Sealed Air s.r.l. Code of Ethics
# SEALED AIR s.r.l. Code of Ethics

(Annexe 1 to the Organisational Model as per Leg. Decree 231/2001)

## CONTENT

<table>
<thead>
<tr>
<th>Sect. I</th>
<th>GENERAL PRINCIPLES</th>
<th>pag. 3</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.1</td>
<td>ADDRESSES AND FIELDS OF APPLICATION OF THE CODE</td>
<td></td>
</tr>
<tr>
<td>1.2</td>
<td>SEALED AIR’S COMMITMENTS</td>
<td></td>
</tr>
<tr>
<td>1.3</td>
<td>EMPLOYEES’ OBLIGATIONS</td>
<td></td>
</tr>
<tr>
<td>1.4</td>
<td>ADDITIONAL OBLIGATIONS OF COMPANY FUNCTION MANAGERS</td>
<td></td>
</tr>
<tr>
<td>1.5</td>
<td>APPLICABILITY OF THE CODE TO THIRD PARTIES</td>
<td></td>
</tr>
<tr>
<td>1.6</td>
<td>CONTRACTUAL VALIDITY OF THE CODE</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Sect. II</th>
<th>RULES OF BUSINESS CONDUCT</th>
<th>pag. 5</th>
</tr>
</thead>
<tbody>
<tr>
<td>2.1</td>
<td>CONFLICT OF INTEREST</td>
<td></td>
</tr>
<tr>
<td>2.2</td>
<td>RELATIONS WITH CUSTOMERS</td>
<td></td>
</tr>
<tr>
<td>2.3</td>
<td>RELATIONS WITH SUPPLIERS</td>
<td></td>
</tr>
<tr>
<td>2.4</td>
<td>COMPETITION POLICY</td>
<td></td>
</tr>
<tr>
<td>2.5</td>
<td>JUVENILE LABOUR</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Sect. III</th>
<th>TRANSPARENCY OF ACCOUNTS AND INTERNAL CONTROLS</th>
<th>pag. 7</th>
</tr>
</thead>
<tbody>
<tr>
<td>3.1</td>
<td>ACCOUNTS RECORDS</td>
<td></td>
</tr>
<tr>
<td>3.2</td>
<td>INTERNAL CONTROLS</td>
<td></td>
</tr>
<tr>
<td>3.3</td>
<td>RECYCLING</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Sect. IV</th>
<th>PERSONNEL POLICY</th>
<th>pag. 8</th>
</tr>
</thead>
<tbody>
<tr>
<td>4.1</td>
<td>HUMAN RESOURCES</td>
<td></td>
</tr>
<tr>
<td>4.2</td>
<td>HARASSMENT AT THE WORKPLACE</td>
<td></td>
</tr>
<tr>
<td>4.3</td>
<td>ALCOHOL AND DRUG ABUSE</td>
<td></td>
</tr>
<tr>
<td>4.4</td>
<td>SMOKING</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Sect. V</th>
<th>HEALTH, SAFETY AND ENVIRONMENT</th>
<th>pag. 10</th>
</tr>
</thead>
<tbody>
<tr>
<td>5.1</td>
<td>ENVIRONMENT PROTECTION</td>
<td></td>
</tr>
<tr>
<td>5.2</td>
<td>HEALTH AND SAFETY AT WORK</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Sect. VI</th>
<th>CONFIDENTIALITY</th>
<th>pag. 10</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>Sect. VII</th>
<th>EXTERNAL RELATIONS</th>
<th>pag. 11</th>
</tr>
</thead>
<tbody>
<tr>
<td>7.1</td>
<td>RELATIONS WITH THE PUBLIC ADMINISTRATION</td>
<td></td>
</tr>
<tr>
<td>7.2</td>
<td>RELATIONS WITH POLITICAL ASSOCIATIONS AND TRADE UNIONS</td>
<td></td>
</tr>
<tr>
<td>7.3</td>
<td>RELATIONS WITH MASS MEDIA</td>
<td></td>
</tr>
<tr>
<td>7.4</td>
<td>PRESENTATION OF GOALS, ACTIVITIES, RESULTS AND VIEWPOINTS OF SEALED AIR</td>
<td></td>
</tr>
<tr>
<td>7.5</td>
<td>“NO-PROFIT” ORGANISATIONS</td>
<td></td>
</tr>
</tbody>
</table>

| Sect. VIII | PENALTY SANCTIONS | pag. 12 |
INTRODUCTION

All the activities of Sealed Air S.r.l. (hereinafter “Sealed Air” or the “Company”) must be carried out in accordance with applicable laws, according to principles of fair competition, honesty, correctness and good faith, respecting the legitimate interests of customers, employees, partners, business and financial partners and the communities where the activities of Sealed Air are located. All those who work with Sealed Air, none excluded, are committed to respecting and ensuring the respect of these principles in the context of their functions and responsibilities. The belief of working in favour of Sealed Air does not justify any conduct not complying with these principles.

In view of the complex situations in which Sealed Air works, it is important to clearly define the values of Sealed Air as a whole, both within and outside the company. Accordingly, this Code of Ethics (“Code”) has been prepared and must be followed by each and every employee in that this is of fundamental importance to ensure the efficiency, reliability and reputation of Sealed Air, all of which are factors which are of decisive importance for the success of the company.

Not only must the employees of Sealed Air fulfil the general obligations of loyalty, correctness and execution of the employment contract in good faith but they must also refrain from any activities that are competitive with those of Sealed Air while respecting Company rules and complying with the above Code, as also provided by effect of the section 2104 of the Italian Civil Code.

Each and every employee is called to know the Code, contribute actively towards its implementation and report any irregularities of which he or she may become aware. Sealed Air shall exert its best efforts to ensure that employees become familiar with the Code encouraging same to provide a constructive contribution to its contents. Any employee whose conduct does not comply with the contents and spirit of the Code shall be subject to the disciplinary measures provided by the Code itself.

Sealed Air will carefully supervise that the Code is respected, providing appropriate information, prevention and control instruments as required, ensuring the transparency of operations and conduct and introducing corrective actions if necessary. All those who do business with Sealed Air will be made aware of the Code.

Finally, pursuant to Legislative Decree 231 dated 8 June, the Legislator introduced for the first time in Italian Law, the administrative liability of organisations for facts constituting a crime. This liability is in addition to that of the individual who is materially responsible for an illegal act, independently from the same.

With this Code, Sealed Air accordingly establishes the principles, rights, duties and responsibilities of the Company with respect to its shareholders, employees, collaborators, clients, suppliers and the public Authorities. The Code moreover recommends, promotes and prohibits specific types of conduct for which the Company may be responsible and which in any case do not comply with the ethical principles established.

The preventive control system, entrusted to a Supervisory Board with autonomous powers of action and control, is based on this Code.

Sect. I GENERAL PRINCIPLES

1.1 ADDRESSEES AND FIELDS OF APPLICATION OF THE CODE

Moral integrity is a constant responsibility of all those who work for Sealed Air and characterises the conduct of its organisation as a whole.

The principles and provisions of the Code are binding for all the members of the Company boards, employees, temporary workers, consultants and collaborators of any kind, agents, attorneys and anyone else who acts in the name and on behalf of Sealed Air (hereinafter jointly referred to as “Addressees”).

The management of Sealed Air is called to comply with the provisions of the Code when proposing and
executing projects, actions and investments to increase in the long term the financial, management and technological values of the company as well as the long-term well-being of employees and the community.

The company goals established by the members of the Board of Directors are based on the principles of this code.

The managers are the first to be responsible for concretising the values and principles of the Code, by assuming responsibility both within and outside the company and strengthening trust, cohesion and group spirit.

The employees of Sealed Air - quite naturally in compliance with the law and application regulations - will adapt their actions and behaviour to the principles, objectives and obligations provided by the Code.

All actions, transactions and negotiations carried out, and more generally, the conduct of the employees of Sealed Air when they carry out their work, are inspired by principles of utmost correctness in terms of management, completeness and transparency of information, formal and substantial legality, precision and accuracy of accounts entries in accordance with applicable regulations and in-house procedures.

Sealed Air, through its employees, collaborates actively and in full with the Authorities. All company activities must be carried out with commitment and professional precision. Each and every employee must provide professional services appropriate to the responsibilities assigned to the same so as to safeguard the prestige of Sealed Air.

Relations between employees, at all levels, must be based on principles and a conduct of correctness, collaboration, loyalty and reciprocal respect. Sealed Air believes that communication between all Company levels contributes efficiently to maintaining high ethical standards of company conduct.

In order to ensure full compliance with the Code, employees may contact their managers or the in-house functions responsible for the Code.

1.2 SEALED AIR’S COMMITMENT

Sealed Air will ensure:

• that the Code is widely distributed to all its employees;
• adequate training programmes and ongoing awareness of problems related to the Code;
• analysis and updating of the Code in order to adapt it to developments in civil sensitivity and laws applicable to the Code itself;
• that all the necessary instruments to understand how to interpret and implement the laws referred to by the Code are provided;
• that any information regarding alleged breach of the Code are investigated;
• that facts are evaluated, and in the case of ascertained breach, the application of appropriate disciplinary measures;
• that anyone providing information regarding cases of alleged breach of the Code or relevant laws suffers any form of reprisal.

1.3 EMPLOYEES’ OBLIGATIONS

All employees must be familiar with and know the provisions of the Code and the relevant laws that regulate the activities carried out in the context of his or her function. Sealed Air Employees must:

• refrain from all and any conduct not complying with these rules;
• contact their managers for any explanations they may require regarding the method of application of the same;
• immediately report to their managers any information, of which same become aware personally or through others, regarding their possible breach of the rules provided by the Code;
• any encouragement to violate such rules;
• collaborate with the delegated structures to ascertain possible violations.
• in general, exert their best efforts to comply with applicable laws and regulations in all countries where the Company deals. This obligation also applies to consultants, suppliers, clients and anyone that has dealings with the Company. The Company may not start or continue any relationship with anyone who does not intend to accept this principle. Employees must be aware
of the laws and applicable conduct; in the case of doubts on what to do the organisation must inform its employees appropriately.

1.4 ADDITIONAL OBLIGATIONS OF COMPANY UNIT AND FUNCTION MANAGERS

All Unit/Function Managers of the Company shall:

• behave in such a way as to be an example for their employees;
• ensure that employees respect the Code, encouraging the same to raise problems and queries regarding the rules;
• ensure that employees understand that respecting the rules of the Code is an essential requisite of the quality of the work services provided;
• carefully recruit, insofar as the same is responsible, employees and external collaborators to ensure that tasks are not entrusted to persons who do not provide full guarantees that they will respect the rules of the Code;
• immediately report to their senior manager, or the Supervisory Board, any information provided by employees regarding the possible violation of the rules;
• adopt immediate corrective measures when so required by a particular situation;
• prevent any type of reprisal.

1.5 APPLICABILITY OF THE CODE TO THIRD PARTIES

In relation to third parties, all Sealed Air employees, insofar as they are responsible, shall:

• appropriately inform them of the commitment and obligations provided by the Code;
• demand that they comply with the obligations directly related to their activities;
• adopt appropriate in-house actions, and, in so far as they are responsible, external actions, in the case of breach by third parties of the obligation to comply with the provisions of the Code.

1.6 CONTRACTUAL VALIDITY OF THE CODE

Compliance with the provisions of the Code must be considered as an essential and substantive part of the contractual obligations of the employees of Sealed Air pursuant to and by effect of section 2104 of the Italian civil code. Breach of the rules of the Code may constitute non-fulfilment of the primary obligations of the employment relationship or a disciplinary offence, with all the consequences provided by law, even in terms of maintaining the employment relationship and may entail refund of any damages deriving from the same.

Sect. II RULES OF BUSINESS CONDUCT

Sealed Air conducts its business relations according to principles of loyalty, correctness, transparency, efficiency and openness to the market.

The employees of Sealed Air and external collaborations, whose actions may in any way be linked to Sealed Air, must behave with correctness in any business carried out in the interests of Sealed Air and in relations with the Public Administration, over and above market competition and the importance of the business in question.

Practices of corruption, unlawful favors, collusive behaviour, direct and/or indirect soliciting of personal and career advantages for oneself or for others, are expressly prohibited.

Sealed Air recognizes and respects the right of its employees to participate in investments, business or other activities over and above those carried out in the interests of Sealed Air provided such activities are legal and compatible with the obligations assumed as employees.

2.1 CONFLICT OF INTERESTS

In any case, the employees of Sealed Air must avoid all situations and activities which may entail a conflict of interests of the company or that may interfere with their ability to make impartial decisions in the best interests of the company and in full compliance with the rules of the Code. Any situations that may constitute or determine a conflict of interest must be immediately reported to the senior manager. In particular all employees of Sealed Air must avoid all and any conflict of interests between personal and family economic activities and their duties within the department to which they belong.
For the purposes of this principle, it is to be considered in "conflict of interest" with Sealed Air whoever holds, for whatever reason, an interest contrary to the Company's one. All those operating on behalf of Sealed Air are obliged to refrain from having relations with third parties in the event that such conflicts exist.

No payments and material benefits of any kind may be given or offered, either directly or indirectly, to third parties and public or private officials, in order to influence or compensate an act of their office. Acts of business courtesy such as gifts or other forms of hospitality are permitted when value of the same is moderate and in any case provided same do not compromise the integrity or reputation of either of the parties and may not be interpreted, by an impartial observer, as directed as acquiring advantages in an improper manner. Expenses of this kind shall in case always be authorized by the position indicated by the procedures and documented appropriately. Any employee who receives gifts or special treatment not directly attributable to normal relations of courtesy must inform his or her manager.

External collaborators (including consultants, representatives, intermediaries, agents, etc.) will be asked to respect the principles of the Code. Accordingly, all employees, in so far as same are responsible, will:

- comply with in-house procedures and principles in the management and selection of relations with external collaborators;
- recruit only qualified persons and companies having a good reputation;
- duly take into account indications from any source regarding the appropriateness of using specific external collaborators;
- immediately report to his or her manager any doubts regarding possible violations of the Code by external collaborators;
- include in collaboration contracts, when this is provided by procedures, the express obligation of respecting the principles of the Code.

The relevant fee should in any case be exclusively proportional to the service indicated by the contract and payments may not be made to any party other than the contractual party nor in a third country other than that of the parties or execution of the contract.

2.2 RELATIONS WITH CUSTOMERS

Sealed Air pursues its company success on the markets by offering products and services of high quality at competitive terms and in full compliance with principles of fair competition.

Sealed Air recognizes that the appreciation of those who request products and services is of primary importance for the success of the Company. Accordingly, the employees of Sealed Air must:

- comply with in-house procedures regarding Relations with Customers;
- supply, with efficiency and courtesy, within the limits of the contractual terms, services of high quality that satisfy or exceed the reasonable expectations and needs of the client;
- supply accurate and full information regarding products and services so that the client may make an informed decision;
- be truthful in advertising communications or announcements of any other kind.

2.3 RELATIONS WITH SUPPLIERS

In relationships involving tenders, procurement and in general supplies of goods and/or services, Sealed Air employees must:

- comply with in-house procedures on the selection and management of relations with Suppliers;
- not preclude any supplier with the necessary requisites from competing to obtain a Sealed Air supply, making the selection according to objective selection criteria, with declared and transparent modalities;
- ensure the collaboration of suppliers to constantly satisfy the needs of Sealed Air clients in terms of quality, cost and delivery terms at least in accordance with their expectations;
- comply with the terms provided by the contract;
- maintain an open and frank dialogue with suppliers, in accordance with good business practices;
• inform the company’s management of any important problems that occur with suppliers, in order to evaluate the consequences.

2.4 COMPETITION POLICY
The policy of Sealed Air is that all employees, in carrying out their duties, must respect Italian, EC and USA competition laws as applicable to its activities. No employee may presume to ignore such laws retaining this to be in the interests of the Company. Moreover, no one within the Company is authorized to issue orders or instructions in breach of this policy.

In the case of doubts regarding the correct interpretation of the law, employees should contact their Manager.

2.5 JUVENILE LABOR
Sealed Air refuses to avail itself of juvenile labor and does not use juvenile labor provided by third parties.

Sect. III TRANSPARENCY OF ACCOUNTS AND INTERNAL CONTROLS

3.1 ACCOUNTS RECORDS
The transparency of accounts is based on true, accurate and complete data of the relevant Accounts Records. All employees must collaborate to ensure that management facts are entered correctly and promptly in the accounts.

Supporting documents of the activity carried out are filed for each transaction so as to ensure:

• simple accounts entries;
• identification of different levels of responsibility;
• accurate reconstruction of the transaction, verification of the decision-making process, authorization and implementation of the transaction, in terms of reducing errors of interpretation

Each entry must accurately reflect the supporting documents, in order to carry out at any time, controls that attest the characteristics and reasons of the transaction, indicating who authorized, carried out and checked the same. All employees must ensure that the documents may be easily traced and ordered according to logical criteria.

Any employees of Sealed Air who become aware of omissions, falsification and negligence involving accounts or the documents on which the Accounts Records are based, must report such facts to their manager.

3.2 INTERNAL CONTROLS
The policy of Sealed Air is to disseminate at all levels a culture characterized by the awareness that controls are in fact carried out and a mentality of enforcing control. The attitude towards controls must be a positive one in view of the fact that this help to improve efficiency.

Internal controls are intended as the instruments required or necessary to address, manage and check Company’s activities in order to ensure compliance with the law and company procedures, efficiently manage activities and provide accurate and complete financial and accounts data.

All the levels of the organisation structure are responsible for realizing an efficient in-house control system; consequently, all the employees of Sealed Air, insofar as the same are responsible, are called to define and ensure the proper functioning of the control system.

Insofar as same are responsible, managers must participate in the company control system, and ensure the participation of their employees. Each and every employee must feel that he or she is a responsible keeper of the company assets (tangible and intangible) used for the activities carried out. No employee may make improper use of the assets and resources of Sealed Air or permit others to do so.

3.3 RECYCLING
Sealed Air ensures that its activities are carried out in full compliance with anti-recycling laws and all the relevant regulations issued by the competent Authorities.

Accordingly, all Collaborators and Addresses of this Code must work in such a way as to avoid being implicated or involved in operations that may even potentially favour recycling.
In any case payments which do not comply with the behaviour protocols of Sealed Air may not be made for any reason whatsoever.

Sect. IV PERSONEL POLICY

4.1 HUMAN RESOURCES

Human Resources are essential to the existence of the Company. The dedication and professionalism of employees are determining values and conditions to attain the goals of Sealed Air. Sealed Air is committed to developing the capacity and skills of each employee to ensure that the energy and creativity of individuals is fully expressed in attaining their potential. Sealed Air offers all employees the same opportunities ensuring that each person enjoys equal treatment based on merit, without discrimination of any kind. In the same way the identification and choice of the personnel to be recruited must take place by assessing the specific skills, the professional profile, the technical and psycho-attitudinal skills of the candidate, responding to the business requirements and needs. Sealed Air interprets the role of entrepreneur both in terms of protecting conditions at the workplace and protecting the psycho-physical well-being of workers, according to his or her moral personality, and preventing that the same suffer improper conditioning or undue distress. Even particularly offensive behaviour against civil sensitivity out of the workplace, which makes personal contacts especially difficult at the workplace, will be taken into account in this respect. Sealed Air expects employees at all levels to collaborate and ensure that the workplace is one of reciprocal respect in terms of ensuring the dignity, honor and the reputation of each and every person. Sealed Air will take action to prevent insulting or slanderous inter-personal conduct.

4.2 HARASSMENT AT THE WORKPLACE

Sealed Air demands that be no form of harassment in any relations, both within and outside the company. Harassment being intended as:

- the creation at the workplace of an environment of intimidation, hostility or isolation against individuals or groups of workers;
- unjustified interference in the work carried out by others;
- obstructing the work prospective of individuals merely for reasons of personal competition.

Sealed Air does not accept any form of sexual harassment, intended as:

- conditioning important decisions related to the working life of the person concerned to the acceptance of sexual favors;
- propositions of private inter-personal relations, which are expressly, reasonably and obviously disliked, and that disturb the serenity of the person receiving the same and have, with respect to the specific situation, an objectively negative impact on the work of the person concerned.

4.3 ALCOHOL AND DRUG ABUSE

It is the policy of Sealed Air to ensure and maintain a safe, healthy and productive workplace for all its employee.

The Company recognizes that abuse (or improper use) of alcohol, drugs and similar substances by employees has a negative impact on their duty to provide efficient work services and may entail serious and damaging consequences not only for the person concerned but also for the safety, efficiency and productivity of other employees of the Company. The use, possession, distribution or sale of alcohol and illegal drugs, or subject to control and not prescribed by the doctor, on the premises of the Company is strictly prohibited and may lead to disciplinary measures or even firing. Anyone who retains that he or she is addicted to the above substances is strongly invited to seek medical help and follow appropriate therapy immediately before the condition negatively affects their working ability or becomes a danger to his own safety and that of colleagues or third parties as well as plant safety.

The Company recognizes addiction to alcohol or drugs as a curable condition.
The Physician is at the disposal of anyone who may wish to consult the same voluntarily and confidentially to obtain information or rehabilitation assistance, on the understanding that all those who do so will have the benefit of all applicable legal and contractual regulations and the fullest respect of personal dignity.

Without compromise to the provisions of the following paragraph, if the state of addiction of an employee to alcohol or drugs does not compromise the person’s ability to work but does represent a danger when carrying out particular duties related to the work of the same, either to the person in question or to colleagues or third parties or to the plant safety, the Company, pursuant to its legal obligation to ensure safety at the workplace, reserves the right to change the duties of the person concerned within the limits provided by law.

If the employee is found to be materially unfit, as ascertained by law, to carry out his or her work, due to the addiction to alcohol or drugs, even after medical treatment, the same may be dismissed for justified reasons.

During working activities drinking of alcoholic beverages and use of drugs or similar substances is prohibited. Accordingly, employees should abstain from drinking alcoholic beverages or using drugs outside working hours when the effects of the same may continue in the successive working period.

The Company reserves the right to carry out controls without prior notice on its premises to check for the presence of alcoholic drinks or drugs and to request employers or the Authorities having jurisdiction to remove the personnel of third parties from their premises if same constitute a risk as indicated above.

The Company may request subcontractors of works and services to adopt a similar policy.

4.4 SMOKING
Smoking is dangerous not only for smokers but also compromises the health and safety of the workplace.

For this reason, no smoking is permitted on any of the premises of Sealed Air in order to protect the health of the workplace, and respect persons who work there.

Sealed Air supports voluntary initiatives to discourage smoking and, in providing areas for smokers, will particularly take into account the needs of those who feel physically uncomfortable about smoking at the workplace and ask to be protected from any contact with “passive smoking” at the workplace.

Sect. V HEALTH, SAFETY AND ENVIRONMENT

5.1 ENVIRONMENT PROTECTION
In the context of its activities, Sealed Air is committed to contributing to the development and well-being of the community in which it works and pursues the aim of guaranteeing the health and safety of employees, external collaborators, clients and the community from such activities and reducing the impact of the same on the environment.

Sealed Air actively contributes, through appropriate channels, to supporting scientific and technological development to ensure environmental protection and safeguard resources.

The industrial activities of Sealed Air must be managed and carried out in full compliance with applicable prevention and protection laws.

Operational management must take into account advanced principles of environmental protection and energy efficiency in terms of improving health and safety at the workplace.

Research and technological innovation must be dedicated in particular to products and processes which are increasingly compatible with the environment and characterized by major attention to the health and safety of operators.

5.2 HEALTH AND SAFETY AT WORK
In carrying out their duties, the employees of Sealed Air participate in the process of risk prevention, environmental protection and protection of health and safety both with respect to themselves and their colleagues and third parties.
In strict compliance with the national and EU accident prevention regulations and the Corporate Global Guidelines that relate to internal prevention policies, Sealed Air works to prevent accidents and occupational diseases, adopting safety management systems focused on prevention, aiming to introduce at every company level a strong culture of safety at work. Sealed Air also calls for strict and rigorous compliance with the accident prevention measures to third parties operating in its facilities and ensures that those who access them have the correct information on safety and are adequately equipped to perform their duties safely inside of Sealed Air areas.

**Sect. VI  CONFIDENTIALITY**

The activities of Sealed Air entail the constant acquisition, storing, handling, communication and publication of news, documents and other information relevant to negotiations, administration procedures, financial transactions and know-how (contracts, documents, notes, studies, drawings, photographs, software), etc. The database of Sealed Air may contain, amongst other information, personal details that are protected by privacy laws, and which, pursuant to contractual agreements may be disclosed as well as details and information whose inappropriate or untimely disclosure may damage the interests of the company.

All employees are called to ensure the confidentiality, as required by circumstances, of any information of which he or she may become aware during its working activities. Sealed Air undertakes to protect information regarding its employees and third parties generated or acquired in business dealings and shall not make any improper use of such information.

Information, knowledge and data acquired or processed by employees for work reasons or in carrying out their duties, belong to Sealed Air and may not be used, communicated or disclosed without the express authorization of their senior manager.

Without prejudice to the fact that no information regarding the company or production methods of the same may be disclosed or used in such a way as to damage the Company, each and every employee of Sealed Air must:

- acquire and deal with the data necessary and exclusively appropriate to the aims of its Unit and directly related to its functions;
- acquire and deal with such data only in the context of specific procedures,
- store the data in question in such a way as to prevent unauthorized persons from becoming aware of the same;
- communicate such data in the context of established procedures and/or against express authorization of senior managers, and in any case only after ensuring, in the case of specific data, that same may be disclosed;
- ensure that there are no unconditional or conditional restrictions on the disclosure of information regarding third parties having a relationship of any kind with Sealed Air, and if these exist, obtain the necessary authorization from the same;
- associate data to methods which ensure that any person authorized to use the same may easily obtain a precise, complete and truthful viewpoint of the same.

**Sect. VII  EXTERNAL RELATIONS**

**7.1 RELATIONS WITH THE PUBLIC ADMINISTRATION**

Relations with the Public Administration with the aim of protecting the interests as a whole of Sealed Air and related to implementing its programmes are reserved exclusively to the delegated functions having the necessary responsibilities.

Gifts, acts of courtesy and hospitality with respect to officials or employees of the Public Administration or their relatives, be they Italian or of other countries, are allowed when the value of the same is moderate and in any case only if same do not compromise the integrity or reputation of either of the parties and cannot be interpreted, by an impartial observer, as intended to obtain an improper advantage. In any case this type of expense must be authorized by the persons indicated by the procedures and documented appropriately.
Sealed Air considers illegal payments made directly by Italian organisations or their employees and unlawful payments made through persons acting on behalf of such organisations both in Italy and abroad, to be acts of corruption.

No valuable objects, services or favour may be offered or accepted in order to obtain more a more favorable treatment in any relationship entertained with the Public Administration.

In countries where it is customary to offer gifts to clients or others, this may be done when such gifts are of an appropriate nature and moderate value, but always in accordance with the law. This must however never be interpreted as seeking favour.

During any business negotiation, application or relationship with the Public Administration, the personnel in question must not attempt to inappropriately influence the decisions of the counterparty, including those of decision-making officials, on behalf of the Public Administration.

All and any operations, in the specific case of tenders with the Public Administration, must be carried out in compliance with the law and according to correct business practices.

If the Company appoints a consultant or a third part to represent the same in its dealings with the Public Administration, the consultant and its staff or the third party are subject to the same rules applicable to employees of the Company.

The Company may moreover not be represented in relations with the Public Administration, by a consultant or third party when a potential conflict of interest may be created.

In business negotiations, applications or commercial dealings with the Public Administration none of the following actions may be carried out (either directly or indirectly):

- consider or propose employment and/or business opportunities that may personally benefit employees of the Public Administration;
- offer or make gifts of any kind;
- solicit and obtain confidential information that may compromise the integrity or reputation of either party.

Any breach of the above principles (tangible or potential) by the Company or third parties must immediately be reported to the relevant in-house functions.

7.2 RELATIONS WITH POLITICAL ASSOCIATIONS AND TRADE UNIONS

Sealed Air does not make direct or indirect contributions of any kind to political and trade union parties, movements, committees and organisations or to the representatives thereof, other than those due according to specific laws.

7.3 RELATIONS WITH MASS MEDIA

Outgoing information must be transparent, true and accurate.

Information must be presented accurately and consistently in communications with mass media. Relations with Mass Media may be handled exclusively by specifically delegated Company functions having the necessary responsibility and are agreed in advance with the relevant units.

Employees of Sealed Air may not disclose information to mass media representatives nor promise to provide the same without the prior authorization of the relevant functions. Sealed Air employees may not offer payments, gifts or other advantages, in any form, to influence the professional work of the mass media or that may be reasonably be interpreted as such.

7.4 PRESENTATION OF GOALS, ACTIVITIES, RESULTS AND VIEWPOINTS OF SEALED AIR

Employees of Sealed Air who are called to present or provide information to the exterior regarding the aims, activities, results and viewpoints of Sealed Air, intended by way of example but not in a limiting sense, as any of the following:

- participation in conferences, congresses and seminars;
- drawing up of articles, essays and publications in general;
- participation in public events

must obtain the authorization of the top management of the organisation to which same belongs of the texts, reports and lines of action to be followed and agree establish same with the unit involved.
7.5 "NO PROFIT" ACTIVITIES
Sealed Air encourages "non-profit" activities that bear witness to the commitment of the Company to freely meet the needs of the Civil Society in which it deals.
Employees of Sealed Air, in the context of their respective functions, must participate in defining individual initiatives in compliance with intervention programmes and policies and implement the same according to criteria of absolute transparency, supporting the same as an integral value of Sealed Air’s aims.

SECT. VIII PENALTY SANCTIONS
Compliance with the rules and principles of this Code is an essential and integral part of the contractual obligations of Sealed Air employees, in particular pursuant to and by effect of the provisions of sections 2104 and 2105 of the Italian Civil Code.
Any violation of the above rules and principles are considered a violation of the obligations provided under labor or collaboration relations, in other words professional misconduct, and may entail the consequences provided by law, including termination of the work or collaboration contract and reimbursement of any damages arising from any violation thereof.

SEALED AIR S.r.l.
PRESIDENT