



Statement of Principles of Conduct

These principles apply to all Signode Industrial Group operations, divisions and subsidiaries.

Every Signode Industrial Group employee and director is expected to behave in accordance with these principles. Violation may result in disciplinary action, including termination of employment.

PRINCIPLE 1: Avoid all conflicts of interest

Signode Industrial Group's employees and directors must avoid engaging in any activity that might create a conflict of interest or create a perception of a conflict of interest. A conflict of interest occurs when an employee or director is, for any reason, in a position that his or her conduct could be (or appear to be) influenced by some factor other than concern solely for the best interests of Signode Industrial Group. Such factors include receiving gifts of more than a minimal value from someone working for a supplier, customer or competitor, or having a person working directly or indirectly for a related family member or having a significant financial or other interest in any of those other businesses by either the employee or director or a member of his or her family. An investment of under 1% of the outstanding securities of a public company, however, is not considered a conflict of interest. In case of doubt, ask. (See implementation section below).

PRINCIPLE 2: Protect and properly use Signode Industrial Group's assets

Employees and directors should protect Signode Industrial Group's assets and ensure their efficient use. All Signode Industrial Group assets should be used for legitimate business purposes.

PRINCIPLE 3: Make no improper payments or gifts

Improper payments or gifts include anything of more than a minimal value given to any person, firm or organization, whether associated with a customer, supplier, competitor, government or otherwise, to obtain improper preferential treatment for either Signode Industrial Group or the employee or director. Examples include bribes, payoffs, kickbacks, gifts with more than a minimal value and payments for goods or services that either are not received or are at a greater price than is reasonably necessary. For additional information, see the *Signode Industrial Group Global Anti-Corruption Policy*.

PRINCIPLE 4: Do not use Signode Industrial Group assets or funds for political contributions

The legal restrictions governing contributions to candidates for public office and causes differ around the world. In the United States and some other countries, employees and directors may make personal donations, but they cannot receive any type of reimbursement from Signode Industrial Group. In jurisdictions where corporate giving to political candidates or causes is permitted, contributions using Signode Industrial Group funds must be made only by the Signode Industrial Group political action committees.

PRINCIPLE 5: Do not use corporate opportunities for personal benefit

Employees and directors are prohibited from taking for themselves personally opportunities that properly belong to Signode Industrial Group or are discovered through the use of corporate property, information or position; using corporate property, information or position for personal gain; and competing with Signode Industrial Group. Employees and directors owe a duty to Signode Industrial Group to advance Signode Industrial Group's legitimate interests when the opportunity to do so arises.

PRINCIPLE 6: Comply with all applicable laws

It is Signode Industrial Group's policy to comply with all applicable laws, rules and regulations. Signode Industrial Group exists in a complex maze of local, national and international laws. Violations of these laws can be extremely costly to Signode Industrial Group and subject the company or the employee or director to criminal or civil penalties. You are required to familiarize yourself with all of the laws and regulations that apply in the areas of your responsibilities. For example, if you work in a country outside of the United States, you should be familiar with the laws of that country. Certain laws demand the special attention of all employees and directors. These include:

- **ENVIRONMENTAL, HEALTH AND SAFETY LAWS** - These laws specify standards and procedures that should be followed to protect the well-being of employees and the public. For example, if you work in an area where toxic materials are handled, you should be familiar with applicable environmental regulations, as well as with Signode Industrial Group's written internal procedures.
- **SECURITIES LAWS** - These laws require that accurate information be given to the public and prohibit employees and directors from misusing information that is not available to the public. It is a violation of both criminal and civil laws for any employee or director to engage in any securities trading while in possession of material "inside information." All such information should be kept strictly confidential.
- **EMPLOYMENT LAWS** - Signode Industrial Group is committed to equal employment opportunity and fair treatment for employees commencing with hiring and continuing through all aspects of the employment relationship. Signode Industrial Group will not discriminate in any employment decision

because of race, color, sex, religion, national origin, age, disability, sexual orientation, gender identity, genetic information, veteran status, or any other basis prohibited by applicable law. Signode Industrial Group prohibits the unlawful harassment of its employees and recognizes employee freedom of association and the right to bargain collectively, or to refrain from such. In addition, globally, our operations will comply with national employment standards where they do business, including complying with all applicable minimum age requirements for employment; prohibiting pregnancy testing as a condition of employment; prohibiting the use of involuntary labor; and providing compensation at least equal to the legal minimum wage. Signode Industrial Group will not knowingly do business with suppliers who violate national employment laws.

- **ANTITRUST LAWS** - Although this is a complex area, as a general rule, most forms of agreement or understanding with competitors, as well as various types of price discrimination between competing customers, are unlawful. If your activities cause you to confront these issues, you must familiarize yourself with the antitrust laws, and you should seek guidance on such issues from management and from the Signode Industrial Group Legal Department.
- **INTERNATIONAL ACTIVITIES LAWS** - If you are involved in international trade, you should be familiar with a range of export-import controls, customs duties, child labor laws, anti-corruption laws, and the U.S. Anti-Boycott and Foreign Corrupt Practices Acts.
- **INTELLECTUAL PROPERTY RIGHTS** - Signode Industrial Group respects the intellectual property rights of others, including their valid patents, trademarks and copyrights. In particular, copyright laws prohibit the reproduction of print or electronic publications, including television or radio broadcasts, photographs, manuals, databases, sound recordings and webpages. Except for archival purposes, the copying of licensed software without the authorization of the copyright owner is prohibited. If guidance is needed, please contact the Signode Industrial Group Intellectual Property Department.

Virtually every aspect of our business requires knowledge of some particular area of law, and the extent of knowledge needed by an employee or director will vary greatly from individual to individual. Guidance and advice should be sought from management or from the Signode Industrial Group Legal or Intellectual Property Departments. (See implementation section below.)

PRINCIPLE 7: Be fair to Signode Industrial Group and to Signode Industrial Group's employees, customers, suppliers and competitors

Each employee and director is expected to deal fairly with Signode Industrial Group's customers, suppliers, competitors, and employees. No one should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing.

Fairness to the company means not only avoiding any misuse of Signode Industrial Group funds or other property, but includes identifying misuse or waste by others, avoiding abuse of the Internet, creating and maintaining completely accurate financial books and records, safeguarding all types of information about Signode Industrial Group, complying with internal controls and procedures, providing prompt and accurate answers to inquiries by persons responsible for preparing our public disclosure documents and avoiding conduct that interferes with your functioning in your position to the best of your ability. Fairness to others involves respect for their property, their self-esteem and their contributions to the overall success of Signode Industrial Group.

PRINCIPLE 8: Maintain confidentiality

Employees and directors must maintain the confidentiality of confidential or proprietary information, including trade secrets, entrusted to them by Signode Industrial Group or its suppliers or customers, except when disclosure is specifically authorized by the Signode Industrial Group Legal Department or required by laws, regulations or legal proceedings. Confidential information includes all non-public information that might be of use to competitors of Signode Industrial Group or harmful to Signode Industrial Group or its customers if disclosed.

IMPLEMENTATION

If you become aware of any proposed or actual transaction or situation that you believe may be in conflict with Signode Industrial Group's Principles of Conduct, or have any questions regarding the Signode Industrial Group Principles of Conduct, please contact the Signode Industrial Group Legal Department.

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To report an ethics concern or for more information, talk to your manager or use the SIG Confidential Helpline via telephone or internet.
www.SIGhelpline.ethicspoint.com