



KERRY GROUP PLC

# Group Code of Conduct Policy Document



## A Message from Edmond Scanlon, Our CEO

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Edmond Scanlon, Chief Executive

“Consistently high standards of business and ethical behaviour are critical to Kerry’s success. We are committed to building a sustainable, responsible business which serves and builds value for all our stakeholders. Achieving business results ethically and legally will always be an absolute expectation because our everyday actions are the basis of trusting, productive relationships with each other, our customers, our local communities, investors, suppliers and all our stakeholders, wherever Kerry operates.

Kerry’s Code of Conduct, and the Group Policies supporting it, define business conduct standards for everyone who works for us, in all business areas, in every function, geography and role. We all have a responsibility to follow this Kerry Code of Conduct and the policies underpinning it. Take pride in adhering to these policies – they reflect forty years of ethical behaviour and business success and will support us as we continue growing and delivering value as a united global team.”

## Kerry's Code of Conduct

Kerry's Code of Conduct and supporting policies define business conduct standards for anybody working for or on behalf of Kerry Group. This code aims to help everyone understand what is expected of us as Kerry employees. It applies to us all, wherever we operate and whatever our role. Throughout this document reference is made to detailed policy documents – all of which can be downloaded from our mykerry intranet site.



## Our Commitment to ‘Live Our Values’

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Kerry is committed to the highest standards of business and ethical behaviour, to fulfilling our responsibilities to the communities we serve and to the creation of long term value for all stakeholders on a social and environmental basis.

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### Community Relations

Kerry Group has a proud record of supporting community initiatives and charitable causes. We recognise the value of fostering good relations with the communities where we operate, participating in and promoting community development programmes, and making meaningful contributions to the communities where we operate. The Community Relations policy describes our primary areas of focus in terms of community support and who is involved in these efforts.

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### Conflict of Interest

The Conflict of Interest Policy provides guidance to Kerry employees who may face situations where conflicts of interest may occur, particularly in the areas of secondary employment and accepting gifts. Conflict of interest occurs when an employee’s personal relationships, participation in external activities or interest in another venture influence or could be perceived to influence a business decision.

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### Doing Business with Government

Communicating with Government officials and regulators in our markets is an important part of business. Kerry companies and our employees are required to comply with all applicable laws and regulations of the countries where we operate or do business.

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### Employee Communications

At Kerry, we recognise the value and individual responsibility of sharing ideas and information with each other. This practice of ‘open communication’ enhances our ability to achieve our business goals and contributes to a more satisfying work experience for all. It is our policy to communicate honestly, accurately, regularly and consistently with each other at all levels, empowering line managers to be the prime communicators of information to employees in their team. In addition, employees will be encouraged and expected to contribute their thoughts and ideas during this two-way process.

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## Employee Concerns Disclosure

The majority of concerns about issues at work can be easily resolved. However, sometimes it can become more difficult to know what to do when concerns involve breaches of the law, serious misconduct, health and safety matters or financial reporting. The Employee Concerns Disclosure Policy provides guidelines to employees to appropriate means of reporting alleged misconduct and to encourage employees to freely voice concerns without feeling intimidated about sharing those concerns. Retaliation against any individual for reporting a concern or cooperating in an investigation will not be tolerated.

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## Environmental Responsibility

Kerry Group acknowledges the universal impact of climate change and the need to stimulate business and economic development in a sustainable manner. We are committed to supplying products that meet or exceed the expectations of our customers while conducting business in an environmentally friendly and responsible manner.

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## Financial Integrity and Responsibility

At Kerry, we make it a priority that all public financial reports contain accurate information and we keep consistent internal financial records. Everyone at Kerry Group has a responsibility to ensure Kerry's resources and in particular company funds are utilised/spent in a wise manner that safeguards Kerry's assets and ensures compliance with legal, accounting, tax and other regulatory requirements.

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## Food Safety and Quality

We believe that the food safety and quality of our products is of utmost importance and paramount to customer satisfaction and to our success as a business. Kerry is committed to working closely with customers and agencies to produce safe, high quality food ingredients and consumer food products that consistently satisfy customer needs.

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## Media and Press Communications

News releases and contact with the media play a significant role in shaping public perceptions of Kerry Group and it is important that such interfaces are carefully managed. Employees should direct members of the media to the appropriate Kerry Group employee(s) rather than provide any information directly to the media. The Media and Press Communication Policy defines the roles and individuals responsible for issuing news releases and interacting with members of the media.

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## Social Media

At Kerry we recognise that social media is changing the way we work. New technologies open up opportunities to engage with our customers, each other, and other stakeholders. Social media plays a significant role in shaping public perceptions of Kerry Group, and as such it is important to be clear about how we use social media and the rules and expectations that apply.

## Our Commitment to ‘Obey the Law’

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Operating as a global organisation in compliance with all applicable laws and regulations takes concentrated effort and ongoing diligence. The following policies reflect our commitment to operating legally wherever we do business.

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### Anti-Bribery

The Kerry Group Anti-Bribery Policy describes our zero tolerance for bribery and provides guidelines to all employees regarding situations involving bribery. A ‘bribe’ is anything of value, including cash payments, gifts, entertainment or other business courtesies, given in an attempt to affect a person’s actions or decisions in order to obtain or retain business or to secure an unfair business advantage. It is important to remember that engaging in bribery, or even appearing to engage in such activity, can expose you and our company to criminal liability.

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### Anti-Fraud

Kerry Group is committed to maintaining the trust and confidence of all its stakeholders and will take appropriate action against any person that is involved in, or assists with, committing fraud and will actively seek appropriate recourse against all parties involved in fraudulent activity. The Anti-Fraud policy defines what constitutes fraud and what is expected of employees in relation to the prevention and reporting of fraud.

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### Anti-Money Laundering/Counter Terrorist Financing

Our Anti-Money Laundering Policy Counter Terrorist Financing (AML/CTF) informs employees that money laundering /counter terrorist financing is not tolerated at Kerry. Money laundering is defined as the practice of disguising the origins of illegally-obtained money. Ultimately, it is the process by which proceeds of crime are made to appear legitimate. Illegally obtained money is also used to finance terrorism.

Employees should exercise good judgement when dealing with unusual customer transactions and report any suspicion of money laundering to a manager.

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### Compliance

Although we operate our business in many countries, we have an overarching set of business conduct policies that apply globally. Our Compliance Policy provides a framework for doing business both legally and ethically in all countries in which Kerry operates.

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### Dealing in Securities

Kerry's respected position as an ethical global company is reflected, in part, as confidence from stakeholders that the securities of our public company are traded fairly using information that is transparent and equally available to all investors. Our Dealing in Securities Policy outlines procedures for dealing in the securities of Kerry Group plc (Kerry) in addition to those imposed by law. This policy also defines and prohibits use of 'inside information'.

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### Fair Competition/Antitrust

At Kerry, we maintain the trust of our customers and providers by developing and providing high-quality products and services in a fair, ethical, and legal manner. Information about competitors, customers, and providers is a valuable asset in a highly competitive market. However, no illegal or unethical means of obtaining this information will be tolerated. No information should be sought or used that would violate antitrust laws or laws and contracts protecting proprietary data.

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### Freedom of Association

Kerry respects our employees' right to choose to join or not join a trade union, or to have recognised employee representation in accordance with local law. We believe in the rights of workers to associate freely and bargain collectively and are committed to fostering open and inclusive workplaces that are based on recognised workplace human rights and our belief that every employee's actions contributes to Group success.

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### Lobbying

Lobbying is defined as the act of attempting to influence decisions made by officials in the government by individuals, other legislators or government actors, constituents, or advocacy groups. By that definition, Kerry businesses are encouraged to promote and defend their legitimate business interests. The Kerry Group Lobbying Policy is established to provide guidance to all employees on what are appropriate measures for lobbying. Regulations vary around the globe; therefore only certain individuals within our company may engage in lobbying efforts on the company's behalf.

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### No Child or Forced Labour

All employment with Kerry is voluntary. We do not use child or forced labour in any of our operations or facilities. We do not tolerate any form of unacceptable treatment of workers, including but not limited to the exploitation of children, physical punishment or abuse, or involuntary servitude. We fully respect all applicable laws establishing a minimum age for employment in order to support the effective abolition of child labour worldwide.

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### Political Activities and Contributions

As a non-partisan organisation, Kerry Group businesses are prohibited from supporting political parties, either directly or indirectly. The Group or its constituent businesses do not, nor will not make financial contributions to political parties, political candidates or public officials. Kerry employees may participate in political campaigns on their own time so long as these activities do not negatively impact their work or conflict with any other Kerry policy.

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### Trade Controls

The Kerry Group Trade Controls Policy provides information to employees regarding acceptable practices while conducting business transactions. Trade controls help prevent trade in prohibited and harmful goods like drugs, unlicensed arms, fake pharmaceuticals, endangered animal species and pirated products. Kerry ensures trade compliance by conducting all trade transactions legally, and prohibiting smuggling or trade document falsification.

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### Wage and Hour Practices

Kerry employs thousands of people around the world and seeks to apply consistent and fair wage and hour practices to each and every one. Kerry abides by all laws and regulations regarding pay practices and the classification of employment according to job level and status. Kerry withholds deductions as required by law, including applicable taxes and/or court ordered or enforceable garnishments. The Wage and Hour Practices Policy defines expectations for adherence to Kerry policies and federal and local laws regarding pay practices.

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## Our Commitment to ‘Protect our Assets’

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Kerry trusts us to protect all our assets including information (customers, employees, shareholders and suppliers), our know-how (technology creation, process manufacturing and recipe formulation), physical property (workplace equipment, facilities and communication systems).

Appropriate policies and controls help minimise loss or damage through accident, negligence or deliberate actions.

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### Confidential Information

We have earned our customers’ and employees’ trust and work to protect that relationship. Private information must be kept confidential, protected by appropriate controls designed to minimise loss or damage through accident, negligence or deliberate actions.

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### Employee Data Protection

Kerry Group respects the privacy of its current, past and prospective employees by protecting sensitive and private information and complying with relevant Data Protection legislation. The Employee Data Protection Policy governs the processing of employee data by Kerry Group worldwide, including data gathered during the normal course of operations (e.g. recruitment, training and development, payroll processing, pension administration, etc).

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### Information Technologies and Electronic Communications

As a global organisation, Kerry relies on information technologies and electronic communications to conduct business. Personal use of technology should be kept to a minimum, with employees using computer resources for business purposes primarily. Personal use of e-mail and internet access must be limited in use, comply with policies and must not adversely impact productivity or system capacity. Computer resources must not be used for any purpose, or in any manner that is not lawful.

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### Intellectual Property

Kerry’s unique, integrated approach to customer-specific innovation and product solutions is driven by our innovative technology, as well as expertise in Taste and Nutrition, and Functional Ingredients and Actives. These innovative technologies and know-how are essential points of differentiation from our competitors and help Kerry to be a successful global organisation. Intellectual Property (IP) is therefore embedded in all aspects of Kerry’s business and is of vital importance.

The Intellectual Property policy sets out Kerry’s approach to capture, protect and exploit its IP, ensuring Kerry’s leverage of its innovation efforts.

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### Physical Property

Equipment and tools are provided to employees in order to help assist in completing job duties in the most efficient manner. We must work together at all times to prevent theft, destruction and inappropriate use of equipment and physical property.

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### Records Management and Retention

We protect information by maintaining a consistent and organised approach to storing all company records for the appropriate amount of time, retaining legal files that should not be destroyed and securely disposing of old records to comply with the law and minimise risk of sensitive information falling into the wrong hands.

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## Our Commitment to ‘Respect Each Other’

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With over 23,000 employees across the globe, our diverse high performance teams are key to our innovative culture and ongoing success. Business conduct that demonstrates respect for co-workers, suppliers, customers and partners is an absolute expectation. The following policies set out our commitments to ensuring that everyone who works with and for Kerry has a right to a healthy, safe and secure working environment.

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### Diversity, Inclusion and Belonging

Diversity is embraced at Kerry Group. We recognise that a diverse mix of backgrounds, skills and experiences drives new ideas, products and services and provides us with a sustained competitive advantage. As a result, we recruit, hire, develop and retain the best talent from around the world who are dedicated to achieving excellence for all of our stakeholders. At Kerry, we aim to foster an open and supportive environment to help employees to make a positive contribution.

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### Drug and Alcohol-Free Workplace

At Kerry, we are committed to maintaining a productive work environment that is free from substance abuse and the effects of alcohol and other drugs. Substance abuse is incompatible with Kerry’s policies on employee health and safety. The use of the term ‘drug’ in these guidelines refers to both legal and illegal controlled substances. Illegal drugs are strictly prohibited and Kerry complies with all legal regulations regarding alcohol and other drugs.

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### Harassment-Free Workplace

We believe it is our responsibility to treat each other with respect and provide all employees with a working environment free of harassment. We have a zero-tolerance policy for harassment – whether sexual, verbal or visual – and will investigate all alleged harassment promptly.

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### Human Rights

We conduct our business in a manner that respects the rights and dignity of all people. Our support of internationally recognised Human Rights is consistent with our dedication to enriching our workplace, partnering with our supply chain, preserving the environment and supporting the communities where we operate. Kerry’s Global Human Rights Policy reflects our commitment to respecting internationally recognised Human Rights as established in the Universal Declaration on Human Rights and the International Labour Organisation’s Core Conventions. This policy applies to all Kerry Group employees and also sets out expectations on our business and supply chain parties to conduct their business in ways that uphold the principles set out in the policy.

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### Non-Discrimination

We believe everyone should be treated with respect regardless of their background. We are committed to the elimination of discrimination based on gender, race, class, economic status, ethnic background, sexual orientation, age, political beliefs, veteran status, marital status or any other protected class. Discrimination is defined as different treatment of an individual or group on the basis of a protected class.

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### Violence-Free Workplace

At Kerry, we are committed to ensuring a violence-free workplace. It is important to us to provide a safe work environment to all employees who work on behalf of Kerry Group. We believe everyone is entitled to a workplace free from harmful situations. Violence is defined as the use of physical force to injure someone or damage something. Violence also includes any incident in which a person is abused, threatened or assaulted. We will not tolerate any acts of violence within Kerry Group.

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### Workplace Health and Safety

Kerry Group's executive management is committed to a healthy and safe workplace. We manage our business responsibly, in accordance with the requirements set forth in the Group's Eye for Safety Policy, which establishes the fundamental principles that all employees must integrate into their role and each business decision they make. We believe these actions will benefit our employees, communities, customers and shareholders, both now and for the future.