Company

I commit to protecting Johnson Matthey’s brand, assets and reputation
Corporate security 56
Information security 59
Intellectual property 62
Business and financial reporting 64
Accuracy of records 66
Communicating externally 68
Social media 71
Inside information 73
Corporate security

We make sure everyone feels safe and secure at work.

At Johnson Matthey, we work hard to provide a secure working environment and minimise the potential impact of security threats wherever we conduct business.

We are committed to protecting our people, assets, products and reputation by ensuring we have an effective and robust approach to the management of security risks. We do this by establishing and meeting minimum security standards across our company and applying measures to ensure business continuity. Security will always be reflected according with Johnson Matthey’s values and all employees have a role to play to minimise risks which arise from deliberate or accidental breach in site security or threats to colleagues.

Personal security and business travel

Johnson Matthey provides employees with the appropriate training and guidance for the security risks they face wherever they are based, or wherever they travel. We are all responsible for making sure we are aware of the security risks we face and how to respond to security incidents should they occur.
As Johnson Matthey employees, we sometimes need to travel for business and while commercial issues are important, they never take precedence over personal safety and security. We are committed to making sure that we all receive the most comprehensive advice prior to travelling and the best possible assistance when overseas including direction on extra precautions when travelling to certain high risk countries. All our sites must meet at least the minimum standards for physical security and we require our business partners, suppliers and contractors to take the same approach.

If you are a manager you have an additional responsibility to ensure that you have properly assessed the risks your teams face and that appropriate training and guidance and support have been made available.

**How does this apply to me?**

- I make sure I am aware of and follow my local security guidelines including what it means if I work in a high risk country.
- I know what to do if an emergency occurs at my place of work.
- I always take steps to reduce security risks including travel security, and advise management of risks as they become apparent.
- I ensure I take responsibility for any secure materials and equipment in my possession.
- I ensure that up to date and thorough inventories are kept of materials and products.

**Business continuity management**

Ensuring business continuity is critical and each site and office must be covered by a business continuity plan that is assessed and tested annually with management teams trained in the event of a security risk issue. Specific guidance on this and the minimum standards required can be obtained from the Corporate Security team.
What would YOU do?

Q I am due to go on a business trip soon and I’ve been told to check travel security before I go. Why? Surely my manager wouldn’t be sending me somewhere unsafe?

A No, your manager wouldn’t knowingly have done so – but there are some countries or locations where it is advisable to take extra security precautions and sometimes security situations can change quickly. You should make sure you know how to contact Corporate Security or the local country security manager and know what to do in case of emergency. Refer to the Travel Security Guidelines, and keep up to date with the latest travel advice and restrictions.

Q Someone you don’t recognise is working in your office. They don’t seem to be wearing a visitor pass.

A If you see someone who isn’t wearing a visitor pass or appears to be acting suspiciously, politely ask them who they are here to visit and whether you can help. If you remain concerned, take them back to reception. If you have any doubts about your safety, don’t approach the person and contact Site Security immediately.

Johnson Matthey’s core values relevant to this section:
- Protecting people and the planet
- Acting with integrity

More help and resources
- myJM Security Knowledge Zone site
- Travel Security Guidelines
- Group Security Policy
- Group Security Manual
- Corporate Risk and Assurance department
We are all responsible for keeping Johnson Matthey’s information safe and secure.

Johnson Matthey’s information is critical to everything we do. From the emails we send and conversations we have, information is a valuable company asset which we must protect and manage with care. If we don’t, and we allow our information to be at risk, it may impact our ability to operate effectively and safely.

At Johnson Matthey we keep confidential information that belongs to us, as well as information disclosed to us by a third party, safe and secure in order to protect our interests and those of our business partners. We will not disclose any confidential information, unless authorised to do so, or required by law, and then only in a controlled way.

Confidential information

Confidential information includes financial information, patents, business or marketing strategies, forecasts, know how, practices, systems and performance, product specifications and pricing, production and expansion capacity, customer and supplier arrangements (including contract terms) and personal data. In some cases, confidential information may include samples of materials or prototype equipment. Confidential information with technical content may sometimes be referred to as a trade secret.
Information security and technology use

We must all take steps to prevent unauthorised access to information we are responsible for or entrusted with, by keeping our user IDs secure, creating strong passwords and using systems responsibly.

We must try to avoid accidental introduction of any viruses, malware or spyware to JM’s systems and only use computer hardware, applications and software that have been approved for use by JM IT. We should always be careful when opening email attachments and clicking on hyperlinks by considering whether the links make sense from a business perspective and whether they come from a source you know.

Create, access and maintain

We should all exercise care when creating new information or communicating it. We must consider our audience and how it might be interpreted – or misinterpreted. If we create sensitive information, for example in documents or email, we are responsible for determining whether we should let others know that the information is sensitive.

Information needs to be usable: it should be accurate, well organised and easy to access when needed both now and in the future. We must also be aware of the potential legal and regulatory rules that may affect the way we manage, protect, retain and dispose of all our information including business records and personal information.

How does this apply to me?

- I am suspicious of any email from someone I don’t know or about an unexpected topic.
- I keep passwords confidential and make them longer and stronger.
- I only use secure IT.
- I do not use personal email or platforms such as WhatsApp or WeChat to share confidential information.
- I never give out personal or classified information over the phone, in person or in any way unless I am certain who I am giving it to and that they are entitled to access that data.
- I support and encourage my colleagues in safe and secure working practices and report any concerns to my manager, site security manager the JM IT service desk.
- I think about the value of the data I create and apply the appropriate controls for access and maintaining it securely.
- I keep my desk clear of sensitive information and always lock my laptop away when I leave my workspace at the end of the day.
What would YOU do?

Q You are going on holiday for a week. Is it okay to give passwords to a colleague who you trust so that they can check for any important customer emails and log in to applications you use in your absence?

A You should never give your passwords to any other member of staff. If you are concerned that an urgent email may come in while you are away, either contact the customer in advance letting them know who they can contact in your absence or familiarise yourself with Outlook access to set up a 'rule' that will forward the email to your colleague.

Q You receive an email from a supplier regarding an invoice with a request to send payment using different banking details. You haven't seen any prior notification from the supplier and you're not sure what to do.

A Stop and think. It is unexpected, so you are right to be suspicious. Report it straight away to your manager, and the site security manager or the JM IT service desk.

Johnson Matthey's core values relevant to this section:

- Acting with integrity
- Innovating and improving
- Owning what we do

More help and resources

- myJM Security Knowledge Zone site
- myJM Intellectual Property department site
- Intellectual Property department
- Group Legal
- Information Security Policy
- Acceptable Use Policy
- Information Classification Policy
- Data Protection Policy
We value and protect our investments in Research and development (R&D).

At Johnson Matthey, we invest heavily in R&D each year to develop new products, processes and businesses.

R&D is fundamental to our growth and to Johnson Matthey’s future success. The output of R&D programmes, such as inventions, know how and experimental data, is termed intellectual property (IP). It is important that our IP is properly managed and protected to safeguard Johnson Matthey’s investment in R&D.

IP may be protected by intellectual property rights (IPRs) such as patents, which protect our inventions; trademarks, which protect our corporate identity and our brands; and copyright, which protects our communications. In addition, the law protects our trade secrets and confidential information.

We expect others to respect Johnson Matthey’s IPRs and we likewise commit to respecting the validly registered IPRs of others and to protecting confidential information that has been disclosed to us by others in the same way as we protect our own confidential information.

How does this apply to me?

- I respect the IPRs of others.
- I take care when using publicly available text and images to ensure I am not breaching someone else’s copyright.
- I alert the Intellectual Property department if I am aware that we have created IP that should be protected.
What would YOU do?

Q You have been working on a collaborative project with an external partner, relating to formulation of catalysts. The agreement covering this collaboration includes confidentiality obligations. At lunch, one of your colleagues mentions a problem she is having with formulation of different catalysts, which you think might be solved by a formulation technique you learnt from our collaborator.

A The formulation technique might be our collaborator’s confidential information. The confidentiality obligations in the agreement probably mean that we aren’t permitted to disclose or use the information we receive outside of the collaboration, even within JM. Therefore, telling your colleague about the formulation technique would probably be a breach of the agreement. Contact the IP department for advice.

Q You have recently started working for JM. You are working on a project which is very closely related to some work you did in your previous job and you know how your previous company solved the same problem (which resulted from months of R&D efforts). Can you bypass the work required and use your previous company’s solution?

A Using specific information from your previous job would very likely be a breach of your confidentiality obligations to your previous employer. Additionally, telling others in your team about the solution your previous company came up with may ‘contaminate’ them, and mean that JM is prevented from using a solution that we may otherwise have come up with independently. Contact the IP department to discuss the nature of the information, and what your obligations are.

Johnson Matthey’s core values relevant to this section:
- Acting with integrity
- Innovating and improving
- Owning what we do

More help and resources
- myJM Intellectual Property department site
- Intellectual Property department
- Intellectual Property Protection Policy and Confidential Information Policy for your sector/business
We ensure Johnson Matthey’s company books, records and financial reporting reflect an accurate and honest picture of our business.

Financial data we can trust is required not only to comply with our policies, external accounting standards and all applicable laws and regulations but also to allow us to make informed decisions to grow our business and maintain our reputation.

How does this apply to me?

- I am honest and careful when submitting expense claims and, where appropriate, timesheets and ensure they are consistent with Johnson Matthey’s policies.
- I ensure any contractual commitments I make on JM’s behalf, or transactions I authorise, are in accordance with my authority level and adhere to our policies on the engagement of third parties.
- I make sure when I make a purchase or buy a service on behalf of JM I have ensured JM is getting value for money and have run a tender wherever possible.
- I record all transactions accurately in the proper accounting period supported by appropriately detailed evidence and in accordance with Johnson Matthey’s accounting policies.
- I am objective when writing reports to ensure they are balanced and do not just highlight good points.
What would YOU do?

Q It is approaching year end and I have an invoice from a supplier to pay. If I pay it before the month end I will miss my working capital target. Should I just wait until after the end of the month and then pay it?

A We should pay invoices when they are due, regardless of how it impacts our working capital. We should have a payment policy that states we will pay invoices on the next payment run after they fall due (normally 60 days after we receive the invoice). So if it is due before the last payment run of the month, we should pay it in that payment run. If it falls due after the last payment run of the month our policy is to pay it in the next payment run, which will be in the following month – as long as this is in keeping with our terms and conditions this is the right thing to do.

Q You have received an invoice that needs paying urgently but is over your authority limit and your manager is out of the country. The supplier is threatening legal action if you don’t pay it immediately. A colleague suggests you pay it and then ask your manager to countersign it after it has been paid.

A Each invoice must be appropriately authorised before it is paid, so you cannot follow your colleague’s advice. However, this is not an unusual situation and so there is likely to be an acceptable solution that complies with Johnson Matthey’s policies. If the situation is urgent, contact your local financial controller or Sector Finance Director who will have a procedure for this situation.

Johnson Matthey’s core values relevant to this section:

- Acting with integrity
- Owning what we do

More help and resources

- Group Control Manual
- Local Finance Manager or Financial Controller
- Division Finance Director
- Group Accounting
We are honest and accurate in all our business records and reporting of any kind, whoever the intended recipient and whatever the purpose of the document or record.

It is important that we can trust the business records we have and the reporting that we receive or provide. Whenever we create a record of something (for example the results of quality testing and product inspections, timesheets, the attendees at a training session, or the steps we have taken to gather information), we need to do this accurately and honestly so that we and stakeholders including other employees, customers, suppliers, government agencies can rely on it.

If records are changed with the intention of financial gain (whether by the company or individuals), or other personal gain, this may be fraud which could be a criminal offence for JM and/or an individual employee.

How does this apply to me?

- I always record business information in an accurate, truthful, and timely way, and in accordance with all relevant policies, professional standards and local laws.
- I never falsify or improperly alter records or intentionally allow a misleading impression to be created.
- I only destroy or delete business records in accordance with document retention policies.
What would YOU do?

Q You work in the quality department and you have been told that one of the testing processes doesn’t give the results it should and doesn’t reflect reality and that test results are outside the specification agreed with the customer. You have been told that there is a mathematical way of determining a result that would be within the agreed specification, and you are asked to record that number instead. What should you do?

A This would be falsification of the record and you must not do this. If the testing process does not give results we have confidence in, the process must be changed and/or a different specification agreed with the customer. You should raise this with your manager and if you are unhappy with the outcome of this conversation you should Speak Up.

Q You have been asked to provide information to the JM IT team in relation to data that is processed in your area of work. You do not understand why they need this and are very busy completing other tasks. Several weeks later you realise you haven’t answered the request and you quickly write an answer from memory, without going back to check the records you have.

A This is not the right way to approach this situation. If you do not understand why information is needed, or how you should prioritise such a task, you should seek clarification from the JM IT team and or your manager. The JM IT team may need the information for an important reason (which could include for a regulator) and may be relying on the information you have provided. If you have not taken time to report properly, JM IT may be unwittingly basing their decisions on inaccurate or incomplete information.

Johnson Matthey’s core values relevant to this section:
- Acting with integrity
- Owning what we do

More help and resources
- Group Legal
- Group Ethics and Compliance
Communicating externally

We act responsibly and consider the consequences of our actions when we communicate information about our business.

External communications must be effective, balanced, clear and consistent. Dialogue with our external stakeholders must be transparent, straightforward and not inaccurate or misleading.

Where Johnson Matthey has to provide information that officially reflects the company’s own views (such as financial results, crises management or business developments), only those people who are specifically authorised to speak for the company should do so. In addition, all communications must be preapproved by the appropriate representative.

We also need to take care when offering sponsorship or providing endorsements. Making poor choices could damage our reputation if an organisation or product is not consistent with JM’s vision, strategy and values. Always refer to the guidance in the Community Investment Policy.
If you are asked to provide an endorsement of a third party’s products or services, you must think very carefully. Firstly, in doing this you are saying that JM is happy with that product or service and would recommend it to others. Secondly, if we do agree to an endorsement, we must ensure that the wording that the third party uses is not misleading. In particular, endorsement wording needs to be narrow in scope, for example where there has been work done with Johnson Matthey’s Clitheroe UK site it need to be clear, and not give the impression that they have worked for the whole Group. If you have any doubts, do not agree to endorse. If you have any questions, please contact Group Corporate Communications.

**How does this apply to me?**

- I communicate information to external audiences on Johnson Matthey’s behalf only when specifically authorised to do so.
- I forward any requests for information that I am not authorised to provide or feel uncomfortable discussing externally to my manager, Group Corporate Communications or others in a position to respond.
- I seek approval from Group Corporate Communications or others authorised to provide approval before releasing statements about Johnson Matthey to the local, national, global or trade press.
- I ensure if I am designated to speak to the media on Johnson Matthey’s behalf, I will participate in media communications training before doing so.
What would YOU do?

Q You are at a conference and a journalist approaches you asking about Johnson Matthey’s latest acquisition. You know something about this and you think you can help answer the journalist’s questions.

A Unless you are specifically authorised to talk to the press on this topic, politely decline to comment and direct the query to either the site spokesperson or Group Corporate Communications.

Q A customer you work with regularly asks for informal updates on Johnson Matthey’s upcoming financial results. You have heard business performance is on track and assume the results are good.

A Explain politely that you are unable to comment on the financial results until Johnson Matthey has announced the results formally.

Johnson Matthey’s core values relevant to this section:

- Acting with integrity
- Innovating and improving
- Owning what we do

More help and resources

- myJM Group Investor Relations and Corporate Communications site
- Group Corporate Communications
- Site Communications spokesperson
Social media

We are responsible for everything we post on all forms of social media.

Social media is a fact of life, used for everything from keeping in touch with friends and colleagues to making new connections or finding out the latest news. Whether you’re a user of Twitter, LinkedIn, Facebook, Snapchat, or any other platform, you are expected to use social media responsibly. What you say on social media can stay public for many years, and can deeply impact your own reputation and that of JM.

As an innovative science and technology company we are naturally part of the wider conversation within our industry, and social media is one of the places we have those conversations with our partners. We would always encourage you to get involved in that discussion, but keep in mind that what you post is your responsibility. You should never share confidential information, say anything that puts our reputation at risk, or speak on behalf of Johnson Matthey as a whole.

The line between personal and professional may be blurred on social media; remember that what you post, like, retweet etc. in either capacity can be risky, and both uses are covered by our social media policy. If you believe you have seen something that breaks the rules of this policy, it’s your responsibility to pass this information to the appropriate people within JM.

How does this apply to me?

- I am responsible for everything I post on all forms of social media.
- I use judgement and common sense when communicating externally.
- I keep in mind that what I publish may remain public for many years.
- I protect the privacy of others and Johnson Matthey’s confidential information.
- I never speak on behalf of Johnson Matthey on social media.
- I realise that it is the responsibility of each one of us to help protect Johnson Matthey’s reputation.
What would YOU do?

Q. Your business is being restructured and you are not happy about the changes. You want to share how you are feeling with your friends via your personal Facebook account.

A. If you choose to share your feelings via Facebook, think carefully before you write. Nothing in the Code is intended to interfere with, restrain or prevent employee communications about your employment circumstances. However, you should be considerate to others when doing so as well as keeping in mind the information set out in our social media policy. It would be better to raise your concerns directly with your manager or HR. Remember that our policy applies to personal social media use as well as professional.

Q. You see a comment posted on social media about an area of technology relevant to Johnson Matthey. You think you have something useful to say.

A. We would always encourage you to contribute and help build both your own and JM's profile. However, remember you must only mention publicly available information. It's appropriate to talk about work and have dialogue within a professional community, but you must take care not to reveal confidential information or intellectual property when doing so, and it's especially important to make it clear that you are stating your own opinion and not that of JM.
Inside information

We always understand our responsibilities in respect of inside information.

Inside information is a form of confidential information that is of a precise nature and has not been made public but, if it were, it is likely that it would have a significant effect on the Johnson Matthey share price.

Employees are not expected to make a definitive judgement as to whether information is or is not inside information but if you are in any doubt, you must refer the matter to a member of the Disclosure Committee (being the Chief Executive, Chief Financial Officer and the Company Secretary). Inside information may include, for example, information relating to Johnson Matthey’s trading and/or financial results, its earnings forecasts, transactions such as acquisitions and disposals or any other major new developments in its business.

Johnson Matthey’s Inside Information Policy establishes mandatory procedures to ensure that employees and other personnel can:

- identify potential inside information;
- escalate the issue as soon as possible through the appropriate internal channels; and
- protect and control inside information.

If you are in possession of information that could be, or has the potential to become inside information, you must notify a member of Johnson Matthey’s Disclosure Committee immediately. This committee is responsible for identifying and monitoring the existence of inside information and approving its disclosure to the market.

You must not trade in Johnson Matthey shares (or other financial instruments) when in possession of inside information and you must not disclose that information or encourage a third party to do the same.
Insider trading is a criminal offence in many countries in which we operate.

Employees with access to inside information must ensure that the information is properly stored, protected and managed, so that confidentiality is maintained and that there is no unauthorised access to the inside information.

We maintain confidential lists for persons with access to confidential information which is not inside information but has the potential to become inside information in the future. If your name is included on a Confidential List, you may also be restricted in your ability to trade in JM shares, including requiring you to obtain clearance in advance. You will be notified if your name will be included on a Confidential List and of the share dealing restrictions imposed on you as a result.

**How does this apply to me?**

- I do not deal in Johnson Matthey shares whilst in possession of inside information.
- I do not deal in Johnson Matthey shares whilst in possession of information that has the potential to become inside information or without obtaining prior clearance if share dealing restrictions have been imposed on me.
- I do not encourage, ask or instruct any third party to deal in Johnson Matthey shares whilst I am in the possession of inside information.
- I follow the Johnson Matthey Share Dealing Code and any other share dealing restrictions if I have been notified that they apply to me.
- I do not engage in market abuse or manipulation by spreading false information about Johnson Matthey.
What would YOU do?

Q You are working on an acquisition which you know could have an effect on the Johnson Matthey share price once announced and as such, you have been notified that share dealing restrictions apply to you. Your father has asked you whether he should invest in some Johnson Matthey shares in the near future.

A You cannot help someone make a decision on whether to invest in Johnson Matthey shares on the basis of inside information you may hold. Your father should make his own decision or seek independent advice on whether or not to proceed.

Q As part of your role you have access to confidential information that is not publicly available although you are not sure whether this information would have an impact on the Johnson Matthey share price if publicly known. You are about to go on holiday and would like to sell some of your Johnson Matthey shares to pay for it.

A You should seek advice from Company Secretarial or Group Legal as to whether or not the confidential information you have access to could be considered to be inside information. If it is inside information unfortunately you would not be able to sell your shares at this stage.

Johnson Matthey’s core values relevant to this section:
- Acting with integrity
- Owning what we do

More help and resources
- Company Secretarial
- Group Legal