

Sustainability Report 2019

Governance

Key Performance Indicators (KPIs)¹

General KPIs

	2017	2018	2019
Independent Directors - Full Board	88%	75%	63%
Attendance - Full Board	96%	95%	97%
Average tenure	6	6	6

¹ Sales de Jujuy operations exclusively

Performance Data

Corporate Governance

	2017	2018	2019
Total Directors on Board	8	8	8
- Non-Executive Directors	7	7	7
- Female Directors	1	1	1
Average tenure (years)	6	6	6
Separate Chairman of the Board and CEO	Yes	Yes	Yes
Number of countries/cultures represented	4	4	4
Independent Directors - Full Board ¹	88%	75%	63%
- Audit and Risk Committee ²	100%	100%	67%
- Remuneration Committee ³	100%	100%	100%
- Related Party Committee ⁴	-	100%	84%
- Sustainability Committee ⁵	-	-	-
Number of Board meetings scheduled or held	14	11	10
Attendance - Full Board ⁶	96%	95%	97%
- Audit and Risk Committee ²	80%	56%	93%
- Remuneration Committee ³	100%	100%	100%
- Related Party Committee ⁴	-	100%	93%
- Sustainability Committee ⁵	-	-	-
Independent Performance Review	Yes	Yes	Yes
Board Review and Approval of Sustainability Report	Yes	Yes	Yes
Shareholder support of the advisory vote on executive compensation	89%	96%	95%

¹ Masaharu Katayama, Richard Seville and Martin Perez de Solay are all considered non-Independent Directors. Masaharu Katayama joined the Board in 2018 following T

² Audit & Risk Committee has 3 members and meets 3 times a year

³ Remuneration Committee has 3 members and meets once a year

⁴ Created in 2018, the Related Party Committee has 7 members and meets 4 times a year

⁵ Created in 2019, the Sustainability Committee has 3 members. Meeting schedule commences 2020.

⁶ Meetings held in person or via teleconference

Ethics

Code of Conduct

Employees ¹	2017	2018	2019
Percentage of employees who have read and signed the Code of Conduct	100%	100%	100%
Percentage of employees trained on Code of Conduct	NA	NA	100%
New employees trained on Code of Conduct	NA	NA	88
Hours given on training of Code of Conduct	NA	NA	22
Employees trained on grievance channels	NA	NA	58
Hours of training on grievance channels	NA	NA	58
Employee training on Human Rights policies or procedures	NA	NA	NA
Third Parties ²	2017	2018	2019
Suppliers trained on the Code of Conduct	NA	NA	NA
Business Partners trained on the Code of Conduct	NA	NA	NA

Breaches³

Concerns brought to the company's attention regarding Code of Conduct issues	NA	-	-
Allegations investigated for noncompliance with company policy	NA	1	2
Ratio of substantiated allegations to concerns/issues raised	NA	100%	100%
Employees dismissed due to substantiated corporate policy violations	NA	1	2
Employees who received disciplinary actions as a result of substantiated concern	NA	1	2

¹ 2017 and 2018 not available. New methodology for tracking and measuring employee training implemented in FY19. Data shown is for the period from January to June 2019 only.

² Methodology for tracking Supplier and Business Partner training on Code of Conduct yet to be implemented.

³ Tracking of Code of Conduct breaches and disciplinary actions began in 2018.