



Third Party Code of Conduct



Version 2.0

Owner: Luxfer Holdings PLC Legal Department

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1.0 PURPOSE

- 1.1 Luxfer Holdings PLC, including its subsidiaries and affiliates (collectively, “Luxfer” or the “Company”), is committed to conducting business ethically, with integrity, and in ways that promote social and environmental responsibility. This commitment includes working only with suppliers, distributors, agents, customers, and all other third parties (“Third Parties”) who share our values and demonstrate the same ethical standards. Accordingly, Luxfer requires its Third Parties, their employees, agents, and sub-suppliers to operate in line with the principles and standards regarding labor and human rights, health and safety, environmental protection, and business ethics contained in this Third Party Code of Conduct (this “Code”). This Code is consistent with guiding international covenants and guidelines, including those standards set forth by the International Labour Organization and those included in the Universal Declaration of Human Rights.

2.0 LEGAL COMPLIANCE

- 2.1 Third Parties will fully comply with all applicable laws, regulations, and rules in the countries where they operate or do business. They will conform to the requirements of this Code and will communicate these requirements, in writing, to their own employees, agents, and sub-suppliers. To the extent there is no corresponding local legal requirement, or if a local legal requirement is not as strict as the requirement set forth in this Code, Third Parties are expected to comply with the more stringent requirements of this Code.

3.0 BUSINESS ETHICS

- 3.1 **General.** Luxfer strives to give fair and equal consideration to all potential and existing Third Parties and to base our decisions on objective criteria, such as quality, price, service capability, reliability, and integrity. We expect Third Parties to demonstrate the same high ethical standards and to conduct all business transactions with integrity and fairness, as outlined in Luxfer’s [Code of Ethics and Business Conduct](#) and [Anti-Corruption Policy](#).
- 3.2 **Anti-Corruption and Anti-Bribery.** Third Parties will uphold the highest standards of integrity in all business interactions. Third Parties shall have a zero-tolerance policy towards all forms of bribery (promising, offering, giving, or accepting any bribes), corruption, extortion, fraud, and embezzlement. Third Parties are expected to comply with all applicable anti-corruption laws, including, but not limited to, the UK Bribery Act and the US Foreign Corrupt Practices Act.
- 3.3 **Gifts.** Third Parties will not give gifts to any Luxfer employee when the circumstances create or appear to create a conflict of interest or are intended to influence business decisions in any way. Any gifts, hospitality, or entertainment must (i) comply with applicable laws; (ii) be given entirely for business purposes; (iii) be reasonable in nature, value, and frequency; and (iv) be consistent with local custom and practice.
- 3.4 **Financial Crime.** Third Parties are expected to implement sufficiently robust risk management procedures and internal controls to detect, prevent, deter, and respond to all forms of financial crime, including tax evasion, money laundering, fraud, and the financing of terrorism.
- 3.5 **Competition and Anti-Trust.** Third Parties will conduct their business in full compliance with applicable competition and anti-trust laws and regulations. Third Parties must avoid agreements and practices that have a restrictive effect on competition, such as price fixing, market allocation, or abuse of a dominant position. Third Parties shall not (i) enter into any agreement, understanding, or plan (written or oral) with any of its competitors with regard to price, terms and conditions of sale, production, distribution,

territories, or customers; or (ii) exchange or discuss pricing, marketing plans, manufacturing costs, or other competitively sensitive information with any of its competitors.

- 3.6 **Export Controls and Trade Compliance.** Third Parties are required to comply with all applicable trade regulations, export and import controls, restrictions, sanctions, and import-export embargoes, including laws, regulations, and rules relating to illegal boycotts.
- 3.7 **Data Privacy.** Third Parties must comply with all relevant data protection laws, including, where applicable, the EU General Data Protection Regulation 2016/679 and the UK Data Protection Act 2018. Third Parties that collect, process, use, store, and retain personal information obtained from Luxfer, or about Luxfer employees, customers, suppliers, or other third parties, will use such information only as necessary and in compliance with all applicable data privacy and data protection laws. In the event a Third Party collects, processes, uses, stores, or retains personal information at Luxfer's request or on Luxfer's behalf, they will be required to agree to certain contractual obligations with Luxfer to ensure compliance with Luxfer's standards regarding the protection and handling of such personal information.
- 3.8 **Intellectual Property and Confidential Information.** Third Parties will respect intellectual property, trade secrets, know-how, and other confidential and proprietary information. Any such information may not be used, disclosed, or transferred except in accordance with the terms of a written agreement with Luxfer or with Luxfer's prior written consent. All confidential information belonging to third parties must be obtained and used legitimately in compliance with all applicable laws, regulations, and contractual obligations.
- 3.9 **Conflicts of Interest.** Actual and apparent conflicts of interest are strictly prohibited. Third Parties are expected to report any potential, perceived, or actual conflict of interest that may arise in the course of business with Luxfer in accordance with Luxfer's Code of Ethics and Business Conduct.
- 3.10 **Insider Trading.** Third Parties shall not use insider information relating to Luxfer for material gain or otherwise disclose insider information to unauthorized persons. Third Parties must not use confidential or insider information when trading in Luxfer shares, and Third Parties shall comply with all applicable insider trading rules and regulations.
- 3.11 **Record Keeping.** Third Parties shall ensure that all business dealings are transparent and are accurately reflected on the Third Party's books and records. Records must be completed and retained in accordance with all applicable laws. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable and grounds for termination of the business relationship with Luxfer.

4.0 HUMAN RIGHTS AND LABOR PRACTICES

- 4.1 **General.** Luxfer respects the human rights of all individuals and expects the same from its Third Parties. This Code embraces the key principles of the International Labour Organization's (ILO) eight fundamental conventions. Accordingly, Third Parties shall commit to uphold the human rights of workers and treat workers with dignity and respect. This commitment applies to all workers, including temporary, migrant, student, contract, direct employees, or any other worker. The principles contained in Luxfer's [Human Rights and Labor Practices Policy](#) apply equally to Luxfer employees and the Third Parties with whom we do business.
- 4.2 **Fair and Humane Treatment.** Third Parties are expected to treat their workers fairly and with respect and dignity. No worker is to be subject to any physical, sexual, psychological, or verbal harassment or abuse; nor is there to be a threat of any such treatment. All terms of employment – including hiring, payment, benefits, training, promotion, termination, and retirement – should be based on objective criteria, including an individual's performance, qualifications, and ability to do the job. There must be no unlawful

discrimination in employment based on age, race, color, creed, gender (including gender identity, gender expression, and gender reassignment), religion (including all aspects of religious belief, observance, or practice, such as religious dress or grooming practices), marital status, civil partnership status, pregnancy or maternity, national origin or ancestry, physical or mental disability, medical condition, genetic information, sex, sexual orientation, military or veteran status, or any characteristic protected by law. Workers shall be provided with reasonable accommodation for religious practices, and workers should not be subjected to medical tests or physical exams that could be used in a discriminatory manner.

- 4.3 **Forced Labor and Human Trafficking.** All work shall be performed on a voluntary basis, and workers shall be free to leave work and freely terminate their employment considering legal notice period requirements. Third Parties shall not use, or benefit from, any form of involuntary, forced or compulsory labor and are expected to comply with all standards set forth in the ILO Forced Labor Convention and the Abolition of Forced Labor Convention. Such prohibitions against forced labor include any work or services not voluntarily performed that is coerced from a person under threat, force or penalty, or threatened abuse of legal processes or law, including indentured, bonded, or prison labor, slavery, servitude, or slavery-like conditions. Third Parties shall not use, condone, nor participate in any form of slavery or human trafficking in accordance with the UK Modern Slavery Act 2015 and other applicable law. Recruiting, hiring, transporting, or obtaining persons by means of threat, force, coercion, or fraud for the purpose of exploitation is prohibited. Unless required by law, workers' original identification documents, travel documents, or any other personal documents or valuables shall not be surrendered upon hiring, during employment, or during the recruiting process. Workers shall not be required to pay the Third Party's or agents' recruitment fees or other fees or deposits in order to gain employment.
- 4.4 **Child Labor.** Third Parties shall not use child labor. In accordance with the ILO Minimum Age Convention, the age for employment shall not be less than the compulsory schooling age or the minimum age for employment of the country in which the individual is employed and, in any case, not less than 15 years. Third Parties will comply with local laws regarding the minimum age of workers and all legal requirements regarding authorized young workers, particularly those pertaining to hours of work, wages, working conditions, and the handling of certain materials.
- 4.5 **Wages and Benefits.** Third Parties shall commit to implementing fair policies regarding employment and compensation in compliance with applicable laws, regulations, and rules. Third Parties must pay workers at least the minimum compensation required by local law and provide all legally mandated benefits. In addition to payment for regular hours of work, workers must be paid for overtime hours at such premium rate as is legally required or, in those countries where such laws do not exist, at a rate equal to their regular hourly pay. Deductions from wages as a disciplinary measure shall not be permitted. Third Parties are expected to provide workers with clear and understandable employment documentation that complies with local law and clearly sets out working hours, compensation, and terms of payment.
- 4.6 **Working Hours.** Third Parties must ensure that on a regularly scheduled basis, except in emergency or extraordinary business circumstances, workers are not required to work more than (i) sixty (60) hours per week, including overtime (i.e., 48 regular hours of work per week and a maximum of 12 hours of voluntary overtime); or (ii) the limits on regular and overtime hours required by the law in the jurisdiction in which the Third Party operates. Furthermore, except in emergency or extraordinary business circumstances, all workers shall be entitled to at least one (1) day off, being at least twenty-four (24) hours, in every seven (7) day period.
- 4.7 **Freedom of Association.** Third Parties should respect any rights of workers to exercise lawful rights of free association, including joining or refraining from joining any worker association, in accordance with applicable law. Third Parties should also respect any legal right of workers to bargain collectively.

4.8 **Whistleblowing Protection.** Third Parties shall provide a mechanism for individuals to raise concerns about actual or potential violations of law or the principles set forth in this Code. If raised, such concerns must be addressed in a fair and transparent manner. Third Parties are expected to protect confidentiality and prohibit retaliation against those who raise any concerns.

5.0 HEALTH AND SAFETY

5.1 The health and safety of every individual who may be affected by a Third Party's operations, including its employees and communities, is paramount. Third Parties must act positively to prevent injury, ill health, damage, and loss arising from its operations and shall comply with all applicable laws, regulations, and rules relating to health and safety. Third Parties must provide workers with a clean, safe, and healthy work environment in compliance with all legally mandated standards for workplace health and safety in the jurisdictions in which they operate. This requirement includes any residential facilities a Third Party provides to its workers. In addition, any Third Party providing on-site services at a Luxfer facility is required to adhere to Luxfer's occupational health and safety standards. Luxfer's [Environment, Health and Safety Policy](#) applies equally to Luxfer employees and Third Parties with whom we do business.

6.0 ENVIRONMENT

6.1 Third Parties shall ensure that their business operations – including the sourcing, manufacture, and distribution of products, as well as the supply of services – are conducted with the aim to protect and preserve the environment. At a minimum, Third Parties must comply with all environmental laws applicable to its operations, the products produced, and the methods of manufacture. However, Third Parties are expected to strive for continual improvements in their operations, including in relation to natural resource consumption, material sourcing, energy and water usage, waste generation, and emissions. Luxfer expects Third Parties to strictly comply with the environmental policy they publicly represent, or, if no public policy is in place, Luxfer's Environment, Health and Safety Policy.

7.0 CONFLICT FREE MINERAL SOURCING

7.1 Third Parties shall adopt a policy and exercise due diligence to ensure minerals in their supply chains originating from conflict-affected and high-risk areas do not directly or indirectly finance or benefit armed violence or contribute to human rights abuses. The scope of such policies and due diligence shall include, but also go beyond, the regulated "conflict minerals," including cassiterite, columbite-tantalite (coltan), gold, and wolframite, or their derivatives, such as tantalum, tin, and tungsten ("3TGs"). Third Parties shall implement a due diligence framework consistent with the Organisation for Economic Co-operation and Development's (OECD) Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas and actively trace sources of minerals commonly used in the production of their goods, materials, products, or components.

7.2 Third Parties shall assist Luxfer with our compliance efforts by providing all necessary documentation and declarations regarding the sources of 3TGs used in the production of its goods, materials, products, or components supplied. Third Parties will communicate these requirements throughout their supply chain and complete, in good faith, and return to Luxfer all necessary questionnaires and declarations in a timely fashion.

8.0 PRODUCT AND SERVICE QUALITY

8.1 Luxfer is committed to (i) providing customers with authentic products procured through authorized sources of supply; and (ii) detecting and preventing the presence of counterfeit products in the supply chain. Luxfer expects its Third Parties to develop and implement appropriate policies and processes to help ensure supply chain integrity and to prevent and control the delivery of counterfeit products or components, consistent with applicable law and industry standards. Third Parties shall supply products and services that are of the requisite quality and which meet all applicable safety standards.

9.0 COMPLIANCE

9.1 Third Parties are responsible for ensuring their employees, agents, and subcontractors working on Luxfer business understand and comply with this Code. Third Parties shall adopt or establish a management system designed to (i) ensure compliance with this Code and applicable laws and regulations; (ii) identify and mitigate operational risks; and (iii) facilitate continuous improvement in the areas identified in this Code. Luxfer reserves the right to take affirmative measures, such as audits and inspections of production facilities, to ensure compliance with this Code. Third Parties must maintain all documents necessary to demonstrate compliance with this Code. Third Parties are expected to take necessary corrective actions to promptly remedy any identified noncompliance. Failure to adhere to this Code or any applicable law may lead to consequences, including termination of the Third Party's business relationship with Luxfer.

10.0 VIOLATIONS

10.1 Third Parties shall report known or suspected violations of this Code to Luxfer. To report violations of this Code by Third Parties, their employees, agents, subcontractors, or any representative doing business with or on behalf of Luxfer, please contact Luxfer's Legal Department or refer to the Luxfer [Whistleblowing Policy](#).

11.0 RESPONSIBILITY FOR AND ADMINISTRATION OF THIS CODE

11.1 Luxfer's Executive Leadership Team has overall responsibility for this Code. The Company's Legal Department will review this Code annually and may update this Code from time to time in connection with such review.

11.2 Luxfer's Executive Leadership Team and Senior Management Team are essential to the day-to-day implementation of this Code and shall monitor compliance with, and enforcement of, its provisions.