



Code of Conduct

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The Code of Conduct reflects the position of the Swedish Match Group with regard to corporate sustainability issues, when interacting with employees (including workplace practices, business ethics, and communication), suppliers (supplier contracts), customers (tobacco policy), general society (including human rights and child labor), and the environment (Environmental Management Systems and policies).

All employees must understand and abide by the principles of the Code of Conduct, as the Code of Conduct is fundamental to the sustainability of the Swedish Match Group.

Issued and approved by:

Lars Dahlgren
President and CEO

Stockholm December 7, 2011

The Code of Conduct is to be reviewed no later than December 31, 2012.

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1 INTRODUCTION

Swedish Match is a fast moving consumer goods company (FMCG) which develops, manufactures and sells Snus and snuff, Other tobacco products (US mass market cigars and chewing tobacco), and Lights (matches, lighters, and fire related products).

1.1 Corporate sustainability vision

Swedish Match envisions a global future for its products and brands, drawing on its rich Scandinavian heritage, in producing and selling high quality smokefree tobacco, lights products, and cigars. Swedish Match will continue to be actively engaged in an open dialogue with its most important stakeholders in order to help ensure a long term, sustainable business model as a global smokefree leader, leveraging strong platforms to maximize long term profitability in Other tobacco products, and maintaining operational excellence in Lights. A central focus for Swedish Match is and will be to develop products that consumers desire, products that have a high quality/value relationship, mindful of its responsibilities on social, economic, and environmental issues.

The Swedish Match Group, hereafter “Swedish Match”, “the Group” or “the Company”, strives to conduct its business operations in a profitable, efficient and competitive manner. Profitability and competitiveness are preconditions for growth and, in the long term, for the Group’s ability to contribute to social, economic, and environmental development. The Code of Conduct and business practices of Swedish Match are based on a set of core values, which guide the manner in which the Group seeks profitability, efficiency, and competitiveness.

Awareness of corporate sustainability has long been an integral part of Swedish Match’s corporate culture. Swedish Match believes that building long-standing relations with stakeholders, maintaining sound workplace practices, and up-holding high business ethics and morals are key success factors and provide a solid foundation for long-term growth.

Corporate sustainability is broad and multifaceted. The demands on the Group vary between countries where it operates the business. Swedish Match has chosen to build its policies around the issues most relevant to its business, issues that are both important and have potentially high impacts:

- **Social Responsibility**, including
 - General society: *human rights, child labor*
 - Suppliers: *supplier contracts*
 - Customers/Marketplace: *issues specific to tobacco products*
- **Employees**, including
 - Workplace Practices: *health and safety, recruitment, remuneration, and employee development/talent management*

- Business Ethics: *conflict of interest, honest and ethical conduct, compliance with laws, rules and regulations, fraud and corruption, gifts and loans, and related party transactions*
 - Communications: *designated spokespersons, public reporting and communication and internal reporting on critical information*
- **Environment** including *the Group Environmental Management Systems*

The above mentioned areas comply with international conventions and guidelines¹ on human rights and labor conditions. There is large international support for these conventions, both from individual countries and from international corporations.

2 PURPOSE

The Code of Conduct creates the foundation for Swedish Match position in areas related to corporate sustainability, i.e. social, environmental and economic matters. The content in the Code is supported by the Group's core values and are demonstrated in our relations with stakeholders and the way we conduct our business.

3 SCOPE

Swedish Match is an international group of companies. As such, it must comply with the national laws and regulations of the countries in which it operates and demonstrate respect for indigenous cultures and traditions in these countries.

The Swedish Match Code of Conduct is applicable to all employees, regardless of position and geographical location, within the Group.

Individual company policies in the business units must always conform to the principles stated in the Code.

4 ADHERENCE TO THE CODE

Every employee has a personal responsibility to make sure that actions taken comply not only with the letter but the spirit of the Code. Management has an additional responsibility of fostering a culture in which compliance with the Code is expected. Concerns about inappropriate conduct must be promptly addressed with respect and care.

Violations of any of the Code's principles and standards are considered serious. Violations lead to disciplinary actions. Such action may include reprimand, reimbursement of any loss or damage suffered by the Group, termination of employment, referral for civil action or criminal prosecution, or any other disciplinary action deemed appropriate by the Group.

¹ The international conventions and guidelines referred to here are the UN Universal Declaration of Human Rights, the UN Convention on the Rights of the Child, the eight ILO Core Conventions (Nos. 87, 98, 29, 105, 100, 111, 138, and 182), and the OECD Guidelines for Multinational Corporations.

5 DISTRIBUTION, CONFIRMATION AND IMPLEMENTATION OF THIS DOCUMENT

This policy is to be distributed to the following groups of persons and must be confirmed in accordance with the matrix below.

Confirmation required for this policy	Received	Read	Implemented
GMT	X	X	
Operating units' management team	X	X	
Head of operating unit	X	X	X

- By confirming that the Group policy document has been RECEIVED, the recipient confirms that they are aware that the policy exists.
- By confirming that the Group policy document has been READ, the recipient acknowledges having read and understood the contents of the policy.
- Confirming that the Group policy document has been IMPLEMENTED means that the recipient confirms that:
 - the recipient has informed all pertinent persons within his/her respective organization of the contents of the policy,
 - the recipient has ensured compliance with the principles and minimum requirements of the policy for his/her respective organization either by:
 - establishing a process to ensure that the policy will be followed; or
 - actively and continuously promoting compliance with the policy

6 CORE VALUES

For Swedish Match, values play a central role in our vision of how we want to conduct the business operations. Our values are reflected in our conduct internally among employees and externally in relation to business partners as well as other stakeholders in the Group's business environment.

Each core value is accompanied by a statement describing *what* we want to achieve. The accompanying principles describe *how* this should best be done.

6.1 Innovation

Create an environment that encourages new ideas in all aspects and a willingness to quickly evaluate and implement viable ideas.

- Decisions should be taken as soon as relevant information has been compiled
- Action should be presented positively and new opportunities emphasized
- Accept mistakes and learn from them
- Regard all ideas as good ideas
- Look beyond the horizon

6.2 Recognition

Show continuous interest in people and their performance, both actual and potential.

- Celebrate success
- Show genuine interest in people
- Give timely and constructive comments on people's performance – both actual and potential

6.3 Growth

Commit to the development of our people to improve Swedish Match.

- Give and accept challenges
- Encourage learning

6.4 Communication

Commit to seek active, open and honest dialogue.

- Talk with people rather than about them
- Seek and listen to the opinions of others
- Speak your mind in a constructive way
- Ensure that the decision-making process is visible
- Seek fairness, openness and respect in all relations

6.5 Teamwork

Develop better solutions by working together, using collective experience.

- Utilize the Swedish Match network
- Utilize the power of teams

6.6 Trust

Have confidence in people to say and to do what is in the best interest of Swedish Match.

- Delegate authority to the appropriate level
- Retain responsibility for delegated work
- Meet the expectations of your role
- Honor agreements

7 POLICIES

The Code of Conduct consists of a number of policies related to social responsibility, workplace practices, business ethics, communication and environment. Some of the policies are only included in this document while some of the policies are presented in brief format in this document with a reference to the complete policy document after each section.

7.1 Employees

7.1.1 Workplace Practices

7.1.1.1 Health and safety

A good work environment fosters well-being and effective job performance and thereby supports the business targets of Swedish Match. A good work environment is not only safe and secure; ideally, it should also lead to personal enhancement and job satisfaction. Swedish Match will not tolerate working conditions or treatment of employees that are in conflict with international laws and practices. Swedish Match will conduct periodic audits in all its production units from an outside consultant to ensure that proper health and safety measures and employment practices are being adhered to as part of its risk assessment (currently AON).

7.1.1.2 Recruitment

Swedish Match is committed to equality of opportunity in all of its employment practices, policies and procedures.

- All positions in the Group shall be filled with skilled and competent personnel irrespective of race, color, nationality, ethnic origin, age, religion, political orientation, gender, sexual orientation, marital status, disability or other status
- The skills of all employees shall be optimally utilized, and whenever appropriate, vacant positions are filled through recruitment within the Group
- All employees shall, whenever possible, be given rewarding career opportunities by means of internal job rotation throughout the Group. All vacant positions shall, when appropriate, be advertised on the Group Intranet

► *For more information, see the Group's Policy on Recruitment, Introduction and Termination of Employment (available to Swedish Match employees only).*

7.1.1.3 *Remuneration*

Swedish Match will strive to pay fair compensation and remuneration packages are based solely on objective criteria, i.e. qualifications, competence and experience. Race, color, nationality, ethnic origin, age, religion, political orientation, gender, sexual orientation, marital status, disability or other status must not affect remuneration.

Remuneration packages shall reflect local market levels as well as the remuneration structure of the local business unit.

Any decision concerning remuneration should be approved by two organizational levels above the employee concerned, i.e. *the grandfather principle*.

7.1.1.4 *Employee development and talent management*

Significant for successful companies is their ability to adapt a performance culture in order to select, motivate and retain high performing individuals. Swedish Match focuses on strengthening the overall performance culture by expanding and intensifying the development of efficient leadership and highly skilled employees. Consequently, the development of management and employees is a key priority to meet the needs of tomorrow. Swedish Match maintains guidelines for employee development which focus particularly on the Performance Management Process with follow-up activities on how responsibilities are allocated.

► *For more information, see the Group's Policy on Employee Development (available to Swedish Match employees only).*

7.1.2 Business Ethics

Swedish Match employees have an obligation to observe good business practices and behave in accordance with the high ethical standards and expectations that apply within the Group. In addition to the areas outlined below, the Group maintains a detailed IT ethics policy, covering employees' use of electronic media.

► *For more information, see the Group's Policy on IT Ethics (available to Swedish Match employees only).*

7.1.2.1 *Conflict of interest*

All employees are expected to avoid any outside activity, financial interest or relationship that may present a possible conflict of interest or the appearance of a conflict.

A conflict of interest exists when a person's private interest interferes in any way, or appears to interfere, with the interests of the Group.

7.1.2.2 *Honest and ethical conduct*

Swedish Match is strongly committed to high standards of ethical behavior in all its business activities. All employees, regardless of position, are required to act honestly and ethically in the conduct of all business activities for the Group. All employees are expected to:

- behave honestly and with integrity
- act with care and diligence
- treat everyone with respect and courtesy, and without harassment
- provide accurate information both for internal and external purpose
- treat confidential or proprietary information with care
- at all times behave in a way that upholds the Swedish Match values and the integrity and good reputation of the Group

7.1.2.3 Compliance with laws, rules and regulations

Swedish Match expects that all business units comply with all current laws, rules and regulations. All employees are required to comply with the national laws, rules and regulations of the country in which they operate as well as with the Group's policies governing the business activities.

7.1.2.4 Fraud and corruption

Swedish Match employees are required to maintain a culture of honesty and opposition to fraud and corruption.

The Swedish Match Fraud Response Policy is applicable to all employees within Swedish Match and clearly explains how to act if fraud or corruption is discovered within the Company. To support the employee and to facilitate the reporting of any possible irregularities, the Company undertakes to protect the employee and his/her identity as far as possible, and will not tolerate harassment or victimization.

Reporting of irregularities/Whistle blowing

Swedish Match strongly believes that fraud and corruption have no place in the business ethics and has therefore implemented a Fraud Response Policy. The policy ensures a safe process to "blow the whistle" and enables staff to raise any serious concerns they may have. When an employee is faced with a tough ethical decision or whenever they have any doubts as to the right thing to do, they should talk to someone else such as their manager, another manager, or the SVP of Legal Affairs.

Employees are required to report concerns about suspected fraud, corruption or violation of laws, rules and regulations to an appropriate manager. Fraud or violation may also be reported, anonymously, to the Chairman of the Audit Committee.

► *For more information, see the Group's Policy on Fraud Response.*

7.1.2.5 Gifts and loans

All employees, regardless of position, are required to not accept any cash gifts and loans from business associates.

Swedish Match employees must be very careful to avoid accepting anything from a business associate that could be construed as bribe or interfere with the employee's duty of loyalty to the Group. Any agreement or understanding regarding favors or benefits in exchange for the gifts must be avoided. Swedish Match and its employees will not pay or offer to pay bribes in order to obtain or retain business.

7.1.2.6 Related party transactions

All employees within the Swedish Match Group are expected to avoid any outside activity, financial interest or relationship that may present a possible conflict of interest. Every employee is required to disclose any information of such conflict of interest to an appropriate manager within the Group.

Prior approval by the appropriate manager, and in some cases by the Audit Committee, is required for transactions between Swedish Match and a related party.

► *For more information, see the Group's Policy on Related Party Transactions (available to Swedish Match employees only).*

7.1.3 Communications

7.1.3.1 Designated spokespersons

Swedish Match has designated spokespersons who are permitted to issue statements on behalf of the Group.

The *Chairman of the Board* and the *Deputy Chairman of the Board* may issue statements on pertinent issues arising from the Board's ownership issues, strategies, nominations, appointments, compensation and corporate governance of the Group.

The *President and Chief Executive Officer*, hereafter the CEO, is the principal spokesperson for Swedish Match on group-wide matters such as the Group's financial position, business strategies, market assessments and competition analyses.

The *Chief Financial Officer*, hereafter the CFO, is the main spokesperson in contacts with the financial market including media after the CEO.

The *Senior Vice President Corporate Communications and Sustainability* serves as the Swedish Match main spokesperson to the media and the general public. The *Senior Vice President Corporate Communications and Sustainability* is also the main spokesperson for communication with analysts, shareholders, and financial journalists. Other individuals may also be designated by the CEO or the CFO to communicate with the above stakeholders.

The *Senior Vice President of Legal Affairs* is responsible for issues relating to Public and Scientific Affairs and designates appropriate spokespersons in these areas.

Other *Senior Executives* and *operating unit Presidents/COOs* are entitled to make statements about current operations within their particular areas of responsibility (but not regarding circumstances that could potentially affect the share price unless

they have been specifically authorized by the CEO, CFO , SVP of Legal Affairs, or SVP Corporate Communications and Sustainability to do so). Media or other external contacts must be reported to the Corporate Communications.

► *For more information, see the Group's Policy on Corporate Communications.*

7.1.3.2 Public reporting and communication

Any employee involved in the preparation of the Group's financial statements, public reports or communications, are responsible for ensuring that financial statements, public reports or communications contain disclosure that is full, fair, accurate, timely and comprehensible. In that regard, operating units within the Group are responsible for establishing and maintaining effective procedures for internal controls, disclosures and financial reporting.

7.1.3.3 Internal reporting of critical information

It is important that critical information is communicated to the appropriate person in the Group. All employees in the Group are therefore obliged to communicate critical information received in such a way that the information reaches the CEO or the head of function.

Employees can report critical information to the President/COO of the operating unit who shall forward the information to the CEO or to the head of function at Group level. If the unit head cannot be contacted for any reason, the critical information shall be reported directly to the CEO or to the head of function at Group level. In addition to the CEO, critical information that may have a significant impact on Swedish Match's share price or that may have a significant impact on the valuation of the Group's assets and liabilities shall be communicated to the CFO.

Critical information includes but is not limited to:

- Information that may have a significant impact on Swedish Match's operations
- Information that may have a significant impact on the valuation of Swedish Match's assets and liabilities
- Information that may have a significant impact on Swedish Match share price
- Information that can develop into a crisis that could seriously threaten Swedish Match's reputation and/or relation with customers, personnel or shareholders

If you are in doubt about the seriousness of your concern or information received consult your superior or contact the Senior Vice President Corporate Communications and Sustainability for advice and guidance.

7.2 Social Responsibility

7.2.1 Society in large

7.2.1.1 Human rights

Swedish Match's policy on human rights is based on accepted international laws and practices. Swedish Match will respect and promote human rights including that

- We do not accept any form of slavery, torture or forced labor
- We do not tolerate any kind of harassment or discrimination based on race, color, nationality, ethnic origin, age, religion, gender, sexual orientation, marital status, disability or other status
- We promote freedom of opinion and expression
- We believe that every employee should be free to join or form (nonviolent) assembly or associations

7.2.1.2 Child labor

The Group's view on child labor follows the UN Convention on the Rights of the Child, Article 32.1. This article defines child labor as economic exploitation of children and states that children should not perform work that is likely to be hazardous or harmful to the child's health as well as physical, mental, spiritual, moral or social development or interferes with the child's education. Swedish Match recognizes that the issue of child labor with regard to tobacco sourcing is complicated, requiring commitment from farmers, suppliers, governments and manufacturers. As a manufacturer of tobacco products, Swedish Match must work with suppliers to ensure that the issue is being addressed, with the aim of eliminating child labor in tobacco. As such, the Group may join or support organizations whose primary purpose is the elimination of child labor in tobacco.

7.2.2 Suppliers

7.2.2.1 Supplier contracts

The impact of Swedish Match on society extends beyond its factories and other production facilities. Swedish Match shall encourage its suppliers to establish and fulfill their own codes of conduct regulating the basic rights of their employees, occupational health and safety, the prevention of child labor, ethical business conduct and environmental issues.

Should a supplier fail to comply with Swedish Match's recommendations, Swedish Match shall strive to resolve the situation through cooperation and information or terminate the relationship.

7.2.2.2 Group Procurement Policy

The overall aim of Swedish Match's procurement² operations (henceforth referred to as 'Procurement') is to maintain control of the Group's buying of goods and services and to contribute to the Group's increased profitability in the form of improved

² **Procurement** is the acquisition of appropriate goods and/or services at the best possible total cost of ownership to meet the needs of the purchaser in terms of quality and quantity, time, and location.

terms for all types of purchases. Procurement shall furthermore seek to improve the quality of goods and services procured and to minimize risks through the strategically correct choice of suppliers and alternative means of providing goods.

Swedish Match's Procurement Policy shall be read by all employees who are involved in or influence the Group's procurement processes, and it is the duty of all such employees to adhere to purchase agreements and strategies entered into. Any departures from the policy, strategies or agreements entered into must always be approved by VP Strategic Procurement or the Group CFO.

VP Strategic Procurement is the head of the Group's procurement operations, and responsible for the group-wide implementation and follow-up of the Group's Procurement Policy, as well as the introduction of, creating understanding of and adherence to procurement systems and procurement procedures.

All procurement shall be carried out in accordance with Swedish Match's Code of Conduct, Group Policy on Fraud Response and Group Policy on Related Party Transactions. All business relations shall be characterized by an ethical and moral approach and shall adhere to current legislation and standards. Specific areas covered under the Business Ethics section include a section on receiving gifts, conflicts of interest, representation at supplier events, and mutual purchase (counter purchase business).

► *For more information, see the Group's Procurement Policy (available to Swedish Match employees only).*

7.2.3 Customers and marketplace

7.2.3.1 Tobacco Policy

Swedish Match is committed to provide high-quality tobacco products to adult consumers while recognizing the demands and expectations that society places on a world-wide marketer of tobacco products. Swedish Match believes that no one under the legal age to buy tobacco, and that no one under the age of 18 years should be sold tobacco and the Group will promote tobacco products only to legal adult tobacco consumers.

We believe that adult consumers have the right to enjoy tobacco products with the common knowledge of the health risks associated with certain tobacco products. We will direct our marketing efforts to maintain and expand the use of Swedish Match products among adult consumers. Swedish Match has chosen to follow legal age limits in each market. However, the Group's preference is 18 years as a legal age limit.

Sampling is permitted – provided such distribution is legal – to adult consumers only, and marketing, advertising or promotion of tobacco products must only be directed to legal adult tobacco users, 18 or over. We believe that responsible tobacco retail education and information are the most effective means of preventing the underage sale of tobacco. The Group will continue to provide support and leadership

to our retail partners in any efforts they make to demonstrate their endorsement of the “Under 18 No Tobacco”-policy. We are as a Group prepared to continue partnering with retailers, distributors and public officials throughout the world to prevent underage use of tobacco while protecting the rights of adult consumers to make an informed decision about whether they decide or decide not to use tobacco.

7.2.4 Joint ventures, partnerships, and associated companies

Where Swedish Match has a substantial interest in a joint venture, partnership, or associated company, Swedish Match will actively work to ensure that the counterparty has procedures, built on policies or other management systems, in place that ensures consistency with the aspirations the Group have in its own Code of Conduct. In those instances where corresponding procedures are not in place, the Group will work to understand why those procedures are not in place, and maintain an active dialogue in order to remedy the situation.

7.3 Environmental Policy

The environmental ambition of Swedish Match is to strike a balance whereby the Group consistently achieves its commercial objectives while recognizing the requirements of investors, customers, and other stakeholders concerning environmental issues.

To help to fulfill its ambition, the management of Swedish Match has adopted an environmental policy that applies to all aspects of the Group’s operations.

The purpose of the policy is to ensure that Swedish Match commits itself to continual environmental improvement and prevention of pollution in its activities, products and services. The Group operates an environmental management system, applicable to corporate, operating unit and factory levels, which will safeguard that, commitment is continuously maintained.

The Group is committed to comply with all relevant environmental legislation, regulation and other requirements to which it subscribes.

► *For more information, see the Group’s Environmental Policy.*

8 WAIVERS OF THE CODE

Any waiver of the Code may only be made by Swedish Match’s President and CEO, and only if truly necessary and warranted.

9 PROCEDURES FOR MONITORING AND REVIEWING CODE OF CONDUCT

There are different processes for monitoring and reviewing the policies in the Code of Conduct. The intention with the review processes is to ensure that employees, and other stakeholders affected by this Code of Conduct, are aware of, understand, accept and comply with its content.

The Senior Vice President of Corporate Communications and Sustainability is responsible for reviewing and up-dating the Code of Conduct. The Code of Conduct is reviewed once a year.

The following policies are monitored and reviewed through an external review of the Code of Conduct, which is conducted by a third party.

- Social Responsibility
- Workplace Practices including health and safety

The following policies are monitored and reviewed through internal control processes:

- Workplace Practices, including recruitment and remuneration
- Business Ethics
- Communications
- Environmental

10 INFORMATION AND COMMUNICATION

For additional general information regarding Swedish Match's Code of Conduct, please contact:

- Senior Vice President Corporate Communications and Sustainability