

Group Anti-corruption Policy

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Group Anti-corruption Policy

1 Purpose

Huhtamäki Oyj, together with its subsidiaries, associated companies and other affiliates, (“Huhtamaki” or “Group”) is committed to the highest norms of ethical business conduct. **At Huhtamaki, we do not tolerate corruption in any form.** Corrupt behavior contradicts with our values and our Code of Conduct. Furthermore, failure to comply with anti-corruption regulations can have significant negative consequences for Huhtamaki, including criminal liability, significant fines, and severe damage to our reputation and shareholder value.

The purpose of this Group Anti-corruption Policy (“Policy”) is to enhance group-wide understanding of corruption risks and related legal requirements, outline and explain the prohibitions against corruption in all Huhtamaki operations globally, and to reinforce the Group’s commitment to conducting business with the highest level of transparency and integrity. This Policy is consistent with the United Nations Convention against Corruption.

2 Scope

This Policy is applicable to all Huhtamaki companies, and all Huhtamaki employees, members of the management, officers and directors (“employees”), as well as parties acting on Huhtamaki’s behalf, such as agents and consultants.

The Policy is complemented with Huhtamaki Instructions for Gifts and Hospitality and Huhtamaki Instructions for Conflict of Interest (“Instructions”) containing more detailed guidance that all Huhtamaki companies and employees are required to follow.

In some countries it may be necessary or desirable to adopt policies or guidelines that are stricter or more detailed than this Policy or the related Instructions, and that may be done in cooperation with Global Ethics and Compliance. Policies, guidelines or practices that fall short of this Policy and the related Instructions are never allowed. In case local laws or regulations have stricter requirements than this Policy, those laws and regulations shall supersede.

Failure to comply with this Policy may result in disciplinary actions, including termination of employment. Furthermore, since many provisions of this Policy are based on legal requirements, violations may also subject the persons involved to criminal liability, damages compensation and/or other civil sanctions.

3 Full prohibition against corruption in all forms

At Huhtamaki, all forms of corruption are forbidden everywhere in the world regardless of local customs.

Corruption means inducement to wrongful action or inaction by improper or unlawful means which includes without limitation bribery, kickbacks and facilitation payments. Corruption is prohibited by laws, and breaching these anti-corruption laws is a serious criminal offence.

3.1 Bribery

At Huhtamaki, employees can never offer or pay bribes or allow bribes to be paid on our behalf, and likewise never solicit or accept bribes.

Bribery means offering, promising, giving, authorizing, accepting, or soliciting, directly or indirectly, anything of value in order to induce or reward an improper action or inaction intended to result in an undue advantage that would not have otherwise been available. In this context, **anything of value** means any type of benefit to the recipient. This includes without limitation cash, any payment, loan, discount, goods, services, gift, entertainment, travel, employment or internship (even unpaid), tuition, scholarships, and political or charitable contributions. There is no need for the bribe to be successful to be viewed as corrupt; attempt it is enough to amount to a bribe and a criminal offence.

It is extremely important that Huhtamaki employees never give or offer anything of value in order to improperly influence a decision to obtain or retain business or any unfair advantage. Bribery is not allowed directly or indirectly through a third party acting on Huhtamaki's behalf. Likewise, we must not directly or indirectly ask for or accept anything of value that might affect or even give the appearance of affecting our ability to be objective in our business decisions.

It is also prohibited to contribute financial means to any third party when there is suspicion or reason to suspect that funds will be, wholly or even partially, used to bribery.

3.2 Kickbacks

Offering or accepting kickbacks, directly or indirectly, is strictly forbidden by all Huhtamaki employees.

Kickback means an illegal payment that is made to someone as compensation for special treatment or in return for facilitating a transaction or appointment. Kickbacks can take the form of cash, goods or anything else of value.

3.3 Facilitation payments

At Huhtamaki, all employees are prohibited from making facilitation payments.

Facilitation payments are payments offered to government officials for speeding up or otherwise facilitating routine procedures such as processing licenses, permits, visas and custom clearances. In addition to cash, facilitation payments can also take a form of anything of value.

Such payments may be considered a customary way of doing business in some countries, but it does not make them allowed at Huhtamaki, not even if the payments are of nominal value. Facilitation payments are prohibited in all circumstances, even if it could be claimed to benefit Huhtamaki in short or longer term. Anti-bribery laws in majority of the countries strictly prohibit such payments. All third parties representing Huhtamaki are also prohibited from making facilitation payments on our behalf.

4 Situations where due care is required

4.1 Conflict of interest

At Huhtamaki, we avoid any personal interest or situation that conflicts, or may appear to conflict, with our professional duty.

Conflict of interest occurs when a personal interest (e.g. private, professional, political or financial) of an individual interferes or may be perceived as interfering with Huhtamaki's interests. This can cause financial or reputational damage to Huhtamaki.

All Huhtamaki employees are expected to act in the best interest of Huhtamaki and avoid situations that conflicts, or may appear to conflict, with Huhtamaki's best interests, or in which personal considerations stand to compromise individual's objectivity, professional judgement or integrity.

For further instructions on conflict situations and how to declare conflicts of interest, see Huhtamaki Instructions for Conflict of Interest.

4.2 Gifts and hospitality

At Huhtamaki, we never offer or accept gifts or hospitality where this is intended to influence the recipient improperly, or where it could create this impression.

Gifts and hospitality must have a valid business purpose and shall be of appropriate type and value, and justified under the circumstances. No gifts or hospitality shall be offered or accepted to encourage or reward a decision. Giving or accepting a gift in cash, regardless of the value, is prohibited.

It is recognized that in many countries accepting or offering gifts of moderate value is in accordance with local business practice and, at times, builds goodwill in business relationships. However, gifts or business hospitality must be offered or accepted only in accordance with the Huhtamaki guidelines.

For further instructions on gifts, entertainment and hospitality, see Huhtamaki Instructions for Gifts and Hospitality. Huhtamaki Instructions for Gifts and Hospitality includes monetary limit for providing or accepting gifts.

4.3 Interaction with government officials

At Huhtamaki, we take special care when interacting with government officials or politically exposed persons, directly or indirectly, in order to mitigate the risk of corruption.

Government official includes any officer, employee, or representative of or candidate for any government department, agency, state-owned or state-controlled enterprise, municipality, parish, political party, or public international organization. **Politically exposed person** refers to a person entrusted with prominent public functions.

As part of Huhtamaki daily business, we engage with governmental organizations, regulators and similar bodies. There is heightened corruption risk associated with these relationships and

in most countries, offering gifts and hospitality to government officials or politically exposed persons is fully prohibited or strictly regulated. As a general rule, at Huhtamaki, no gifts or hospitality shall be offered to government officials or politically exposed persons.

For further instructions on gifts and hospitality to government officials, see Huhtamaki Instructions for Gifts and Hospitality.

4.4 Dealing with third parties

It is important to make sure that corruption risks related to third parties are assessed and managed.

Third party means any individual or entity formally or informally engaged to act with, for or on behalf of Huhtamaki. This definition includes, but is not limited to, any individual or entity used:

- to obtain or retain business, such as agents, advisors, consultants, subcontractors, sales representatives, resellers/dealers and joint venture partners
- to secure a license, visa, permit or other form of authorization from, or intervene in a regulatory matter with, a government official
- to supply materials, products or services
- to buy Huhtamaki products

One of the ways in which corruption can occur indirectly is through third parties such as agents or other business partners. Huhtamaki could be held liable if it knew about, or deliberately ignored, the activities of such third parties acting on its behalf.

The person responsible for managing a third-party relationship shall ensure that corruption risks related to the third party in question are being evaluated and managed. Such risk management shall be based on a risk-based approach and may include conducting adequate due diligence, taking mitigative actions and monitoring arrangements with the third party, as appropriate. Additionally, a detailed risk review shall be conducted whenever any warning signs appear. Clear records of the due diligence actions and the subsequent risk reviews shall be maintained.

4.5 Political contributions, charitable donations and sponsorships

Huhtamaki as a company does not participate in or support political activity or make any contributions to political parties, party officials or candidates. Charitable donations and sponsorships are allowed under specific rules.

- **Political contributions** are anything of value that serves to support a political goal
- **Charitable donations** are gifts by the company to a non-profit organization without any commercial incentives
- **Sponsorships** usually means supporting special events, activities or organizations. Sponsorships are based on reciprocity, where cash or in-kind gifts are contributed usually in exchange for marketing or advertising consideration

Huhtamaki may, with approval of relevant corporate bodies, donate moderate amounts of money or goods to support education, science, arts, culture, environmental protection or social welfare. Charitable donations must not be made to improperly influence the recipient or in

exchange for any business or other commercial advantage. Moreover, charitable donations and sponsoring cannot be used to circumvent the prohibition for corruption in any form.

4.6 Mergers and acquisitions

During mergers and acquisitions, the potential entities that Huhtamaki may acquire or merge with may present corruption risks which Huhtamaki could be held liable, if no adequate procedures are undertaken.

Therefore, comprehensive compliance due diligence, including risk assessment, shall be performed as part of the acquisition analysis considering corruption, as well as other compliance risks. Due care shall be practiced especially if the target entity is registered or operating in the country with perceived high corruption risks.

4.7 Record keeping

In order to prevent the possibility of bribes, facilitation payments and kickbacks being paid or accepted, all financial transactions must be accurately and transparently recorded. All payments must be justified by accompanying contract or other legally binding document, invoice or receipt. Invoices, receipts and other supporting documents must reflect the true nature of the financial transaction.

Huhtamaki has an obligation not to make any payments without sufficient documentation.

5 Roles and responsibilities

Each employee is responsible for acting in accordance with this Policy and the related Instructions.

Leadership teams at global, segment and local levels are responsible for ensuring that this Policy is fully implemented in their field of responsibility.

Global Executive Team is responsible for ensuring compliance with anti-corruption regulations and implementation of this Policy through:

- allocating adequate resources and
- taking appropriate action, if breaches of applicable regulations, this Policy or the related Instructions are suspected and/or identified.

Global Ethics and Compliance has the responsibility to manage this Policy and, together with Legal, assists in interpretation and practical application of this Policy. Additionally, Global Ethics and Compliance is responsible for conducting internal investigations in case of suspected breaches of this Policy.

6 Breaches against this Policy – Speak Up

Any employee who suspects violations of anti-corruption regulations, this Policy or related Instructions is expected to speak up and report the matter to their manager, over manager, local HR, Global Ethics and Compliance or through Huhtamaki Speak Up channel as described in the Huhtamaki Code of Conduct. Huhtamaki does not accept any form of retaliation against someone who speaks up or expresses concerns in good faith.

7 Further information

Further information, documentation, and instructions are available on Huhtamaki Hub. You may also contact Global Ethics and Compliance or Legal for further advice.

8 Related documents

- Huhtamaki Code of Conduct
- Huhtamaki Code of Conduct for Suppliers
- Instruction for Conflict of Interest
- Instructions for Gifts and Hospitality