



# BIC GROUP CODE OF ETHICS AND GUIDE

Jan-07  
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Without ethics nothing can be sustained.

Ethics is at the heart of BIC's philosophy and has been the cornerstone of the basic business principles which drive BIC's success. BIC's reputation for integrity, honesty and fair dealing was well established long before our Code of Ethics was written.

Our goal is to build relationships with all of our stakeholders - employees, customers, suppliers, shareholders, and regulators - based on honesty, trust and respect.

Ethics is based on standards and principles of behavior endorsed, supported, and practiced by all of our managers and employees around the world.

The purpose of this Code is to formalize the fundamental ethical principles of BIC so that everyone can refer to it and conform to it in all circumstances. The goal is to build and maintain a culture within BIC that does the right thing day in and day out.

The standards are not intended to be exhaustive but rather represent essential reference points for all BIC employees and partners. Throughout the Code, questions provide guidance for identifying when an ethical issue may be present and require action.

It is everyone's responsibility to abide by and practice these standards on a daily basis, thereby maintaining and enhancing BIC's global reputation as a trustworthy partner.

Inherent in the standards is our responsibility to reject any attitude or behavior contrary to the Code.

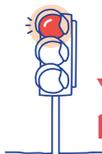
Any questions, concerns, or issues regarding the Code of Ethics should be addressed in any language to the following individuals, who have been designated as mediators and ethics officers for the BIC Group.

## Marie-Aimée Bich-Dufour

*Executive Vice-President  
General Counsel  
Société BIC*

## Steve Burkhart

*Vice-President  
General Counsel  
BIC Corporation*



### You may be about to overstep a limit when you hear the following:

- "No one need know..."
- "The end justifies the means..."
- "Everyone does it..."
- "Just this once..."
- "It's always been done this way..."
- "We don't have to mention that..."
- "I'm saying this off the record..."
- "It seems too good to be true..."
- "Turn a blind eye to..."
- "It's not serious..."



### If you are still not sure, ask yourself:

- "Does this fit in with the Group's values? Its operational standards?"
- "Do I find this decision ethically problematic?"
- "What if this was reported in the newspaper?"
- "What if it was being done to me, rather than me doing it to others?"
- "Is this honest?"
- "What if my children, my parents, my friends, my colleagues, etc., knew about this?"
- "What if everyone did this?"





# BIC GROUP CODE OF ETHICS AND GUIDE

## Standards

### Fundamental Human Rights

- **BIC abides by the International Labor Organization conventions** regarding the protection of workers and the ban on forced labor and child labor. BIC requires its suppliers to do the same.
- **BIC employs workers based on ability to perform a job task and does not discriminate**, for any reason whatsoever, in the recruitment of employees, in the development of skills and careers and more generally in relationships at work.
- **BIC does not tolerate any form of moral or sexual harassment** and prohibits any behavior likely to create an intimidating, hostile or offensive work environment.

## Questions

*Do I have my doubts as to my supplier's compliance with employment legislation?*

*Am I sure that in my department the basic rules are known and applied by everyone, in particular regarding safety and working hours?*

*Is it certain that I have avoided behaving in a way that some of my colleagues may find offensive or humiliating?*

*Would I have behaved in the same way with a colleague of the opposite sex?*

*Am I certain of my objectivity when it comes to assessing the performance of my colleague?*

*Would I find it acceptable if my colleagues behaved the same way with me as I do with them?*

*Do I tend to blame one individual colleague for all the department's problems?*

## Questions

*Do I have my doubts as to the guarantees I receive from my supplier with regard to protection of the environment?*

*Do I know for sure that my colleagues are familiar with and apply BIC Group's Environment, Health and Safety policy?*

*Are my actions in the office "environmentally-friendly"?  
Do I definitely avoid waste? Do I make every effort to encourage my colleagues to adopt less wasteful behavior?*

*Can we lessen the environmental impacts of the project we're beginning?*

### Respect for the Environment

- **BIC has enacted an Environment, Health and Safety Policy**, continually monitors its application and asks that all its suppliers and contractors operating on BIC sites exercise the same vigilance.
- **BIC's focus is on the continual improvement** of the environmental performance of our factories. In particular, BIC strives to minimize the impacts of its operations.
- **When designing and manufacturing its products, BIC continually strives** to utilize innovative technical solutions to minimize the impact on the environment.
- In addition, **BIC actively promotes environmentally friendly practices** in all of our offices and encourages each of our employees to adopt behaviors to avoid wasting energy and natural resources.

## Questions

*Do my colleagues feel they can freely express their opinions?*

*Do I ensure that my colleagues behave in a courteous manner in their dealings with other departments within the BIC Group, and with their suppliers?*

*Am I diligent in acting upon the comments I receive from our employees?*

*Have I elevated my specific legal or ethical concern to my supervisor, the designated Ethics mediators or my Human Resources representative?*

### Listening and Communicating

- **BIC is committed to developing relationships and celebrating diversity** throughout the organization based on respect and trust.
- **The BIC Group intends to foster and maintain a responsible social dialogue.** BIC is committed to making complete, timely and accurate disclosures to our employees. The Company has a responsibility, both legally and ethically, to communicate effectively and candidly with our employees.





## BIC GROUP CODE OF ETHICS AND GUIDE

### Compliance with the Law

- **BIC complies with all laws and regulations and asks its suppliers to do the same.**
- **BIC is committed to complying with all applicable anti-corruption laws and regulations.** Many governments have implemented laws to prohibit the making or offering of bribes and facilitation payments to government officials in connection with obtaining or retaining business, influencing any official act or securing any other improper advantage.
- In particular, **all employees are instructed to strictly respect all laws and regulations** relating to, among other things, anti-corruption, competition, intellectual property, labor and employment, safety, health, and the protection of the environment.
- **BIC encourages its employees to be involved in their local community**, however, BIC funds and other group assets may not be used, either directly or indirectly, to benefit political organizations or political candidates. A political contribution includes both direct (i.e., money) and in-kind contributions. In-kind contributions include the purchase of fundraising tickets, contribution of products, volunteer work by employees within normal business hours and the use of BIC facilities for fundraising or political purposes.
- **The operational responsibility for BIC's relationships with public authorities and institutions is delegated to a small number of specifically identified senior managers**, who have been named to represent the Group.

### ? Questions

*Have I checked that I am complying with the regulations on consumer health and safety and the environment? Am I operating in line with current standards and legislation in the countries where our products are sold?*

*Am I certain that my distributor's activities comply with the Law and are not conflicting with the BIC group's interests?*

*Should I consult the Human Resources department and/or the Legal department about this matter? Have I properly implemented the recommendations of the Human Resources department and/or Legal department?*

*Have I obtained information regarding my competitor in a legal way?*

*Am I or my colleagues fully aware of the laws applicable to my/their job responsibilities?*

*Do I know who has the authority to speak on behalf of the organization?*

### Principles of behavior

### ? Questions

*Am I careful to avoid situations where my own interests could enter into conflict with the interests of the BIC Group or might influence my judgment or actions in performing my job?*

*Do I know for sure that my professional activities outside BIC do not have a negative impact upon the BIC Group or impact my ability to devote appropriate time and attention to my job responsibilities?*

### Conflicts of Interest

Each employee must avoid any situation where a conflict exists between the Group's interests and the personal interests of the employee or his/her family members.

In particular, each employee is prohibited from:

- **Acquiring any ownership or other financial interest in any competitor, supplier or customer** that would conflict with his/her responsibilities to BIC.
- **Conducting any external business or professional activity** that would be contrary to the interests of the Group, including with a competitor, supplier, or customer.



## Questions

*Do I know for sure that I have supplied the right information to the right people?*

*Am I careful to avoid indiscretions regarding BIC Group internal projects in social conversations or business relations with suppliers, customers and others?*

*Am I fully aware of the level of confidentiality of the information I receive? Am I fully aware of what information I should be supplying to each of my colleagues given the level of confidentiality?*

*Have I protected confidential information which must be disclosed outside the BIC Group with a Confidentiality Agreement and appropriate approvals and protections?*

## Professional Commitment

- Each employee shall conduct himself/herself **with the highest degree of professionalism and collaboration**, thereby helping to ensure that the Group's standards are maintained.
- Each employee shall be committed to **fostering a climate of trust and close collaboration** with his/her colleagues and shall not condone or tolerate any discriminatory, offensive or inappropriate behavior.
- Each employee shall be committed to **delivering quality work in a timely manner** and shall always be aware of the needs and expectations of his/her colleagues.

## Questions

*Do I know for sure that all my colleagues are aware of, and apply, principles of integrity, fairness and honesty in their dealings with participants in their projects?*

*Do I ever give or receive gifts of a value greater than is customary under the circumstances?*

*Do I know for sure who to turn to if I have received a gift and am unsure of its value?*

*Do I know for sure that the use I am making of BIC Group resources will not put the company in an awkward position?*

## Protection of the Group's Assets

- Each employee is responsible for **protecting the Group's confidential information and trade secrets** to avoid disclosure to competitors, customers, suppliers and employees who do not have a valid business reason for obtaining the information.
- Each employee of the Group is **prohibited from disclosing to third parties**, or to other employees within the Group who have no business reason to receive it, confidential business information to which he/she has access.
- Each employee is responsible for **ensuring that the information he/she generates is always accurate, reliable and shared** with all appropriate employees.

## Questions

*How long is it since I asked myself: "Is this project being implemented in accordance with the BIC Group operational principles"?*

*Am I careful to create the right conditions for a calm working environment?*

*Am I clearly intransigent in dealing with discriminatory, offensive and degrading behavior?*

## Relationship with Stakeholders

- Each employee must **follow the principles of integrity, honesty and fair** dealing in all of his/her dealings with the Group's stakeholders.
- When dealing with customers, suppliers and other third parties, each employee is committed to **conducting himself/herself objectively** and only in the best interests of the Group.
- Each employee is **prohibited from soliciting or accepting, directly or indirectly, any gifts** with an economic value that exceed acceptable business practices.
- No employee shall **condone the use of Group funds, assets or property for any unlawful or improper purpose**. In particular, BIC does not tolerate any form of bribery and corruption.

The Code of Ethics does not address all workplace conduct. BIC maintains additional policies and guidelines that may provide additional guidance. If there are local rules that supplement this Code of Ethics, including at the local country level, an Addendum will be attached.

Ethics is the cornerstone of the BIC values and has been an essential element of the basic business principles which drive BIC's success.





# BIC GROUP CODE OF ETHICS NORTH AMERICA ADDENDUM

Apr-14

BIC Corporation and its subsidiary and affiliate companies ("BIC") have a reputation for integrity of which we can be proud. In order to uphold this reputation, it is imperative that each employee conducts his or her business and personal affairs in a manner that reflects the philosophies and goals as set forth in the BIC Group Code of Ethics and this Addendum.

BIC is committed to complying with all applicable anticorruption laws, regulations and policies. The United States Government and many other foreign governments have implemented laws to prohibit the making or offering of bribes to foreign officials, political parties or candidates in connection with obtaining or retaining business, influencing any official act or securing any other improper advantage. The law for the United States of America, The Foreign Corrupt Practices Act (FCPA), does not require that any payment actually be made, only that there was intent to make an improper payment. Company and personnel penalties for violating the FCPA and any other applicable laws or regulations are severe and can include large fines and prison time. All BIC employees must comply with such laws, regulations and policies, whether conducted directly or indirectly through a third party, both domestically and abroad.

## Bribery/Improper Payments

This policy prohibits all forms of bribery. Gifts of cash or cash equivalents are strictly prohibited under all circumstances. Always avoid the receipt or giving of any lavish gifts, gratuities, payments, fees, services or favors from or to any company, individual or government official with which BIC has done business, is contemplating business dealings or seeks to do business with BIC. Consistent with this policy, the receipt or giving of common courtesies, sales promotional items of nominal value, occasional meals in connection with a business meeting made on a reciprocal basis and reasonable entertainment appropriate to the business relationship may be allowed.

Each employee is personally accountable for any BIC funds, assets or property over which he or she has control. It is BIC's policy that no corporate or subsidiary funds, assets or property be used for any unlawful or improper purpose and may not be offered or given to any officer or employee of a customer, supplier, government official, foreign or domestic, for any reason.

## Business and Financial Records

No false, artificial or misleading entries in the books and records of BIC, domestic or foreign, shall be made for any reason. All reporting of information (e.g., expense reports, invoice transmittals, inventory summaries, etc.) should be accurate, honest and timely and should be a fair representation of the facts. All books and records must be maintained at all times in accordance with the accounting principles and internal control procedures that BIC has adopted.

Anyone approving or certifying the correctness of a voucher or bill should have reasonable knowledge that the purchases and amounts are proper.





## BIC GROUP CODE OF ETHICS - NORTH AMERICA ADDENDUM

### Duty to Report Violations

Each employee is responsible for bringing to the company's attention any circumstances which the employee believes in good faith may constitute a violation of the BIC Group Code of Ethics and this Addendum. BIC considers the failure to discharge this responsibility may be as serious as the violation itself. Information regarding potential violations or violations should be reported to your supervisor or Human Resources Representative who will report the violation to the General Counsel. If you prefer, you may report the violation directly to the BIC General Counsel. General Counsel will serve as mediator and ethics officer who will investigate and, as appropriate, report the violation to the proper authorities. The Company will make every effort to see that employees giving information in confidence are protected.

### No Retaliation

Threats or acts of retaliation or retribution against employees who make use of the complaint procedure or assist in an investigation will not be tolerated. Use the procedure described above to report any such retaliatory actions.

### Disciplinary Action

Deviation from the policies set forth in the BIC Group Code of Ethics and this Addendum is considered a serious infraction and may result in disciplinary action by BIC up to and including termination and, if appropriate, prosecution.

## Acknowledgment of Receipt of BIC Group Code of Ethics and North America Addendum

I acknowledge that I have received and will read and familiarize myself with the contents of the BIC Group Code of Ethics and North America Addendum. The policies set forth herein are subject to change at the discretion of BIC Corporation at any time.

I understand that when I have questions concerning proper business practices, or suspect misconduct, I will notify my supervisor, Human Resources Representative or the Company's General Counsel.

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Employee signature

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Employee name

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Date of receipt of policy

