleblowing-hotline/PDF/International-Freephone-listing.pdf](http://www.expolink.co.uk/whistleblowing-hotline/PDF/International-Freephone-listing.pdf)

### BY E-MAIL<sup>1)</sup>:

[Compliance@atotech.com](mailto:Compliance@atotech.com)

Completing your assigned trainings is just another way to stay up-to-date on what's expected of you.

<sup>1)</sup> Emails sent to this email address will reach Corporate Compliance directly and will not be anonymous.

# Never bribe

...has always been a key principle for Atotech and it's the way we continue to do business today. We work honestly and with integrity. We don't offer bribes, accept bribes or participate in bribes.

We also work diligently to prevent bribery by others who conduct business on our behalf – as a company, we're not only responsible for our own actions, but also the actions of any third party who represents us.

We realize that a bribe can be something other than cash. A gift, a favor, even an offer of a loan or a job could be considered a bribe if it's offered in exchange for something of value. Before offering anything of value, we check our policies and ask questions about what's allowed (and what's not).

The laws in some countries impose bigger penalties for bribing government officials; but for us, it's simple: bribery of anyone, at any organization, at any level, is always wrong.

## Keep in mind!



- Know a bribe when you see one.
- Follow the laws and requirements of the countries where you work. Avoid even the appearance of something inappropriate.
- Set clear expectations and actively monitor the work of third parties doing business on our behalf.
- Be accurate and complete in recording payments and expenses.
- Don't pay any kind of "facilitation" or "kick-back" payments.
- Speak up if you see or suspect a bribe.

## Don't be tempted if:

- An employee of a potential customer asks me if I can provide a "kick-back" by entering into an agreement with Atotech as their new supplier.
- "Kick-back" means paying the person an amount of money in order to award the contract to Atotech.

# Conflicts of interest

Making decisions as part of your work at Atotech should never be influenced by private interests, relations or personal motives. Employees must disclose possible conflicts of interest in business decisions to their supervisor.

When making decisions related to Atotech, you have a duty to act in our company's best business interests and avoid even the appearance of a conflict. If you discover that a personal activity, investment, interest or association could compromise (or even appear to compromise) your ability to make impartial business decisions, disclose it immediately to your manager, HR or Compliance. Many conflicts can easily be avoided or addressed if they are promptly disclosed and properly managed.

## Keep in mind!



Know a potential conflict when you see one. A conflict can happen when:

- You supervise, or conduct business with, someone with whom you have a close personal relationship.
- You invest in one of our suppliers, customers, business partners or competitors.
- You own or do work for a company that competes, does business, or wants to do business with Atotech. Serving in an advisory role or on the board of directors for such a company can also pose a conflict.
- You use the Atotech name (or our property or information) without approval, to support a charitable, professional or community organization.
- You take a business opportunity for yourself that is meant for Atotech.



Remember, it's not possible to list every potential conflict of interest scenario; if you're not sure if a situation represents a conflict, ask Legal/ Compliance.



Disclose to your manager and Compliance any actual or potential conflicts of interest or even situations that could suggest the appearance of a conflict.

# Gifts, entertainment and hospitality

While accepting or providing gifts, entertainment, and hospitality can strengthen business relationships, it can also create conflicts of interest. We protect our reputation by ensuring that gifts are legal, appropriate, and reasonable.

## RESPONSIBLE GIVING AND RECEIVING

We never accept or provide anything of value (a “gift”) that may create a conflict of interest or suggest something improper. Inappropriate gifts include those that create an obligation (or appear to create one), are in the form of cash, or appear to be lavish or extravagant. Know the difference between what’s acceptable and what’s not. Never solicit gifts or favors and refuse any gift that doesn’t comply with the law, our Code, or our policies.

## GENERAL PRINCIPLES APPLICABLE FOR GIFTS

Gifts are acceptable if they are:

- Related to legitimate business goals.
- Not designed or perceived to influence the performance of work duties.
- Reasonable in value and appropriate to the occasion – not lavish.
- Infrequent or occasional.
- Not cash or cash equivalents (e.g., gift cards).
- In compliance with all applicable laws and with the policies of the recipient’s employer.

## Keep in mind!



### Do NOT accept:

- Gifts that are sent to your private residence.
- Gifts or favors that are given to family members and friends.



Do NOT give gifts to public officials without the prior approval from your supervisor or manager.

# Fair competition and antitrust

Always compete vigorously, but fairly. Never use deception or misrepresentation, or abuse confidential information, to gain an unfair advantage over our competitors. Becoming aware of competitive information may be normal based on your role or responsibility at Atotech, but make sure you treat that information ethically and lawfully. When you talk with customers, provide only truthful information and don't make disparaging remarks about our competitors.

## Compete fairly:

- Never make agreements that may create an unfair advantage in the market, such as fixing prices, dividing up customers, or preventing competitors from entering the market.
- Don't discuss competitively sensitive topics with competitors, such as price, contract terms, or marketing plans.
- Understand that even casual conversations could be considered anti-competitive, so be mindful about what you discuss with others, especially competitors.
- Get legal and business approval before benchmarking with a competitor.

We understand that gathering competitive information is a normal part of doing business. However, we each have a responsibility to gather this information responsibly and in accordance with our policies.

## Obtain information ethically:

- Use publicly available sources whenever possible.
- Don't ask for sensitive or confidential business information directly from a competitor.
- While it may be okay to ask customers and third parties about competitors, be sure to do so with integrity and never use our business relationships to obtain information improperly.
- Never ask current or former employees of competitors to share confidential business information.
- If you leave Atotech, keep all sensitive information to yourself and obey the terms and conditions outlined in your Atotech employment contract.

**If you witness conduct that violates fair competition laws, remove yourself from the situation and notify Legal Staff immediately.**



# Export controls and Economic sanctions

We are proud to do business in many countries around the world. As a global company, we are subject to a number of trade compliance laws. We honor our obligations under these laws and trade with integrity.

When conducting business internationally:

- Comply with our policies and applicable law.
- Verify that the transactions do not involve restricted or sanctioned individuals, entities, regions, or countries.
- Review the export classifications of any hardware or chemical, and ensure any required export licenses or other authorizations are in place before proceeding.
- Document transactions completely and accurately.

If you are unsure or have any additional questions please contact Legal/Compliance for further information.

## Keep in mind!



Regulations can change frequently



Due diligence needs to be up-to-date



Consult Compliance for assistance



Read the Atotech SOP Export Control for further reference

# Protect our assets

## INTELLECTUAL PROPERTY

Atotech's Intellectual Property (IP) assets contribute to our ability to effectively conduct our business and to achieve our objectives. These assets include the ideas, inventions, know-how, formulas, business information, financial data, patents, and all other proprietary information made for Atotech or made by Atotech employees. It is essential that we protect our IP and respect the IP of others. When you help protect these assets, you help protect our competitive advantage.

## "OTHER STUFF" WE OWN

Our "other stuff" includes everything that we own or use to conduct business. Each of us is entrusted with the care of such assets, so be proactive in safeguarding them from loss, damage, theft, waste and improper use. Physical and electronic assets such as furniture, equipment, tools, inventory, computer hardware and software are provided in order for you to do your job. Occasional personal use of assets such as phones, computers, email and the Internet is permitted, but make sure your use doesn't interfere with work (yours or anyone else's) and doesn't violate our policies or the law.

Be aware that anything you write, send, download or store on our systems is company property. Where it is allowed by local law, we may monitor your use of company systems, therefore you shouldn't have any expectation of personal privacy when using our systems.

## Keep in mind!



### Protect our property:

- Report actual or suspected infringement or copying of Atotech's IP
- Report any property or equipment that is damaged, unsafe, or in need of repair.
- Don't lend, sell or give anything away unless you're authorized to do so.



### Protect our systems:

- Ensure the physical security of hardware that is assigned to you.
- Protect your password(s).
- Don't install unauthorized software, applications, hardware, or storage devices on your computer. And don't access our network through unauthorized applications or devices.
- Don't use unlicensed software or make copies of software to use at home or for someone else to use.
- Be alert to phishing scams or other attempts to uncover sensitive personal or corporate information.
- Don't open suspicious links in emails, even if you (think you) know the source.



### Protect our information:

- Share confidential information only when there is a legitimate reason for doing so. If you share it with someone outside of Atotech, obtain a non-disclosure agreement in advance.
- Protect Atotech's confidential information even if your employment with Atotech ends.



Protect the information of others. You have a responsibility to not only protect confidential information about our company, but also the confidential information of companies with which we do business.

# Diversity and respect in our workplace

## ENSURE FREEDOM FROM HARASSMENT AND BULLYING

Our Company values integrity and respect. We require a workplace that is free from harassment, bullying and any other discriminatory conduct, including slurs, inappropriate jokes, or other offensive remarks. Similarly, implicit or explicit threats, intimidation, bullying or violence will not be tolerated. Some actions that may be considered harassment are:

- Unwelcome or inappropriate comments, jokes, physical contact or gestures.
- Sexual advances or requests for sexual favors.
- Verbal or physical threats of any kind.
- Displaying or distributing explicit or derogatory material.
- Making ethnic, religious, age-related or sexual jokes or insults.
- Demonstrating hostility towards others because of personal characteristics.

If you observe or experience any form of harassment, report it to your supervisor, a member of the Human Resources staff, or contact Legal/Compliance. Remember, Atotech has a strict policy forbidding retaliation against anyone making a good faith report. Anyone who retaliates against another employee is subject to disciplinary action, up to and including termination.

**Evaluate all employees on their work product and skills, rather than on gender, race, religion, age, or any other specific demographic characteristic. Consult with Human Resources staff before finalizing personnel decisions.**

## WORKPLACE VIOLENCE

A safe and secure work environment also means a workplace free from violence. Threats (whether implicit or explicit), intimidation, and violence are not tolerated. Weapons – even if intended for sporting purposes – are never allowed on company property.

## TAKE SUBSTANCE ABUSE SERIOUSLY

Work requires clear thinking, and may also require quick reactions – the safety of others depends on it. Use of alcohol or drugs, including the improper use of medication, diminishes an employee's ability to perform at her or his best. We have a strict prohibition against the use of illegal drugs.

## SUPPORT A SAFE AND HEALTHY WORKPLACE

The health and safety of our employees is Atotech's highest priority. We believe all occupational injuries and illnesses are preventable. Atotech will never compromise the health or well-being of our employees. We follow all safety laws, regulations and policies at all of our locations. Safety is everyone's responsibility. Atotech's commitment to safety means that each of us needs to be alert to safety risks while we work. It also means that supervisors have an overriding responsibility to lead by example and support safe work practices.

## Keep in mind!

**Our manufacturing facilities display safety information to plant employees and visitors as a matter of pride and celebration. We have cause to celebrate: our safety record is outstanding. We must, however, ensure that our safety numbers remain accurate. If an accident occurs, we must recognize, understand, and correct it. Failure to report an accident should never happen at Atotech.**



## Respect and Protect the Environment

We are dedicated to protecting human health, natural resources and the global environment. Our environmental principles provide guidance to Atotech personnel worldwide in the conduct of our daily business practices.

- We are committed to actions that restore and preserve the environment
- We are committed to reducing waste and pollutants, conserving resources, and recycling materials at every stage of the product life cycle
- We will continue to work with appropriate governmental entities for the development of technically sound and financially responsible environmental laws and regulations
- We will continually assess the impact of our facilities and products on the environment and on the communities in which we live and operate as we strive for continuous improvement

# Global labor principles

At Atotech we are committed to treating our employees with integrity and respect, and we adhere to the following principles:

## **CHILD LABOR**

We comply with applicable laws in each jurisdiction in which we conduct business and, in accordance with International Labor Organization standards, we do not employ anyone under the age of 15.

## **SLAVE LABOR/HUMAN TRAFFICKING**

We do not use, or tolerate, forced or slave labor, or any form of human trafficking.

## **Keep in mind!**

**These rules also apply when using third party temporary work agencies.**

**Watch for the following:**



Employers and agents may not hold or otherwise destroy, conceal, confiscate, or deny access by employees to their identity or immigration documents.



"Documents" could be any government-issued identification such as passports, work permits, resident cards, records of landing etc.



Workers should never have to pay Atotech or its agent any recruitment fees (or other related fees) in order to work for us.



If any such fees are found to have been paid by workers, such fees must be paid back to the worker at once.

# Let's talk about Atotech - be a sensible communicator

We are responsible for what we write, including emails, blogs and formal communication. Written communications are critical in our day-to-day business, but they may also be used:

- As evidence in a lawsuit.
- By government regulatory agencies.
- By internal departments such as human resources, legal, or audit as part of an investigation of past practices or events.
- By the media to report on our business activities and decisions.

## Keep in mind!

By communicating carefully, you protect our reputation. Poor communication, especially when taken out of context, may hurt Atotech by suggesting a contradiction or conspiracy where none exists, characterizing facts or people in a manner that is not true, or portraying a point of view that is not actually held.

## Speaking on Behalf of the Company

We must maintain integrity in our relationships with the media, government officials, and the general public by providing accurate information. We have a designated Corporate Communications Department which is authorized to speak on behalf of Atotech. Corporate Communications is responsible for communicating our Company's position on a range of issues. All inquiries, media questions and request for interviews should be referred to Corporate Communications. Requests for speaking engagements should be discussed with your supervisor or the Corporate Communications staff.

Investor Relations and the members of our senior management, such as the CEO and the CFO, are the only individuals authorized to interact with investors, financial analysts, the media, or potential investors.

## Social Media

You, as our employee, are an ambassador for Atotech and our reputation. As such we want to ensure each of you is educated and empowered to use Social Media sites to their full potential while avoiding pitfalls. We expect everyone who participates in social media for personal or professional use to understand and follow simple, but important guidelines:

- Our customers and business are confidential.
- You are responsible for your actions.
- Do not mix personal opinions with Atotech business.
- Respect and follow the guidelines of individual social media sites.
- Be respectful.

# Respect our partners

We value our business relationships and work to be a responsible partner to our suppliers around the world. Responsible sourcing is core to who we are and what we do, so we expect that relationships we form are based on mutual respect and trust.

Choose the right partners and make decisions objectively, based on factors like quality, service, price, availability, and reliability. Do your part to hold our suppliers to Atotech's high standards and ensure that they operate ethically, in compliance with the law, and in a way that's consistent with our Code of Conduct, our policies, and our values.

In some cases we may work with government-owned companies and conduct business with individuals that are considered public officials. Requirements under such circumstances are often more strict than those of our other business relationships. In such instances, as with all of our business partners, we follow the rules and never cut ethical corners. Whether you are involved in selling to governments or public officials, perform work for them, or are responsible for managing such transactions, always conduct business honestly, fairly, and transparently.

Cooperate with government inspections, investigations, or requests for information. If you are contacted by a government official, politely direct the individual to the Legal Department. If you are responsible for helping respond to a government request, always tell the truth. Never mislead anyone, impede their work or conceal, destroy, or alter documents.

## Keep in mind!



If you are responsible for a supplier relationship:

- Follow our procurement, sourcing, and due diligence processes and procedures (including disclosure of Conflict Minerals).
- Make sure suppliers know about, and confirm compliance with, our Code of Conduct.
- Monitor contractual agreements to ensure that suppliers are meeting their obligations, and we are meeting ours.
- Speak up about any conduct that doesn't meet our high standards.



If you are responsible for a contract dealing with public officials:

- Know and follow the unique legal requirements and restrictions that relate to this work.
- Speak up about any activity that could put Atotech, or our government contracts, at risk.



Promote procurement integrity. You should never:

- Seek confidential information before a contract is awarded.
- Use other contractors' non-public bid or proposal information.



Make sure representations, reports, and other information you submit on behalf of Atotech are accurate and truthful.

# Upholding our standards

You are expected to uphold these standards, policies, and the law.

This means you **MUST**:

- Read, understand, and comply with these standards, as well as the Atotech policies, laws, and regulations that apply to your job.
- Speak up when you see possible violations of policies and legal regulatory requirements.
- Complete training regarding our policies and guidelines and attest that you understand and commit to comply with the standards.

Failing to read or attest to the standards does not excuse you from these responsibilities.

# The bottom line

Thank you for taking the time to read the Atotech Code of Conduct, and for committing to help preserve our reputation and values. In your day-to-day duties you may face difficult decisions. When that happens, use the resources provided in our Code of Conduct and our policies to guide you in making the right choice.

Atotech Group  
Erasmusstraße 20  
10553 Berlin – Germany  
+49 30 349 85 0  
info@atotech.com

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Global head office



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atotech.com