

OUR CODE OF CONDUCT



/ MESSAGE FROM THE CEO

Dear Colleagues,

We are working in a company built on strong values as foundation, every day, everywhere!

In today's world, carrying out Archroma's activities requires us to act with integrity and in strict compliance with the law. There is no other way for us to do business than in a sustainable and responsible way.

The Archroma Code of Conduct (our „Code“) links our employees all around the world in a collective commitment to integrity and excellence in all we do.

Our Code illustrates the values and provides the tools that will guide us in making consistent, sustainable decisions.

For all of us, it is a navigation guide and I ask every one of you to internalize the rules contained herein, implement them fully in one's own field of work and be guided by both the letter and the spirit of our Code.

An essential element of integrity is the commitment to an open culture where people feel secure in seeking advice and in raising concerns. We will ensure a retaliation-free environment to anyone who comes forward in good faith to ask questions or report violations.

You and I are responsible for the reputation of Archroma. I know I can count on you to put integrity and sustainable business practices at the center of what we do.

Sincerely,
Alexander Wessels
Chief Executive Officer

/ ACTS – WORK CULTURE PILLARS

Any action or business goal we pursue must be consistent with our cultural pillars. As the foundation of our Code, these pillars guide us to foster trust and sustainable relationships with all our stakeholders:

Accountability for Performance

We take responsibility for our actions as individuals, as team members and as an organization. We work hard, take action and take personal accountability for getting things done in a compliant manner.

Customer & Market Focus

Our customers are at the heart of everything we do. We treat everyone in a fair and honest manner because trust is at the foundation of sustainable relationships with our customers, our shareholders, our communities, our partners in the market, and each other. We know that having high ethical standards is a competitive advantage.

Teamwork & Collaboration

We respect everyone at every level of our business. We are driven not by ego but by accomplishments. We communicate openly and fairly with each other. Any one of us can deliver a view or idea to anyone else, regardless of title or level. Ideas live and die on their merits rather than where they were invented. We value our diverse and talented colleagues and support them so that they can contribute to their full potential.

Speed & Simplicity

We aim for efficiency at the highest quality and strive for continuous improvement in all that we do. We voice our opinion and exercise constructive dissent, and then rally around the agreed-upon action with our full support.



Accountability
for performance



Customer &
market focus



Teamwork &
collaboration



Speed &
simplicity

/ THE PURPOSE OF OUR CODE

Reading and adhering to our Code helps each of us follow the Archroma way of doing business:

- ✓ Our Code sets out binding rules and guidelines to the employees and officers of Archroma Management LLC, and all of its subsidiaries, affiliates, and joint ventures (collectively, “Archroma”).
- ✓ We all know that it is impossible to spell out every possible ethical scenario we might face and that no document can possibly contain every situation you may face in your day-to-day responsibilities. Instead, we rely on our Code as a navigation guide and one another’s good judgment to uphold a high standard of integrity for ourselves and Archroma.

We may encounter situations where we are unsure of the right course of action. If we find ourselves in such a situation, we should ask ourselves: “What if my actions were broadcast on the local news for all of my coworkers, family and friends to see?” If this would be embarrassing, it is most likely unethical. In such event, we should not follow through with the action we were contemplating. Instead, we should speak up and seek guidance.

- ✓ When local customs or business practices differ from the rules set forth in our Code or Company policies, we must obtain prior permission from the Legal Department before conforming to them.
- ✓ The Legal Department should also be consulted if laws in different countries conflict with each other or this Code.

COMPLIANCE SUPPORT AND REPORTING OF MISCONDUCT

Integrity is at the heart of all our actions. Our Code defines what integrity means for our business. Of course it is a guideline; it cannot tell the whole story or answer every question.

When you have a question about our Code, internal company policies or a specific situation, reach out to your line manager, local HR or the Group Compliance Team.

If you become aware of a situation that you know or suspect violates our Code or the law, it is your responsibility to Archroma and your colleagues to report it.

Please address any reports to:
Archroma Management LLC
Group Compliance
Neuhofstrasse 11
CH-4153 Reinach
Tel: +41 61 716 3504
compliance@archroma.com

The investigation of potential compliance violations is conducted in a professional and consistent manner, while safeguarding fundamental legal principles such as confidentiality, fairness and objectivity.



WHAT DOES THIS MEAN FOR ME?

Q Your supervisor told you to do something that you think isn't right. You think you should tell someone who can look into this, but you are afraid that your supervisor will make your job difficult for you if you do. What should you do?

A Our Code says that if something does not feel right, you need to speak up. Your supervisor is often the best place to raise concerns, but because it is your supervisor's request that concerns you, your choice to send an email to our Compliance Team (compliance@archroma.com) is a good option. If you make a report, we will look into the situation and will not tolerate your supervisor or anyone else retaliating against you. This means that any form of disadvantaging or discrimination, as well as the threat thereof, is not permitted. That's why the right thing to do is to speak up.



MAINTAINING INTEGRITY WITH EACH OTHER



/ DIVERSITY, ANTI-DISCRIMINATION AND WELCOMING WORKPLACE

As a global company operating in many countries worldwide, our workforce is incredibly diverse. We embrace diversity and personal development not only because it's the right thing to do, but also because it's smart business.

With the diversity of Archroma come unique ideas, viewpoints, talents and values that directly contribute to our worldwide success:

- ✓ We respect the dignity, privacy, and personal rights of every individual.
- ✓ We work together with individuals of various ethnic backgrounds, cultures, religions, ages, disabilities, races, sexual identity, world view and gender.
- ✓ We do not tolerate discrimination against anyone on the basis of any of these characteristics or any other comparably offensive behavior.
- ✓ We support the United Nations Convention on the Rights of the Child (New York, 20 November 1989) and do not accept child labor.
- ✓ These principles extend to all employment decisions including recruiting, training, evaluation, promotion and reward.

We all have the right to work in an environment free from bullying or harassment. Harassment can come in many forms, including physical actions, verbal or written remarks, or visual depictions:

- ✓ We do not tolerate any acts of harassment, whether done by an employee or a non-employee.
- ✓ We do not tolerate any form of bullying or unwelcoming behavior that has the purpose or effect of creating an intimidating, hostile or offensive work environment.

WHAT DOES THIS MEAN FOR ME?

Q You are searching for a candidate to hire as a sales manager for the sales department. You believe that sales business is “male business” and ask yourself if you can consider only male applicants for the sales manager position.

A You are not permitted to search only for male applicants nor may you reject the applications of female applicants just because they are female; this would be discrimination on the basis of gender. Your search must be focused on the qualifications, skills, and experiences of the candidates and how they meet the essential functions of the position, without regard to the candidate’s gender.



/ SAFETY, HEALTH AND ENVIRONMENT (SHE)

Providing a safe workplace for all employees and meeting our environmental responsibilities are high priorities for Archroma.

Health and safety is an integral part of our business activities:

- ✓ Our employees have the duty to take care of health and safety measures, to adhere to Archroma's Live Saving Rules, to follow the relevant regulations and work instructions and to use the protective equipment as required by law or Archroma policies.
- ✓ To keep our work environment free from violence or intimidation, we may not bring any weapons or firearms onto Archroma premises, including parking facilities, unless otherwise allowed by local law or job responsibility.
- ✓ For the good of our planet and future generations, we act as stewards of our environment. At all times, we must strive to meet, if not exceed, all applicable legal and regulatory requirements, as well as internationally accepted environmental standards.
- ✓ While working for, or conducting business on behalf of Archroma, we must be free from the influence of drugs, alcohol or other substances that impair our ability to work safely and effectively.
- ✓ As part of our commitment to health and safety, we must never tolerate any acts or threats of violence in our workplace.

WHAT DOES THIS MEAN FOR ME?

Q You work in one of Archroma's production facilities. During your time on the job, you formulate an idea to reduce waste and further reduce the impact Archroma has on the environment. However, your idea involves expensive changes to Archroma's operational processes. Should you pursue your idea?

A Yes. You should tell your supervisor about your concept and its environmental impact right away. Although Archroma must consider its budget, we all have a responsibility to take all reasonable efforts to conserve natural resources and protect the environment. Archroma is aware that in many situations, long-term environmental solutions will outweigh short-term costs.



/ COMMUNICATIONS SYSTEMS

IT systems, mobile devices and e-mail have become standard tools in business communications. We are all aware that electronic data is vulnerable to security risks. As such, the way we manage our communication systems and records is increasingly important.

IT hardware, including mobile devices, e-mail services, internet access and other communications systems are provided by Archroma to all relevant employees for business purposes:

- ✓ We may never use our communications systems to engage in prohibited conduct, such as communicating or viewing discriminatory, harassing, sexually explicit or otherwise offensive or inappropriate material.
- ✓ When sending and receiving e-mails and attachments you should apply the same standards of care and customary handling as used in hard-copy communications. Please remember, persons might copy and forward your electronic messages worldwide without your knowledge or consent.
- ✓ To protect confidential information and prevent its accidental disclosure, we must take proper precautions. Make sure that you follow all security measures and internal control procedures for your computer systems, portable electronic devices, laptops and other storage devices, such as flash drives and USB devices.
- ✓ You are prohibited from using or copying software from Archroma IT systems for private purposes and from installing private software at your workplace, unless specifically authorized by the responsible IT Department.

WHAT DOES THIS MEAN FOR ME?



Q You draw a copy of a Microsoft Word installer file on a USB stick and plan to install it on your home computer. You feel that Archroma would not be harmed because the original file remains on its systems. Can you proceed?

A No. When Archroma acquires software it is usually bound by a license agreement with the software manufacturer. Using the software for private purposes will most likely violate such license agreements and Archroma could be liable for the acts of its employees.



**MAINTAINING
INTEGRITY WITH
OUR BUSINESS
PARTNERS**



/ ANTI-CORRUPTION, ANTI-BRIBERY AND KICKBACKS

Archroma's success is based on the quality of its people, products and services. We strictly prohibit all forms of corruption and any business conduct that could create the appearance of improper influence.

Like all businesses, Archroma is subject to numerous laws, both U.S. and non-U.S., that prohibit bribery in virtually every kind of commercial setting. The three rules for us at Archroma are simple:

- ✓ **Don't bribe anybody, anytime, for any reason.** "Bribery" is the offering, giving, receiving or soliciting of anything of value in order to obtain or retain business or other improper advantage.
- ✓ **Don't accept or offer kickbacks, even if moderate in value.** A "kickback" is a (hidden) payment returned or promised as a result of a legal contract or as a reward for making or fostering certain business arrangements.
- ✓ **We may not hire third parties to do something we are not allowed to do ourselves.** Third parties acting on behalf of Archroma include consultants, sales agents, customs brokers, and joint venture partners. We cannot simply turn a blind eye to evidences of misconduct by third party intermediaries, and it is of critical importance that all such intermediaries are selected and engaged carefully.



WHAT DOES THIS MEAN FOR ME?

Q An Archroma facility requires a specific permission by a public authority. After having waited for the respective documents for several months, you are approached by a consultant offering his services in order to accelerate the process. The consultant has been a member of the local parliament a couple of years ago and claims excellent contacts to the public administration. He wants an upfront retainer and a lump sum success fee once the permission has been granted.

A Archroma can be held accountable for improper acts of third party intermediaries, even if it did not know about or authorize their improper behavior. Consultants must be carefully selected and particular caution is required if they have interactions with public authorities. Payments must be commensurate to the services actually rendered.

Retainers and success fees will in most cases not meet these standards. So you should decline the consultant's offer and seek legitimate ways to speed up the process, such as legal proceedings, political pressure via the embassy, or the like.

/ GIFTS AND HOSPITALITY

We do not offer or accept gifts and entertainment or other business courtesies on behalf of Archroma that could create the appearance of improper influence.

Archroma acknowledges that the exchange of gifts and entertainment can promote good business relationships and good will. To avoid even the appearance of improper relations with third parties, we should be very careful and adhere to the following principles:

- ✓ Never give or receive advantages while being in business negotiations, tender processes, and the like with third parties.
- ✓ The value of any gift or entertainment must not raise any question of an obligation on the part of the recipient. It is best to provide business courtesies infrequently and, when you do, to keep their value moderate. This value must not exceed the equivalent of USD 100.
- ✓ Do not offer or give anything of value to government officials to influence official action or to secure an improper advantage. This not only includes traditional gifts, but also things like meals, travel, political or charitable contributions and job offers for government officials' relatives. Never give gifts to thank government officials for doing their jobs.
- ✓ Do not request or solicit gifts or entertainment from anybody.
- ✓ If in doubt about the appropriateness of gifts, entertainment or other business courtesies, consult your line manager and abide by his or her decision.

**WHAT DOES THIS
MEAN FOR ME?**

Q While negotiating prices one of the Archroma suppliers offered to get you a ticket for a football game you really want to see. Is it all right to accept the ticket?

A No. Even if the value is moderate, Archroma employees are not allowed to accept gifts or entertainment from any individual or company while being in business negotiations, tender processes, and the like.

Q A key Archroma supplier has invited your wife and you for a golf weekend as a thank-you to a long-standing customer. May you accept?

A No. The value of the trip would go beyond courtesy. Accepting the invitation could compromise your and Archroma's independence.



/ FAIR COMPETITION

National and international anti-trust laws are designed to protect fair and free competition. They ensure that the best interests of our customers are served. Any violations of such laws can put Archroma's existence at risk.

Most countries have laws – known as “anti-trust”, “competition”, or “unfair competition” laws – designed to promote free and fair competition. Generally speaking, these laws prohibit:

- ✓ Arrangements with competitors that restrain trade in some way.
- ✓ Abuse of intellectual property rights.
- ✓ Use of market power to unfairly disadvantage competitors.

Certain conduct is absolutely prohibited under these laws, and could result in your imprisonment, not to mention severe penalties for Archroma. Examples of prohibited conduct include agreeing with competitors about prices, to rig bids or to allocate customers or markets, or to boycott a supplier or customer.

Other activities can also be illegal, unfair, or create the appearance of impropriety. Such activities include:

- ✓ Sharing competitively sensitive information (e.g., prices, costs, market distribution, etc.) among competitors.
- ✓ Entering into a business arrangement or pursuing a strategy with the sole purpose of harming a competitor.
- ✓ Using Archroma's position in a certain market to gain an unfair competitive advantage.

WHAT DOES THIS MEAN FOR ME?

Q A representative of another chemical company calls you up and asked you to a meeting in another country about “rationalizing” the market for a product you both supply. The “rationalizing” meeting is outside the EU. Would it be possible for you to join the meeting?

A No. You must immediately contact Legal and Compliance. Attending a “rationalizing” meeting could be extremely serious criminal conduct. Don’t be fooled by coded words like “rationalizing”. Having the meeting in another country would not change the result. This meeting can still break anti-trust laws of the EU and other affected countries.





MAINTAINING INTEGRITY WITH OUR SHAREHOLDERS



/ PROTECTION OF COMPANY ASSETS

We have the responsibility and legal duty to protect all physical, intellectual property and financial assets of Archroma. They are intended to help us to achieve our business goals.

Protecting Archroma's physical assets:

- ✓ Archroma's physical assets, such as its equipment, material and facilities, are instrumental to performing our day-to-day responsibilities. These assets have been accumulated through the hard work of people spanning the globe.

By working for Archroma, we have each assumed responsibility for these assets and must safeguard them from theft, loss, misuse and waste. We maintain a clean desk policy. In addition, we must make sure that all resources are used for appropriate business purposes.

Protecting Archroma's proprietary assets:

- ✓ Information, know-how and intellectual property is a large part of what gives us our competitive advantage. Many of us have access to Archroma's confidential, proprietary information in order to perform our jobs. It is our responsibility to keep this information confidential and protected. It is also our responsibility to protect the information entrusted to us by our suppliers, customers and other business partners as carefully as we protect our own information.
- ✓ We may only share confidential information with others who have a business need to know, whether inside or outside of Archroma.

**WHAT DOES THIS
MEAN FOR ME?**

Q During your commute to the office on the train, you sometimes make work-related calls. Is this a problem?

A You must be careful not to discuss non-public company information in public places, such as in taxis, trains, elevators or at conferences and trade shows. When it is necessary to conduct a telephone call in a public place, be mindful of your surroundings.



/ ACCURATE COMPANY RECORDS AND REPORTING

Open and effective communication requires accurate and truthful company records and reporting. This applies equally to relationships with investors, customers, employees and business partners, as well as with the public and all governmental offices.

The proper retention of our documents and records is essential to our business. As such, we must maintain all documents, files and other covered communications according to our internal policies.

Accurate, complete and honest recording and reporting of financial and non-financial information are important for our:

- ✓ Credibility and reputation.
- ✓ Legal and regulatory obligations.
- ✓ Ability to make accurate projections and business decisions.
- ✓ Responsibility to shareholders and other external stakeholders.

We must therefore be sure that all of the records we create and submit, including time cards, expense reports and inventory reports, are true, fair and accurate.

We may never establish unrecorded “slush” funds or take other steps to falsify Archroma’s books and records.

The proper retention of our documents and records is vital to our business. As such, we must maintain all documents, files and other covered communications according to our applicable policies and schedules, or – where relevant – any document hold notifications.

WHAT DOES THIS MEAN FOR ME?

Q It is the last week in the financial year. Your supervisor wants to make sure that your team meets the numbers for the financial year, so he asks you to record an unconfirmed product sale now, even if the sale will not be finalized until next week. You think this will not hurt anyone in the company. Can you follow the request?

A No. Costs and revenues must be recorded in the correct time period. The sale is not yet complete. It would be a misrepresentation and could amount to fraud to include it in an earlier period.



/ CONFLICTS OF INTEREST

The reputation of Archroma depends heavily on the independence of its decision-making processes and the integrity of our employees.

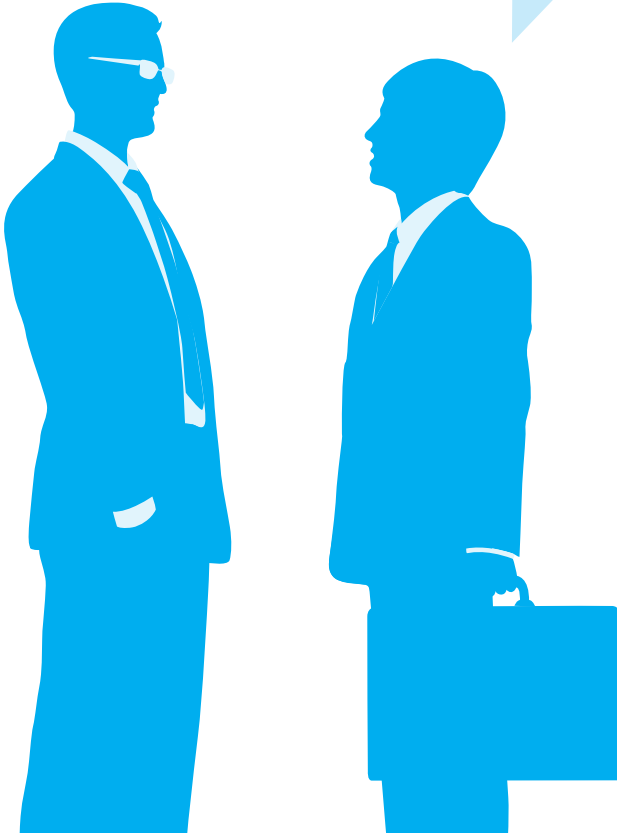
It is imperative that we avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our daily business on behalf of Archroma:

- ✓ It is our duty to make business decisions in the best interest of Archroma, not based on our own personal interests.
- ✓ We will promptly inform our line manager of any personal interest we could possibly have in connection with the execution of our professional duties.
- ✓ We never use Archroma property or information for personal gain or take personal advantage of any opportunity that arises in the course of our work for Archroma.
- ✓ Engaging in employment outside of Archroma may prevent us from upholding our job duties objectively and without bias. For this reason, we will not take outside employment or hold a board membership that interferes with our ability to fulfill our job duties.
- ✓ Investing can become a conflict of interest if the company we are investing in does business with or competes with Archroma. We will disclose any financial interest in an Archroma competitor, supplier, customer or any entity that may influence our objective decision-making.

WHAT DOES THIS MEAN FOR ME?

Q A technical equipment supplier delivers a defective machinery and you recognize this. You know that the warranty period for the product has not expired yet. However, the supplying company is owned by your father-in-law and you think about not having the defect remedied.

A Your decision-making should not be influenced by the personal relationship to the supplier. It is your duty to act in the best interest of Archroma. You should consult your supervisor or Legal function regarding the proper steps of managing the defective product, regardless of the fact that the supplier is owned by your father-in-law.



/ INSIDER DEALING AND OTHER CAPITAL MARKET LAWS

Archroma is committed to ensuring capital market compliance and that information learned on the job must never be used for improper personal gain.

By working on behalf of Archroma, we may have exposure to information relating to publicly listed companies. To use material non-public information to buy or sell stock, or to pass it along to others so that they may do so, could constitute insider trading. Insider trading not only violates this Code, it violates the law. Don't do it.

Information is considered "material" if a reasonable investor would consider the information important in deciding whether to buy, sell or hold a stock or other security. "Non-public" information refers to information that has not yet been disclosed to or absorbed by the public.

Material, non-public information generally includes information such as:

- ✓ Unreleased sales figures.
- ✓ Pending mergers or acquisitions.
- ✓ Earnings estimates.
- ✓ Introduction of a new product or service.

In addition to insider trading laws, we may also be exposed to other capital market provisions, such as directors' dealings rules, *ad hoc* publicity or the disclosure of certain shareholding thresholds. You are asked to be very careful once you have contact with publicly listed companies, be it in- or outside of Archroma.

WHAT DOES THIS MEAN FOR ME?

Q A heavy equipment supplier made a confidential approach to you about a new machinery they plan to introduce to the market. You decided that Archroma couldn't use the product, but you think it will be a real breakthrough for other industries. Once the supplier finds a market, you imagine its share price will rocket. Are you allowed to buy securities of the supplier?

A No. You are not allowed to buy any securities of the supplier until the public knows about the new product. This is “non-public” information because the introduction was confidential. There has not been a full and fair public disclosure yet. The information is “material” because a reasonable investor would probably consider the information important in making an investment decision about the company.







**MAINTAINING INTEGRITY
WITH OUR COMMUNITIES**

/ ANTI-MONEY LAUNDERING, EMBARGO AND SANCTION REGULATIONS

Archroma complies with all relevant national and international laws and regulations covering anti-money laundering and other sanction or embargo laws.

Archroma is committed to the international fight against money laundering and the financing of terrorism.

- ✓ It is our objective to conduct business with reputable business partners who are involved in lawful business activities and whose funds are derived from legitimate sources.
- ✓ You must abide by applicable anti-money laundering laws and internal procedures, designed to identify the third parties we do business with and to detect and deter suspicious forms of payment or customers or other transactions that could involve money laundering or terrorist financing.

The global nature of our business means that we must understand and comply with the laws and regulations that govern the export, re-export or import of material, products, information and technology:

- ✓ Prior to undertaking any export transactions, you must determine whether the item is eligible for export. This depends upon the nature of the item, the country of destination, the designated end use and end user.
- ✓ Import activity is also generally subject to various laws and regulations. In particular, this activity may trigger the payment of duties and taxes. It also may involve the filing of required documentation.

**WHAT DOES THIS
MEAN FOR ME?**

Q A customer has asked you to pay the order from multiple accounts and using a combination of multiple payment types (e.g. cash and cheque). What should you do?

A This is a very suspicious money laundering behavior. You should promptly consult your line manager or Legal. You should only take further steps in the transaction, including accepting payment from the counterparty, after Legal has advised you how to proceed. This approach enables Archroma to take appropriate legal steps in a timely fashion.



/ CORPORATE CITIZENSHIP AND COMMUNITY ENGAGEMENT

Archroma strives to be a trusted corporate citizen and, as an integral part of society, to fulfill our responsibilities to the societies and communities in which we operate.

At Archroma, we aim to contribute to the communities in which we operate through investment and engagement and are committed to building sustainable relationships based on mutual respect and trust with all our stakeholders:

- ✓ We demonstrate respect for people and the planet and ask all our employees to consider the short- and long-term impacts to the community and the environment when they make business decisions.
- ✓ Archroma encourages each of us to actively participate in the political process. We should, however, only do so voluntarily and during our personal time. We must make certain that participating in political activity in no way impairs our work effort or damages Archroma's standing or image. We may never make political donations or contributions using Archroma's name, time, funds or other resources.
- ✓ To support the communities where we live and work, we are encouraged to participate in charitable activities both as a company and as individuals. Participation in charitable and community activities is entirely voluntary but commitment of Archroma funds, employees and assets is subject to the approval of your line manager or Legal, who will ensure such activity is in line with Archroma policies and guidelines.



WHAT DOES THIS MEAN FOR ME?

Q In your capacity as Archroma representative you are invited to attend an evening gala with fundraising intentions for a local political party. The gala ticket will cost a significant amount of money. What should you do?

A Your attendance at the evening gala could be viewed as a support of Archroma to the local political party. You must exercise care in accepting any such invitation and consult with your line manager or Legal and Compliance before making any payment transactions.

/ NOTES

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

.....

MORE QUESTIONS?

**Archroma Management LLC
Group Compliance
Neuhofstrasse 11
CH-4153 Reinach
Tel: +41 61 716 3504
compliance@archroma.com**

www.archroma.com

ARCHROMA MANAGEMENT LLC

Neuhofstrasse 11
4153 Reinach
Switzerland

