

## CORPORATE CODE OF CONDUCT AND ETHICS POLICY

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### 1. Introduction

Amcor recognises its responsibilities as a global producer of packaging materials and services, and is committed to being a responsible corporate citizen, having regard to the OECD Guidelines for Multinational Enterprises.

Amcor believes that it is not only required to abide by the national laws in each country in which it operates, but that it must also conduct its business in accordance with internationally-accepted practices and procedures.

These core principles, which the board and senior management of Amcor are committed to upholding, are enshrined in Amcor's values and encapsulated in this Corporate Code of Conduct and Ethics Policy.

Amcor believes that these principles extend to all workers producing or providing products or services for Amcor, whether or not they are co-workers of Amcor. Amcor expects its contractors, their sub-contractors, principal suppliers and licensees to observe these standards when producing or distributing products for Amcor or when providing services to Amcor.

### 2. Business Integrity

#### 2.1 Honesty, integrity and fairness

Amcor recognises the importance of honesty, integrity and fairness in conducting its business.

#### 2.2 Compliance with laws and regulations

All Amcor co-workers and Amcor group companies must comply with the applicable laws and regulations of the countries in which it operates.

## **2.3 Shareholders and the financial community**

Amcor is committed to increasing shareholder value in conjunction with fulfilling its responsibilities as a good corporate citizen.

Amcor is committed to the fair, timely and accurate disclosure of information to ensure that its shareholders are fully informed as to the true financial position and performance of the Amcor Group.

## **2.4 Insider Trading**

Amcor has a share trading policy for co-workers that explains the law prohibiting insider trading. This policy also prohibits directors, co-workers and certain associates from trading in securities during specified blackout periods.

## **2.4 Conflicts of interest**

Amcor prohibits any director or co-worker of the Group using any information or assets of the Group for personal gain or to compete against the Group.

Material conflicts of interests such as having a material interest in a customer's or supplier's business, are to be avoided. If such a conflict of interest arises, full disclosure of that conflict must be made following the process set out in Amcor's Delegated Authority Policy, and the person(s), the subject of that conflict, must not take part in any decision-making process relating to the matters giving rise to that conflict.

## **2.5 Political involvement**

Amcor businesses may represent their views to governments and other third parties on matters that affect their business interests and the interests of their shareholders, co-workers and others involved in their operations.

Amcor businesses must not participate in party politics or make payments to political parties without the prior approval of the Amcor Board. Under no circumstances will Amcor (or any co-worker, officer, director or agent of Amcor), in order to assist the company in obtaining or retaining business for or with, or directing business to, any person, make any payment to any political party or official of that party or candidate for public office for the purpose of:

- influencing any act or decision of that party, official or candidate in its official capacity;
- inducing that party, official or candidate to do or omit to do an act in violation of its lawful duty;
- securing any improper advantage; or
- inducing that party, official or candidate to use its influence with a government or instrumentality of that government to affect or influence any act or decision of such government or instrumentality.

## **2.6 Bribery and corruption**

Amcor's Anti Bribery and Corruption policy sets out Amcor's policies and procedures in relation to bribery and corruption. The policy is available on Amcor's website and Amcor co workers, representatives, suppliers and contractors should familiarise themselves with the policy.

Amcor prohibits bribery and corruption. Under no circumstances will Amcor approve any offers, making, requesting or receiving irregular payment or payment in kind to win business or influence a business decision in Amcor's favour or which has the intention that in consequence a function should be performed improperly. Offers to and the making of bribes, 'kick-backs', secret commissions and similar payments are strictly prohibited. Moreover, they may expose Amcor and relevant co-workers to criminal prosecution and serious penalties under laws of other countries, as well as those of the country in question.

This prohibition also applies to agents and third parties who are employed by Amcor to represent their interests. Care should be exercised in engaging anyone to act in such capacity, and in monitoring their performance, to assess their reputation and suitability. In sensitive areas or circumstances, Amcor's policy and expectations should be clearly communicated to, and accepted by, the agent or third party.

Refer to Amcor's Anti Bribery and Corruption Policy for further details on Amcor's approach to bribery and corruption, information and guidance on recognising and dealing with bribery and corruption issues and how Amcor implements and monitors bribery and corruption risks.

## 2.7 Facilitation payments

It is not uncommon in some countries for co-workers to be asked to make relatively minor payments, more by way of a gratuity, to lower level officials or government employees. These payments (sometimes called facilitation payments) are sought to expedite routine services or administrative actions provided or performed by those individuals. Amcor is opposed to making such payments as a matter of policy, and every effort should be made to resist them. Amcor recognises that in some countries, it may be possible to make minor facilitation payments. However, in other countries, strict legislation exists prohibiting facilitation payments of any kind.

No facilitation payments of any amount can be made unless the payment has complied with the procedures set out in Amcor's Anti Bribery and Corruption Policy. Clear and accurate records must also be kept in accordance with Amcor's Anti Bribery and Corruption Policy.

## 2.8 Gifts

Co-workers must exercise caution regarding the giving or receiving of business related gifts. Local customs, monetary value of the gift and legal requirements should be considered when establishing whether a gift should be retained by a co-worker or Amcor representative, handed to the company or returned.

Amcor prohibits gifts in the form of money, drugs or other controlled substances, discounts for product or services that are not available to other co-workers, personal use of accommodation or transportation, and payments or loans to be used to purchase personal property. Co-workers and Amcor representatives must also not offer, give, request or accept gifts of any kind in circumstances that could be considered as unduly influencing the party involved or creating any business obligation or which has the intention of a function being performed improperly.

Additionally, a co-worker and Amcor representative should not solicit gifts or hospitality from a supplier, customer or other party with whom Amcor conducts business, nor should he/she exchange gifts with representatives from competitors, as such actions may create a conflict of interest.

Amcor maintains a register for gifts and hospitality above USD 1,000. Refer to Amcor's Anti Bribery and Corruption Policy for further details in relation to the register as well as Amcor's policy for gifts and hospitality.

## **2.9 Competition**

Amcor supports the principles of free competition in the market in compliance with applicable competition laws. However, competition laws which affect business activities vary from country to country and Amcor has a clear set of Competition Compliance policies, including Trade Association Guidelines and Record Management Best Practices. All Amcor co-workers should ensure that they understand these corporate policies and act on them accordingly or seek guidance if necessary from Amcor's legal counsel.

## **2.10 Privacy and information**

Amcor respects the privacy of individuals and laws relating thereto. The inappropriate use of confidential information is prohibited. Amcor has a well defined Privacy Policy which sets out our policies on the collection and management of personal information.

## **2.11 Whistleblowing**

Amcor is committed to ensuring that co-workers can raise concerns regarding illegal conduct or malpractice in good faith without being subjected to victimisation, harassment or discriminatory treatment and to having such concerns properly investigated. Amcor recognises that reporting such behaviour in good faith and in accordance with Amcor's Whistleblower Procedure is an important aspect of each co-worker's role within the Group.

Amcor has implemented a formal Whistleblower Policy which is provided to co-workers (where local laws permit) and has in place an independent, externally managed Whistleblower Service, for co-workers to anonymously report any potential incidents of misconduct.

The Whistleblower Service is available globally in over 20 languages. Co-workers can raise concerns online or via special toll-free telephone contact numbers available in various countries in which Amcor operates.

## **3. Labour Practices**

### **3.1 Mutual Respect**

Amcor is committed to a working environment where there is mutual trust and respect and where everyone feels responsible for the performance and reputation of the Group.

### **3.2 Non-Discrimination**

Amcor recognises the dignity of each co-worker, and the right to a workplace free of harassment and abuse. Decisions on hiring, salary, benefits, advancement, termination or retirement are based solely on the co-worker's ability to do the job. There is no discrimination based on race, creed, disability, gender, marital or maternity status, religious or political beliefs, age or sexual orientation.

### **3.3 Freedom from harassment**

Amcor has created a work culture that affords its co-workers the opportunity to work without fear of intimidation, reprisal or harassment and Amcor will continue to take action to ensure that such a culture is maintained within the Group.

### **3.4 Freely Chosen Employment**

Amcor is not using and will not use forced, bonded, indentured or involuntary prison labour. Amcor complies with existing employment regulations regarding forced labour in all jurisdictions where it operates.

### **3.5 Child Labour**

Amcor recognises the rights of every child to be protected from economic exploitation and respects the laws of each country in which it operates in regard to minimum hiring age for co-workers.

The employment of young workers below the age of 18 shall only occur in non hazardous work and when young workers are above a country's legal age for employment or the age established for completing compulsory education.

In any case, Amcor does not employ individuals younger than 15 years of age.

### **3.6 Compensation**

Amcor provides wages and benefits that comply with applicable laws and binding collective agreements, including those pertaining to overtime work and other premium pay arrangements.

### **3.7 Working hours**

Amcor is committed to ensure that its employees work in compliance with all applicable laws and mandatory industry standards pertaining to the number of hours and days worked.

### **3.8 Freedom of association and collective bargaining**

Amcor believes that open communication and direct engagement between workers and management are the most effective way to resolve workplace and compensation issues. Amcor respects the rights of workers, as set forth in local laws, to associate freely, join or not join labour unions, seek representation and join workers' councils. Workers are able to communicate openly with management regarding working conditions without fear of reprisal, intimidation or harassment.

### **3.9 Referral of candidates from related parties**

Employment opportunities within Amcor are filled on the basis of merit and recruitment is conducted properly and ethically when there is potential for a conflict of interest.

If Amcor receives referrals for potential candidates for jobs within the Amcor Group who are related to co-workers, customers, related entities or suppliers, then the policies and procedures set out below will apply. Related entities to the Amcor Group include Amcor joint ventures and subsidiaries in which Amcor holds a 20% or more interest.

Amcor will only consider offering such candidates a role where:

- there is a vacancy or requirement for particular skills within Amcor;
- the candidate meets the criteria required under Amcor's hiring policies and practices, has the requisite skills for the role, and is the most appropriate person for the role;
- the candidate is employed under the employment conditions relevant to the role. For example, their remuneration package and employment terms will be consistent with the market demand and benchmarking for the particular role and consistent with all Amcor policies; and
- the candidate would not be placed in a position of potential conflict of interest by reason of the nature of the role being offered.

### **3.10 Relationships**

Amcor recognises that conflicts of interest can arise where there is a direct or indirect reporting relationship between co-workers who have a special relationship, including where the co-workers are family members or are in an intimate relationship.

Co-workers involved in such relationships are required to disclose the existence of the relationship to their local Human Resources representative at the earliest opportunity so that appropriate action can be taken to ensure that any real or perceived bias is avoided.

## **4. Health and safety**

### **4.1 Work Place**

Amcor cares about the safety of its people and recognises that injuries result in needless suffering to individuals and their families. Amcor is committed to providing a safe and healthy work environment for its co-workers, contractors and visitors.

Amcor recognises its responsibilities as a leading global producer of packaging and packaging related products and as such we strive to achieve “No Injuries”. The Company is committed to providing an incident, illness, and injury free workplace for all co-workers, contractors and visitors. This enables us to operate in a safe manner that respects the health and safety of co-workers, and communities in which we operate, while producing high quality products. This commitment is fully supported by management and extensive safety programs have been developed.

## **4.2 Products**

Amcor is committed to producing high quality products that are safe to use. We continuously improve our performance through finding safer ways to manufacture and distribute our products.

## **5. Environment**

Amcor strives to be recognised as an environmentally responsible company that respects the environment and the communities in which we operate while producing high quality products and services. We believe our commitment to managing operations in an environmentally sustainable manner will maximise value for the company, our co-workers, our customers and the community.

We are committed to prevent and minimise adverse environmental impacts, including waste, emissions and discharges from our operations. We aim to minimise the environmental footprint of our operations and products. We reduce our environmental footprint by continually improving the efficiency of our natural resource consumption. We utilise risk management processes to control the environmental hazards inherent in our activities.

## **6. Community**

Amcor strives to be a trusted corporate citizen and to operate in a manner that encourages lasting, beneficial and interactive relationships with the communities in which it operates.

Amcor is committed to use its depth and breadth of expertise and products to share the benefits of responsible packaging. Amcor's global Community Investment and Engagement strategy is aligned with this obligation and our core business.

## **7. Compliance**

### **7.1 Documentation and transparency**

Amcor is committed to the principles of maximum transparency that are consistent with normal commercial confidentiality. Amcor will maintain all documentation needed to demonstrate compliance with this Corporate Code of Conduct and Ethics Policy and required local laws.

### **7.2 Non-compliance**

Internal audits of Amcor's compliance with this Corporate Code of Conduct and Ethics Policy will be undertaken from time to time.

Should Amcor find that a co-worker, contractor or supplier does not comply with this Corporate Code of Conduct and Ethics Policy or any other applicable Amcor policies, Amcor will insist on corrective measures being taken or will terminate its relationship with that co-worker, contractor or supplier.

## **8. Risk Management**

At Amcor, we understand and recognise that rigorous risk and opportunity management is essential for corporate stability, sustaining our competitive market position and long term performance.

Amcor's approach incorporates the principles of effective risk management, as set out in the Global Risk Management Standard ISO31000.

## **9. Where to go for assistance**

If you believe a decision or action may be inconsistent with the Corporate Code of Conduct and Ethics Policy, or if you are unclear about what to do in a specific situation, you should raise the issue promptly.

Whenever possible, you should first discuss the issue with management. Management refers to your immediate supervisor or manager or chairperson of the committee you may be sitting on. If you feel unable to do this, there are a number of other ways for raising a question or concern. You can contact:

- the next level of management;
- the Human Resources, Legal or Group Internal Audit representative for your Business Group;
- the manager responsible for the policy area; or
- the Whistleblower Service.

All instances of actual or suspected fraud should be reported in accordance with Amcor's Fraud Prevention Policy.

Business Groups are required to report all issues, apart from fraud related issues, involving serious breaches and instances of non-compliance with the Corporate Code of Conduct and Ethics Policy to the Company Secretariat at the time when their ASX certification is made.



Ron Delia  
Chief Executive Officer  
December 2015

I have read and understood the Amcor Ltd Corporate Code of Conduct and Ethics Policy.

I agree to comply with this policy.

Name (IN CAPITALS):

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Job Title:

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Signature:

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Date:

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