



EFFECTIVE DATE: 15.03.2020

OWNER OF THE POLICY: GENERAL COUNSEL AND SECRETARY OF
THE BOARD

CORPORATE ANTICORRUPTION POLICY

VERSION 2

FOR INTERNAL AND EXTERNAL USE

I. PURPOSE

Firmenich is committed to acting professionally, fairly and with integrity in all its business dealings.

The purpose of this policy is to ensure that Firmenich's operations are compliant with all applicable anti-bribery and corruption laws, and to limit Firmenich's exposure to bribery and corruption risks.

II. SCOPE

This Policy applies to every employee, officer and director of Firmenich as well as to temporary employees. The Policy also applies to third parties contracted by Firmenich, and/or acting on behalf of Firmenich.

III. POLICY STATEMENTS

At Firmenich, we do not tolerate bribery or corruption of any kind. Each of us must adhere to the highest ethical standards of conduct in all our business activities and must act in a manner that enhances Firmenich's reputation:

- **We do not bribe.** We must not offer, promise, give or accept money or anything of value to or from anyone to improperly obtain or retain business, secure an improper advantage or to otherwise influence or be influenced to act improperly.
- **We do not allow third parties to bribe on our behalf.** We may not use third parties to take actions that we cannot take ourselves.
- **We do not engage in activities that create the appearance of impropriety.** We have to be mindful of how our actions may be perceived, no matter the intent.
- **We maintain accurate books and records.** We must fairly and accurately represent how we spend our money, no matter how large or small the transaction.
- **We comply with laws.** We strictly abide by the Swiss Criminal Code, Foreign Corrupt Practices Act (FCPA), the UK Bribery Act and all similar applicable laws wherever we operate. This policy states a global, minimum standard. In the event a country has more restrictive rules, we must comply with those requirements as well.
- For employees, officers and directors, violations of this Policy may lead to disciplinary action up to and including **termination** of employment or service. Firmenich may terminate its relationship with a third party that has been involved in bribery or corruption.

IV. POLICY REQUIREMENTS

The below requirements are based on common risk areas related to corruption. In your day to day activities, watch out also for Red Flags that may alert you to such risks, by referring to the "Examples of Red Flags" found in the Appendix 2 of this Policy.

1. Providing and receiving things of value with integrity:

You may never provide, promise to provide or accept anything of value to or from anyone to improperly influence a decision. You must comply with the relevant Firmenich policies:

- Gifts & Entertainment:

Gifts and entertainment of nominal value are generally permitted but must be, among others, reasonable, appropriate, occasional and not in cash. You must pay particular attention when dealing with Public Officials. Please refer to the Gifts & Entertainment Policy for specific requirements.

- Sponsorship and Donations:

Sponsorship: Any arrangement where Firmenich provides financial support, products, services or anything of value to a third party, to participate in an event, associate our brand with an activity or to receive some other lawful benefit.

Donation: Any arrangement where Firmenich provides financial support, products, services or anything of value to help a third party.

When considering providing sponsorship or making a donation:

- You must not use them to improperly influence anyone or obtain an improper advantage.
- It must not create an appearance of a bribe, kickback or other corrupt practice.
- You need to record all agreements in writing and make the payments to the entity, not an individual.
- Never give a donation or sponsorship of any kind to any political candidate, political parties or religious organizations on behalf of or in the name of Firmenich.
- Charitable contributions through the Firmenich Charitable Foundation are covered separately and governed in accordance with the Articles of Incorporation/Bylaws.
- Please refer to the Code of Ethics as well as the Gift and Entertainment Policy for further guidance on this topic.

- Rebates and payments to third parties:

Rebates, payments and all commercial gestures to third parties must only be for legitimate business purpose, they must be recorded and must follow our policies.

2. Prohibition of facilitation payments:

Firmenich prohibits facilitation payments by employees or any third party on Firmenich's behalf.

A facilitation payment is a payment made to a government official to facilitate or expedite a routine, non-discretionary government activity that the official is required to perform as a matter of course.

Examples of situation where requests for facilitation payment may occur:

- Permits, licenses or other documents that allow companies to conduct business.

- Inspections related to transit of goods, such as customs clearance, loading and unloading of cargo.
- Processing of visas and work papers.
- Certain one-time fees, such as a government-owned utility company activating a telephone line.

3. Using third parties:

Firmenich regularly engages third parties, including, but not limited to, agents, distributors, consultants and suppliers.

This is one of our biggest areas of risk because Firmenich can be held responsible for any improper actions of third parties. To manage third party risk:

- Arrangements with third parties contracted by Firmenich, or acting on Firmenich's behalf, require a written contract as defined in the Contract Lifecycle Policy.
- It is a condition of working with a third party contracted by us, or acting on our behalf, that they comply, as a minimum, with applicable laws, Firmenich's Code of Ethics and Business Conduct and with the Anti-corruption Policy.
- Firmenich, its agents and other third parties contracted by us, have to be highly vigilant in order not to conduct business with anyone directly or indirectly, owned or controlled, by a person or entity that is or will be designated on any economic sanctions or export controls list of any governmental authority as well as considering or conducting any business in a sanctioned country. Please refer to the Economic Sanctions Procedure for detailed guidance.
- Third parties contracted by us and/or acting on our behalf, also need to go through a validation process described in Appendix 1.

4. Keeping books and records accurate:

You must keep books and records that accurately detail and fairly represent what we do with Firmenich resources. In addition to following all relevant Finance policies and procedures, do apply the below principles in your activities:

- You must not inappropriately describe/represent payments made to any third party.
- You must not create off-the-book funds or assist any third party in creating them.
- You must not enter into any agreement, arrangement or understanding that has not been evidenced in writing and approved in accordance with our policies and procedures.

5. Reporting suspected violations of the Policy:

If you have knowledge or suspicion of violations of this Policy you must report your concerns to a Firmenich Legal Counsel, the VP Business Ethics, or ethics@firmenich.com. You can also use the Firmenich Hotline, available [here](#).

You must also report any demands for facilitation payments, bribes or kickbacks, whether it is made directly or indirectly to Firmenich, or if you learn of a demand to or a payment made by a third party acting on Firmenich's behalf, within 24 hours with full details of the people involved, any payment demanded or made including the reason, date and place.

V. EXCEPTIONS

Exceptions to this Policy must be approved by the policy owner.

VI. POLICY MANAGEMENT

Questions and feedback regarding this policy should be submitted to the Business Ethics function via ethics@firmenich.com.

Policy Change Log:

Version	Date of issue	Effective date	Purpose of change
1	March 2017	March 2017	<ul style="list-style-type: none"> New Policy release
2	March 12, 2020	March 15, 2020	<ul style="list-style-type: none"> Conditions for using third parties updated Consequences of a breach of the Policy by third parties added The new policy framework requirements reflected

VII. SUPPORTING DOCUMENTS

This Policy should be read in conjunction with other Corporate Policy or documents / guidelines available on the Corporate Policies Wave Page:

- Code of Ethics and Business Conduct
- Gifts and Entertainment Policy
- Hotline Policy
- Contract Life Cycle Management Policy
- Economic Sanctions Procedure
- Responsible Sourcing Policy
- Corporate Finance Policy
- Direct Purchasing Procedure
- Indirect Purchasing Procedure

VIII. APPENDIX

[Third-party validation process](#)

[Red flags](#)