GLOBAL ANTI-CORRUPTION POLICY

I. Policy Purpose

The purpose of this Global Anti-Corruption Policy is to establish guidelines for the prevention of corruption, bribery, and unethical conduct in all business dealings associated with Enviri.

II. Policy Basics

Enviri strictly prohibits its employees or anyone acting on Enviri's behalf from offering or paying bribes in any form. The offering of improper gifts, payments, or offerings of "Anything Of Value" for any unlawful, improper, or unethical purpose is prohibited.

"Anything Of Value" includes but is not limited to cash or cash equivalents, gifts, meals, drinks, services, employment offers, loans, travel expenses, favors, entertainment, equipment, political or charitable contributions, donations, advances, benefits, subsidies, or sponsorships.

Enviri also strictly prohibits its employees from accepting cash or Anything Of Value (*e.g.*, a "kickback") in exchange for providing any improper business advantage from Enviri.

If an employee becomes aware of a bribe or a demand for a bribe, he/she must immediately notify Global Compliance directly (compliance@enviri.com) or via the Enviri Integrity Line.

III. Policy Scope

The following are subject to this Policy:

- All employees worldwide, including employees of Enviri business units, such as Clean Earth, Harsco Environmental, and Harsco Rail (collectively, "Enviri"); and
- Any individual or entity that acts on behalf of Enviri or provides services to Enviri, including agents, consultants, sales channel partners, joint-venture partners, representatives, independent contractors, and temporary staff.

This Policy applies to all interactions with any "Government Official," including a Government Official within the United States.

A Government Official is:

- Any person acting in an official capacity for or on behalf of any government, government entity, public agency, or public international organization (*e.g.*, an official advisor to the government)—this includes employees/officials at every/any level, rank, title, or position;
- Directors, officers, employees of state-owned, or state-operated entities;
- An officer or employee of an international organization (*e.g.*, the World Bank or the United Nations);
- A member of the royal or ruling family of a country;
- An officer or employee of a political party or any party official;
- A political party; or
- Any candidate for political office

Benefits given to a family member of a Government Official are deemed as benefits to a Government Official. **Family Members** include the children, spouse, grandparents, parents, siblings, nieces, nephews, aunts, uncles, in-laws, cousins and the spouse of a Government Official, and any other individuals who share the same household with a Government Official.

IV. Laws and Penalties

Numerous laws throughout the world prohibit corruption and bribery of Government Officials, including the United States Foreign Corrupt Practices Act (FCPA). The FCPA includes "accounting provisions" that require companies: (1) to maintain books and records that accurately reflect company transactions in reasonable detail; and (2) to establish an adequate system of internal controls to prevent or detect misconduct.

Under the FCPA and similar anti-corruption laws, significant criminal, civil, and regulatory penalties for bribery and corruption can be imposed against Enviri, its employees, and "Third-Party Representatives." (See Section V. below). The FCPA applies to Enviri throughout the world.

Any local laws that may impose additional or different requirements than this Policy must be followed. To the extent local laws establish a different standard than any contained in this Policy, the more stringent standard must be followed. If it is unclear which standard is more stringent, please consult with Global Compliance.

Any employee who violates this Policy – or fails to report any violations of this Policy – will be subject to discipline up to and including termination.

V. Third-Party Representatives

Third-Party Representatives of Enviri (such as agents, consultants, or sales channel partners) must comply with this Policy. Improper payments cannot be made indirectly through Third-Party Representatives.

- Employees must take reasonable steps to ensure that Third-Party Representatives understand that Enviri expects them to act with the honesty and integrity.
- Employees must hold Third-Party Representatives accountable and maintain continuous oversight of their work for Enviri.
- To manage risk in this area, Enviri must perform adequate due diligence to screen all prospective Third-Party Representatives under the Compliance Due Diligence Policy.
- All agreements with Third-Party Representatives must be in writing and must incorporate the Enviri Business Partner Code of Conduct. Any exceptions to this requirement must be approved in writing by Global Compliance.

VI. Permitted Expenditures for Government Officials

A. Generally

Gifts, meals, hospitality, entertainment, travel, and/or lodging for Government Officials must be:

1. reasonable in cost and not frequent;
2. transparent to all relevant parties;
3. approved by management;
4. directly related to a legitimate business purpose;
5. documented in reasonable detail;
6. never given in exchange for favorable treatment or business for Enviri; and
7. permissible under Enviri's Code of Conduct, T&E policy, and any applicable law.

Written approval is required for all expenditures spent for the benefit of a Government Official, including Anything Of Value given to a Government Official directly, indirectly, or free of charge.

When considering an expenditure for the benefit of a Government Official, a **Government Expenditure Form ("Form A")** must be timely completed and include approvals from the following: **1.** The requestor's Manager; **2.** Regional/Division Controller (or local Senior Finance Manager); **and 3**. Global Compliance.

For more information on the completion of Form A and the required approvals, see **Section VI.D. below: Required Completion of Government Expenditure Form (Form A)**.

B. Travel and Hospitality

Travel and hospitality expenses (such as for lodging) for Government Officials (including delegations) are permissible if they are reasonable and directly related to a legimate business purpose, such as promotional or training activities, or the execution or performance of a contract with a government entity.

Guidelines

1. Enviri must arrange and pay for the travel and hospitality directly, or pay a travel agent Enviri has selected to make arrangements.
2. All payments and/or reimbursements must be supported by detailed receipts from the actual vendor providing travel or hospitality.
3. Under no circumstances may Enviri pay travel expenses directly to Government Officials or by reimbursement.
4. A detailed, day-by-day agenda must be prepared for each trip by Government Officials that is paid for by Enviri.
5. Attendance by Government Officials at scheduled Enviri business activities should be mandatory and monitored.
6. Enviri will not pay for travel or hospitality expenses for spouses, family members, or guests of a Government Offical.
7. The travel must be to a location that has a clear connection to the business purpose of the trip.
8. Enviri will not pay for expenses associated with days that do not involve business-related activities or associated travel.

C. Gifts, Meals, and Entertainment

In many countries, gifts, meals, and entertainment play an important role in business protocol and custom. Gifts, meals, and entertainment, however, may violate the law and must be given with caution.

Guidelines

- Gifts should be provided only if modest in value, infrequent, and as a basic matter of courtesy, kindness and respect;
- Gifts of cash, cash-equivalents (*e.g.*, gift cards), or luxury/extravagant gifts must never be given.
- Meals and entertainment must be reasonable, appropriate, and for legitimate business purposes.
- An Enviri employee or Third-Party Representative must be present during all meals that are paid by Enviri.
- Multiple gifts, meals or entertainment for the same Government Official(s) should be avoided.
- Personal funds may not be used to purchase gifts or entertainment, unless an employee requests full reimbursement via detailed receipts directly from Enviri.
- All payments and/or reimbursements must be supported by detailed receipts from the actual vendor providing gifts and entertainment.

D. Required Completion of Government Expenditure Form ("Form A")

1. Expenditures Less Than $200 USD Per Government Official

Any expenditure for the benefit of Government Officials **totaling less than $200 USD per Government Official** must be **pre-approved in writing** by the following:

- The requestor's Manager; and
- The Regional/Division Controller (or local Senior Finance Manager)

A completed Government Expenditure Form (Form A) **must be submitted to Global Compliance no later than seven (7) days** after the expenditure.

Completion of a Government Expenditure Form (Form A) is required even when pre-approval by a requestor's Manager and the Regional/Division Controller (or local Senior Finance Manager) is not feasible (*e.g.*, an unplanned or impromptu meal with a Government Official).

The required approvals are also required for Anything Of Value given to a Government Official when the expenditure is included directly or indirectly in a larger expenditure.

2. Expenditures of $200 USD or More per Government Official – Pre-Approval from Global Compliance Is Required

Any expenditure for the benefit of Government Officials totaling **$200 USD or more per Government Official** must be **pre-approved** in writing by the following:

- The requestor's Manager
- The Regional/Division Controller (or local Senior Finance Manager); and
- **Global Compliance**

The required pre-approval is satisfied by submitting a Government Expenditure Form (Form A) to Global Compliance **at least seven (7) days before offering or incurring the expenditure, and obtaining approval by Global Compliance before offering or incurring the expenditure.**

The required approvals are also required for Anything Of Value given to a Government Official when the expenditure is included directly or indirectly in a larger expenditure.

Form A Approval and Submission Chart

Expenditure Amount (Per Government Offical):	Who Must Provide Pre-Approval:	When to Complete Form A:	When to Submit Form A to Global Compliance:
Less than $200 USD	1. Requestor's Manager; and 2. Regional/Division Controller (or local Senior Finance Manager)	Before the expenditure (if feasible)	Must **submit Form A to Global Compliance no later than 7 days after the expenditure**
$200 USD or more	1. Requestor's Manager; 2. Regional/Division Controller (or local Senior Finance Manager); and 3. Global Compliance	At least **7 days before** offering or incurring the expenditure	Must submit Form A to Global Compliance for **pre-approval at least 7 days before offering or incurring the expenditure.**

VII. Facilitation Payments

Payments to Government Officials to expedite or secure performance of legitimate government administrative processes (*e.g.*, customs clearances, visa processing, etc.) are prohibited. Any demand for a facilitation payment by a Government Official must be immediately refused and reported to Global Compliance.

VIII. Financial and Accounting Controls

All books, records, and accounts must be maintained in reasonable detail to accurately and fairly reflect all transactions and dispositions of assets. Additionally, adequate internal controls must be maintained to provide reasonable assurance that all transactions are authorized and proper under Enviri policies. False, misleading, incomplete, or inaccurate entries in Enviri's books and records are strictly prohibited.

IX. Donations, Sponsorships, and Charitable Contributions

Donations, sponsorships, or charitable contributions given to, or at the request of, a Government Official could be considered a benefit for that Government Official. Any donation, sponsorship, or charitable contribution of $200 USD or more that is for the benefit of, or at the request of, a Government Official requires written approval by Global Compliance.

X. Bribery in the Private Sector

Enviri also strictly prohibits bribery of persons or entities in the private sector. Any employee, Third-Party Representative, or any other individual or entity acting on behalf of Enviri, must not offer, promise, give, or pay a private-sector person or entity Anything Of Value in exchange for any improper business advantage for Enviri. Likewise, any employee, Third-Party Representative, or any other individual or entity that acts on behalf of Enviri, must refuse any offer of gifts, entertainment expenses or any type of payment in exchange for providing an improper business advantage from Enviri.

XI. References

10.1	**Enviri Code of Conduct**
10.2	**Enviri Business Partner Code of Conduct**
10.3	**Travel and Entertainment Expense Management and Reporting (General Manual)**
10.4	**Compliance Due Diligence Policy**
10.5	**Government Expenditure Form (Form A)**

XII. Contact Information

For questions on this policy, or to request assistance with the Form A approval process, please contact:

Global Compliance and Ethics
Compliance@enviri.com

x /s/ Patrick McGovern

Patrick McGovern
VP, Deputy General Counsel, Global Compliance & Ethics