

Author: Global Ethics & Compliance

Owner: Global Ethics & Compliance

Policy

Introduction

Albemarle Corporation (the Company) is committed to conducting business ethically and in a manner consistent with our Core Values.

Corruption and bribery, in any form, are prohibited under Albemarle's Code of Conduct and this Policy. We must not act with corrupt intent in our dealings with any other person, and we must ensure that any third party acting on our behalf does the same.

The purpose of this policy is to provide guidance on the types of activity that might constitute bribery, the scenarios in which bribery might arise and the Company's requirements in those scenarios.

Responsibilities

All Company directors, officers and employees are responsible for complying with this Policy.

You are required to report any suspected conduct, either by Albemarle personnel or third parties acting on behalf of Albemarle, that may violate this Policy.

What Activity Might Constitute Bribery?

"Bribery" means offering, providing or receiving anything of value with the intent of improperly influencing any person to take an action to obtain an improper advantage. This includes, for example, improper influence over:

- the decision whether to accept an application, official form or any other type of paperwork;
- the grant or revocation of a permit, license, quota, visa or any other award which allows the recipient to undertake a specified activity;
- the award of a commercial procurement or sales contract;
- the decision to enforce, or not enforce, a particular law or regulation against a company or individual;
- the decision to enforce, or not enforce, contractual terms such as performance guarantees;
- the decision to require, or not require, a payment to be made or how much is to be paid (e.g. taxes); and
- the sponsoring or approval of a change in existing law.

What Constitutes "Anything of Value"?

"Anything of value" is broadly defined to include any type of benefit to the recipient, such as:

- money (all currencies including bitcoin, and method of delivery such as cash, check, wire, electronic, mobile transfer);
- cash equivalents such as gift, store, discount, mobile phone or stored value cards
- gifts;
- meals, entertainment and other hospitality;
- travel, including flights and accommodation;
- offers of employment or an internship;
- a contract for the procurement or sale of goods or services;
- a contract for the procurement, sale or lease of property;
- a charitable donation or contribution to a community project;
- a commercial sponsorship;
- confidential information;
- investment opportunity; and
- any other form of personal favor.

Who May Be A Recipient?

The Company's prohibition against bribery applies to anyone who can provide an improper advantage, including Government Officials, persons working in the private sector, trade union leaders and Company employees.

"Government Official" is defined broadly, and can include:

- an officer, employee or anyone acting on behalf of any government body including a department or agency at any level (national, regional, or local). Examples include a government minister, regulator, judge, city mayor, police officer, soldier, customs official or chemistry professor at a public university;
- an employee of public international organizations such as the United Nations and World Bank;
- an employee of state-owned or controlled enterprises, such as refineries;
- a political party, party official or candidate for political office; and
- a person holding an appointment, position or office created by custom or convention, such as, an indigenous community leader or member of a royal family.

It is also prohibited to improperly influence an individual indirectly by offering or providing anything of value to:

- their spouses, partner or relatives (the individual's and the spouse's grandparents, parents, siblings, children, nieces, nephews, aunts, uncles, and the spouse or spousal equivalent of any of these people; or anyone who shares the same household);
- their close friends, associates or business partners;

- a company in which the individual has a direct or indirect ownership interest; and
- an organization with which the individual is associated (e.g. a charity).

Prohibition of Facilitation Payments

Bribery also includes the making of facilitation payments and as such facilitation payments are prohibited. Facilitation payments are small payments made to lower-level government officials as a personal benefit to them to secure or speed up a performance of a routine action (e.g. licenses, permits, visas, customs clearance). Facilitation payments are illegal in most countries and can open the door to more serious corruption issues.

Requests for facilitation payments must be immediately reported to Global Ethics & Compliance.

Health, Safety or Security Payments

Immediately contact Global Ethics & Compliance or the Legal Department if a government official request a bribe or facilitation payment. If you feel your health, safety or security is under threat of imminent harm, this can be considered an extortion payment and not bribery. If such a payment is required in order to avoid such harm, make the payment, and immediately contact Global Ethics & Compliance or the Legal Department as soon as it is safe to do so.

Provision or Receipt of Something of Value - Requirements

Gifts & Hospitality

Giving or receiving reasonable gifts, meals or entertainment can sometimes be part of maintaining and developing business relationships. Bribery and corruption risk can arise, however, when something of value is provided to, or accepted from, a third party. Gifts, hospitality or anything else of value should only be offered or provided when there is a genuine business purposes, it is in the ordinary course of business and of a reasonable value.

As a general matter, Company employees should consider whether any gift or hospitality costing more than USD\$150 per person is reasonable and appropriate.

Pre-approval or disclosure may be required when employees intend to offer, promise, give or accept anything of value in certain situations. For more information, please refer to Albemarle's [Policy on Gifts & Hospitality](#).

Charitable Donations and Community Projects

Charitable donations and community projects are a way for Albemarle to contribute to worthy causes and are consistent with our core values. However, in certain circumstances, these types of efforts can raise fraud, corruption, sanctions or terrorism financing concerns. To address these concerns, we must ensure that such funds are paid to the authorized recipient and spent in accordance with our charitable intent.

GED endorsement and/or management pre-approval may be required before offering or giving:

- a charitable donation; or
- financial or in-kind support to a community project.

For more information on when GEC endorsement and/or management pre-approval is required, please refer to Albemarle's [Charitable Donations and Community Projects Procedure](#).

Commercial Sponsorships or Research Project Sponsorships

Sponsorships can provide a way for Albemarle to strengthen our communities, engage with customers and partners, and raise awareness of Albemarle's role in the communities in which we operate. Sponsored research refers to partnerships between Albemarle and a research institution, typically a university or research organization where Albemarle provides financial support to the research institution to conduct specific research projects or studies in a particular field or area of interest. In certain circumstances, sponsorships can raise fraud, corruption, sanctions or terrorism financing concerns.

GEC endorsement and/or pre-approval may be required before offering or giving a commercial sponsorship or research sponsorship. For more information, please refer to Albemarle's [Commercial Sponsorships and Sponsored Research Procedure](#).

Hiring a Government Official, a Relative of a Government Official or a Former Government Official

Pre-approval from Global Ethics & Compliance is required before offering employment, an internship or a temporary employment contract to:

- a **government official** in a position of influence or authority over Albemarle's business;
- the spouse, partner or **relative** of such a **government official**; or
- an individual who was such a government official in the past two years.

Engaging with Government Officials

Government and regulatory decision-making directly affect our legal and social license to operate in every country in which Albemarle conducts business. We will proactively engage with governments on issues of concern to Albemarle, its businesses or its stakeholders (employees, investors, communities) to inform their decisions.

To ensure a coordinated approach, the Code requires:

- consultation with External Affairs in advance of any (i) pre-arranged visit to an Albemarle site by one or more government officials; or (ii) other sensitive or non-routine meeting with government officials;
- a summary of the meeting be prepared and provided to the External Affairs team; and
- immediate notification to the Legal Department if you are contacted by the police, military or a regulatory agency, or if any such authority makes an unscheduled visit to an Albemarle site.

For more information please refer to the Code of Conduct ([Engaging with Government Officials](#)) and the [Guidance on Engaging with Government Officials](#).

Sales to Government Entities

Sales transactions with governmental entities present a unique set of risks in our business landscape. As such, it is imperative that all employees remain vigilant and cognizant of the potential for corruption or unethical practices in these dealings.

Any requests for inappropriate payments must be promptly escalated to the Ethics and Compliance department for thorough review and appropriate action. Upholding the highest standards of integrity and transparency is not only our legal obligation but also essential to safeguarding our company's reputation and fostering trust with both our government partners and the public at large.

Having government entities as customers might also implicate in additional risk for Albemarle depending on the requirements imposed by such government entities. For more information, please refer to Albemarle's [Global Sales Policy](#)

Third Parties – Requirements

Albemarle prohibits third parties acting on its behalf, including an agent, distributor, consultant, broker, joint venture partner, lobbyist or other supplier, from engaging in corruption.

Suppliers

Certain suppliers can pose elevated risk of fraud, corruption, or other ethics and compliance concerns. We select suppliers based on objective criteria and their alignment with our Core Values.

The following suppliers require pre-approval in accordance with the [Supplier \(Ethics and Compliance\) Due Diligence Procedure](#) before use:

- Suppliers known or suspected of being directly or indirectly affiliated – e.g., owned, controlled by a government official or a close relative of such a government official (but not suppliers owned by government or state-owned enterprises);
- Suppliers who are recommended by a government official (including employees of a state-owned enterprise); or
- Suppliers who will, or may, engage with a government official on behalf of Albemarle, either with Albemarle employees or by themselves.

The duration of approval is governed by the risk rating associated with a supplier. Such suppliers requiring pre-approval must:

- have an appropriate agreement in effect before any goods and/or services are supplied; and
- Submit a valid, signed, ethics and compliance certification, as required according to risk level.

Suppliers who are expected to provide services equivalent to a value of \$100k or more annually, outside of Australia, the EU, Japan, South Korea, United Kingdom or the United States must be subject to appropriate risk-based due diligence conducted by GEC before use. If GEC determines that the supplier raises significant ethics and compliance concerns, the supplier must be pre-approved in accordance with the [Supplier \(Ethics & Compliance\) Due Diligence Procedure](#) before use.

For more information, please refer to Albemarle's [Supplier \(Ethics & Compliance\) Due Diligence Procedure](#).

Third Party Sales Representatives

It is Albemarle's policy to sell our products directly, without using Third Party Sales Representatives as channels to the market, unless there is a demonstrated, critical business need or a legal requirement for engaging a Third Party Sales Representative.

Third Party Sales Representative are agents or resellers:

- Resellers include any customer who will or is likely to resell or otherwise supply Albemarle product to another customer, without modification, processing, or blending of the product. This includes distributors, resellers, traders, catalogue resellers, or tollers and end customers who resell product, which is surplus to their requirements. It does not include customers who (i) chemically transform or integrate our product into a different product for sale; (ii) blend our product with the same product from other sources to create a different product for sale; or (iii) use our product as part of a service they provide to a customer; and
- Agents include those acting on behalf of Albemarle to help obtain or retain business from customers, including but not limited to sales agents, finders, and any other third party who earns a fee on Albemarle's sales to end customers.

In accordance with the Go-To-Market strategy and Global Sales Policy:

- a new Third Party Sales Representative must be approved by the Go-To-Market Steering Committee before it can be used. The duration of a Steering Committee approval is governed by the risk rating associated with a Third Party Sales Representative.
- the Third Party Representative must have an approved, executed contract in effect before any sales may occur; and
- if required, the Third Party Representative must submit a valid, signed ethics and compliance certification with the frequency of submission based on risk level.

Prior Steering Committee approval is also required when:

- an existing contract with a Third Party Sales Representative is to be amended; and
- a new contract with a Third Party Sales Representative is to be executed.

For more information, please refer to Albemarle's [Global Sales Policy](#) and the [Third Party Sales Representatives Procedure](#).

Joint Venture Partners and Other Types of Business Partners

Global Ethics & Compliance must be consulted and appropriate anti-corruption due diligence conducted prior to execution of any corporate transaction including joint ventures, mergers, and acquisitions, and joint development and collaboration agreements.

Maintaining Accurate Books & Records

We maintain the trust of our investors if the Albemarle financial information provided to them is accurate and complete. Albemarle maintains internal controls to ensure that our books and records fully and objectively reflect our business and financial transactions and their underlying business purpose in a materially accurate manner. In line with applicable anti-corruption laws, Albemarle requires that:

- No transaction may be executed unless it follows the applicable policies, procedures or approval requirements. Any Company employee sponsoring any given transaction is responsible for knowing about and following applicable policies and procedures.
- No Albemarle funds or assets may be used for any purpose that violates our Code of Conduct, our Core Values or the law.
- All documents relating to any given transaction (e.g. quotations, price authorizations, contracts, invoices) must fully, accurately and in reasonable detail describe the purpose for the transaction, and all transactions must be consistent with management approval for the purpose of the transaction.
- No undisclosed or unrecorded funds or assets of the Company shall be established for any purpose. All transactions or sources of funds must be transparently, accurately, and properly recorded and tracked in Albemarle's accounting systems and records.
- No false or artificial entries shall be made in any books or records of the Company or any subsidiary for any reason, and no employee shall engage in any presentation about a transaction that results in submission of information that is false, fictitious, misleading, fraudulent, incomplete or inaccurate.

Information and Guidance

If you have questions concerning this Policy, please contact Global Ethics & Compliance.

Related Policies, Procedures or Other Documents

- a. Gifts & Hospitality Policy
- b. Supplier (Ethics & Compliance) Due Diligence Procedure
- c. Global Procurement Policy
- d. Third Party Sales Representatives Procedure
- e. Commercial Sponsorships & Sponsored Research Procedure
- f. Charitable Donations and Community Projects Procedure
- g. Global Sales Policy