

October 16, 2020

To All Tensar Employees:

### **TENSAR CODE OF CONDUCT**

As we reflect on the legacy of Tensar in an industry that we essentially founded, there have been many important milestones over the years. But we can't mark the date that we earned the trust and respect of our customers and others we do business with, because it didn't happen in a day. It took years, as those who came to know us discovered the quality and reliability of our products, technologies and people.

Trust is one of our most valuable assets. That is why the way we do business is just as important as what we sell. In keeping with this, I am pleased to introduce the Tensar Code of Conduct. The Code is a set of fundamental guiding principles that reflect our core values of Health and Safety, Integrity, Teamwork and Diversity, Accountability, Continuous Innovation and Customer-Centric Solutions. The Code is the cornerstone of Tensar's commitment to do business responsibly and in ways that build trust with our customers, our employees, and everyone else associated with Tensar around the world.

The Code explains the conduct expected of each of us while working for Tensar. It applies to everyone including employees, managers, executives, board members and the subsidiaries Tensar owns and controls. Put simply, in connection with Tensar business, our Code applies to everyone, everywhere, every day. We must each uphold the Code and perform with integrity. We also expect our third-party associates, including distributors, dealers, licensees and suppliers, to conduct their Tensar business consistent with the principles of our Code.

The Code reflects many of the foundational policies that apply generally to our global business. Although the Code and these policies cannot address every situation or answer every question, they provide the basic guidance and support needed for you to make responsible decisions. Refer to the Code and our policies in your work, use good judgment, and always seek advice if you need additional assistance. To access the Code and many of our Company policies at the Global, WH and EH level that support the Code, go to the Tensar Compliance Center on Tensar Sharepoint at [tensar.sharepoint.com](http://tensar.sharepoint.com).

Each of us has the power to influence Tensar's reputation. By living the Code both in letter and spirit, holding ourselves accountable, and aligning our performance with the Company's goals, we will sustain our reputation as the world's premier geotechnical solutions company now and into the future.

Take our Code to heart. It is the responsibility of our leadership team and every employee to put the Code into practice. Let it guide each of us to always act and win with integrity. I look forward to working with you to make Tensar the best that it can be.

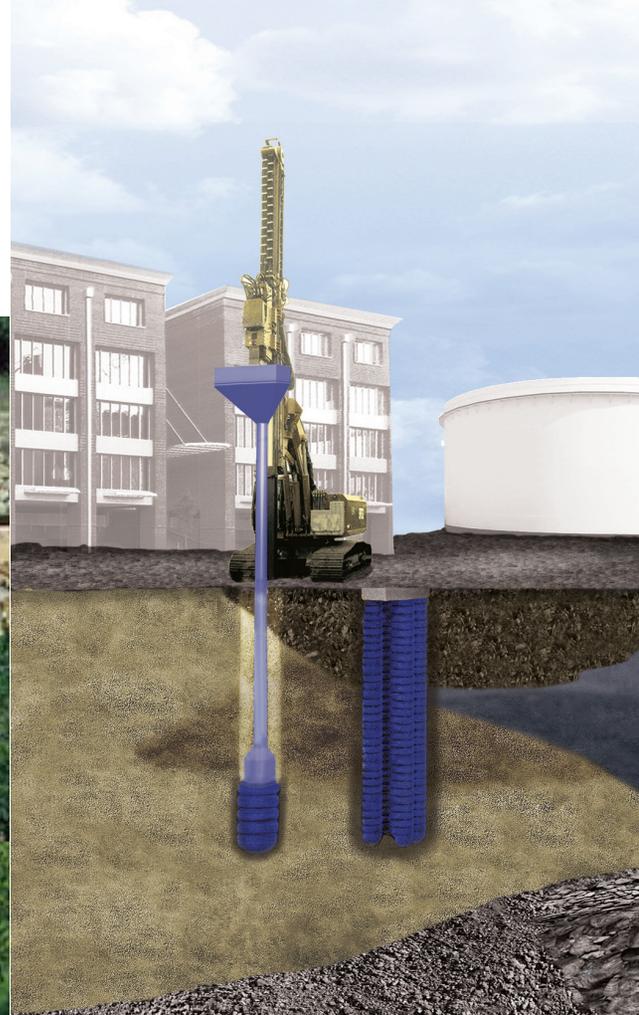
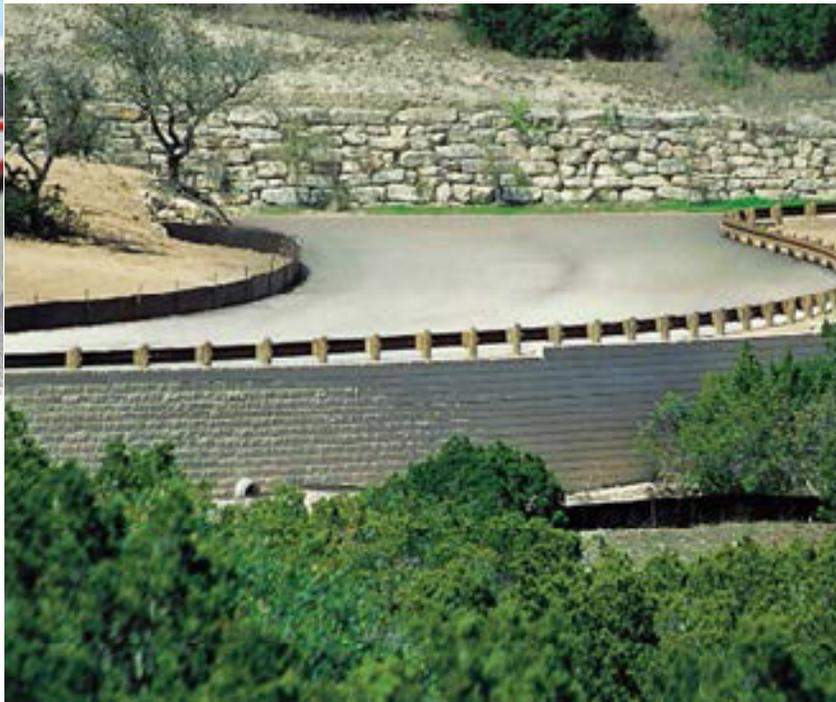


Mike Lawrence  
Chief Executive Officer

# Code of Conduct

Winning With Integrity

**Tensor**®



# TENSAR CODE OF CONDUCT

## Table of Contents

<b>ABOUT THE CODE</b> .....	3
<b>PART A: HONESTY, OPENNESS AND TRANSPARENCY</b> .....	6
A1. INTEGRITY AND COMPLIANCE - a core value .....	6
A2. EMPLOYEE AND MANAGER RESPONSIBILITIES - we're each accountable .....	7
A3. OPEN DOOR COMMUNICATION - tell us what you think.....	8
A4. COMPLAINT AND REPORTING PROCEDURE - multiple channels and protections .....	9
A5. RECORDKEEPING AND FINANCIAL REPORTS - accurate and complete.....	12
A6. RISK MANAGEMENT - staying aware.....	13
<b>PART B: HEALTH, SAFETY AND ENVIRONMENT</b> .....	14
B1. HEALTH AND SAFETY - our highest priority .....	14
B2. ENVIRONMENT AND SUSTAINABILITY - consider and improve our impact .....	15
<b>PART C: EMPLOYMENT AND BUSINESS PRACTICES</b> .....	16
C1. FAIR EMPLOYMENT PRACTICES - equal opportunity, equitable treatment.....	16
C2. HUMAN RIGHTS - recognize and protect .....	17
C3. COMPETITION - fair business practices.....	18
C4. ANTI-BRIBERY AND ANTI-CORRUPTION - no improper payments or favors .....	19
C5. GIFTS AND HOSPITALITY - reasonable and proportionate .....	20
C6. THIRD PARTY BUSINESS ASSOCIATES - keeping good company .....	21
C7. CONFLICTS OF INTEREST - avoid or disclose to minimize risk.....	22
C8. INTERNATIONAL TRADE - comply with trade, export and sanction regimes .....	23
<b>PART D: PROTECTING OUR ASSETS</b> .....	24
D1. CORPORATE ASSETS - safeguarding our investment.....	24
D2. PATENTS AND INTELLECTUAL PROPERTY - of critical value.....	25
D3. PRIVACY AND CYBERSECURITY - our data is precious.....	26
<b>PART E: MANAGING OUTSIDE COMMUNICATION</b> .....	27
E1. SPEAKING AND PUBLISHING ABOUT TENSAR - appropriate messaging.....	27
E2. OUTSIDE INVESTIGATIONS OR INQUIRIES - controlled cooperation.....	28

# ABOUT **THE CODE**

**THE TENSAR CODE OF CONDUCT** (“Code”) sets forth our core principles and the standards of performance expected of each of us when working for Tensar. It furthers our Vision and our Mission, and exemplifies our Values in everything we do at Tensar. It lays the foundation for each of us to be better employees and for Tensar to be a good corporate citizen in all the places we do business. And just to remind us of our Vision, Mission and Values:

**OUR VISION** is to be the world leader in trusted innovative solutions that strengthen and stabilize the face of the earth making our world a safer and more sustainable place for generations to come.

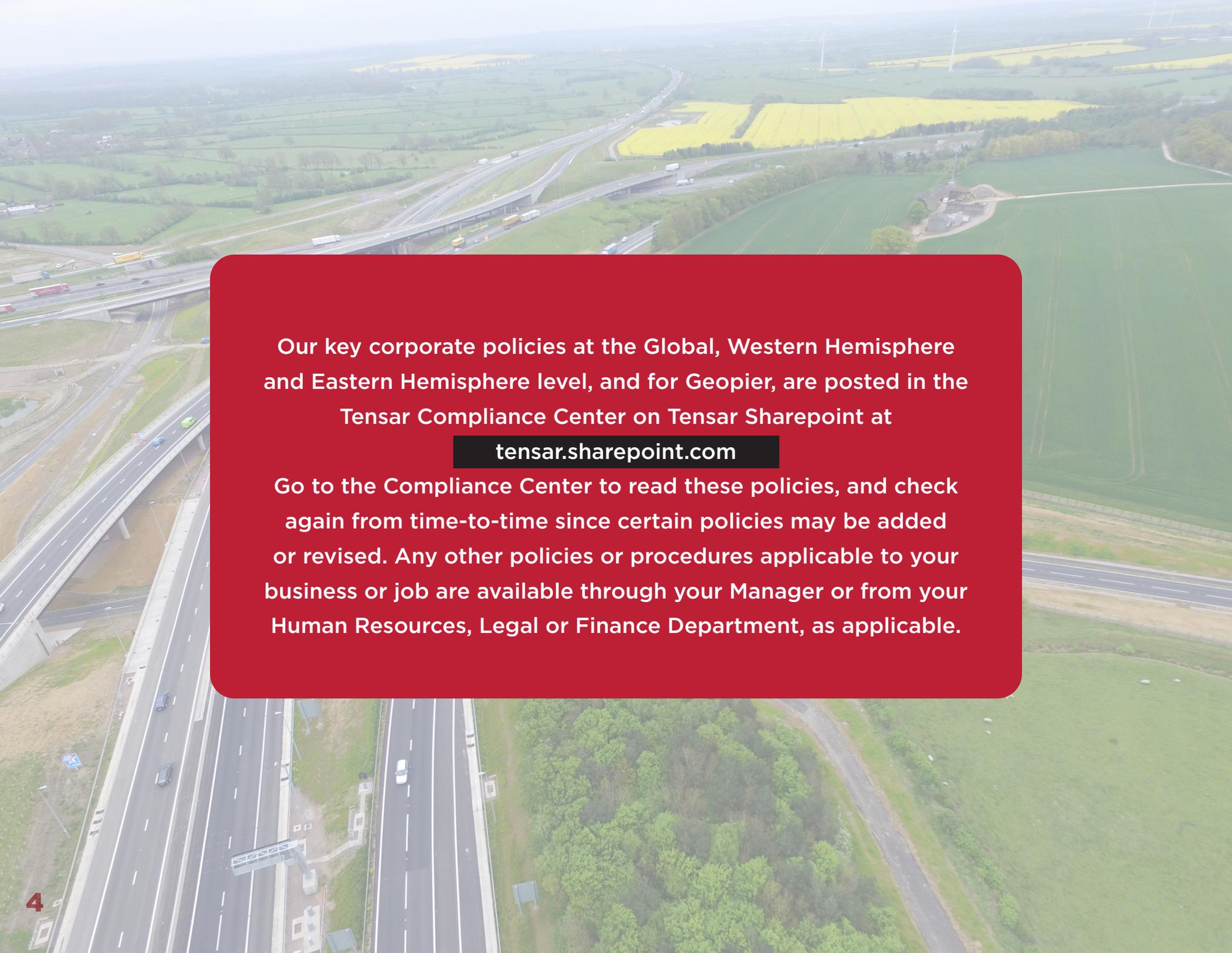
**OUR MISSION** is to be our customer’s preferred and trusted partner with proven engineered solutions delivered under a global brand, helping to grow their business by meeting critical needs for:

- **Accelerated construction**
- **Reduced initial construction cost**
- **Increased asset performance and longevity**
- **Optimized total life cycle cost**
- **Sustainable solutions**

**OUR VALUES** are:

1. **Health & Safety** of our employees and our environment are our most critical obligations and everyone’s job at Tensar.
2. **Integrity** is paramount – we do what we say we will do in an honest and ethical way.
3. **Teamwork and Diversity** propel our performance and drive our passion; people are valued and continuous development is expected; we treat everyone fairly and opinions are respected.
4. **Accountability** and fact-based decisions are fundamental to our performance culture; we work across organizational boundaries to accelerate results.
5. **Continuous Innovation** comes from welcoming new ideas and applying “fail fast – fail cheap – fail forward” thinking in everything we do.
6. **Customer-Centric** mindset and solutions drive our mutual success.





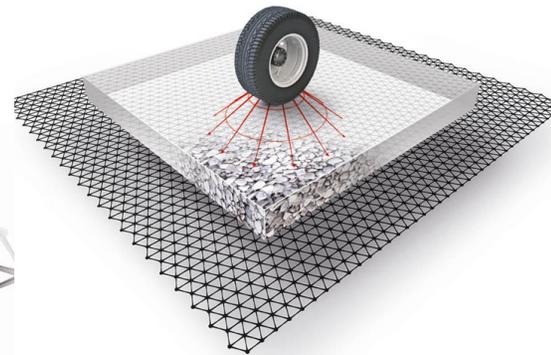
Our key corporate policies at the Global, Western Hemisphere and Eastern Hemisphere level, and for Geopier, are posted in the Tensor Compliance Center on Tensor Sharepoint at [tensor.sharepoint.com](https://tensor.sharepoint.com)

Go to the Compliance Center to read these policies, and check again from time-to-time since certain policies may be added or revised. Any other policies or procedures applicable to your business or job are available through your Manager or from your Human Resources, Legal or Finance Department, as applicable.

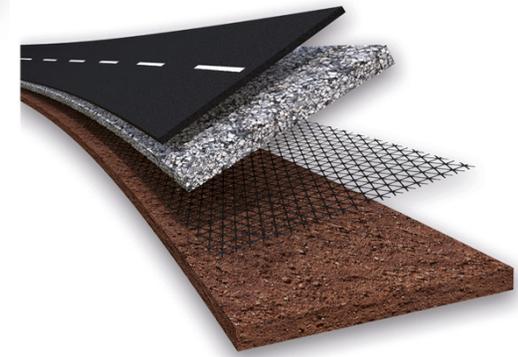
**YOUR RESPONSIBILITY** is to comply with the Code and underlying Company policies, and to report any concerns or suspected violations. It may seem easier to look the other way or let someone else take the lead, but misconduct can affect all of us. The Company can't do anything about a situation if it is not aware of it. It is your responsibility to speak up. We won't retaliate or permit retaliation against anyone who makes a complaint or raises a concern in good faith. There are many channels available to you, including reporting anonymously and confidentially (even in a local language) if you so choose. Just follow any of the paths available to you under the Complaint and Reporting Procedure set out in the Code.



**LOCAL LAWS** – labor contracts and local policies can vary around the world, however, we believe the Code is consistent with these laws and policies. If local law or labor contracts directly conflict with the Code, then the local law or labor contract takes priority. Otherwise, local policies and practices must conform to the Code. If you are unsure, contact your Legal Advisor or a Human Resources or Finance Manager in the Tensar head office in the United States or United Kingdom.



**FAILURE TO COMPLY WITH THE CODE** and/or applicable Company policy may result in corrective or other disciplinary action, up to and including dismissal depending on the circumstances. Violations of the law can also expose the Company and individual violators to fines, penalties, civil damages or even, in certain cases, imprisonment. Violations can also damage Company and individual reputations, and result in lost business.



# PART **A**

# HONESTY, OPENNESS AND TRANSPARENCY

## **A1. INTEGRITY AND COMPLIANCE – a core value**

### **WHAT WE STAND FOR:**

We are committed to performing honestly and ethically in a manner that builds trust with our employees, our business associates and our communities. We recognize that our longstanding reputation for integrity is one of our most valuable assets.

We comply with governmental laws, rules and regulations applicable to our business in all territories. However, our commitment does not stop there. If the law is lacking, our commitment is to do what is right. Finally, we foster a culture of compliance throughout the business...with our managers leading by example.

### **WHAT WE DO:**

- Each of us is to promote a culture of compliance throughout the business by reading our Code and policies, embracing our commitment to integrity, and acting to enforce compliance and avoid violations.
- The Code is our guide and we will strive for what is right in all that we do. When we face difficult situations and hard choices, that is when this commitment matters most.
- If you have doubts or concerns about doing something, then don't do it. Read our Code and applicable policies. You should ask yourself: is the proposed action consistent with our Values, our Code and Company policy? If there is any doubt about what to do, then seek advice from your manager or from a compliance specialist in the Legal, Human Resources or Finance Department before acting. Employees must report all known or suspected violations of our Code, Company policy, or the law, or if they suspect something may be wrong. We support those who in good faith come forward with such reports or raise other issues or concerns.

**6** Everything we do in connection with our work at Tensor will be, and should be, measured against a high standard of ethics. We do not accept achieving results at the cost of violation of our principles or the law.

## **A2. EMPLOYEE AND MANAGER RESPONSIBILITIES – we're each accountable**

### **WHAT WE STAND FOR:**

We are all committed to performing with integrity and honoring our Code.

### **WHAT WE DO:**

We are all to honor the Code by:

- Gaining a basic understanding of our Code and Company policies,
- Learning the details of the policies and procedures relevant to our particular job,
- Raising any questions with our manager or with another Tensar resource such as a specialist in the Legal, Human Resources or Finance Department,
- Understanding the different reporting channels available under our Complaint and Reporting Procedure,
- Promptly reporting any suspected violation of our Code, Company policy or applicable law,
- Cooperating in any Company investigation,
- Always acting honestly and with integrity and aligning our performance with Company goals and our Code, and
- Holding ourselves accountable for the above.

### **OUR MANAGERS ARE ALSO RESPONSIBLE FOR:**

- The workplace environment and norms in which their team operates,
- Leading by example to create a culture of performance and compliance within their team,
- Encouraging employees to feel comfortable in coming to them with suggestions, questions, complaints or compliance concerns without fear of retaliation,
- Dedicating appropriate attention and resources to compliance efforts within their own organization,
- Considering our compliance policies and standards when evaluating employee job performance, awards or discipline,
- Seeking out advice from appropriate Company compliance specialists (for example in the Legal, Human Resources or Finance department) if there are questions about our Code, Company policy or applicable law,
- Taking action to fix any identified compliance weaknesses,
- Promptly informing a compliance specialist within the Company of any suspected violations or compliance matters which may be brought to their personal attention, while at the same time having due regard for confidentiality and discretion, and
- Holding themselves accountable for the above.

All employees are to attend training sessions made available to them as requested by the Company.

## **A3. OPEN DOOR COMMUNICATION - tell us what you think**

### **WHAT WE STAND FOR:**

Tensar is committed to maintaining an “open door” communication culture - from the Chief Executive Officer down through the worldwide organization to foster communication, interaction, inclusion and exchange of opinions and ideas.

### **WHAT WE DO:**

- We encourage candor, dialogue and employee involvement in asking questions, making suggestions and voicing concerns.
- We normally discuss matters in the first instance with our managers since they are in the best position to understand the issue. However, alternatively, employees are free to approach the Human Resources Department or one of the other resources available under our Complaint and Reporting Procedure.
- Our managers are to honor our open door policy and provide feedback to employees in a prompt and professional manner. We can all benefit from matters raised in good faith about our practices, policies and people.



## **A4. COMPLAINT AND REPORTING PROCEDURE**

### **- multiple channels and protections**

#### **WHAT WE STAND FOR:**

We are committed to ensuring that employees have appropriate means for communicating concerns, submitting complaints or raising suspected wrongdoing through a variety of channels (including anonymously if they so choose), without risk of retaliation.

#### **WHAT WE DO:**

We report all known or suspected misconduct and/or violations of our Code, Company policy, or applicable law.

#### **The options for submitting a complaint, report or inquiry are:**

- **Manager.** Normally you would discuss the situation with your immediate manager. He or she should be in the best position to understand the circumstances and to take appropriate action. However, the Company recognizes that there may be instances where you would prefer to raise a matter with someone else. There are many other Company alternative resources available to you in this situation, as described below:
- **Another Manager.** You can raise the matter with another manager within the same department, region or business unit, or outside of that organization if you so choose.
- **Human Resources, Legal or Finance Department.** You can contact the head of, or another specialist within, any of these Departments at the Company's head office in the United States or United Kingdom.
- **Check the Applicable Company Policy.** Some Company policies covering a particular subject matter have a reporting procedure written into them. You can follow the procedure in that policy.
- **Compliance Representative.** You can contact a Tensar Compliance Representative. The Company has designated (i) its Chief Executive Officer (CEO) in the United States, (ii) those that report directly to the CEO, and (iii) certain other executives as Compliance Representatives for purposes of our Code of Conduct and Company policies. The names and contact details for our Compliance Representatives are posted in the Compliance Center at [tensar.sharepoint.com](https://tensar.sharepoint.com).
- **Tensar EthicsPoint.** You can also submit reports, complaints or inquiries **online** or by **telephone** through Tensar EthicsPoint. This is an independent service administered by an outside provider which is dedicated to receiving complaints, reports, or inquiries from Tensar employees and immediately forwarding them to appropriate Tensar Compliance Representatives for proper handling. You can make a complaint or report without identifying yourself if you so choose. Tensar EthicsPoint can be accessed anytime from anywhere in the world and even in several different languages. **See next page for details.**

## Continued... A4. COMPLAINT AND REPORTING PROCEDURE - multiple channels and protections

### ONLINE

- Use the following **EthicsPoint** web address for your submission, which can be sent anonymously if you so choose, and instructions are available in multiple languages: [www.tensarcorporation.ethicspoint.com](http://www.tensarcorporation.ethicspoint.com), or
- Go to the Tensar Compliance Center on Sharepoint ([tensar.sharepoint.com](http://tensar.sharepoint.com)) and click on the **EthicsPoint** website link.

### TELEPHONE

Use the following **EthicsPoint** toll-free telephone numbers for your submission, which can be made anonymously if you so choose, and instructions are available in multiple languages:

- Global/United States  
Dial (855) 867-7896.
- Germany  
Dial 0-800-225-5288 at English prompt  
Dial U.S. 855-867-7896.
- Republic of China  
Dial 400-842-7044.
- United Kingdom  
Dial 0808-234-2958.
- UAE  
Dial 8000-555-66 or 8000-021 at English prompt  
Dial U.S. 855-867-7896.
- Russian Federation  
Dial 800-555-4778.



## **Continued... A4. COMPLAINT AND REPORTING PROCEDURE**

### **- multiple channels and protections**

#### **Duty to Report**

Employees must report all known or suspected violations of our Code, Company policy, or the law. We support those who in good faith come forward with such reports, or raise other issues or concerns. In a few countries an individual's reporting obligation may differ because the law provides that individuals may report violations but are not required to do so. In these particular situations we still encourage employees to choose to report so that the Company can take appropriate corrective action. Consult the Legal Department if there are any questions.

#### **Review Process**

- When an employee reports a suspected violation, or raises any other compliance question or issue via our Complaint and Reporting Procedure, it is the responsibility of the manager to whom it is reported (i) to treat the matter as discretely and confidentially as possible under the circumstances, and (ii) to promptly involve a Tensar Compliance Representative or other compliance specialist in the Company in order that appropriate consultation and expertise is included in the review and decision-making process.
- The Company will seek to resolve the matter in a manner that is fair and complies with our policies and the law.
- We will provide feedback and follow-up to the employee who initially raised the matter (provided the report was not made anonymously and provided the employee so desires). It is the responsibility of employees to act in good faith in making reports. Employees are expected to cooperate in any investigation.

#### **No Retaliation**

The Company will not tolerate any kind of retaliation or threat of retaliation against employees who in good faith (i) report any suspected violation of our Code, Company policy or the law, (ii) cooperate in any investigation, or (iii) submit a complaint or raise other matters they wish to bring to the Company's attention.

## A5. RECORDKEEPING AND FINANCIAL REPORTS - accurate and complete

### WHAT WE STAND FOR:

We are committed to maintaining books and records that are accurate and complete and fairly reflect our business and financial circumstances. Our integrity in record-keeping inspires trust by our investors, lenders, auditors and customers, and demonstrates to regulators our commitment to good governance and compliance. Our records help us manage our business, make decisions, and pay our employees.

Financial integrity is every employee's responsibility. In every transaction, whether we are inputting data, preparing a financial statement, or simply completing a time sheet or expense report, we are honest, accurate and complete.

### WHAT WE DO:

- We maintain books and records that conform to applicable accounting standards and our own procedures and internal controls. They are maintained properly and securely, and for such period of time as necessary to support our needs, to comply with applicable tax and other laws, and to conform to our record retention and disposal policy.
- We ensure that required public disclosures of Company information and government filings are accurate and comply with applicable regulatory standards. The release or filing is to be approved in advance by the Finance Department or other relevant Company Department.
- We are alert for any suspicious transactions or payments involving business associates in order to avoid corruption, tax evasion or money laundering risks. Our third party business associates are subject to our background screening process to help avoid such risks.
- We maintain records in a manner and for so long as required by law or contract, or as we otherwise consider appropriate under the circumstances.
- We respect legal procedures so that information relevant to an investigation or legal proceeding is put on "litigation hold" and not destroyed, unless and until prior written approval is obtained from the Legal Department.
- Employees who suspect any violations or illicit activity are to promptly report the situation to the Finance Department or through our Complaint and Reporting Procedure.



Never knowingly make inaccurate accounting entries, or misreport or mischaracterize information related to our business, or engage in any unrecorded or "off-the-book," disguised or secret transactions.

## A6. RISK MANAGEMENT - staying aware

### WHAT WE STAND FOR:

We are committed to managing the risks in our business to reasonably eliminate or minimize them in order to protect people, property, the environment, our finances and our reputation.

### WHAT WE DO:

- We are risk aware.
- Risk Management is a continuous, forward-looking process intended to anticipate and avoid or minimize risks in our business. Risk has a direct impact on our health, safety, property, the environment, our finances, and our reputation.
- Risk is not just a safety issue. There are risks in business processes, engineering and design, product quality control, contracts, financial matters, advertising, and in virtually all aspects of business.
- We are all expected to pay attention to details and to adequately govern the risks in our area of responsibility.
- Engineers involved in the design of structures have a “professional duty of care” to their employer, the customer, and the public at large. While the definition of this duty may vary from one place to another, it generally involves using the skill, knowledge and care that a reasonably careful professional engineer would use in similar circumstances. The Engineering Department is to practice appropriate risk management in its design and engineering activities.

### EACH OF US HAS A RESPONSIBILITY TO:

- Identify the risks associated with our job role.
- Work to manage these risks in order to avoid or minimize them.
- The greater the probability of a risk, or the greater the negative consequence if a risk event should occur, the more that risk must be managed.
- Professional engineers are to adhere to the duty of care applicable to their profession, regardless of other considerations.
- If you are uncertain or concerned about the risks involved in a situation, raise it with someone in the organization with knowledge and experience in the area, or raise it through our Complaint and Reporting Procedure.



We take pride in our products and engineered solutions which help address customer project needs and objectives. We take seriously the engineer's professional duty of care.

# PART **B**

## **B1. HEALTH AND SAFETY** **- our highest priority**

### **WHAT WE STAND FOR:**

We are committed to the safety, security and wellbeing of every employee. We recognize that each of us, our families, and coworkers rely on this commitment.

### **WHAT WE DO:**

- We recognize we are all responsible for health and safety.
- We look out for each other, and we care about others who are on our premises.
- We maintain facilities, establish procedures, provide training and conduct operations in a manner that strives to safeguard people and property.
- We seek to identify and eliminate or manage safety risks associated with our operations.
- We try to prevent all accidents, injuries and occupational illnesses through the active participation and training of our employees, and through our processes and the way we operate.
- We each know the fire, emergency, incident response, inclement weather, evacuation, pandemic and other procedures applicable to our place of work. If we are unsure, we will ask our manager or our Human Resources Department.
- We encourage suggestions, and implement effective reporting procedures for identifying issues and dealing with safety and health concerns in the workplace.
- We respond quickly, effectively and with care to emergencies or accidents resulting from our operations, in cooperation with government authorities if applicable.
- We recognize that substance abuse is a threat to health and safety. We take a zero-tolerance approach to those under the influence of alcohol and illegal drugs while at work – and we reserve the right to test employees and search for these substances in accordance with Company policy and applicable law. Anyone found using, possessing, distributing or selling illegal or illicit drugs or substances, or drug paraphernalia, while on Company premises or otherwise on Company business will be subject to disciplinary action up to and including dismissal.
- We take care about medication prescribed by a doctor that can also affect our ability to drive or do our job. Check with your doctor and communicate any relevant issues with your Human Resources Manager.
- Employees should report any suspected violations of our safety or drug and alcohol policies under the applicable local Company policy on this subject or under our Complaint and Reporting Procedure.

# HEALTH, SAFETY AND ENVIRONMENT

Every one of us is empowered to take immediate action for the safety of persons regardless of our role, title or responsibility. If you see a situation that could put another person at risk, take action, and at all times and in all places work to keep yourself and your coworkers injury-free.

## **B2. ENVIRONMENT AND SUSTAINABILITY – consider and improve our impact**

### **WHAT WE STAND FOR:**

Tensor is committed to being a good steward and being part of the solution in meeting the environmental challenges that face our planet.

### **WHAT WE DO:**

- We comply with applicable environmental regulations including those concerning the handling of hazardous materials or substances or waste in relation to storage, signage, use, disposal and other operations, and we apply responsible standards where regulations do not exist.
- We encourage concern and respect for the environment and foster appropriate practices in our business.
- We work to reduce waste, provide for the recycling of materials, and improve efficiencies when practically possible.
- We manage our operations with the goal of preventing spills, leaks, contamination or other environmental incidents, and protecting human health.
- We respond quickly and effectively to environmental incidents resulting from our operations, in cooperation with government authorities if applicable.



We seek to continuously improve our products and their uses and performance to help reduce the carbon footprint associated with construction and maintenance of the structures incorporating our products. We will promote these efforts so that our customers and communities can benefit from our solutions.

# PART C

## **C1. FAIR EMPLOYMENT PRACTICES – equal opportunity, equitable treatment**

### **WHAT WE STAND FOR:**

We are committed to fair employment practices and to providing equal employment opportunity to individuals who are qualified to perform job requirements regardless of their race, color, national origin, religion, gender, marital status, pregnancy and maternity, age, disability, or any other characteristic that may be protected under applicable law.

### **WHAT WE DO:**

We administer our personnel policies, programs and practices in a nondiscriminatory manner in all aspects of the employment relationship, including but not limited to recruitment, hiring, training, work assignment, promotion, transfer, termination and pay.

- We are proud of our diverse workforce which is representative of the many countries in which we operate.
- We promote a positive and welcoming work environment where everyone is treated with dignity and respect.
- We promote the training and development of our employees.
- We make reasonable accommodations where possible to enable qualified disabled individuals to perform the essential functions of their job.
- We require that suspected violations of our employment policies be reported under those policies or through our Complaint and Reporting Procedure.
- We publish our equal opportunity statement on our website.



We do not tolerate any threat or inappropriate physical conduct or bullying by any person – whether physical, verbal or visual. We do not tolerate any form of sexual, racial or other harassment, retaliation, language, jokes or other conduct, or objects or visuals in the workplace, that disrupt or interfere with another person’s work performance, or that create an intimidating, offensive or hostile work environment.

## **C2. HUMAN RIGHTS – recognize and protect**

### **WHAT WE STAND FOR:**

We are committed to the human rights and dignity of individuals throughout the Company and throughout our global supply chain and network of distributors, dealers and licensees.

### **WHAT WE DO:**

- We advocate for the rule of law and comply, and expect our global supply chain and other business associates to comply, with laws that promote safe working conditions, prohibit child or involuntary labor, prohibit physical punishment, prohibit other exploitation of persons including human trafficking or modern slavery, establish fair wages, ensure protection from discrimination and freedom of expression and association, and establish other individual rights and protections.
- We will not knowingly do business with and will eliminate from our global supply chain and business relationships any individual or company that engages in any such practices. We prohibit these practices in our own operations and expect our business associates to uphold the same standards.
- We screen and select suppliers, distributors, dealers and licensees who comply with the law and respect our commitment to fundamental rights.
- Our employees who select or work with our outside business associates should be alert, hold such parties accountable, and immediately report any suspected abuses through our Complaint and Reporting Procedure. We will respond appropriately when we become aware of violations, up to and including termination of contract.
- We publish our modern slavery statement on our website.



## C3. COMPETITION – fair business practices

### WHAT WE STAND FOR:

We are committed to outperforming our competitors fairly and honestly. We support and comply with all laws promoting competition and free trade and prohibiting unfair, anti-competitive and deceptive business practices.

### WHAT WE DO:

- We deal fairly with our business associates and compete vigorously but fairly with our competitors.
- We never use unlawful methods, deception or misrepresentation, or abuse confidential information, to gain an unfair advantage over competitors or business associates.
- We do not begin negotiations on a business relationship or acquisition with a competitor unless we have obtained prior approval to do so and unless an agreement regarding confidentiality and restricted use of information is in place, and other legal precautions are observed.
- We do not disclose Tensar's confidential business plans, financial results, costs, bids and projects, research and development, or other competitively sensitive information with competitors. In the case of a possible transaction with a competitor, we ensure appropriate safeguards are in place. If there is any question, consult your Legal Department.
- We do not seek out such information about a competitor from third parties, except from public sources. If we become aware of competitively sensitive information in the normal course of our work, we treat that information ethically and lawfully.
- We are fair and accurate in our advertising and promotional materials.
- We are careful in what we say or do at trade association and similar meetings. We will not engage in improper discussions, exchanges of information or other inappropriate conduct, and will immediately terminate such conduct and leave a meeting if others don't abide by such rules.

It is recognized that competition laws can be varying and complex, and sometimes there may be doubt as to the proper interpretation or reach of these laws. If there is any doubt or question, before taking action, please refer the matter to your Legal Department for advice.



## C4. ANTI-BRIBERY AND ANTI-CORRUPTION – no improper payments or favors

### WHAT WE STAND FOR:

We are committed to winning customers and business based on the merit of our products, technologies and services, and based on our ethical relationships with third parties, and never as a result of bribery or other illicit activity.

### WHAT WE DO:

- We work with honesty and integrity in compliance with our Code, our Values, Company policy and applicable law.
- We do not, directly or indirectly, promise, offer, pay, give or authorize any bribe, kickback or other payment or business courtesy, or anything else of value, to any person for the purpose (or where it could be perceived to be for the purpose) of improperly obtaining or retaining business or obtaining an improper commercial advantage for Tensar. We expect the same standard of conduct from our business associates.
- We do not accept bribes or kickbacks, or permit others to engage in such activity on our behalf or for our benefit.
- We do not make facilitation or “grease” payments or permit others to do so on our behalf or for our benefit.
- We are extra-vigilant in our business relationships with government officials and employees of state-owned entities, recognizing that stricter laws and stricter Company rules apply.
- We adopt a risk-based approach designed to help identify bribery and corruption risks in our business. We provide training and have internal processes and controls to help avoid these risks.



All Tensar business is to be conducted in accordance with our Anti-Bribery and Anti-Corruption Compliance Policy and applicable law.

## **C5. GIFTS AND HOSPITALITY – reasonable and proportionate**

### **WHAT WE STAND FOR:**

Tensar is committed to fostering close relationships with current or prospective business associates based on positive behaviors, which can include reasonable, but not excessive, business hospitality. We win business based on the quality of our products and systems, and on our engineering and customer service, not on the basis of any gifts or hospitality we could provide.

### **WHAT WE DO:**

- We provide and receive entertainment and other hospitality only in moderation under appropriate circumstances. We never accept or offer anything that may create a sense of obligation or may compromise the judgment of the recipient.
- We never accept or offer any gift or hospitality intended to create, or which has the effect of creating, an improper business advantage for Tensar or anyone else.
- We require all of our employees to exercise good judgment in each instance taking into account relevant circumstances including the type of the hospitality or gift, its purpose, its value, its timing in relation to any pending bid or business opportunity, its frequency with the same person or organization, the positions of the persons involved, social norms, and also the specific internal policies of both Tensar and the giver/recipient's employer.
- All business gift and hospitality expenditures are required to be accurately recorded in the Company's books and records.
- We expect our business associates including distributors, dealers, licensees and suppliers to recognize our standards of modesty and to not offer, give or receive any gift, hospitality or anything else of value in connection with their Tensar business that is excessive, inappropriate or violates our Company policy or applicable law.



All gifts, hospitality and other business courtesies, given or received, are subject to the rules, monetary and frequency limits, and the reporting and approval procedures established in our Policy on Gifts, Hospitality and Other Business Courtesies.

## **C6. THIRD PARTY BUSINESS ASSOCIATES - keeping good company**

### **WHAT WE STAND FOR:**

Tensor is committed to values of respect, honesty and fair play and to choosing business associates who share these values. We follow the rules, we don't cut ethical corners, and we demand the same of our business associates. We will establish relationships with our distributors, licensees, suppliers, and other business associates that are mutually supportive, based on trust, and comply with applicable law.

### **WHAT WE DO:**

- We will exercise diligence when selecting distributors, dealers, licensees and suppliers with whom we do business. We screen and evaluate them on an ongoing basis applying objective business criteria to help avoid corruption, sanctions, export, money laundering, modern slavery and other compliance and reputational risks to our business.
- We pay attention to how our associates conduct their business activities and treat their customers and employees.
- We recognize there are business laws in various countries that deal with our relationships with distributors and licensees on issues such as pricing, sales territories, selling competitive products, contract duration and other issues, and we will respect these laws to the extent they apply to our business.
- We speak up if we have a concern about the conduct or reputation of a third party associated with us by using our Complaint and Reporting Procedure.



The United States, United Kingdom and European Union have laws that restrict or prohibit certain agreements and conduct with supply chain parties such as distributors and licensees. Such laws also exist in other countries. We respect these laws and will comply with our Competition Law Policy.

## **C7. CONFLICTS OF INTEREST - avoid or disclose to minimize risk**

### **WHAT WE STAND FOR:**

Tensor is committed to not letting personal interests affect our business. In making decisions related to Tensor, employees have a duty to act in the Company's best business interest and to avoid even the appearance of a conflict. A conflict of interest can arise when you take actions or have personal, family or financial interests that may interfere, or may appear to interfere, with your objective and effective performance of work for Tensor. Conflicts of interest can taint the decisions we make, erode trust within teams, and harm the Company's reputation.

### **WHAT WE DO:**

- We fulfill our duty to always act in the best interest of Tensor.
- We avoid any actual or apparent conflicts of interest in dealings with anyone.
- We do not give preferential treatment or provide unfair advantages to others.
- We do not take opportunities for ourselves discovered through our position with the Company which may be of potential interest to Tensor or which would or could compete with Tensor.
- We do not misuse Company property or non-public information belonging to Tensor, a customer or anyone else associated with Tensor.
- We seek prior approval from the Company before we agree to serve as a director, officer, employee or consultant for an outside business.
- We avoid situations at work where we are supervising a family member or a person with whom we have a particularly close, dependent or intimate relationship.
- We immediately disclose situations that involve, or may involve, a potential conflict of interest to appropriate Company management. Many conflicts can easily be avoided or addressed if they are promptly disclosed and managed.



**We do not use Company resources or our position with the Company for personal gain or advantage. We devote our normal working hours to Tensor work and not to outside business or other personal interests.**

## C8. INTERNATIONAL TRADE – comply with trade, export and sanction regimes

### WHAT WE STAND FOR:

Tensor is committed to complying with the laws applicable to our global trade. We respect our obligations under these laws and trade with integrity.

### WHAT WE DO:

- We comply with the international trade laws of the country we are based in together with (because of our business structure, product origins and other connections) those of the United States of America, the United Kingdom, the European Union and the United Nations.
- We screen counterparties following Company procedures so that we exercise due care and comply with applicable laws on who we do business with.
- For guidance and support in relation to these issues contact your Legal Department.



Export controls and international economic sanctions apply to certain countries, companies, individuals and transactions. These can impact where, and with whom, we can (and cannot) do business, and what we can (and cannot) export. We will respect the various trade laws that apply to our business and will comply with our Trade Sanctions and Export Control Policy.

# PART D

# PROTECTING OUR ASSETS

## D1. CORPORATE ASSETS – safeguarding our investment

### WHAT WE STAND FOR:

Tensar is committed to protecting its assets and ensuring that they are used to advance our legitimate business interests. Company assets include everything that we own or use to conduct business, whether tangible property (e.g. buildings and equipment) or intangible property (e.g. data, know-how, confidential information). When we protect our assets and information we also help protect our competitive advantage.

### WHAT WE DO:

- We proactively protect our assets from loss, damage, theft, fraud, misuse, waste, and inadvertent or improper disclosure.
- We use responsibly for Tensar's benefit those assets made available to us by the Company.
- We will not employ Company assets for our personal use or benefit, unless it is the insignificant and occasional use of a Company-provided item such as a mobile phone, computer, copy machine, etc. and such use doesn't interfere with our (or anyone else's) work or violate Company policy or the law.
- We do not use or disclose at any time (unless properly authorized to do so) any confidential or personal information obtained from any source in the course of business.
- We immediately report any suspected unauthorized disclosure of confidential information, or any damage, loss, theft, fraud or misuse of the Company's assets, by following our Complaint and Reporting Procedure.

### CONFIDENTIAL INFORMATION

We are careful to protect from unauthorized disclosure our confidential information and trade secrets including without limitation research and development, customer and project lists, cost and pricing details, manufacturing methods, business strategies, corporate transactions, personal information on employees or customers, etc.



## D2. PATENTS AND INTELLECTUAL PROPERTY

### - of critical value

#### WHAT WE STAND FOR:

We are committed to continuously investing in technology and innovation which has resulted in a valuable portfolio of global patents, trademarks, trade secrets, know-how, software and other intellectual property.

#### WHAT WE DO:

- We respect the intellectual property rights of third parties and we expect them to respect our intellectual property rights. We will enforce our intellectual property rights in order to protect our valuable assets and to allow us the opportunity to get a fair return on our substantial investment.
- We keep confidential our trade secrets and other non-public information (including inventions, new ideas, product concepts, proprietary manufacturing methods, technologies, drawings, samples, prototypes, etc.). We do not inadvertently disclose such items in discussions with third parties, in conferences, in publications, or by leaving them exposed in the workplace or on our computer or other device.
- We make sure that ideas which may be patentable and useful to Tensor are immediately brought to the attention of the Director of Technology WH or EH (or to the President of Geopier, as applicable) for evaluation and consultation with the Legal Department.
- We get a signed confidentiality agreement before (i) allowing outside visitors into our manufacturing facilities or labs, (ii) submitting non-public information, inventions or new product concepts or technologies to outside consultants or to testing facilities, universities or other third parties, (iii) conducting any field or other offsite test, experiment, display or use of non-public information, inventions or new product concepts or technologies.
- We ensure that, so far as possible, before we engage a third party to assist in the development of intellectual property (which can range from new product development to website design) that they contractually agree to assign the intellectual property rights in what they create to Tensor.
- We mark confidential documents, drawings, financial records and other materials as being “Confidential and Company Property”, and properly secure and protect them from improper or inadvertent disclosure. Emails and correspondence deemed confidential are captioned as “Confidential.”
- We properly identify our trademarks, copyrights and patent numbers in our marketing and other materials and publications, and on our products, as required by applicable law.

#### REMEMBER THE FOLLOWING POINTS ABOUT PATENTS:

- Any disclosure outside of the Company, or an offer to sell, sale or public use or display of a new inventive concept, product or technology before a patent application is filed can absolutely bar obtaining a patent. That is why it must not be disclosed or subject to view outside of Tensor (at a construction site or elsewhere) unless a patent application is already filed or a confidentiality agreement is signed specific to that particular activity.
- The patent law recognizes a “first to file” rule. This means a Tensor employee may be the first to conceive an idea, but another person outside of Tensor may conceive of the same or a similar idea (or even copy Tensor’s idea) and that person may file a patent application ahead of Tensor, in which case we may lose our patent rights.
- Be aware of the law on “shared inventorship”. If there is an outside person along with a Tensor employee who are both joint inventors, then by law that other person independently owns and has the same rights as Tensor in the new invention or patent. So, unless the outside person has a contractual obligation to assign their rights to Tensor, they can practice the invention/patent without Tensor, can license it to any third party without Tensor’s consent, and can sell or assign their ownership interest to a third party without Tensor’s involvement. Consult with your Legal Department before collaborating with a third party on a project which may result in a new patentable invention.
- Once a patent application is filed, there is a strict time limit to file for patent protection in other countries, after which there is no right to later obtain that patent in any other country.

## D3. PRIVACY AND CYBERSECURITY – our data is precious

### WHAT WE STAND FOR:

Tensor is committed to respecting the privacy of personal information and will handle such information with care and in compliance with applicable laws. We also recognize the importance of cybersecurity in protecting Company and customer data, financial information, and personal information.

### WHAT WE DO:

- We implement and follow appropriate practices in the collection, storage, use, sharing, transfer, disposal and security of personal information about individuals including employees, customers and others.
- We adhere to similar protocols with respect to our proprietary business information.
- We use personal information for legitimate business purposes only in compliance with applicable data privacy and other laws. We respect the privacy choices made by individuals in accordance with such laws.
- We take seriously the protection of digital banking, financial, and other non-public information and data.
- We use passwords and other protections as directed by Company policy and the IT Department.
- We promptly report any actual or potential cybersecurity or breach of privacy issue in accordance with our local Data Breach Policy if we have one applicable to our territory, and if not then to our manager, or to the Manager of Network Services and Security located in the Tensor head office in the United States or United Kingdom, or otherwise in accordance with our Complaint and Reporting Procedure.
- We publish our privacy notice on our website.



We integrate appropriate cybersecurity measures and user procedures into our networks, computers, programs, and other IT systems and business processes to protect against attack, damage and unauthorized access or use.

# PART **E**

## **E1. SPEAKING AND PUBLISHING ABOUT TENSAR – appropriate messaging**

### **WHAT WE STAND FOR:**

Tensor is committed to communicating with the public and the marketplace in a manner which is reliable, consistent and accurate, ensuring that we have a clear message and do not disclose confidential information.

### **WHAT WE DO:**

- We only speak on behalf of Tensor if we are authorized to do so.
- We obtain prior approval from a Department Manager or Director before submitting articles for publication that directly or indirectly refer to Tensor or our business or customers.
- We use social media in a manner consistent with our Code and Company policy including the IT and Communications and Social Media policies.
- We use good judgment in our communications so that we do not disclose confidential or inside information. When personally commenting on professional, industry or general business-related topics we make it clear that our opinions are our own and do not necessarily reflect those of Tensor.

# MANAGING OUTSIDE COMMUNICATION

### **We do not use social media to:**

- discriminate, harass, intimidate, bully, threaten or retaliate against coworkers or any third party, including our competitors;
- disparage the Company or our products, customers, employees or owners;
- make statements about our competitors that are not truthful or supportable; or
- make statements that are intemperate, exaggerated or otherwise unprofessional or inappropriate.



We refer inquiries from the media or governmental agencies to the appropriate Department Manager or Director for further handling.

## **E2. OUTSIDE INVESTIGATIONS OR INQUIRIES - controlled cooperation**

### **WHAT WE STAND FOR:**

We are committed to cooperating with government regulators and investigators, and in court proceedings, in a professional and polite manner, consistent with the rights and protections given to the Company and its employees under applicable law and in accordance with advice provided by our Tensar Legal Team.

### **WHAT WE DO:**

We comply with governmental and legal processes with due regard for our own, and our employees' own, rights and interests. These inquiries can take the form of phone calls, letters, delivery of legal documents (such as a warrant, court order, subpoena, notice of deposition, etc.), or a personal visit. These inquiries do not necessarily involve allegations that the Company has violated the law or has liability.

Immediately seek advise from the Tensar Legal Department if contacted or visited by a government agency or investigator, or by a private attorney or investigator, prior to further discussions or providing statements or documents. This way we ensure that your rights and the Company's rights are protected and that we fully cooperate and comply with our legal obligations.



# Tensar®

Code of Conduct  
Version 1: October 2020

