



## Code of Conduct

### Our Purpose

#### MISSION

Get it done to delight our customers, consumers, and communities

#### VISION

Leader in Beverage & Ingredient Solutions

#### STRATEGIES

Strengthen the Core ▪ Accelerate New Spaces  
Build the Best Team

#### VALUES

ONE Team ▪ CARING Inside & Out ▪ OWN It ▪  
RAISE the Bar ▪ INNOVATE Big & Small

- One team: Include and involve each other, collaborate, and challenge one another.
- Caring inside and out: Acts of Kindness (Giving a helping hand, showing generosity, treating others well).
- Own it: Taking initiative, always seeking to improve the company as if it were their own (Identify a way to increase efficiencies, always willing to lead projects).
- Raise the Bar: Going Above and Beyond (Go above job duties, take on a project, lead a team).
- Innovate Big and Small: Improvement (Identify better processes, tools or eliminate waste).

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## Confidentiality

Confidential Information includes, but is not limited to, all discoveries, inventions, improvements and innovations, methods, processes, practices, computer software, data, marketing and sales information, personal and employment related information about our employees and consultants, customer lists, raw material product specifications, forecasts, annualized production volumes, product pricing, cost, production and distribution data, financial data, budget information, business and strategic plans and all other know-how and trade secrets that are in the possession of Lyons Magnus and which have not been published or disclosed to the general public.

Lyons Magnus confidential information is a valuable asset that should be protected. Individuals are expected to protect the confidentiality of Lyons Magnus information, to use the confidential information only for business purposes and to limit dissemination of the confidential information, both inside and outside Lyons Magnus, to people who need to know the information for business purposes.

Before sharing any of Lyons Magnus confidential information with a third party, an appropriate nondisclosure agreement should be signed. Individuals should not sign a third party's nondisclosure agreement or accept changes to Lyons Magnus standard nondisclosure agreement without review and approval by Strategic Sourcing.

Each employee, consultant and supplier who is required to sign Lyons Magnus Confidentiality Agreements must adhere to its terms and conditions under all circumstances.

In an effort to deter violations, suppliers or employees must promptly report to senior management or appropriate Lyons personnel any attempt by outsiders to obtain Lyons Magnus confidential information or any unauthorized use or disclosure of such confidential information.

## Conflict of Interest

Business and personal situations that may give rise to a conflict of interest should be avoided. A conflict of interest may exist when a supplier or employee is involved in an activity, or has a personal interest, that might interfere with that person's objectivity in performing

Lyons Magnus duties and responsibilities. Lyons Magnus transactions with other business entities must not be influenced by the personal interests or activities of its suppliers, employees. Such conflicts may appear as favoritism or otherwise damage the reputation of Lyons Magnus and its representatives. Such activities include holding a financial interest in a business that is a supplier, customer, partner, sub-contractor or other person or company doing business with Lyons Magnus, or a competitor of Lyons Magnus, or being employed by any such person, company, or competitor.

Employees and directors must deal with all suppliers, customers and all other persons doing business with Lyons Magnus in a fair manner without preference based upon personal financial considerations. You should not take a potential business opportunity in which you can reasonably anticipate that Lyons Magnus may have an interest, or that is discovered through the use of Lyons Magnus property or information or through your position with Lyons Magnus.

Activities that create the appearance of a conflict of interest also must be avoided in order not to reflect negatively on the reputation of Lyons Magnus and its representatives. Even the appearance of impropriety can tarnish our reputation for fair dealing with others.

Accordingly, employees and suppliers must immediately disclose the existence of any situation that may give rise to a conflict of interest. Once notified of a possible conflict of interest, the employee's direct manager or HR must expeditiously investigate the possible conflict of interest, determine whether the existence of such interest or position is in conflict with this Code or otherwise detrimental to the best interests of Lyons Magnus, and determine the final disposition of the situation (whether to permit or to refuse to permit such situation). If permitted, the situation must be structured to only have arms-length transactions and be formally approved in writing by the employee's direct manager or HR.

Any conflict of interest that continues to exist, whether previously approved or not, must be disclosed and reviewed annually.

## Assets

Lyons Magnus assets are valuable resources that should be used for business purposes. Theft, carelessness, and waste have a direct impact on Lyons Magnus financial performance. Individuals should care for and use Lyons Magnus assets responsibly and protect them from theft, misuse, and destruction.

Lyons Magnus assets are meant for work use rather than personal use and should be employed for work activities. Lyons Magnus assets include an employee's time at work and work product, as well as its equipment and vehicles, computers and software, information and trademarks and trade names. Lyons Magnus assets also include information and communication technologies such as phone service, email, Internet access and all data housed in Lyons Magnus technology assets.

Considerable and careful judgment should be employed with regard to use, protection and conservation of Lyons Magnus assets. Lyons Magnus assets in the custody of employees and suppliers must be handled with due care and returned to Lyons Magnus upon request.

Lyons Magnus recognizes the need for the occasional personal use of certain communication assets, such as an occasional personal phone call or email communication. However, the use of communication assets for personal purposes should be limited to necessary communication and should never be used to convey content inappropriate for a workplace setting. The excessive use of communication assets or the unauthorized or excessive use of non-communication assets for personal purposes would be a misuse of Lyons Magnus assets and, therefore, a violation of this Code. Lyons Magnus assets should never be used for outside business activities or for illegal, unethical or any other inappropriate activities.

## Advance Price Notification

All Lyons Magnus suppliers and third parties are required to provide Lyons Magnus with a minimum 90-day price notification in advance of any price changes to Lyons Magnus. All price notifications must be acknowledged and agreed to in writing (email response is sufficient) by Lyons Magnus before said price changes are implemented.

## Gifts and Entertainment

Actions taken on behalf of Lyons Magnus should be free from any suggestions that favorable treatment was sought by, received from or given to individuals or organizations that do business or seek to do business with Lyons Magnus. Our business decisions are to be based upon merit and Lyons Magnus goals. No business decision should be based on personal financial or other benefits to be gained (in the past, present, or future) by Lyons Magnus employees or suppliers.

It is never permissible to give or accept a gift in cash or cash equivalents (e.g., property, shares of stock, or other forms of marketable instruments or interests) of any amount.

However, there may be some situations where gifts are acceptable and where employees and suppliers must exercise good judgement.

1. In some circumstances gifts may be appropriate and, therefore, our policy does not preclude employees or suppliers receiving gifts of token value provided they are not frequent or excessive in number.
2. Employees and suppliers may accept common courtesies (such as occasional meals and entertainment at sports, musical and theatrical events), but only to the extent usually associated with accepted business practices.

## Records Management

At Lyons Magnus, carefully maintaining corporate records and documents is essential. Therefore, we are all responsible for safeguarding Lyons Magnus documents, files and all other corporate records as required by Lyons Magnus records management policies. We also comply with all laws relating to records preservation, and must not alter, conceal, or destroy any documents or records that are necessary for an ongoing investigation or litigation matter. If you have any questions about whether a document should be retained, confer with Global Strategic Sourcing (GSS).

## Sustainability

Lyons Magnus is committed to the development of our employees and supporting the local communities where we operate, and positively impacting the environment by continually improving our practices while remaining efficient and economically sustainable.

## Compliance with Laws

It is Lyons Magnus policy to conduct its business in accordance with all applicable laws. Lyons Magnus expects employees and suppliers to use good judgment and common sense in carrying out responsibilities on behalf of Lyons Magnus in accordance with the law and to refrain from illegal conduct.

In particular, employees and suppliers must adhere to and advocate the following principles:

1. Compliance with both the spirit and letter of all applicable governmental laws, rules and regulations;
2. Compliance with Lyons Magnus system of internal controls; and
3. Prompt internal reporting of any suspected or known violations of this Code.

No individual is expected to know the details of all applicable laws and specific rules and regulations that may apply to particular kinds of work or to individuals who work in particular areas. Individuals who have questions about whether particular circumstances may involve illegal conduct or about specific laws that may apply to their activities should consult the appropriate personnel.

## Compliance with Laws Regarding Child Labor, Anti-Slavery and Anti-Human Trafficking

Lyons Magnus expects its employees, consultants, contractors and suppliers to comply with all laws and regulations prohibiting child labor, slavery, or human trafficking in the countries where we or they operate. In particular, Lyons Magnus is committed to eradicating the potential for slavery and human trafficking in its supply chain and expects all suppliers to comply with the law. Our Code prohibits Lyons Magnus from doing business with any individual or company who is engaged in child labor slavery or human trafficking.

## Maintaining a Safe Healthy Work Environment

Lyons Magnus is committed to providing its employees with a safe and healthy work environment. This includes providing appropriate protective equipment and adequate training on safety procedures. By complying with applicable environmental and occupational health and safety laws and regulations, each of us fulfills our critical role in ensuring a safe workplace.

In order to uphold our Company's commitment to a safe and healthy workplace, Lyons Magnus suppliers and employees must all do their part. This means all Lyons Magnus suppliers and employees are required to:

1. Follow all safety laws and procedures.
2. Observe posted safety-related signs.
3. Use prescribed safety equipment whenever required.

Lyons Magnus suppliers and employees must all work together to prevent hazardous or unsafe working conditions. If you witness or become aware of any hazardous conditions or unsafe behavior, you should immediately follow prescribed safety and reporting procedures to reduce the risk of injury to yourself or others.

All Suppliers must conform and adhere to the spirit and intent of the Fair Labor Code [Manufacturing Code – Fair Labor Association](#).



## Code of Conduct Acknowledgement

### GUIDELINES FOR KEY SUPPLIERS

Lyons Magnus Code of Conduct ("Code") requires that key suppliers, adhere to Lyons Magnus Code and submit Code Acknowledgment forms. Key suppliers are defined as follows:

**Key Supplier:** Suppliers who provide goods or services that equal or exceed US\$1,000,000 annually. Employees with authority to enter into supply agreements are responsible for ensuring that key suppliers complete said Code Acknowledgment form at the time of engagement and every three years thereafter as part of Lyons Magnus annual acknowledgment process.

#### SUPPLIER

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

**Suppliers Must Sign Code of Conduct and NDA to participate in Lyons Magnus RFPs.**