



Johnson Matthey
Inspiring science, enhancing life

Supplier Code of Conduct

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'Johnson Matthey expect our suppliers to share our commitment to work towards the highest standards of integrity and sustainability leadership.'

A message from our Chief Executive

Robert MacLeod
Chief Executive

Johnson Matthey is a global leader in science that makes the world cleaner and healthier. Science is at the heart of what we do, we use it to create solutions for our customers to tackle some of the world's most challenging problems.

Our science is behind products that clean the air we breathe, use the planet's natural resources more efficiently, and improve people's health. We're also developing the scientific solutions of the future, including revolutionary new materials that will help to make pollution-free road transport a reality and innovative technologies that are enabling the world to shift to a net zero economy.

Johnson Matthey expect our suppliers to share our commitment to work towards the highest standards of integrity and sustainability leadership. We value our people and those who work for our suppliers and seek to protect the world for future generations.

Our sustainability framework and company values are at the heart of our Supplier Code of Conduct and form the foundation for our relationships with suppliers. We expect our suppliers to support and align to our five core values which are embodied within our supplier expectations.

Johnson Matthey is committed to ensuring the protection and dignity of workers, the safeguarding of our environment and acting with integrity in all our business practices. Our ambition is to raise standards in partnership with our suppliers, maintaining and improving conditions and striving to minimise impact on the environment.

In becoming a supplier to Johnson Matthey, you are entering into a responsible partnership that will allow us to work together in a mutually respectful relationship for the benefit and safety of the people involved and the future of our planet.

Our values

- Protecting people and the planet
- Acting with integrity
- Working together
- Innovating and improving
- Owning what we do

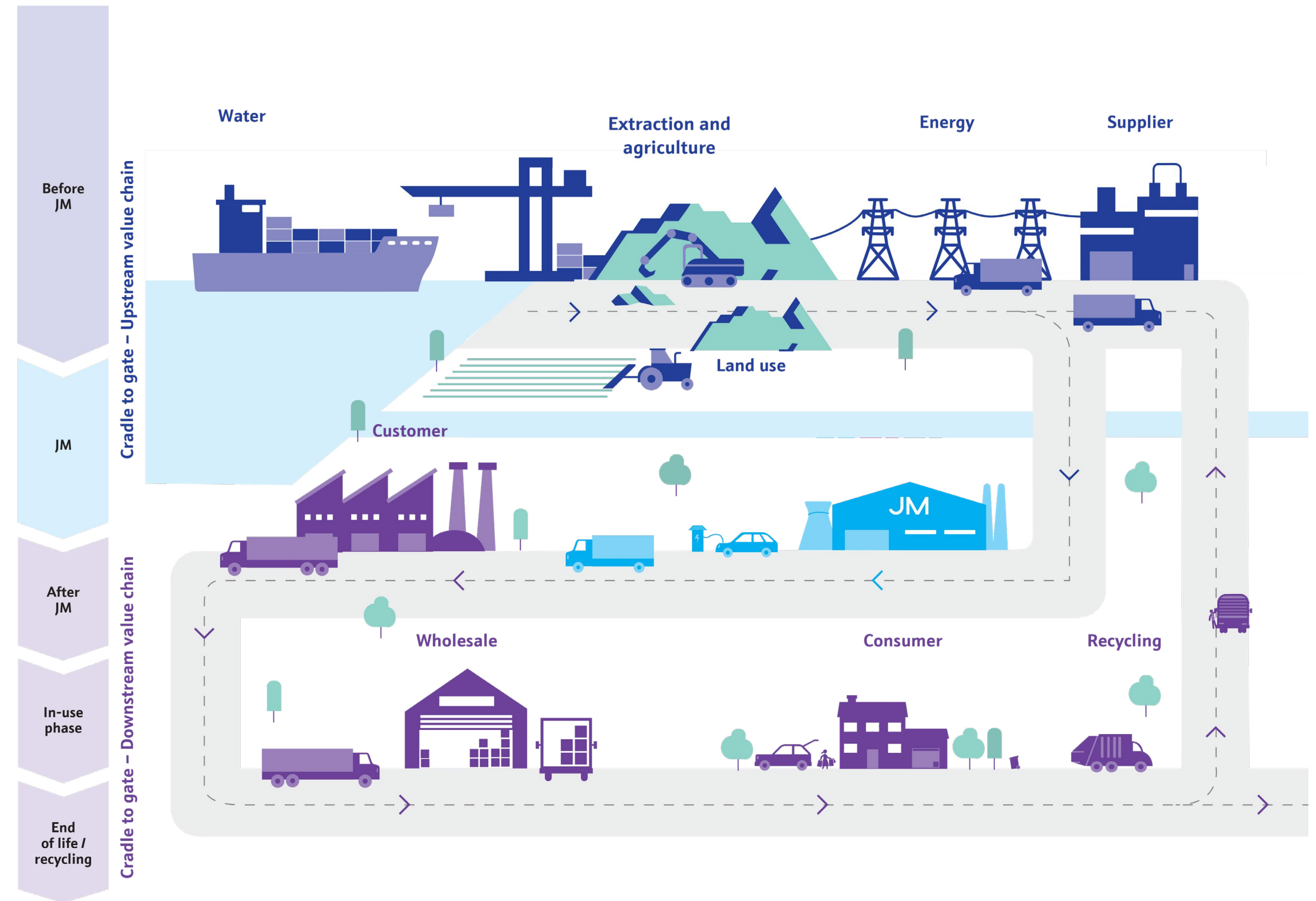
Our sustainability framework

We act in line with our core values and vision which, together with our focus on building on a more sustainable business, drive us towards our vision for a cleaner, healthier world. Sustainability is an integral part of our strategy and governance and must be prioritised by our suppliers as well.

Johnson Matthey supports the principles endorsed under the UN Global Compact through the implementation of our sustainable business framework. Our framework outlines our requirement for compliance over the broader value chain, including all aspects of our business and supply chain.

We support the principles set out in the UN Universal Declaration of Human Rights and the International Labour Organisation Core Conventions, including the conventions on child labour, forced labour, non-discrimination, freedom of association and collective bargaining.

We also support the principles endorsed under the UN Global Compact and the UN Guiding Principles on Business and Human Rights (the 'Ruggie' Principles).



Our ambition and expectations

Welcome to Johnson Matthey's Supplier Code of Conduct.

Our code applies to the supply of all materials, products and services to Johnson Matthey, and sets out our ambition and expectations when doing business with us. Supply partners are expected to familiarise themselves with the standards set out in the Supplier Code of Conduct. Naturally, supply partners are expected to be fully compliant with all applicable local laws and international conventions.

It would be wonderful to have every supply partner fully operate to the standards set out in this Code in every aspect of their business. It is recognised however this may not be the case given different jurisdictions, nature and maturity of organisations. For example, small medium enterprises or start-up businesses.

What is important is our supply partners, and those wanting to do business with Johnson Matthey, work to create transparency of those Code standards they already operate to (including equivalent practices), those elements of this Code which they are committed to working towards, and those areas which their organisation is unable to support for the foreseeable future.

It is through this transparency and open dialogue of our supply partners with Johnson Matthey, working together, we can identify and mitigate

areas of risk, and/or agree future development programs as appropriate. It is for this reason supply partner self-assessment is against each chapter and element of Johnson Matthey's Supplier Code of Conduct.

Our goal is to achieve sustainable business practices across our supply chains, to create a world that is cleaner and healthier today and for future generations. We expect our supply partners to play a leading role in supporting Johnson Matthey realise this vision, directly and through their own supply chains.

In playing a leading role, our supply partners are expected to engage their own supply partners, who contribute to the materials, goods and services provided to Johnson Matthey, on the expectations set out in this Code. In each link of the supply chain, it is expected that supply partners take responsibility for establishing effective communication and improvement processes within their own organisation and that of related supply partners in pursuit of attaining standards set out in Johnson Matthey's Supplier Code of Conduct.

Enabling Johnson Matthey's vision and values, our Supplier Code of Conduct is focused on four key chapters:

Working safely and respecting the rights of others

Johnson Matthey's priority is the health, safety and wellbeing of people involved in its operations and supply chains. Johnson Matthey expects suppliers to operate in accordance with the UN Global Compact in all aspects of their operations.

Reducing environmental impact

Johnson Matthey is committed to protecting the environment and to net zero climate impact. We expect an open and transparent dialogue to help achieve this. Suppliers should strive to minimise their environmental footprint.

Doing business responsibly, fairly and legally

Johnson Matthey expects our suppliers to conduct their business in a legal, ethical and fair manner and to operate in full compliance with all relevant legislation and additional standards of business integrity outlined in the Supplier Code of Conduct.

Ensuring a responsible and transparent supply chain

Johnson Matthey is committed to supply chain transparency and sustainability, as well as ensuring management of materials from high risk areas. Johnson Matthey expects suppliers to take responsibility for sourcing their own materials in an ethical and environmentally sustainable manner, particularly in relation to materials sourced from high risk and conflict affected areas.

Johnson Matthey supply partners are expected to complete an initial and then periodic assessment against the standards set out in this Code. Sometimes an audit may be required. Supply partners are expected to retain and maintain suitable records to enable such an assessment or audit to occur. Assessment findings may require a supply partner Code improvement plan to be agreed with Johnson Matthey.

Johnson Matthey's supply failure risk management framework does identify specific materials, goods or services which require elements of the Code standards to be obtained by the supply partner. Where this is the case, these will be highlighted and set out in Johnson Matthey's terms and conditions of purchase, or in the supply partner contractual agreement. Johnson Matthey reserves the right to make decisions about the suitability of supply partners based on the standards set out in this Supplier Code of Conduct.

Johnson Matthey is committed to ensuring no retaliation against anyone who raises a concern. When our employees have concerns about potentially illegal or unethical conduct we speak up. We ask the same of our supply partners.

In the event of any concerns to raise them to their usual business or senior manager contacts. Alternatively, by using Johnson Matthey's Speak Up line (<http://www.jm.ethicspoint.com>).

This supply partner ambition and expectations are consistent with the high standards Johnson Matthey sets itself and our employees. In return, supply partners can expect Johnson Matthey to:

- work together, aligned to our values, in a fair, open and transparent way;
- ensure impartial selection;
- uphold high standards of health and safety;
- be open to and enable fair competition for minority and small, medium-sized enterprises (SME);
- proactively enable equality, diversity and inclusion, and prevent discrimination.

Thank you for your interest in Johnson Matthey, we look forward to working with you.



"Our goal is to achieve sustainable business practices across our supply chains, to create a world that is cleaner and healthier today and for future generations. We expect our supply partners to play a leading role in supporting Johnson Matthey realise this vision, directly and through their own supply chains."

A stylized, handwritten signature of Rachael Legg in white ink on a blue background.

Rachael Legg
Chief Procurement Officer



01

Working safely and respecting the rights of others

Johnson Matthey's priority is the health, safety and wellbeing of people involved in its operations and supply chains. Johnson Matthey expects suppliers to operate in accordance with the UN Global Compact in all aspects of their operations.

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1.1 Health and safety	Johnson Matthey's principle: We are committed to high standards of health and safety and have rigorous procedures and controls in place to maintain them. Our employees receive regular health and safety training and are encouraged to speak up and report incidents and near misses.
1.1a Health and safety management	What we expect from our suppliers: <ul style="list-style-type: none"> 1.1.1. Demonstrate that there is a structured health and safety management system in place that includes risk assessment and controls for occupational safety and process safety and processes for recording, reporting and investigating accidents and near misses. 1.1.2. Set policies and objectives for health and safety to protect staff, contractors, visitors and local people. 1.1.3. Notify Johnson Matthey of any significant incidents which they have notified to the local authorities or which have resulted in fatalities. 1.1.4. Have contractor management and permit-to-work policies and procedures in place. 1.1.5. Achieve ISO 45001 certification, or equivalent.
1.1b Emergency preparedness	What we expect from our suppliers: <ul style="list-style-type: none"> 1.1.6. Have procedures in place that protect the health and safety of all relevant parties and the environment in the event of an emergency. These procedures should be periodically tested and reviewed.
1.1c Health and safety communication	What we expect from our suppliers: <ul style="list-style-type: none"> 1.1.7. Provide health and safety training to workers (including employees, contractors, agency staff, visitors etc.) prior to the beginning of work and regularly thereafter. Suppliers shall ensure training is appropriate for the role and retain records of such training. 1.1.8. Clearly post health and safety information in the facility or place in a location identifiable and accessible by workers and for all identified workplace hazards that workers are exposed to.

<p>1.1d</p> <p>Machine safeguarding</p>	<p>What we expect from our suppliers:</p> <p>1.1.9. Equip production and associated machinery with appropriate operational safety devices. Production and associated machinery should be maintained, inspected and serviced on a regular basis.</p> <p>1.1.10. Implement and communicate a lockout / tagout programme when maintenance or service work is performed to ensure dangerous machines are properly shut off, locked and tagged as appropriate.</p>
<p>1.1e</p> <p>Equipment</p>	<p>What we expect from our suppliers:</p> <p>1.1.11. Provide and use appropriate personal protective equipment (PPE) (e.g. gloves, steel-toed shoes or boots, safety glasses, goggles, hearing and respiratory protection) where applicable to eliminate, control or otherwise mitigate potential workplace hazards, as identified through the supplier's risk assessment, and to meet the needs of legal compliance.</p> <p>1.1.12. Ensure equipment is made available to workers at no cost, maintained in a suitable condition and stored in a hygienic manner.</p> <p>1.1.13. Train workers on the proper use and maintenance of the equipment that they are required to use with this training being subject to regular refresh.</p>
<p>1.1f</p> <p>Material handling</p>	<p>What we expect from our suppliers:</p> <p>1.1.14. Identify, evaluate and control worker exposure to substances of high concern (see section 2.8), for example chemical, biological and physical agents, according to the hierarchy of controls.</p> <p>1.1.15. Eliminate, control or otherwise mitigate potential risks through proper design, engineering and administrative controls.</p> <p>1.1.16. Provide appropriate hazard and safety information, usually in the form of a Safety Data Sheet (SDS), for all materials they are handling in language(s) workers understand.</p>

1.1g

Safe working environment

What we expect from our suppliers:

- 1.1.17. Assess work environments for health and safety hazards (for example, noise, dust and fumes) and eliminate, control or otherwise mitigate identified risks.
- 1.1.18. Consider the design of work areas, processes, installations, machinery / equipment, operating procedures and work organisation, in relation to protecting the safety, health and wellbeing of their workers.
- 1.1.19. Monitor and control risks to employees undertaking highly hazardous tasks, such as working at height or confined space entry and physically demanding or repetitive tasks.
- 1.1.20. Frequently review working environments to check that they are correctly lit, ventilated and free from temperature extremes in line with the appropriate legislation / guidance.

1.2

Employee wellbeing

Johnson Matthey's principle:

We are committed to providing a safe and accessible working environment that supports the wellbeing of employees and promotes positive mental health.

What we expect from our suppliers:

- 1.2.1. Provide safe and accessible drinking water for all workers and allow access to sanitary toilet facilities throughout the working day.
- 1.2.2. Provide a safe and sanitary place for workers' break periods. Where accommodation is provided for workers, conditions should be in accordance with legislation.
- 1.2.3. Have strict policies that prohibit the use of illegal drugs or consumption of alcohol in work environments and prohibit impaired employees from working.
- 1.2.4. Respect workers' rights to stop tasks when they have reason to believe their health and safety or wellbeing is in imminent danger.
- 1.2.5. Remove or reduce any workplace health and safety risks identified for pregnant people and nursing parents including those associated with their work assignments, as well as include reasonable accommodation as appropriate.
- 1.2.6. Consider ways to promote mental health awareness and encourage positive mental health in the workplace.

1.3

Wages, benefits and working hours

Johnson Matthey's principle:

We are committed to providing fair pay and remuneration for employees, with a commitment to provide equal pay for equivalent work. All employees are given clear and detailed information about their employment and we provide support and training for the development and enhancement of skills.

What we expect from our suppliers:

- 1.3.1. Provide all employees with written and understandable information about their employment conditions before they enter employment.
- 1.3.2. Pay workers at least the minimum legal wage, which shall be paid promptly and in full. Where there is no legislated minimum wage, a wage that meets local industry standards is expected to be paid.
- 1.3.3. Conduct operations in ways that limit working hours and overtime to a level that ensures humane, safe and productive working conditions.
- 1.3.4. Ensure all overtime is voluntary, and workers receive necessary time off, paid annual leave and holidays, as required by local law.
- 1.3.5. Provide employees with at least one day off in every seven day period.
- 1.3.6. Allow workers legally mandated breaks, including time off for sick leave, parental leave, medical treatment and bereavement leave.
- 1.3.7. Not permit deductions from wages as a disciplinary measure or allow any deductions from wages not provided for by national law to be made without the expressed permission of the worker concerned.
- 1.3.8. Base disciplinary measures on a documented disciplinary procedure that is communicated to all staff. All incidents of disciplinary measures being applied should be recorded.
- 1.3.9. Support the development and enhancement of their employees' professional skills at all levels through suitable training and further education.
- 1.3.10. Periodically assess wages and benefits to ensure equal pay for equivalent work.

1.4

Freedom of association

Johnson Matthey's principle:

We respect employees' freedom of association and actively engage with employees to include them in decision making.

What we expect from our suppliers:

- 1.4.1. Respect employees' freedom of association, right to collective bargaining, right to join a trade union and all other workplace rights as mandated by legislation. Employees shall not be subject to discrimination based on that choice.
- 1.4.2. Make sure that where there is legislation that mandates the election of work representatives or the establishment of joint consultative mechanisms these are in place.
- 1.4.3. Adopt an open attitude towards the activities of trade unions and their organisational activities.
- 1.4.4. Ensure workers' representatives are able to openly communicate and share ideas and concerns with management without fear of reprisal and have access to carry out their representative functions in the workplace.
- 1.4.5. Encourage and support mechanisms to include employees in decision making.

1.5

Formal whistleblowing procedure

Johnson Matthey's principle:

We are committed to dealing with any concerns and issues raised quickly, fairly and in a confidential manner. Johnson Matthey has policies and procedures in place to support the raising and resolution of concerns and issues.

What we expect from our suppliers:

- 1.5.1. Establish a 'whistleblowing' procedure by which employees, members of the local community or any interested third party can confidentially report concerns of potentially illegal, unethical or unsafe business practices without fear of reprisal. Where legally permitted, employees should be allowed the option to raise concerns anonymously.
- 1.5.2. Ensure all employees are aware of the whistleblowing procedure, encouraged to use it as appropriate and that all reports are recorded and followed up appropriately. All reports should be investigated and, where appropriate, action taken to redress the situation and prevent further occurrences.
- 1.5.3. Retaliation against those who raise concerns must never be allowed and have in place a disciplinary procedure to deal with any claims of retaliation.
- 1.5.4. Contact Johnson Matthey's legal department or confidential Speak Up line if the supplier and / or its suppliers and / or their employees have any concerns regarding Johnson Matthey or suppliers to Johnson Matthey. <http://www.jm.ethicspoint.com>

1.6

Discrimination and harassment

Johnson Matthey's principle:

We value the diversity of our people and proactively engage our employees to raise awareness of equality, diversity and inclusion and prevent discrimination. At Johnson Matthey we do not tolerate any form of abuse, harassment or discrimination based on protected characteristics.

What we expect from our suppliers:

- 1.6.1. Prohibit all physical abuse or discipline, the threat of physical abuse, sexual or other harassment and verbal abuse or any other forms of intimidation.
- 1.6.2. Actively demonstrate commitment to equality, diversity and inclusion by identifying, adopting and integrating diversity into their internal processes, recruitment programmes and career development, encouraging the same practices throughout their supply chain.
- 1.6.3. Not discriminate directly or indirectly against its employees in operational activity based on any characteristic that might give rise to discrimination, including but not limited to:
 - race;
 - caste;
 - national origin;
 - religion;
 - age;
 - disability;
 - pregnancy;
 - gender identity;
 - marital status;
 - sexual orientation;
 - union membership;
 - political opinion or affiliation;
 - HIV/AIDS status;
 - dependants.
- 1.6.4. Protect employee privacy whenever the company gathers personal information for a legitimate use.
- 1.6.5. Not subject workers or potential workers to medical tests or physical exams that could be used in a discriminatory way. Physical assessments to determine capability to perform the job are appropriate if based on physical job requirements. Any assessments should be based on the requirements of the job and reasonably adjusted to accommodate individual needs.
- 1.6.6. Avoid practices that promote or condone mistreatment of members of the wider community in which they operate.
- 1.6.7. Consider the rights and dignity of workers when making provision for site security measures e.g. security guards, CCTV.

1.7

Modern slavery

Johnson Matthey's principle:

In accordance with our values and commitment to upholding the highest ethical standards, we are committed to protecting those most susceptible and vulnerable to modern slavery and ensuring there is no modern slavery in our business or supply chains.

What we expect from our suppliers:

- 1.7.1. Understand and comply with the modern slavery legislation that is applicable to their business operations globally.
- 1.7.2. Provide foreign workers with a written employment agreement in their native language that describes terms and conditions of employment prior to them departing their country of origin.
- 1.7.3. Not use enslaved or involuntary labour of any kind, including prison labour or debt bondage and not be involved in human trafficking.
- 1.7.4. Not use corporal punishment, physical or psychological abuse, threats of violence, or other forms of physical or mental coercion.
- 1.7.5. Ensure no original copies of employee identification documents (e.g. identity papers, immigration documents or passports) are held or destroyed by the supplier or recruitment agent.
- 1.7.6. Not require workers to pay employers' or agents' recruitment fees or other related fees for their employment.
- 1.7.7. Ensure proper management of student workers and protection of their rights in accordance with applicable laws and regulations. The wage rate for student workers, interns and apprentices shall be similar to other entry-level workers performing similar tasks.
- 1.7.8. Not put unreasonable restrictions on the ability of workers to enter or exit the workplace and on terminating their employment.
- 1.7.9. Understand where modern slavery risk exists in their supply chains and take appropriate steps to address this, and ensure that equivalent standards to those set out in this section 1.7 are cascaded to their suppliers

1.8

Child labour

Johnson Matthey's principle:

Johnson Matthey is committed to upholding the highest ethical standards and ensuring there is no child labour in our business or supply chains.

What we expect from our suppliers:

- 1.8.1. Only hire workers who:
 - meet the applicable minimum legal age requirements in the country where they are working;
 - are at least 15 years old; and
 - are over the age for completion of compulsory education.
- 1.8.2. Not allow workers under the age of 18 to work during the night shift or be involved in any hazardous work as specified in International Labour Organisation (ILO) Convention 182 and as determined by national law.
- 1.8.3. Understand where child labour risk exists in their supply chains and take appropriate steps to address this, and ensure that equivalent standards to those set out in this section 1.8 are cascaded to their suppliers



02 Reducing environmental impact

Johnson Matthey is committed to protecting the environment and to net zero climate impact. We expect an open and transparent dialogue to help achieve this. Suppliers should strive to minimise their environmental footprint.

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2.1

Environmental management systems

Johnson Matthey's principle:

Johnson Matthey strives to minimise the impact that our products and services have on the environment. We are committed to responsibly managing our environmental impact through appropriate policies, processes and certification.

What we expect from our suppliers:

- 2.1.1. Ensure they have all the relevant environmental permits to operate legally in their jurisdiction.
- 2.1.2. Have a written environmental management policy and objectives outlining how they monitor and minimise all its environmental impacts.
- 2.1.3. Monitor compliance and drive continual improvement through the implementation of a suitable environmental management system.
- 2.1.4. Achieve ISO 14001 certification or equivalent of its manufacturing operations and ensure the environmental management system is third party assured at least once every three years.
- 2.1.5. Develop their own net zero strategy and greenhouse gas (GHG) reduction targets.

2.2

Reporting on environmental incidents

Significant environmental incidents include releases of the following in excess of operating permits and local laws:

- pollutants to air;
- pollutants to water courses or unmade ground;
- solid or liquid spills of fuels, chemicals or waste;
- public nuisance emissions such as noise, odour, dust emissions, light and vibrations.

What we expect from our suppliers:

- 2.2.1. Make provisions for immediately notifying the local community and authorities in case of accidental discharge or release of hazardous materials into the environment exceeding permitted levels, or in the case of any other environmental emergency.
- 2.2.2. Notify Johnson Matthey of any significant environmental incidents concerning the manufacture or transportation of products for Johnson Matthey.

2.3

Monitoring and minimising environmental impact

Johnson Matthey's principle:

Johnson Matthey strives to have a net zero impact on the environment and the climate.

What we expect from our suppliers:

- 2.3.1. Use their environmental management system to monitor and record all the environmental impacts of their activities.
- 2.3.2. Record and report annually the following quantities:
 - energy use and greenhouse gas emissions;
 - emissions to air of nitrogen oxides (NOx), sulphur oxides (SOx) and volatile organic compounds (VOCs)
 - water consumption and quality;
 - waste by method of disposal.
- 2.3.3. Make every effort to minimise the production of waste and take responsibility for ensuring it is disposed of with the least environmental impact. Promote the reuse and recycling of materials and avoid sending waste to landfill. Demonstrate full traceability of waste to the final point of disposal.
- 2.3.4. Consider and aim to minimise the environmental impacts of the whole lifecycle of products and services supplied to Johnson Matthey - including manufacturing, raw material purchasing, transportation of goods, end of life disposal, as well as product use.
- 2.3.5. Provide a bespoke cradle to gate carbon and water footprint for materials and services supplied to Johnson Matthey.

2.4

Packaging materials

Johnson Matthey's principle:

Johnson Matthey strives to minimise the environmental impact and waste generated from packaging materials.

What we expect from our suppliers:

- 2.4.1. Choose packaging materials with low environmental impact.
- 2.4.2. Minimise the amount of packaging material used to safely ship goods to Johnson Matthey.
- 2.4.3. Provide Johnson Matthey with solutions to reuse or recycle all necessary packing material, including taking back packaging material for reuse or disposal, where appropriate.
- 2.4.4. Not use single-use plastic to package goods supplied to Johnson Matthey, without prior approval by the company.

2.5

Habitat protection

Johnson Matthey's principle:

Johnson Matthey believes our products shouldn't have adverse effects on the environment and look to source and use materials responsibly across their whole lifecycle.

What we expect from our suppliers:

- 2.5.1. Take steps to monitor their impact on biodiversity of land local to their premises. If situated in an area designated as of high biodiversity importance, by either national or international bodies, suppliers should keep a biodiversity action plan and make an annual public disclosure about their impact on the area.
- 2.5.2. Ensure that all wood supplied to Johnson Matthey in all forms, including as packaging, is sourced from sustainable forests and carries an internationally recognised forestry certified wood mark e.g. Forestry Stewardship Council (FSC) or a programme for the endorsement of forestry certified (PEFC) wood.
- 2.5.3. Ensure that all palm oil supplied directly to, or used in the manufacture of products supplied to, Johnson Matthey comes from sustainably managed forests and is Roundtable on Sustainable Palm Oil (RSPO) certified or equivalent.
- 2.5.4. Inform Johnson Matthey, prior to shipment, if any of the goods they supply to Johnson Matthey contain genetically modified organisms (GMOs), or have been manufactured using GMOs.

2.6

Transportation of goods

Johnson Matthey's principle:

Johnson Matthey is committed to reducing the environmental impact of the transportation of goods.

What we expect from our suppliers:

- 2.6.1. Consider the environmental impact of transportation of goods to Johnson Matthey and take steps to choose routes and carriers that will minimise the carbon footprint wherever possible.
- 2.6.2. When applicable ensure shipments made at Johnson Matthey risk are conducted in line with all relevant Johnson Matthey Security standards.
- 2.6.3. Seek Johnson Matthey's approval prior to shipment if using air freight, where alternative land and / or sea routes are available.
- 2.6.4. Be prepared to share information with Johnson Matthey that will enable the carbon footprint of transportation to be calculated, on request (shipment weight, distance, and type of vehicle).

2.7

Materials labelling and storage

Johnson Matthey's principle:

Johnson Matthey is committed to maintaining high standards of health and safety and ensuring all chemicals and materials are handled safely and responsibly.

What we expect from our suppliers:

- 2.7.1. Ensure all materials stored on site are clearly labelled and accompanying Safety Data Sheets (SDSs) are accessible to all workers on site.
- 2.7.2. Store hazardous and combustible materials in safe, secure and ventilated areas in such a manner that they cannot escape or be accidentally released into the environment. Incompatible materials should be stored separately.
- 2.7.3. Ensure all hazardous and solvent waste is stored to prevent its escape to the environment and disposed of in a safe and legal manner.

2.8

Substances of high concern

Johnson Matthey's principle:

Johnson Matthey strives to eliminate or minimise the use of any substances deemed to be of high concern throughout its value chain.

What we expect from our suppliers:

- 2.8.1. Review all internationally recognised restricted substance lists (e.g. EU-REACH and TSCA Significant New Use Rules (SNURs)), and inform Johnson Matthey of any substances that are prohibited or declarable when contained in material supplied to Johnson Matthey.
- 2.8.2. Be prepared to provide similar declarations of additional substances Johnson Matthey deems of concern for its operations when requested.
- 2.8.3. Ensure where substances designated as being of very high concern are currently being used in the manufacture of products supplied to Johnson Matthey, suppliers work transparently with Johnson Matthey to minimise / replace them with less hazardous alternatives as soon as is practical.



03

Doing business responsibly, fairly and legally

Johnson Matthey expects our suppliers to conduct their business in a legal, ethical and fair manner and to operate in full compliance with all relevant legislation and additional standards of business integrity outlined in the Supplier Code of Conduct.

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3.1

Code of Ethics

Johnson Matthey's principle:

We have a Code of Ethics which clearly states our commitment to doing business ethically, fairly and legally and provides clarity to our employees as to our standards. Our employees receive annual training on the Code.

What we expect from our suppliers:

3.1.1. Establish and maintain a business conduct and ethics code or policy (such as a code of ethics) that includes, but is not limited to, standards and guidance regarding:

- anti-bribery and corruption;
- financial crime (e.g. money laundering, tax evasion, terrorist financing);
- antitrust / fair competition;
- trade and export controls;
- conflicts of interest and a system for recording gifts and hospitality that the supplier provides or receives.

Alternatively, the supplier can adopt the standards set out in Johnson Matthey's Code of Ethics (<https://ethics.johnsonmatthey.com/>).

3.1.2. Train all employees to understand and comply with ethics and compliance legislation and the standards applicable to them.

3.2

Anti-bribery and corruption

(Continued on next page)

Johnson Matthey's principle:

We are committed to countering all forms of bribery and corruption and take a zero-tolerance approach to any corrupt activities. We never offer, give, or accept anything of value that is or could be considered as, improperly influencing business decisions.

What we expect from our suppliers:

3.2.1. Not to conduct any business based on bribery and corruption, and to understand where bribery and corruption risk exists in their supply chains and to take appropriate steps to address this.

3.2.2. Understand and comply with the anti-bribery legislation that is applicable to their business operations globally.

3.2.3. In relation to JM's business, suppliers must not offer, give, ask for, or accept anything of value that could influence the recipient's decision-making. This applies to interactions with both commercial parties and public officials (including employees or representatives of state-owned entities).

3.2

Anti-bribery and corruption

(Continued)

- 3.2.4. Not make facilitation payments intended to speed up or secure performance of a routine governmental action (e.g. clearing items through a customs procedure) on Johnson Matthey's behalf. Suppliers must not allow a third party to make a facilitation payment on Johnson Matthey's behalf, even if local law or custom permits otherwise.
- 3.2.5. Keep accurate records of all matters related to business with Johnson Matthey. This includes, but is not limited to, the proper and timely recording of all expenses and payments.
- 3.2.6. Conduct risk-based and proportionate due diligence to detect and prevent corruption in all business arrangements, including partnerships, joint ventures and the hiring of intermediaries.

3.3

Gifts and hospitality

Johnson Matthey's principle:

We believe that hospitality can be a legitimate way to build business relationships. We do not encourage the giving or receiving of gifts. We have policies that prevent the giving and receiving of gifts and hospitality in certain circumstances.

What we expect from our suppliers:

- 3.3.1. Exercise care when giving or receiving hospitality (such as meals, lodging or entertainment) with Johnson Matthey or its workers or on JM's behalf. Any potential hospitality should be reasonable and appropriate, in terms of type, value and frequency of provision. Our employees will decide whether they can accept hospitality in the specific circumstances based on our policies.
- 3.3.2. We do not encourage the giving or receiving of gifts (beyond low value branded items), and we do not expect to receive gifts from a supplier or potential supplier.
- 3.3.3. Not to offer any gifts or hospitality that could create the appearance of a conflict of interest, or that is or could be perceived as an attempt to influence the recipient's decision making.
- 3.3.4. Exercise extra care when providing gifts and hospitality (G&H) to a public official. Many countries have strict limitations on the value and nature of G&H that public officials can accept and suppliers will ensure any G&H provided to a public official in connection with a transaction complies with all such applicable laws.

3.4

Fair competition

Johnson Matthey's principle:

We are committed to making sure we conduct business in a fair and transparent manner.

What we expect from our suppliers:

- 3.4.1. Compete openly and fairly for Johnson Matthey's business.
- 3.4.2. Comply with all applicable competition laws (sometimes called antitrust or anti-monopoly laws) in the countries where they do business.
- 3.4.3. Not coordinate market conduct with competitors or their own suppliers in a manner that improperly restricts competition, such as by agreeing to the division of customers or territories or sharing competitively sensitive information, such as pricing, with competitors.

3.5

Export controls and sanctions

Johnson Matthey's principle:

We conduct business in full compliance with all relevant export controls, sanctions and legislation. We have policies and controls in place to make sure that we obtain the necessary authorisations and permits to operate in a legal and efficient manner.

What we expect from our suppliers:

- 3.5.1. Comply with all relevant export control, sanctions and customs legislation when exporting or importing goods or technology and apply for and obtain all necessary authorisations and permits to ensure the timely and compliant delivery of products.
- 3.5.2. Provide Johnson Matthey with all relevant information including but not limited to product classification details (including Export Control Classification Numbers), country of origin, tariff classification and relevant jurisdictional coverage (such as the International Traffic in Arms Regulations) in order to facilitate Johnson Matthey's full compliance with relevant export control, sanctions or customs legislation.

<div>3.6</div> <div>Conflicts of interest</div>	<div>A conflict of interest is any situation where an individual's interests or relationships could inappropriately influence, or appear to inappropriately influence, decisions an individual makes on Johnson Matthey's behalf.</div> <div>Johnson Matthey's principle:</div> <div>Johnson Matthey takes conflicts of interest seriously and has policies and controls in place to avoid situations where conflicts of interest could arise.</div> <div>What we expect from our suppliers:</div> <div><div>3.6.1.</div><div>Seek to avoid all actual, potential and perceived conflicts of interest.</div></div> <div><div>3.6.2.</div><div>Not deal directly with any Johnson Matthey employee whose spouse, domestic partner, family member or other relative holds a financial interest in, or job with, the supplier.</div></div> <div><div>3.6.3.</div><div>Make Johnson Matthey aware if any actual, potential or perceived conflict of interest arises, as soon as it is discovered.</div></div>
<div>3.7</div> <div>Intellectual property</div>	<div>Johnson Matthey's principle:</div> <div>Johnson Matthey is committed to respecting the intellectual property rights of suppliers and customers as well as safeguarding its own intellectual property and know how.</div> <div>What we expect from our suppliers:</div> <div><div>3.7.1.</div><div>Respect Johnson Matthey's intellectual property rights; ensure technology and know how is transferred in a manner that protects intellectual property rights and ensures customer and supplier information is safeguarded.</div></div> <div><div>3.7.2.</div><div>Use appropriate non-disclosure or confidentiality agreements to protect Johnson Matthey's confidential and proprietary information.</div></div> <div><div>3.7.3.</div><div>Undertake appropriate due diligence to satisfy themselves that the products or services that they are offering to Johnson Matthey do not infringe the intellectual property rights of any third party.</div></div>

3.8

Personal data protection

Johnson Matthey's principle:

We collect and use personal data responsibly, ensuring we adhere to all data protection laws whilst operating in an ethical and transparent manner.

What we expect from our suppliers:

- 3.8.1. Be compliant with all applicable local data protection laws and related data protection principles where they receive or process personal data on behalf of Johnson Matthey.
- 3.8.2. Support Johnson Matthey in ensuring compliance with obligations under data protection legislation, including, but not limited to; security, personal data breach notifications, subject rights, impact assessments, audit, assurance and consultations with and requests from competent authorities or regulators.
- 3.8.3. Complete data protection and security due diligence questionnaires that we may ask you to complete as part of our procurement and/or assurance processes, and warrant that all information provided is true and complete.
- 3.8.4. Advise Johnson Matthey of any changes to the way that personal data is used, handled or processed (including changes to fourth party suppliers or sub processors) to ensure records of processing are kept up to date and accurate.

<p>3.9</p> <p>Information security</p>	<p>Johnson Matthey's principle:</p> <p>Johnson Matthey has strict security measures in place to safeguard the confidentiality and integrity of any data under our custodianship.</p> <p>What we expect from our suppliers:</p> <p>3.9.1. Safeguard the confidentiality and integrity of Johnson Matthey data under its custodianship and ensure the availability of digital services on an ongoing basis.</p> <p>3.9.2. Enforce security measures which encompass appropriate resources, technologies and policies and procedures.</p> <p>3.9.3. Ensure all their third parties and partners with access to Johnson Matthey systems, infrastructure or data also maintain this minimum set of security controls to prevent against data breaches and system compromises.</p> <p>3.9.4. Meet or exceed the international standard ISO 27001:2013 and ISO 27002:2013 code of practice for information security management or an equivalent standard with respect to their security regime. Johnson Matthey may request evidence of independent controls or certification.</p>
<p>3.10</p> <p>Security</p>	<p>Johnson Matthey's principle:</p> <p>Johnson Matthey has strict security measures in place to safeguard its premises.</p> <p>What we expect from our suppliers:</p> <p>3.10.1. Be liable to operate under surveillance of CCTV when on Johnson Matthey premises. These images will be captured, retained and disposed of in line with national legislation.</p> <p>3.10.2. Ensure they comply with site requirements for the searching of people and materials at entry and exit to secure areas when applicable.</p> <p>3.10.3. When applicable ensure all staff are security vetted to Johnson Matthey standards and be able to provide evidence of successful clearance.</p>

<div>3.11</div> <div>Financial crime</div>	<div>Johnson Matthey's principle:</div> <p>Johnson Matthey takes the risk of financial crime seriously and we are committed to addressing the risk of our businesses participating in or facilitating financial crime. We ensure we conduct business in compliance with all applicable financial crime laws.</p> <div>What we expect from our suppliers:</div> <div><div>3.11.1.</div><div>Ensure dealings or transactions with Johnson Matthey are not used to facilitate financial crimes, such as money laundering, tax evasion, terrorist financing or any other conduct that seeks to conceal the origin of criminal proceeds.</div></div> <div><div>3.11.2.</div><div>Comply with all applicable financial crime laws and be responsible for conducting all relevant due diligence and identifying and mitigating (or otherwise addressing) any potential financial crime transaction warning signs (red flags).</div></div>
<div>3.12</div> <div>Supporting local communities</div>	<div>Johnson Matthey's principle:</div> <p>Investing in people and the planet is important to us, not simply because we care about being a sustainable business; we care about improving life and making the most of it.</p> <div>What we expect from our suppliers:</div> <div><div>3.12.1.</div><div>Be aware of community concerns around their premises and take action where appropriate.</div></div> <div><div>3.12.2.</div><div>Invest in their local community through the provision of employment, services and other sustainable development or philanthropic work as appropriate and in compliance with all relevant anti-bribery and corruption laws and regulations.</div></div>



04

Ensuring a responsible and transparent supply chain

Johnson Matthey is committed to supply chain transparency and sustainability, as well as ensuring management of materials from high risk areas. Johnson Matthey expects suppliers to take responsibility for sourcing their own materials in an ethical and environmentally sustainable manner, particularly in relation to materials sourced from high risk and conflict affected areas.

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4.1

Supply chain management

Johnson Matthey's principle:

We have policies and procedures in place to manage our supply chain and monitor and address risks through due diligence processes.

What we expect from our suppliers:

- 4.1.1. Have consistent policies and procedures in place to ensure the principles within Johnson Matthey's Supplier Code of Conduct are cascaded to their own suppliers.
- 4.1.2. Monitor and perform appropriate due diligence on their own suppliers for risks of non-conformities to all the ethical, legal, environment and labour supply chain risks outlined in this code.
- 4.1.3. Perform all appropriate due diligence on third parties whether suppliers, service providers, intermediaries or any other individual or entity with whom they interact to further their business objectives with Johnson Matthey.
- 4.1.4. Have a written policy covering the responsible sourcing of materials from conflict affected and high risk areas (CAHRAs) that conforms with the Organisation for Economic Co-operation and Development Due Diligence Guidance for Responsible Supply Chains of Minerals from CAHRAs (OECD Guidelines). <http://www.oecd.org/corporate/mne/mining.htm>

4.2

Conflict minerals

International legislation defines 'conflict minerals' as tungsten, tantalum, tin and gold (known as 3TG).

Johnson Matthey's principle:

We are committed to ensuring the sourcing of 3TGs in our supply chain does not directly or indirectly contribute to armed conflict, unethical business practices or human rights abuses in CAHRAs.

What we expect from our suppliers:

- 4.2.1. Understand and comply with all applicable conflict minerals laws, international regulations and OECD Guidelines. Conduct 3TG sourcing in accordance with our policy commitments, set out in Johnson Matthey's Conflict Minerals Policy (available at matthey.com/enhancing-life/sustainability-governance).
- 4.2.2. Ensure their 3TG sourcing practices (whether the supplier or the smelters / refiners used in the supplier's supply chain) have been validated by a recognised independent third party audit programme (e.g. Responsible Minerals Assurance Process RMAP) and provide Johnson Matthey with the relevant annual due diligence submissions. <http://www.responsiblemineralsinitiative.org/responsible-minerals-assurance-process/>

4.3

Base Metals

Johnson Matthey's principle:

Johnson Matthey is committed to ensuring all its critical minerals are ethically sourced.

What we expect from our suppliers:

- 4.3.1. Provide Johnson Matthey with a full audit trail of the origin of raw materials containing nickel, cobalt and lithium.
- 4.3.2. Ensure their own suppliers of lithium, cobalt and nickel have been assessed in accordance with the OECD Guidelines. <http://www.oecd.org/corporate/mne/mining.htm>
- 4.3.3. Permit Johnson Matthey to audit all facilities in the supply of nickel, cobalt and lithium into its business.
- 4.3.4. Provide information on the country of origin of other critical metals and industrial minerals, such as but not limited to, rare earth metals, copper, zinc, and mica, when requested. More information can be found from the Responsible Minerals Initiative. <http://www.responsiblemineralsinitiative.org>

4.4

Platinum group metals

Johnson Matthey's principle:

Johnson Matthey is accredited as a good delivery refiner on the London Platinum and Palladium Markets (LPPM). We are committed to responsibly sourcing all our platinum group metals.

What we expect from our suppliers:

- 4.4.1. Provide Johnson Matthey with back-to-origin transparency for all materials supplied containing platinum group metals.
- 4.4.2. Abide by our Platinum and Palladium Supply Chain Policy Statement, which is available on our website, and sets out our commitments in the procurement and processing of platinum group metals. <https://matthey.com/platinum-and-palladium-supply-chain>

4.5

Animal Testing

Johnson Matthey's principle:

Johnson Matthey acknowledges and shares societal and political concerns about the use of animal testing. We are committed to ethical principles of animal protection and seek to reduce, refine or replace the use of animal testing. For more information visit <https://matthey.com/en/enhancing-life/value-chain/product-stewardship>.

What we expect from our suppliers:

- 4.5.1. Only undertake or commission (directly or via trade association / consortium) animal testing when: required to meet prevailing regulatory obligations, for example related to chemical notifications / registrations or hazard classification determinations; alternative, non-animal-based, methods have been fully considered, and such testing will be performed to meet the current OECD Testing Guideline, or equivalent. <http://www.oecd.org/chemicalsafety/testing/animal-welfare.htm>

Terminology

Expect	Indicates an expectation that Johnson Matthey has.
Code	Johnson Matthey's Supplier Code of Conduct.
Supplier	Organisation or person that provides a product or service used in the supply chain of Johnson Matthey and subsidiaries, which is classified into direct or indirect product and materials. Suppliers can include, but are not limited to: brokers / agents, partners, consultants, contractors, distributors, TPIs (third party intermediaries) or manufacturers.
JM	Johnson Matthey Plc, including subsidiaries.
Worker(s) or employee(s)	Suppliers' employees, contractors, agency staff, temporary staff and workers who are employed through labour agencies.
Hierarchy of controls	Systematic approach to enhance occupational health and safety, eliminate hazards, and minimise risks.
Bribery	<p>The giving or receiving of money or anything else of value as an inducement or reward for an improper act. 'Anything else of value' may include, but is not limited to the following:</p> <ul style="list-style-type: none"> • gifts (including cash equivalents, such as gift cards); • favourable contracts; • hospitality, such as meals, hotel stays, tickets or invitations to sporting or cultural events; • other promotional expenses (such as travel and accommodation expenses); • favours that are of value to the recipient (such as offers of employment for a directly involved party or a relative of a party); • free use of company services, facilities or property; • political contributions; • charitable donations.
Modern slavery	Defined within the Modern Slavery Act 2015. Prohibited activities include holding a person in a position of slavery, servitude, forced or compulsory labour, or facilitating their travel with the intention of exploiting them.
Corruption	The misuse of public office or power for private gain, or the misuse of private power in relation to business. Corruption can take many forms, such as fraud, extortion, facilitation payments or bribery.
Due diligence	The work done to establish who a party is working with, by understanding their backgrounds and histories and ensuring there are no known legal or reputational barriers to working with them.
Export controls	Legal controls on the movement of goods or transfer of technology across borders.
Facilitation payments	Unofficial payments or gifts made to secure, facilitate or speed up a public official's performance of a necessary government action or process. These government actions or processes include, but are not limited to, issuing licenses or permits, scheduling inspections and loading / unloading cargo.

Financial crime	Includes money laundering, tax evasion and terrorist financing and any other illegal activities that hide the origin of criminal proceeds.
Gifts	All products, services, cash or cash equivalents (such as cheques, traveller's cheques, gift cards, vouchers, loans and shares) and all business courtesies, gratuities, discounts, favours and other things of any value — even if nominal — for which the recipient does not pay the fair value.
Hospitality	All meals, drinks, entertainment (including, but not limited to, tickets or invitations to sporting or cultural events), recreation, travel, accommodation (such as hotel stays) and other courtesies which are of any value — even if nominal — and for which the recipient does not pay the fair value.
Money laundering	The process of concealing the true origins of criminal proceeds and integrating those proceeds into the legitimate economy. The primary money laundering offences involve dealing in or conspiring with others to allow them to deal in or keep 'criminal property'.
Criminal property	Property that is or represents a person's benefit from criminal conduct, where the person knows or suspects that the property is or represents such a benefit. For example, this can include receiving funds or goods where we suspect they derive from criminal conduct (e.g. goods received following a bribe paid to a customs official).
Public official	Includes (but is not limited to): <ul style="list-style-type: none"> • individuals (whether elected or appointed) who hold positions of any kind (such as legislative, administrative, military or judicial) in any national, local or municipal government; • individuals who exercise a public function for or on behalf of any branch or public agency of any national, local or municipal government; • officers, employees or representatives of any government / state-owned or controlled commercial enterprise (SOE), public international organisation, non-governmental organisation or of any regulatory agency, exchange or listing authority • politicians, political candidates or employees of any political party.
Personal data	Any activity that involves the use of personal data. It includes obtaining, recording or holding the data, or carrying out any operation or set of operations on the data including organising, amending, retrieving, using, disclosing, erasing or destroying it. Processing also includes transmitting or transferring personal data to third parties, or other locations.
Tax evasion	Deliberately or dishonestly cheating the public revenue or fraudulently evading tax. Tax evasion includes facilitation of the evasion of tax, which can occur when one is knowingly concerned in, or takes steps with a view to, the other person's fraudulent evasion of tax, or aiding, abetting, counselling or procuring the commission of that evasion.
Terrorist financing	Providing money or other property to groups with the intention, knowledge or suspicion that those groups will use those funds for terrorist purposes or dealing in terrorist property.
Terrorist property	Money or other property that is likely to be used for the purposes of terrorism, which is the proceeds of the commission of acts of terrorism and / or proceeds of acts carried out for the purposes of terrorism.

Reference Documents -
Other relevant Johnson Matthey
(JM) policies and procedures

JM Code of Ethics	>
JM Environment, Health and Safety Policy	>
JM Modern Slavery Statement	>
JM Gifts, Hospitality & Charitable Donations Policy	>
JM Anti-Bribery & Corruption Policy	>
Conflict Minerals Policy	>
Platinum and Palladium Supply Chain Policy Statement	>





JM

Johnson Matthey
Inspiring science, enhancing life