

Ampacet

Managing the Elements of Success™

Global Anti-Corruption Policy

April 2024

***An Important Message From
Ampacet Corporation's Board of Directors***

April 1, 2024

To Our Valued Employees and Representatives

Ampacet is a worldwide company that continues to expand into new areas around the globe. Although laws and customs vary from country to country, Ampacet's core values and high ethical standards do not.

A key component of Ampacet's ethical principles is the prohibition of corruption and bribery in all forms. Ampacet expects everyone acting on its behalf to conduct business with customers, joint venture partners, suppliers, vendors, competitors and government officials with honesty, fairness and integrity. No action should be taken (or allowed) for personal benefit and actions that may benefit Ampacet may nevertheless violate applicable laws or this policy. To avoid even the appearance of impropriety, Ampacet's high ethical standards may even exceed legal requirements.

This ***Global Anti-Corruption Policy*** is designed not only to maintain Ampacet's sterling reputation for ethical behavior, but also to protect Ampacet and its employees and representatives. A violation of anti-corruption and bribery laws may result in fines and even criminal liability for those involved. It is imperative that everyone and anyone acting on Ampacet's behalf, from senior management, to our personnel in our regional offices, to all of our employees worldwide and all of our third party representatives review, understand and adhere to this policy. This policy generally applies regardless of where you work, where you live and which Ampacet subsidiary or affiliate you are employed by.

Violations of this Anti-Corruption Policy will not be tolerated. Ampacet would rather lose a business opportunity than sacrifice any of its values and ethical standards.

Because our employees are the face of Ampacet, how each one of you conducts yourself reflects on all of us. We know we can count on all of you – your sense of loyalty and your reliability, decency and honesty are a significant part of the reason why you all are part of the Ampacet family to begin with. Questions should be directed to our Chief Compliance Officer, Gary Justiniano.

Very Truly Yours,

Board of Directors
Ampacet Corporation

GLOBAL ANTI-CORRUPTION POLICY
OF
AMPACET CORPORATION

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These appendices are available on SharePoint.

**GLOBAL ANTI-CORRUPTION POLICY
OF
AMPACET CORPORATION
("Ampacet" or the "Company" which
references include its subsidiaries and affiliates)**

I. SUMMARY

In support of Ampacet's core values and high ethical standards, the Ampacet Global Code of Conduct sets the expectation that directors, officers, employees, contract employees, and representatives of Ampacet will exhibit the highest ethical standards and comply with all applicable laws, including those prohibiting corruption and bribery. Among other laws, Ampacet is subject to the U.S. Foreign Corrupt Practices Act ("FCPA") and the anti-corruption laws of most of the nations in which the Company does business. The central purpose of these laws is simple: to punish corporate entities and individuals who resort to bribery or corruption to obtain or retain business. This Anti-Corruption Policy complies with these laws and may also exceed legal requirements in certain respects to avoid even the appearance of any impropriety or unethical conduct. All directors, officers, employees and contract employees of Ampacet and any third parties acting on its behalf must comply with this Anti-Corruption Policy.

This Anti-Corruption Policy imposes four over-arching requirements.

First, individuals within the scope of this Anti-Corruption Policy may not directly or indirectly provide, promise, or offer any "Thing of Value" to any person, including both private parties and "Government Officials", to improperly obtain or retain business or to secure an improper advantage in conducting business. Among other things, this first requirement prohibits the payment of bribes to win new contracts or orders, to retain old contracts and orders, to expedite the processing of any official documentation (e.g., customs clearance) or to otherwise improperly influence any person.

Second, individuals within the scope of this Anti-Corruption Policy may not accept a bribe or any Thing of Value in connection with the improper conduct of any Company activity or function or the carrying out of their duties as an Employee or Representative of Ampacet (each term defined below).

Third, Ampacet must only partner with third parties such as agents, distributors, consultants and joint venture partners who are ethical. Accordingly, Ampacet has a mandatory due diligence process for scrutinizing and, if appropriate, approving such third-party business partners.

Fourth, individuals within the scope of this Anti-Corruption Policy must ensure that Ampacet maintains accurate books and records, detailing accurately each business transaction, including all expenditures of Company funds or other Things of Value.

II. SCOPE

This Anti-Corruption Policy applies to all officers, directors, employees (permanent and temporary), and contract employees of Ampacet, regardless of citizenship or location of employment (collectively, "Employees"). The Anti-Corruption Policy's principles and

prohibitions also apply to agents, distributors, consultants, lobbyists, joint venture partners, and any other third parties acting on Ampacet's behalf (collectively, "Representatives"), regardless of citizenship or where they conduct business.

Ampacet recognizes that its Employees and Representatives are citizens of many countries and that its operations are subject to many different laws, customs and cultures. This Anti-Corruption Policy governs even where local laws of a particular jurisdiction may permit, or local business customs may call for, conduct contrary to this policy.

III. PROHIBITION OF BRIBERY

Ampacet strictly prohibits bribery in any form to anyone. Under no circumstances shall any Employee or Representative provide, offer or promise (or authorize, permit, cause, or conspire with another to provide, offer, or promise) any "Thing of Value" to:

1. **Any person**, including either a private party or a "Government Official" (or a third party at a Government Official's request or with his assent or acquiescence), to (a) improperly obtain or retain business or an advantage in the conduct of business; or (b) to induce the person to perform some function improperly or to fail to perform some function properly; or
2. **Any person**, including either a private party or a "Government Official" (or a third party at a Government Official's request or with his assent or acquiescence), while knowing or believing that the person or recipient may not be permitted to receive any Thing of Value (because of employment obligations, requirements of law, or otherwise); or
3. **Any person**, while the Employee or Representative intends, knows or suspects that the recipient has or will in turn provide, offer, or promise any Thing of Value directly or indirectly to any person, including a private party or a Government Official, to obtain or retain business, secure an improper advantage, or direct business towards or away from any person or firm.

It is a violation of this Anti-Corruption Policy to intentionally disregard, or to be willfully blind to, the making or offering of an improper payment or the other Thing of Value. Employees may not use Representatives or other third-party intermediaries, family members, or other parties to indirectly transmit, or redirect any Thing of Value to improperly obtain or retain business, to persuade another person to perform his or her function improperly, or while knowing or believing that the ultimate recipient of the offer, promise, or Thing of Value is not permitted to receive any Thing of Value directly. In other words, an Employee or Representative may not do indirectly what this Policy forbids them from doing directly.

- **"Thing of Value"**: a "Thing of Value" is anything that the recipient might value, such as a financial or other advantage, including cash, gifts, gift cards, clothing, meals, entertainment, travel, lodging, transportation, loans, services, charitable donations, political contributions, and job offers. Note that Ampacet promotional items of minimal value and certain reasonable gifts, meals, donations and the like are permitted

as generally explained in subparts A-D below if they comply with the **Gifts, Hospitality, Charitable Contributions and Sponsorship Policy** available on SharePoint and attached hereto as Appendix B.

- **“Government Official”**: A “Government Official” is any official or employee of national, federal, state, provincial, county, municipal or other local governments or any department or agency thereof; any officer or employee of a company or business owned in whole or in part by a government “State-Owned Enterprise”, as defined below; any officer or employee of a public international organization (for example, the World Bank, United Nations, or the European Union); any foreign political party or official thereof; or any candidate for political office. Government Officials include officials at every level of government, regardless of rank or position, and may include family members, associates, and other beneficiaries of Government Officials.
- **“State-Owned Enterprise”**: For purposes of this Anti-Corruption Policy, a state-owned enterprise (or “State-Owned Enterprise” or “SOE”) is any entity, company or business owned in whole or in part by any national, federal, state, provincial, county, municipal or other local government to participate in commercial activities (e.g., State-owned, funded or controlled hospital, university, utility company). Any questions or concerns about whether an entity may be considered a SOE should be brought to the attention of the Chief Compliance Officer.

Among other payments, this Policy forbids “facilitating” or “grease” payments for routine action by Government Officials, including payments to Government Officials to expedite official processes and even payments simply to avoid undue delay.

A. *Gifts, Meals, Business Hospitality, Travel, and other Expenses.*

All gifts, meals, business hospitality, and travel offered on behalf of Ampacet to any person (whether a private party or Government Official) must be permissible under applicable law, related to the promotion, explanation, or demonstration of Ampacet’s products or services, and be reasonable in value (not lavish or extravagant and not of a kind, nature, or value as would permit undue influence over the recipient). Expenditures that create even the appearance of impropriety may violate this Anti-Corruption Policy.

Payment or reimbursement of reasonable, proportionate, and bona fide expenses incurred by or on behalf of a Government Official or another person may be permissible only if directly related to:

- the promotion, demonstration or explanation of Ampacet’s products or services; or
- the execution or performance of a contract.

No Employee or Representative may make a payment of expenses as described above without obtaining prior written approval from Ampacet’s Chief Compliance Officer or other person or persons authorized by the Chief Compliance Officer to approve such expenses as and when required by this Policy.

For guidelines on circumstances in which Ampacet Employees or Representatives may give, offer, or promise gifts and/or business hospitalities please refer to Ampacet's **Gifts, Hospitality, Charitable Contributions, and Sponsorships Policy**, available on SharePoint and attached hereto as Appendix B.

B. Charitable Donations

Ampacet is committed to the communities in which it does business and permits reasonable donations to local and foreign charities. Nonetheless, charitable donations may violate this Policy if they are made to improperly influence a Government Official or other person. Accordingly, Employees and Representatives may donate on behalf of Ampacet only to bona fide charities for proper charitable purposes after obtaining the written approval of Ampacet's Chief Compliance Officer or such other person authorized by the Chief Compliance Officer to approve charitable donations. The Chief Compliance Officer or such other person may take such steps as he deems appropriate to confirm that the proposed recipient of Ampacet funds is indeed a bona fide charity, that the funds will be used for charitable purposes, and that making the contribution is not intended to improperly influence a Governmental Official or other person.

For guidelines on circumstances in which Ampacet Employees or Representatives may make, offer, or promise charitable donations, please refer to Ampacet's **Gifts, Hospitality, Charitable Contributions, and Sponsorships Policy**, available on SharePoint and attached hereto as Appendix B.

C. Political Contributions

Ampacet Employees and Representatives shall not make political contributions on behalf of the Company to improperly influence any political candidate, political party, campaign committee, or Government Official. Before making any political contribution on behalf of Ampacet, Employees must obtain the written approval of Ampacet's Chief Compliance Officer or such other person or persons the Chief Compliance Officer may authorize. No Employee may seek or receive reimbursement from Ampacet, directly or indirectly, for any political contribution.

D. Sponsorships

In certain situations, Ampacet may sponsor events or activities hosted, coordinated, or supported by third parties. Sponsorships include any contribution in money or in kind by Ampacet towards an event organized by a third party in return for the opportunity to advertise the Ampacet brand by, for example, displaying the Ampacet logo or otherwise publicizing Ampacet during the event.

For guidelines on circumstances when Ampacet may sponsor events and activities, please refer to Ampacet's **Gifts, Hospitality, Charitable Contributions, and Sponsorships Policy**, available on SharePoint and attached hereto as Appendix B.

IV. PROHIBITION OF PASSIVE CORRUPTION

Ampacet strictly prohibits passive corruption (that is, the improper receipt by an Employee or Representative of any Thing of Value). Ampacet Employees and Representatives must not accept, receive, or agree to accept or receive any Thing of Value:

1. in violation of Ampacet's Global Code of Conduct, Global Anti-Corruption Policy, or any other policy; or
2. in connection with the recipient's or a third party's improper performance of some Company-relevant activity or function (that is, a failure by the recipient or third party to perform the relevant activity or function in good faith, impartially, or in accordance with a position of trust).

V. THIRD-PARTY DUE DILIGENCE PROCEDURES

No person or entity may be authorized to represent or act on behalf of Ampacet until that person or entity is reviewed, approved, and retained by written agreement with Ampacet in accordance with this Anti-Corruption Policy.

A. Pre-Hiring Due Diligence regarding Potential Representatives

Whenever Ampacet intends to engage or retain an agent, distributor, consultant, lobbyist, joint venture partner or other third party that will act on Ampacet's behalf, Ampacet shall conduct a due diligence inquiry regarding the prospective Representative to determine the reputation, beneficial ownership, professional capability and experience, financial standing, business ethics, and credibility of the prospective Representative and the history of such prospective Representative's compliance with applicable anti-corruption laws. Ampacet's Chief Compliance Officer or such other person the Chief Compliance Officer may authorize shall specify the information required in connection with such due diligence and shall review and approve the results of such investigation.

Key information concerning prospective Representatives shall be recorded in Ampacet's **Third Party Due Diligence Questionnaire**, available on SharePoint. The prospective Representative must certify the accuracy of the information contained within the Questionnaire. Additional due diligence may be required depending on the Representative's risk profile.

B. Contracting with Representatives

All contracts with any Representative shall require the specific written approval of Ampacet's Chief Compliance Officer or such other person the Chief Compliance Officer may authorize (in addition to any other approvals required by any other Company policies). Such contracts shall further contain the standard contract provisions reflected in **Standard Contract Provisions: Anti-Corruption** available on SharePoint or provisions of similar intent approved by the Chief Compliance Officer after consultation with Ampacet's general outside counsel, Smith, Gambrell & Russell, LLP.

C. Post-Hiring Monitoring of Approved Representatives

After Ampacet retains a Representative, Employees — in particular the regional general manager and any other management level Employees who liaise with the Representative — must continue monitoring the Representative’s on-going activities for any anti-corruption red flags or concerns. If any Employee knows or reasonably believes that a payment or promise of payment prohibited by this Anti-Corruption Policy or any applicable anti-corruption law has been, is being, or may be made by or on Ampacet’s behalf, the Employee shall immediately advise the Chief Compliance Officer and shall use all reasonable efforts to prevent the payment or promise of payment from occurring.

D. Transactional Due Diligence

Ampacet is an industry leader in masterbatch technology. From time to time, Ampacet may enter into transactions that are an extension of its primary business as part of its corporate strategy for growth and expansion. These transactions could include mergers, acquisitions, joint ventures, research and development projects, licensing and the like. Such transactions should only be considered after discussion with senior management. Depending on the exact nature of the transaction, its size and scope and who the other parties are, senior management and the Chief Compliance Officer may determine that the due diligence relating to such matter should include inquiries into anti-corruption compliance by the third parties involved, and may also include post-acquisition anti-corruption due diligence as determined by senior management and the Chief Compliance Officer.

VI. ACCURATE RECORDS

Employees must make and keep accurate books, records, and accounts, which, in reasonable detail, accurately and fairly reflect payments, gifts, donations and other transactions subject to this Anti-Corruption Policy. Accordingly, Employees shall not create or make payments from “off-the-books” accounts or “slush funds.” Nor may Employees disguise one kind of payment as another or manipulate records to conceal payments.

Employees must:

- Create business records, including general ledger and journal entries and expense reports, that accurately reflect the true substance of the underlying transaction or event; and
- Ensure that all transactions are adequately supported. Support should contain sufficient details to ascertain the nature and business purpose of the transactions;
- Sign only documents, including accounting records and documents, expense reports, invoices, bills of lading, receipts, and contracts, that the Employee is authorized to sign and that he or she believes are accurate, truthful and fairly reflect the substance of the underlying transaction or event.

VII. ANTI-CORRUPTION CONTROLS

A. Education and Training

Ampacet will provide initial and subsequent periodic education and training to its Employees and Representatives. The Company may require Employees and Representatives to participate in on-line courses or in-person programs regarding anti-corruption training, legal requirements, and Ampacet's high standard of business ethics including its Global Code of Conduct, and this Global Anti-Corruption Policy.

B. Certifications

Ampacet requires regular employee certification of compliance with the Global Code of Conduct requirement, including compliance with the Global Anti-Corruption Policy.

Ampacet also requires that all Third-Party Intermediaries (TPI) including agents and distributors provide periodic certification of compliance with applicable laws and regulations the Ampacet anti-corruption provision in their contracts. Please refer to the Standard Contract Provisions: Anti-Corruption, available on Sharepoint, for a copy of the TPI certification.

C. Testing

1. Business Assurance

Testing and analysis of Ampacet transactions for possible violation of the Anti-Corruption Policy shall be a regular part of Ampacet's routine financial processes and all Employees shall cooperate fully with the Company's finance staff and retained consultants in that regard. The internal audit protocol shall contain a segment designed to conduct this testing and analysis. From time to time, the applicable internal audit protocol shall be reviewed to confirm that it is adequate.

2. Compliance Testing

The Chief Compliance Officer, in consultation with such other members of Ampacet's senior management, outside counsel, and retained consultants as he determines is advisable, shall (a) periodically select at least one Company operating location outside the United States each year for a compliance test focused on Ampacet's anti-corruption compliance policies, practices, and procedures and (b) develop a compliance testing protocol to be used during these compliance tests, and from time to time review such protocol to confirm that it is adequate.

3. Compliance Audit Reporting to the Board of Directors

The results of all anti-corruption testing activities shall be communicated by the Chief Compliance Officer to the President and Chief Executive Officer and the Board of Directors promptly after completion of the relevant audit.

D. Disciplinary Procedure

Ampacet will not tolerate any Ampacet Employee or Representative that achieves or purports to achieve results for the Company in violation of this Anti-Corruption Policy or any applicable anti-corruption law. Failure to comply with this Anti-Corruption Policy will constitute gross misconduct and will be grounds for action deemed appropriate by Ampacet, including termination or, with respect to Employees, other disciplinary action in accordance with the disciplinary process for the relevant Ampacet site or country.

VIII. Reporting

Ampacet Employees or Representatives who know of or suspect a potential violation of any provision of this Policy or applicable anti-corruption laws should report their concerns in accordance with the procedures for **Reporting Corporate Governance Concerns**, available on SharePoint and attached hereto as Appendix A.

It is strictly against Ampacet policy to retaliate against any Employee or Representative for good-faith reporting of known or suspected violations of any law or any Company policy, including this Anti-Corruption Policy.

While this Policy focuses on Employees and Representatives of Ampacet, Ampacet is also concerned that any other third party it conducts business with also does not engage in corruption, and is at least in compliance with applicable laws. Accordingly, Employees and Representatives are required to report any such third party activity in accordance with the **Reporting Corporate Governance Concerns** procedures available on SharePoint and attached hereto as Appendix A.

IX. ADMINISTRATION

Ampacet's Chief Compliance Officer is responsible for the content and periodic review of this Anti-Corruption Policy.

X. QUESTIONS

Any questions concerning this Anti-Corruption Policy may be addressed to the Chief Compliance Officer. Questions may also be addressed personally to Ampacet's Chief Executive Officer or General Counsel. See Attachment 1 to Appendix A for contact information for each of such persons.

XI. ACCESS.

This Anti-Corruption Policy and Appendices A and B and other materials referred to herein are available on SharePoint.

APPENDIX A

REPORTING CORPORATE GOVERNANCE CONCERNS

INTRODUCTION

Ampacet is committed to sound corporate governance and the highest ethical standards. All Employees and Representatives are obligated to report suspected misconduct. If you suspect a potential violation of law or breach of Ampacet's Global Code of Conduct or Global Anti-Corruption Policy or associated corporate policies, please follow the procedures set out below.

All reports will be treated seriously. To encourage Employees and Representatives to fulfill their obligations, these reports may be made anonymously. Moreover, subject to applicable law, Ampacet's corporate policy is to keep confidential the identities of all Employees and Representatives reporting suspicious conduct or potential violations.

CONTACT LIST

You may report suspected violations and seek advice from any one of the individuals on Attachment 1.

REPORTING POTENTIAL VIOLATIONS

Employees and Representatives who suspect potential violations of law or Ampacet corporate policies should follow the steps listed in Attachment 2.

MALICIOUS ALLEGATIONS

While Ampacet will not retaliate against any Employee or Representative for allegations made in good faith, if an allegation is made frivolously, in bad faith, maliciously, or for personal gain, Ampacet may take such action against the person making the allegation as it deems appropriate, including termination or, with respect to Employees, other disciplinary action in accordance with the disciplinary process for the relevant Ampacet site or country.

INVESTIGATION PROCESS

The Chief Compliance Officer, with the assistance of others as he deems appropriate, is responsible for overseeing all investigations relating to potential violations of law and of Ampacet's corporate policies. Any necessary investigative activity will be conducted without regard to any person's relationship to Ampacet, position, or length of service.

Investigation results will not be disclosed to or discussed with anyone other than those who have a legitimate need to know. This is important in order to avoid damaging the reputations of persons suspected, but subsequently found innocent, of wrongful conduct.

In cases where an individual is suspected of wrongdoing that a subsequent investigation does not substantiate, whoever originally reported the suspected misconduct will be informed that the investigation has revealed no wrongdoing.

Once the investigation has been completed, the Chief Compliance Officer shall report to the Board.

DISCIPLINARY PROCEDURE

As with other cases of misconduct, matters of alleged wrongdoing will be dealt with in line with the disciplinary process for the relevant site/country.

ATTACHMENT 1:

CONTACT LIST

You may seek advice regarding potential corporate policy violations from the any one of the following:

Chief Compliance Officer

Gary Justiniano
Chief Financial Officer
Email: gary.justiniano@ampacet.com
Phone: (914) 332-7309

President and Chief Executive Officer

Alvaro Mendoza
Email: alvaro.mendoza@ampacet.com
Phone: (914) 332-7356

Address for the above individuals:

Ampacet Corporation
660 White Plains Road
Tarrytown, New York 10591

Ampacet's General Counsel

Neal Dorman, Esq.
Email: ndorman@sgrlaw.com
Phone: (212) 907-9780

Smith, Gambrell & Russell, LLP
1301 Avenue of the Americas
New York, New York 10019

Reporting on an anonymous basis may be made by mail to any of the above.

ATTACHMENT 2:

REPORTING POTENTIAL VIOLATIONS

If you suspect potential violations of law or Ampacet corporate policies, please take the following steps:

1. Hold the business transaction, contract, and/or stop processing the sales order, payment, etc.
2. Report the matter immediately to anyone listed below. (See Attachment 1 for contact details).
3. Preserve relevant records or files in your possession, including emails and other electronically stored information, and write down your concerns immediately. Make note of all relevant details, such as what was said in phone or other conversations, the date, the time, and the names of anyone involved.

When you report your concerns, arrange to handover your notes and any evidence you have gathered to the appropriate individual.

- Your Manager
- Your Department Head
- The Chief Compliance Officer or the Chief Executive Officer.
- Smith, Gambrell & Russell, LLP, Ampacet's outside general counsel (Neal Dorman), if you feel uneasy about talking to anyone within Ampacet.

As far as possible, confidentiality for all parties will be maintained over reports made in good faith. It should be noted, however, that applicable laws may not permit the Company to keep the identity of the reporting person confidential; for example, if the report suggests criminal activity and the case is pursued by the police, the identity of the person reporting the details may be needed at a later date if criminal proceedings are to be pursued effectively.

APPENDIX B

GIFTS, HOSPITALITY, CHARITABLE CONTRIBUTIONS, AND SPONSORSHIPS POLICY

1. INTRODUCTION

The objective of this Policy is to ensure that gifts and hospitalities given to or received from current or potential customers, suppliers, vendors, and Government Officials, and political and charitable donations and sponsorships comply with Ampacet's values, the Company's Global Anti-Corruption Policy, and all applicable laws.

2. GENERAL RULE

Ampacet Employees and Representatives are prohibited from offering, promising, authorizing, giving, or receiving money, gifts or any Thing of Value to or from Government Officials and other persons to improperly obtain or retain business or to obtain an advantage or benefit in the conduct of business; to induce the person to perform some function improperly, or to induce the person to not perform a function properly.

Further, Ampacet Employees and Representatives are prohibited from offering, promising, authorizing, giving, or receiving money, gifts, or any Thing of Value to or from Commercial Business Associates or Government Officials and other persons while knowing or being aware of a probability that such person will provide, offer, or promise any Thing of Value directly or indirectly to a Government Official or other person to obtain or retain business, secure an improper advantage or benefit, or direct business to any person.

3. GIFTS

Employees and Representatives are permitted to give reasonable and customary gifts to potential or actual customers, suppliers and vendors (and to receive reasonable and customary gifts from such persons or entities), but only if all of the following conditions are met:

- a. The purpose of the gift is not to obtain an improper benefit or undue advantage in obtaining or retaining business;
- b. The gift or total value of gifts given are of modest value;
 - Gifts to Government Officials cannot exceed \$50 per person and must contain the Ampacet logo. Only one such gift may be provided in a single 12-month period;
 - Gifts provided or received from commercial business partners cannot exceed \$250 per person. No more than two such gifts may be given or received in a single 12-month period. Any gifts exceeding these amounts must be pre-approved in writing by the Chief Compliance Officer or designee prior to providing or accepting such gifts;

- c. The gift is a customary business gift given in connection with a recognized local gift-giving celebration or a legitimate business event;
- d. The gift is not cash (or a cash-equivalent); and
- e. The gift is appropriate under the circumstances, transparent, and given in a manner that avoids any appearance of impropriety or embarrassment if publicly disclosed.

4. GIFTS - PROCESS OVERVIEW

Gifts exceeding a total value or the total values per person or the number of occurrences established in the preceding section must be approved in writing in advance by using the Gift Permission Request and Reporting Form which can be found on SharePoint.

Gifts received by Employees and Representatives exceeding a total value of \$50 per person and any gift of any amount from a Governmental Official must be reported in writing within 15 days of receiving the gift by using the Gift Permission Request and Reporting Form.

The Gift Permission Request and Reporting Form requires reporting to and written approval pursuant to the Chief Compliance Officer's delegation of authority for all gifts from Government Officials.

5. HOSPITALITIES

Modest and reasonable hospitalities given or received by Employees and Representatives (for example, meals, travel, lodging, entertainment, or transportation associated with promotional events, factory tours, training, or educational events) are permissible only if the expenses are directly related to:

- the promotion, demonstration, or explanation of Ampacet's products or services; or
- the execution or performance of a contract.

Employees may not offer or provide Hospitalities of any type to a Government Official or other persons to secure an Improper Benefit.

5.1 MEALS-ONLY HOSPITALITIES

Employees and Representatives may provide meals to or accept meals from Government Officials and other persons only if all of the following conditions are met:

- a. Government Officials: The cost of meals with Government Officials (including employees of a State-Owned Enterprise) should not exceed \$100 per person, a maximum of once in a single 12-month period, and must be approved in advance.
- b. Actual or Potential Customers, Suppliers, and Vendors: The cost of meals should not exceed an amount appropriate for the business purpose at hand (not to exceed \$250 per person), and should not exceed reasonable and appropriate frequency.
- c. Reporting - Employees must complete the Meals Reporting Form, which can be found on SharePoint, and submit the completed form to the Regional Finance Director within 15 days of any meal with a Government Official or other person that does not exceed the limits in a. and b., above, unless prior approval has been sought and received.

Expenses incurred as a consequence of providing meals to Government Officials or other persons must be submitted through Ampacet's Expense Procedure with a copy of the completed Meals Reporting Form attached to the expense claim, where relevant.

Employees must seek the prior written approval of the Chief Compliance Officer or such other person or persons the Chief Compliance Officer may authorize before exceeding the limits in a. and b. above. Employees seeking prior approval should use the Meals Reporting Form, (on SharePoint) but clearly note that the meal in question has not occurred.

5.2 OTHER HOSPITALITIES - PROCESS OVERVIEW

All costs and expenses, regardless of value, relating to hospitalities provided to or received from Government Officials other than “meals-only events” must be submitted to the Chief Compliance Officer, or such other person or persons the Chief Compliance Office may authorize, for prior written approval using the Other Hospitalities - Permission Request and Reporting Form which can be found on SharePoint.

“Meals-only events” are those events when the only contemplated activity is a meal. If it is contemplated that a meal will be followed by or be provided in conjunction with another activity (for example, a meal followed by or during a sporting event), the entire event must meet the requirements set out below.

All costs and expenses exceeding \$250 per person relating to hospitalities provided to or received from Commercial Business Associates other than meals-only events must be submitted to the Chief Compliance Officer, or such other person or persons the Chief Compliance officer may authorize, for prior written approval using the other Hospitalities – Permission Request and Reporting Form. In the event that prior approval is unable to be obtained due to exceptional circumstances in the nature or timing of the hospitality, the Other Hospitalities – Permission Request and Reporting Form found on SharePoint, must be submitted within 15 days of the date of hospitality.

Other Hospitalities includes travel, for example, payment or reimbursement of travel provided to or received from a Government Official, other persons for travel to or from meetings, sales events or other hospitalities. No Reporting Form is required where:

- Ampacet organizes transportation by car only to or from Ampacet's sites for the purposes of meetings or site visits; and the cost of the transportation is paid directly by Ampacet to the vendor; and the cost of transportation is less than \$250 per visit; or
- the travel is incurred by a third party agent, distributor or consultant and the expense is approved in writing by the Chief Compliance Officer or such other person or persons the Chief Compliance Officer may authorize.

All pre-planned or organized events at which numerous persons are invited to attend, or where there is any potential that any Government Officials might attend, at full or partial cost to the Company shall require prior written approval from the Chief Compliance Officer, or such other person or persons the Chief Compliance Officer may authorize, using the Other Hospitalities - Permission Request and Reporting Form found on SharePoint.

Expenses incurred while providing hospitalities must be submitted in accordance with Ampacet's Expense Procedure, along with a copy of the approved and completed Other Hospitalities Permission Request and

Reporting Form found on SharePoint where relevant.

When arranging for hospitalities, the following considerations will apply for both Government Officials and other persons:

- Whenever possible, invitations should be issued to the persons or Government Official's employer, not directly to the individual.
- Whenever possible, the persons or Government Officials who will receive the hospitality should be selected by the relevant business or government entity rather than by Ampacet. Where appropriate, the manager of the person selected to receive the hospitality should provide notification to Ampacet that accepting Ampacet's hospitality is consistent with the recipient company's policies and procedures.
- Payments to cover expenses should, whenever possible, be paid directly to vendors (for example, hotels, airlines, and car rental companies). If direct payment to the vendor is not possible, reimbursement should be made to the relevant business entity or government agency and only upon the individual's presentation of receipts for the expenses submitted.
- Reimbursement is permitted only for modest, incidental expenses that are accompanied by receipts.
- All expenses must be reasonable in value (e.g., economy class airline tickets). Extravagant hotels and facilities must be avoided.
- No cash allowance, monetary award or payment, or daily fees or allowances will be permitted.
- No travel expenses for family members or guests of a Commercial Business Associate or Government Official or other person will be paid without prior written approval from the Chief Compliance Officer or such other person or persons the Chief Compliance Officer may authorize.
- Providing Hospitalities that could reflect negatively on Ampacet (including, but not limited to, spa visits, massages, nightclubs, escort services, excessive alcohol consumption, and adult entertainment) is prohibited.

6. CHARITABLE DONATIONS

Ampacet is committed to the communities in which it does business and permits reasonable donations to domestic and foreign charities.

Charitable donations must be given only to purely charitable organizations for proper charitable purposes and cannot be used as disguised forms of bribery.

The charity must have no relationship to a Commercial Business Associate or Government Official with decision-making authority over or relating to Ampacet's business or any business or benefit that could be directed to Ampacet, and must be recognized as a charitable organization under applicable local laws, such as the tax exemption under Section 501(c) (3) of the U.S. Internal Revenue Code.

6.1 CHARITABLE DONATIONS - PROCESS OVERVIEW

Donations made on Ampacet's behalf at the suggestion or request of a Government Official must be reported to and pre-approved in writing by Chief Compliance Officer, or such other person or persons the Chief Compliance Officer may authorize, using the Charitable Donation Permission and Reporting Form which can be found in SharePoint, which must be accompanied by evidence that the charitable organization is recognized as such under applicable local law.

All other donations made on behalf of Ampacet must be pre-approved as follows using the Charitable Donation Permission and Reporting Form, which must be accompanied by evidence that the charitable organization is recognized as such under applicable local laws:

- Donations up to \$500 must be approved in writing by the local site or sales manager
- Donations up to \$1,000 must be approved in writing by the Area General Manager
- Donations up to \$2,500 must be approved in writing by the Managing Director
- Donations above \$2,500 must be approved in writing by the Chief Compliance Officer or such other person or persons the Chief Compliance Officer or such other person or persons the Chief Compliance Officer may authorize.

6.2 CHARITABLE DONATIONS - CONTRIBUTIONS IN EMPLOYEES' PRIVATE CAPACITY

Employees may wish to make charitable contributions in their private capacity with their own funds, and Ampacet does not prohibit them from doing so. All Ampacet Employees should note, however, that they or the Company could be held liable under applicable anti-corruption laws—and Employees could be subject to discipline under Ampacet's disciplinary policies—if these contributions are made with a corrupt intent to obtain or retain business or to secure an Improper Benefit. Ampacet Employees are not required to complete the Charitable Donations - Permission and Reporting Form for private contributions, but should consider the following questions with regard to any such contributions:

- Did a Government Official or Commercial Business Associate request or suggest the contribution?
- Is the contribution to an entity or individual affiliated with a Government Official, government entity, or Commercial Business Associate with whom Ampacet conducts business?
- Is there any reason to believe that making the contribution might influence Ampacet's ability to obtain or maintain business or obtain any other benefit from a Government Official, government entity, or Commercial Business Associate?

If the answer to any of these questions is "Yes," then the Ampacet Employee should seek guidance from the Chief Compliance Officer.

7. SPONSORSHIPS

In certain situations, Ampacet may sponsor events or activities hosted, coordinated, or supported by third parties. Under Ampacet's Anti-Corruption Policies, sponsorships include any contribution in money or in kind by Ampacet towards an event organized by a third party in return for the opportunity to advertise the Ampacet brand by, for example, displaying the Ampacet logo or otherwise publicizing Ampacet during the event (e.g., by mentioning Ampacet's support during the opening or closing addresses of a

conference).

- Donations up to \$500 may be approved in writing by the local site or sales manager
- Donations up to \$1,000 must be approved in writing by the Area General Manager
- Donations up to \$2,500 must be approved in writing by the Managing Director
- Donations above \$2,500 must be approved in writing by the Chief Compliance Officer or such other person or persons the Chief Compliance Officer or such other person or persons the Chief Compliance Officer may authorize.

Before promising or agreeing to sponsor any event, Ampacet Employees must submit the Sponsorship - Permission Request and Reporting Form found on SharePoint and receive written approval from the Chief Compliance Officer, or such other person or persons the Chief Compliance Officer may authorize. Sponsorship agreements must be in writing and must detail the consideration provided for Ampacet's funds and the planned use for the funds.

8. ACCURATE BOOKS AND RECORDS

All payments and other activities made pursuant to this Policy must be accurately recorded in Ampacet's corporate books and records in a timely manner and in reasonable detail.

Ampacet Employees and Representatives are prohibited from making false, misleading, incomplete, inaccurate, or artificial entries in Ampacet's books and records.

Ampacet Employees and Representatives should retain copies of all forms they submit under this Policy for audit purposes and copies of all approvals received, which approval must be in writing.

9. DISCIPLINARY PROCEDURE

Failure to comply with this Gifts & Hospitality Policy will be grounds for disciplinary action, up to and including termination of employment, consistent with the disciplinary process for the relevant Ampacet site / country.

In addition, Employees and Representatives violating U.S. and/or local anti- bribery laws risk prosecution by relevant investigating authorities which may result in a personal fine and / or imprisonment.

10. REPORTING VIOLATIONS

Employees and Representatives suspecting a potential violation of this Policy should follow the procedures set out in the Reporting Corporate Governance Concerns procedures available on SharePoint and attached hereto as Appendix A.

11. QUESTIONS

Any questions concerning these Gifts & Hospitality Procedures may be addressed to the Chief Compliance Officer. See Appendix Attachment 1 for contact information.