

Employee Code of Conduct



Effective April 2019

A message from Inteva President and CEO, Lon Offenbacher

Inteva's success is based largely on our Core Values, which include acting with integrity and respecting, trusting and supporting each other. We are also committed to providing a safe environment and caring for the world and our communities. We work as one global team, innovate, grow and learn. We put the customer at the center of our business while competing in a smart, fair and ethical manner.

The Employee Code of Conduct describes how we put these values into practice in our daily work. The Executive Staff and I are confident that all Inteva employees will do business in line with this Employee Code of Conduct.

Feel free to contact your supervisor, Human Resources or the Legal Department for guidance in applying the Employee Code of Conduct to specific situations.

Together we can take Inteva from Good to Great!



A stylized, handwritten signature in black ink that reads "Lon Offenbacher".

Lon Offenbacher,
President & CEO

Your Personal Acknowledgment to do the Right Thing

The Employee Code of Conduct represents your commitment to do what is right. After you have reviewed the Employee Code of Conduct, you must sign and return the acknowledgment form to Human Resources or certify your review and acknowledgment through Inteva's Learning Management System or SuccessFactors.

Employee Code of Conduct

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Introduction

All employees working for Inteva anywhere in the world are expected to adhere to the standards contained in the Employee Code of Conduct. Inteva employees should conduct themselves in compliance with the laws and regulations under which Inteva operates, and work to avoid even the appearance of improper behavior. Compliance with all company policies is required. Failure to comply with any company policy may lead to disciplinary action, up to and including termination, in accordance with applicable laws, regulations and collective agreements. If you are ever in doubt about the right thing to do, ask before acting.

While the Employee Code of Conduct discusses important laws and policies that apply to everyone working for Inteva, other company policies, available through the Insight Library and local Intranet sites, supplement the matters discussed here. Make sure you know the rules that apply to you.

Complying with the Law

To comply with the law, you should know the law and how it applies to you. Common sense and good intentions are not always enough. To help you learn and understand the rules, Inteva has issued the Employee Code of Conduct and provides assistance through your local Human Resources department and the Legal Department. You should use these resources whenever you have any doubt or question regarding any legal requirements or policies.

Complying with the law requires more than just knowledge; it requires action. If you think some aspect of Inteva's business or the actions of you or a co-worker may violate the law, you should raise the issue with your direct supervisor or that person's direct supervisor, your Human Resources representative, a member of the Legal Department or a member of the Executive Staff (up to and including the President & CEO). In situations where you are not able or willing to discuss your concerns with any of these individuals, you may communicate anonymously to the Inteva EthicsLine.

Your Duty to Speak Up

The worst thing you can do is to ignore or cover up a potential problem and allow it to continue or worsen. Speaking up and letting people know of a problem is in everybody's best interests. You should speak up if:

- *You are unsure about the proper course of action and need advice*
- *You believe that someone acting for themselves or on behalf of Inteva has done—or may be about to do—something that violates the law or the Employee Code of Conduct*
- *You believe that someone hired by Inteva has acted or will act unethically*



Where to Go for Help

Inteva leadership works hard to foster an environment of open, honest communication. If you have a concern about legal standards or issues involving ethical business conduct, you may get help or advice from:

- *Your direct supervisor or that person's direct supervisor*
- *Your Human Resources representative*
- *A member of the Legal Department*
- *A member of the Executive Staff, up to and including the CEO & President*

If you are uncomfortable contacting one of these resources, you can use the EthicsLine. The EthicsLine is operated by an independent company. It is available 24 hours a day, seven days a week, for all employees globally, and it offers interpreters if needed. The EthicsLine allows you to notify Inteva, on an anonymous basis if you so choose, about concerns regarding integrity or potential violations of the Employee Code of Conduct.



EthicsLine

Website: <https://iwf.tnwgrc.com/inteva>

In North America: Use the website or call the Inteva EthicsLine at 877-571-1138.

In Europe or Asia: Use the website or call the number assigned to your country as found on the EthicsLine poster that is posted in your facility.

Retaliation Will Not Be Tolerated

Any employee seeking advice, raising a concern or reporting potential misconduct is following the Employee Code of Conduct and doing the right thing. Inteva will discipline individuals who retaliate against such reporting, up to and including termination of employment. If you suspect that you or someone else has been retaliated against for raising a compliance or integrity issue, immediately contact your direct supervisor or that person's direct supervisor, your Human Resources representative, a member of the Legal Department or a member of the Executive Staff (up to and including the President & CEO).

Different Laws in Different Countries

Inteva's policy is to follow the laws in all regions where Inteva operates. In addition, U.S. law often applies even to business activities conducted outside the United States and Inteva's policies apply globally regardless of the law. If you have questions about the laws that apply to your activities, contact Inteva's Legal Department for advice.

Those Who Supervise Others

Those who supervise others have additional responsibilities. Supervisors should:

- *Provide examples of integrity to employees by enforcing and adhering to the Employee Code of Conduct and policies*
- *Ensure that those who report to you have adequate knowledge and resources to follow Inteva compliance standards. This includes ensuring that they complete appropriate training sessions*
- *Monitor the ethical behavior of the people you supervise*
- *Support employees who, in good faith, raise questions or concerns about compliance and integrity*
- *Promote a work environment where employees feel they can discuss compliance issues openly and without fear of retaliation*



Our Workplace Environment

Employment and Anti-discrimination Laws

Inteva's policy is to comply with applicable employment laws, including wage and hour laws, wherever we conduct business.

Diverse experiences, backgrounds, lifestyles, cultural orientation and beliefs enrich our organization. Inteva extends opportunities to qualified applicants and employees on a non-discriminatory basis and makes reasonable accommodations for people with disabilities. It is everyone's responsibility to help maintain a workplace environment free from discrimination, hostility and harassment. Examples of unacceptable conduct include, but are not limited to:

- *Hiring or promoting, or refusing to hire or promote, based upon race, gender, religion or lifestyle preferences rather than merit*
- *Engaging in activities that create a hostile workplace, such as using jokes, slurs or other remarks that employees may view as offensive*
- *Making implicit or explicit threats or engaging in violence*
- *Making unwelcome sexual advances or requests for sexual favors*
- *Making verbal remarks or engaging in physical contact of an intimate or sexual nature*
- *Using offensive language or slurs*
- *Sending emails, visiting websites or displaying pictures that contain inappropriate subject matter*

Supervisors and managers must prevent discrimination and Human Resources must investigate all employee concerns or complaints of potential discrimination or harassment. Inteva does not tolerate any harassment, employment discrimination based on race, color, national origin, sex (including pregnancy), religious beliefs, age, disability,

Employment and Anti-discrimination Laws (Continued)

genetic information, sexual orientation, gender identity, citizenship status, veteran status or any other status protected by federal or local employment law.

If you believe you have observed or experienced any form of discrimination or harassment, report it to your direct supervisor or that person's direct supervisor, your Human Resources representative, a member of the Legal Department or a member of the Executive Staff (up to and including the President & CEO). In situations where you are not able or willing to discuss your concerns with any of these individuals, you may communicate anonymously to the Inteva EthicsLine.

Health & Safety

Inteva is committed to protecting the health and safety of every employee and will not compromise safety in any of its operations. To help us achieve this goal, you must comply with all applicable health and safety laws and follow all Inteva safety rules and policies.

We believe that all occupational injuries and illnesses are preventable and that you must be alert to safety risks. All managers are required to place safety concerns first by supporting safe work practices.



An accident can happen anywhere at any time. Whether it means refraining from messaging or emailing while operating a vehicle or keeping the workspace free from spills and other fall hazards, appropriate safety precautions should always be taken.

A safe and secure work environment also means a workplace free from violence. Threats (whether implicit or explicit), intimidation and violence have no place at Inteva. Please remember that weapons, even those used for sporting purposes, are not allowed inside any Inteva facility.

Work requires clear thinking and the ability to react quickly. Being under the influence of alcohol or drugs, or improperly using medication, diminishes your ability to perform at your best. Inteva does not tolerate substance abuse in the workplace.

You are urged to report unsafe practices to your supervisor or your supervisor's manager, Human Resources, the Legal Department, a member of the Executive Staff or the EthicsLine.

Employee Confidentiality

Inteva believes in respecting the confidentiality of employees' personal information. As a result, access to personnel records and personally identifiable information is limited to employees who have appropriate authorization and a clear business need. If you have been granted such access, you must adhere to the highest standards of confidentiality when accessing and using personal information. Never provide personal employee information outside of Inteva without proper authorization from a member of the Human Resources team.

Processing of European Union employees' personal data must comply with the European General Data Protection Regulation, effective May 2018, and with Inteva's GDPR data protection policies. If you have any questions about the processing or handling of EU employees' personal data, please contact your local Human Resources representative.



Our Business

Conflicts of Interest

You are expected to conduct your work for the benefit of Inteva. This requires that you avoid actions or relationships that might conflict or give the appearance of a conflict with your Inteva job responsibilities or Inteva's interests. You are prohibited from:

- *Personally benefiting from opportunities that are discovered through the use of company property, information or your Inteva position*
- *Using Inteva property, information or your position for personal gain*

Examples of potential conflicts of interest include:

- *Investing in a supplier, customer or competitor (although investments in publicly traded stock that amount to less than 2% ownership or control are permitted)*
- *Accepting personal services or payment from a supplier, customer or competitor*
- *Accepting an appointment, assignment, employment or engagement of any nature with another company while working full-time for Inteva as a salaried employee*
- *Using Inteva property for your own or others' personal benefit, such as selling items for profit, as opposed to participating in Inteva-sanctioned activities*

If you observe or are involved in a potential conflicts of interest, you are obligated to notify your direct supervisor or that person's direct supervisor, your Human Resources representative, a member of the Legal Department or a member of the Executive Staff (up to and including the President & CEO.) In situations where you are not able or willing to discuss your concerns with any of these individuals, you may communicate anonymously to the Inteva EthicsLine.

Protecting Company Property

Employees have an obligation to safeguard corporate assets by ensuring that they are properly maintained and used to further Inteva's business interests. Theft, carelessness and waste have a direct impact on Inteva's profitability. You have a responsibility to report any suspected fraud or theft.

Telephone / Internet Usage

Business assets should not be used for personal reasons. The infrequent personal use of Inteva computers, internet resources and phones on the employee's own time and with no cost to Inteva do not violate this requirement, although abuse of these privileges can be considered a violation of the duty to protect company property and may violate other parts of the Employee Code of Conduct.

Any computer or phone given to you is Inteva property. You should use the Inteva-provided internet connection primarily for business purposes. Your infrequent personal use of the internet is acceptable if it does not:

- *Interfere with normal business activities*
- *Involve solicitation*
- *Involve any for-profit outside business activity*
- *Involve indecent, pornographic, or hate sites*
- *Create, or be construed as creating, a hostile workplace in violation of the law*

Your use of the internet may be monitored in compliance with local law to ensure compliance with Inteva's policies.

Social Media Sites

Inteva's policies apply in full when you are using social media and other forms of communication such as Facebook, Twitter, chat rooms, blogs, etc. Whether you are at work, home or at other locations away from the office, all of your communications are subject to the provisions of the Employee Code of Conduct, including the confidentiality of proprietary information, anti-harassment and other provisions. Nothing in the Employee Code of Conduct is designed to interfere with, restrain or prevent U.S. employees from exercising their rights under Section 7 of the National Labor Relations Act.

Purchasing

Only employees within the Supply Chain Management (Purchasing Department) are authorized to make commitments for purchases on behalf of Inteva, unless authority is otherwise specifically designated by the responsible Inteva purchasing employee and attorney.

Confidential Information, Intellectual Property and Proprietary Information

Inteva produces valuable, non-public ideas, strategies and other kinds of business information that give Inteva a competitive advantage. This information is called “proprietary information,” which means that it is owned by Inteva.

Some examples include:

- *Sales, marketing, financial and other corporate information*
- *Pricing*
- *Marketing strategies and plans*
- *Personnel records*
- *Research and technical data*
- *Proposals*
- *New product development plans*
- *Processes*
- *Designs*

You must protect the confidentiality of Inteva’s proprietary information even after your service with Inteva ends. No outside person should be given access to such information without prior authorization. If you need to share proprietary information with outside individuals, you must use a written confidentiality agreement, approved by the Legal Department, to help ensure the continuing confidentiality of the information.

Company patents, trademarks, copyrights and trade secrets are “intellectual property” that you also must protect. To help Inteva identify and protect any new works of authorship, technological advances or unique solutions to business problems, you should notify a member of the Legal Department and the Vice President of Global Engineering if you believe you are creating intellectual property. Contact the Legal Department if you suspect someone is infringing on an Inteva company patent, trademark, copyright or trade secret.

You must respect the proprietary and confidential information of others outside of Inteva, whether in the form of written materials, software or other intellectual property, with the same level of care you use to protect Inteva’s proprietary information.

You may not use Inteva’s computer systems and networks to download, upload or otherwise handle illegal or unauthorized copyrighted content. This means that you must obtain legal permission before copying and sharing images, music, movies or other copyrighted material including P2P file sharing, CDs and DVDs, copyrighted material or copyrighted files. You are prohibited from printing or copying books or other copyright-protected material without permission of the copyright owner.

Accurate Information, Records and Communications

Inteva makes decisions every day based upon the accuracy of information recorded at all levels of the company. You should always provide truthful, accurate information, regardless of whether the information is contained in an e-mail, internal memoranda, formal reports or other corporate communications.

Inteva is committed to providing timely and truthful information to its owner and lenders. You must take all necessary steps to ensure that Inteva's books, records, accounts and financial statements are maintained in reasonable detail and appropriately reflect Inteva's transactions. You should not create or access any unrecorded or off-the-books funds or assets, unless allowed by law and approved by the Chief Financial Officer.



Inteva and the Government

Responding to Government Inquiries or Investigations

Some Inteva employees may come into contact with government officials responsible for enforcing the law. Deal honestly with government officials while also taking care to ensure that Inteva's legitimate interests are protected.

Requests for any legal documents and investigations should be coordinated through members of the Legal Department who will work with other Inteva personnel to appropriately respond. If you receive a request for information by any government agency or enforcement official in your capacity as a representative of Inteva, you must immediately consult a member of the Legal Department, Human Resources Department or Global Marketing and Communications team before submitting to an interview, answering questions about Inteva business, producing any documents, providing any access to Inteva computers or the Inteva computer network, or providing any information or response to questions.

Where information is given to any government official in a government inquiry or investigation, you must coordinate with a member of the Legal Department and maintain a complete record of what was given. All records relevant to any government inquiry are to be preserved in accordance with all applicable record retention policies. If you receive a notice from the Legal Department that certain documents in your possession are relevant to an investigation, litigation or audit, you should follow the guidelines in the notice and not destroy, alter or conceal any relevant document or information.

Information Retention

You are to retain all information, whether in electronic or paper form, in accordance with the applicable record retention policy. Inteva information includes everything related to Inteva business that is created or acquired using Inteva resources, regardless of its specific nature or form. It also includes information that suppliers and customers have entrusted to us.

Communicating with Government Policymakers and the Media

Inteva strives to maintain integrity in our relationships with the media, elected officials and the general public by providing clear and accurate communication. The Global Marketing and Communications team is responsible for communicating Inteva's positions outside of Inteva.

If a member of the press or government contacts you (other than for an investigation), do not respond, even with a "no comment." Rather, you should immediately notify your direct supervisor and the Global Director of Marketing and Communications or a member of the Legal Department to ensure that the most appropriate person responds. You are not authorized to respond immediately to journalists, government officials, or their staffs. Even if you are a subject matter expert, you may not be aware of the company position on the relevant issue.



Inteva and the Marketplace

Developing Inteva's products and brands worldwide is vital to Inteva's growth and reputation. We are committed to creating innovative and value-based solutions that enhance the quality and performance of our products. Inteva competes hard for business, but always fairly and within the boundaries of the law.

Fair Competition

Inteva benefits from fair, free and open markets and seeks competitive advantages through superior performance, not unethical or illegal business practices. To meet these goals, you should never appropriate proprietary or trade secret information without the owner's consent or induce such disclosures by past or present employees of other companies.

You should always respect the rights of Inteva customers, suppliers, competitors and employees. You should never take unfair advantage of them through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unethical practice.

Fair Competition (Continued)

All countries where Inteva operates maintain antitrust and fair competition laws. Inteva complies with these laws by competing strictly on the merits of its products and services, without restraints that limit trade. Specifically, you should never:

- *Discuss such matters as prices, pricing strategies, product or marketing plans, or terms of sale with competitors. This includes dialogue at trade association or any other industry meetings. Should a prohibited subject come up during a discussion or meeting, leave and inform a member of the Inteva Legal Department immediately*
- *Enter into agreements with Inteva competitors concerning prices, production volumes, customers or sales territories*
- *Link the sale of one product to another without prior authorization by a member of the Legal Department*
- *Illegally collect competitive information that was gathered through misrepresentation, coercion or other means*

Fair Treatment of Suppliers

Inteva suppliers are valued partners. Although Inteva bargains hard to achieve the best pricing, our relationships with suppliers must be characterized by honesty and fairness, with products purchased on the basis of quality, service, technology and price.

Terms and conditions defining our relationship with suppliers are communicated during the request for quote process and are made available on Inteva's supplier portal. Agreements to such terms and conditions, or any acceptable modifications, should be reached and documented before the issuance of a purchase order.

Inteva's policies regarding payment terms, confidentiality, the use of intellectual property and labor practice expectations are included in the Inteva General Terms and Conditions provided to all suppliers. None of this should be discussed or negotiated with suppliers by anyone other than the responsible Inteva purchasing employee and attorney.

Gifts and Entertainment

Inteva recognizes that suppliers or customers may offer gifts or entertainment opportunities, and that you likewise may want to offer the same to our suppliers or customers. Although giving or receiving such business courtesies can advance Inteva's business interests by creating goodwill, Inteva maintains strict policies to ensure that courtesies are never given to overcome objectivity about the transaction or relationship. For example, the specific rules for offering or accepting business courtesies are detailed in the Inteva Gifts, Meals and Entertainment policy.

Gifts and Entertainment (Continued)

You should never solicit business courtesies from anyone who does business with Inteva, government officials, or employees of state-owned companies, unless doing so is in accordance with the Inteva Anti-bribery Policy. You also should not provide any business courtesies to a union or to a union official without first obtaining the approval of the Vice President of Human Resources. As a general guideline, you should not accept or provide anything that:

- *Compromises/appears to compromise the integrity of the business relationship*
- *Places you or others in an unsafe environment*
- *Potentially embarrasses or damages your or Inteva's reputation*



Society and Our Communities

International Trade and Anti-boycott

If you are engaged in exporting technology or products, you must become familiar with the relevant export control regulations and economic sanctions requirements. The U.S. government, various European countries and other government entities maintain economic sanctions that bar trade with certain countries such as Iran, Cuba, North Korea, Sudan and Syria, and certain designated persons, such as known terrorists. You should not enter into any contracts to provide products or services to such banned countries and entities, whether directly or indirectly, without the prior authorization of the General Counsel and Chief Compliance Officer, who will determine if an exemption or license would authorize such trade. All Inteva joint ventures and other affiliates are also subject to these restrictions, regardless of where they are located.

Every business day, all Inteva customers and suppliers listed in Inteva's ERP system Plex are automatically screened against an up-to-date list of all companies and individuals on critical U.S. government watch lists. Designates members of the Legal Department receive daily email alerts indicating whether any Inteva customer or supplier is on one of these watch lists. Purchasing or sales employees may wish to check on a customer, supplier or individual with whom Inteva is contemplating business by running the entity through Inteva's screening software. If you are interested in this, please contact a member of the Legal Department.

The U.S. government also maintains regulations prohibiting the participation of Inteva in the Arab League boycott of Israel. If you receive any request to participate in this boycott, or even a request to provide information in support of the boycott (such as requests for information regarding whether Inteva uses Israeli suppliers), you must notify the Legal Department, because Inteva has a responsibility to report such requests to the U.S. Government.

Combating Trafficking in Persons, Forced and Child Labor

The U.S. government and Inteva have a zero tolerance policy regarding human trafficking. You are prohibited from engaging in any form of human trafficking, from the procurement of commercial sex acts to the use of forced labor.

In addition, you are prohibited from engaging in or supporting the use of child labor. You may not employ any person under the age of 18 unless approved by the Vice President of Human Resources. Exceptions might include co-op programs or high school interns.

If you become aware of a potential violation of this policy by an employee or supplier, notify a member of the Legal Department.

Environmental Principles

As a responsible corporate citizen, Inteva is dedicated to protecting human health, natural resources and the global environment. Many laws restrict how Inteva can use and dispose of certain materials. Inteva maintains policies to ensure that it complies with these laws and, in many cases, goes beyond the law to be a good steward of the environment. More specifically:

- *We are committed to environmentally responsible actions*
- *We are committed to reducing waste and pollutants, conserving resources and recycling materials at every stage of the product life cycle*
- *We continue to pursue the development and implementation of technologies that minimize pollutant emissions*
- *We continue to support all governmental entities in the implementation of environmental laws and regulations*
- *We continually assess the impact of our facilities on the environment and the communities in which we live and operate, with a goal of continuous improvement*

Employees are not allowed to take any steps to circumvent applicable environmental laws or policies.

Political Activity

Inteva believes strongly in the political process around the globe, and encourages employees to participate as they see fit in political activity personally, on their own time and at their own expense. A corporation's activities, however, are limited by law. For this reason, you are not authorized to use Inteva funds for political contributions or to use Inteva-paid employee time, Inteva property, Inteva services or other assets in any political activities. Prohibited activities include indirect expenditures on behalf of a candidate or elected official, such as the use of telephones or other Inteva equipment. In no event will Inteva reimburse you for personal political activities. This also includes a prohibition on advocating for or against a candidate or issue during Inteva-paid employee time, on Inteva property or while conducting Inteva business.

Political Activity (Continued)

If you speak on a public issue outside of Inteva property, Inteva-paid employee time and Inteva business, make clear that your statements are made on your behalf, not Inteva's. You should not represent that you are speaking on behalf of Inteva unless you have received the authorization of the Global Director of Marketing and Communications.

Inteva also respects each employee's right to individual political beliefs and will not tolerate any bullying, intimidation or illegal conduct towards any of its employees in the workplace based on political views.



Doing the Right Thing

We must all work to ensure prompt and consistent action against violations of the principles in the Employee Code of Conduct. If you are not certain how to act, keep these considerations in mind:

- *Make sure you have all the facts*
- *Ask yourself whether the action is in line with Inteva's values*
- *Ask yourself how a proposed action would look to an outsider. Could it be viewed as unethical or improper? Would you be comfortable explaining the action to a government investigator?*
- *Clarify your responsibility and role and whether the activity is known to senior management*
- *Discuss the problem with your direct supervisor or that person's direct supervisor, your Human Resources representative, a member of the Legal Department or a member of the Executive Staff (up to and including the President & CEO). In situations where you are not able or willing to discuss your concerns with any of these individuals, you may communicate anonymously to the Inteva EthicsLine*

If you are unsure of what to do, always seek guidance before you act. It is better to ask before committing action than to try to clean up a problem that could have been prevented.

In addition to the matters addressed in the Employee Code of Conduct, employees are required to comply with all other applicable Inteva policies, as amended from time to time. Copies of Inteva's policies can be found on the Insight Library and local Intranet sites.

The Employee Code of Conduct does not alter terms and conditions of your employment. Rather, it is designed to clarify what is expected of us to make sure we always act with integrity.

INTEVA

Employee Code of Conduct / Conflict of Interest Employee Acknowledgment / Disclosure

I acknowledge that I have received the Employee Code of Conduct, and that I am responsible for understanding and complying with its provisions.

I will protect and keep confidential all proprietary information of Inteva.

I acknowledge that I have read and understand the “Conflicts of Interest” provision in section III(A) of the Employee Code of Conduct. I am responsible for complying with its provisions and disclosing any potential conflict of interest.

_____ No, I do not know of, nor am I involved in, any conflict of interest pertaining to my job responsibilities or the company.

_____ Yes, I know of a potential conflict of interest, as described below.

Description of Potential Conflict of Interest:

Signature:

Printed Name: _____

Date

Vision

Customers recognize Inteva as their leading global supply partner for value-based innovation and environmentally friendly products that enhance quality and performance.

Values

We act with integrity.

We respect, trust and support each other.

We act as one global team.

We put customers at the center of our business.

We are smart competitors.

We innovate, grow and learn.

We provide a safe work environment.

We care for the world and our communities.



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