



## ANSELL LIMITED

### POLICIES ON BUSINESS CONDUCT

(Revised 16 April 2004)

#### COMPLIANCE AT ANSELL – A SHARED RESPONSIBILITY

Ansell is committed to continuous improvement and excellence. This commitment means that Ansell's globally diverse employees share a common set of objectives and benefit from the achievement of those objectives. One essential objective is our commitment to uphold ethical standards in all our corporate activities. These standards apply to all the Company's activities in every market that it serves. The purpose of these Policies on Business Conduct is to strengthen Ansell's ethical climate and to provide basic guidelines for situations in which ethical issues arise.

- We strive to maintain the highest standard of ethical behavior in business dealings and to behave with integrity in all dealings with customers, shareholders, government agencies, employees, suppliers and the community.
- We do not knowingly support any public or private organization which espouses discriminatory policies or practices.
- We expect all our employees to perform their duties with honesty, truthfulness and fairness.
- We strive to do business with customers and suppliers of sound business character and reputation.

It is the policy of Ansell to comply with the letter and spirit of all applicable laws, including employment, discrimination, health, safety, medical device, consumer protection, antitrust, securities and environmental laws. No director, officer, executive or manager of Ansell has authority to violate any law or to direct another employee or any other person to violate any law on behalf of the Company. Employees and directors are encouraged to participate in Company-sponsored compliance programs presented by or on behalf of the Company to ensure that their knowledge remains up to date and that they remain abreast of relevant legal and industry developments. Assistance is also available to clarify whether particular laws apply and how they may be interpreted.

Each employee, officer and member of the Board of Directors of Ansell is, and will be held, responsible for the observance of these Policies on Business Conduct. If any person has questions about any section of these Policies on Business Conduct, he or she should direct all questions to his or her immediate supervisor, Ansell's Compliance Officer, Human Resources, or the Law Department. If any person subject to these Policies on Business Conduct becomes aware that another person has violated these Policies on Business Conduct, he or she is obligated to report it in accordance with the section entitled "Reporting Suspected Non-Compliance" (below). The Company will not retaliate against any person who in good faith reports a possible violation. Failure to comply with any of the provisions of these Policies on Business Conduct subjects such person to disciplinary measures up to and including termination (where applicable, pursuant to their employment agreement).

1. *These Policies on Business Conduct do not constitute an employment contract and Ansell does not create any contractual rights by issuing these Policies on Business Conduct.*
2. *Wherever used in these Policies on Business Conduct "Ansell" and "Company" refer to Ansell Limited and its worldwide subsidiaries and affiliates. These Policies on Business Conduct apply to all of Ansell's employees, officers and non-employee directors.*

## LEGAL COMPLIANCE

### A. Antitrust Laws

Antitrust and fair competition laws generally prohibit any activity that unreasonably restrains free trade and limits competition. Ansell requires that all employees are in strict compliance with antitrust and fair competition laws around the world, and with any requirements of or undertakings to the bodies which oversee these laws in the jurisdictions in which Ansell operates. Details of any such requirements or undertakings will be made available by the Law Department. Although competition laws may differ from country to country, generally, unlawful behaviors include agreeing with competitors:

- To set prices or any other economic terms of a sale;
- To allocate or limit customers, geographic territories, products or services;
- Not to do business with (to “boycott”) one or more customers or suppliers;
- To limit production volume or research and development; to refrain from certain types of selling or marketing of goods or services; or to limit or standardize the features of products or services;
- And/or customers on the minimum resale price or price levels (e.g. discounts) of products.

Employees must be alert to avoid even the appearance of an understanding or agreement that could present a problem under antitrust and fair competition laws. Violation of these laws can result in severe penalties to the Company and to individual employees.

These Policies on Business Conduct are not intended as a comprehensive review of competition and antitrust laws, and are not a substitute for expert advice. If any employee has questions concerning a specific situation, he or she should contact the Law Department before taking action.

### B. Laws Concerning Unlawful Harassment and Discrimination in Employment

Ansell is committed to fostering a work environment in which all individuals are treated with respect and dignity. Each individual should be permitted to work in a business-like atmosphere that promotes equal employment opportunities and prohibits unlawful discriminatory practices, including harassment. Therefore, the Company expects that all relationships among persons in the workplace will be business-like and free of unlawful bias, prejudice and harassment. It is Ansell’s policy to ensure equal employment opportunity without discrimination or harassment on the basis of race, color, national origin, religion, sex, age, disability, or any other status protected by law. The Company’s Non-Discrimination and Anti-Harassment Policies are contained in the Human Resources Information Center. Employees are expected to familiarize themselves and act in accordance with these policies at all times.

The Company will promptly investigate all allegations of harassment, bullying, victimization or discrimination and will take appropriate corrective action.

It is the Company’s policy to comply with all applicable wage and hour laws and other statutes regulating the employer-employee relationship and the workplace environment. Child, forced or involuntary labor is not tolerated in any form. It is against Company policy and also illegal in the USA for the Company or any of its employees or agents to pay to or receive anything of value from any labor organization.



No employee may interfere with or retaliate against another employee who seeks to invoke his or her rights under the laws governing labor and employee relations matters. Employees with questions about such laws should contact the Human Resources Department, the Compliance Officer or the Law Department.

Ansell is committed to providing a safe workplace. In addition, several laws and regulations impose responsibility on the Company to safeguard against safety and health hazards. For that reason, and to protect the safety of themselves and others, employees and other persons who are present at Company facilities are required to follow carefully all safety instructions and procedures that the Company adopts. Questions about possible health and safety hazards at any Company facility should be directed immediately to the employee's supervisor.

### **C. Employee Privacy**

Ansell respects the privacy of its employees and observes all laws and regulations that are in place in the jurisdictions in which the Company operates to protect the privacy of information that the Company has collected from and regarding its employees as employees. The Company will only use personal information collected from its employees for legitimate purposes relating to their employment or for other necessary or reasonably ancillary purposes connected with their employment with the Company.

### **D. Securities Laws**

Employees may not trade in (or recommend trading in) Ansell Limited stock based on inside information. "Insider trading" is the purchase or sale of a publicly traded security while in possession of non-public information about the issuer of the security, which could reasonably be expected to have a material effect on the price of the securities of the issuer. Such information includes, for example, non-public information on Ansell earnings, significant gains or losses of business, acquisitions and divestitures, or the hiring, firing or resignation of a Director or Officer of the Company. Insider trading, as well as communicating such information to anyone who might use it to purchase or sell securities, are prohibited by the securities laws. When in doubt, information obtained as an employee should be presumed to be important and not public.

Officers, directors and executives of Ansell generally may buy and sell Ansell shares during the period commencing the day after and ending 30 days following release of the half-year and full year results and after the Annual General Meeting.

Employees should refer to Ansell's "Guidelines for Dealing in Ansell Limited Shares," which are available on the Company website.

Employees who have questions pertaining to the sale or purchase of a security under circumstances that might involve confidential information or securities laws should consult with the Company Secretary or the Law Department.

### **E. Intellectual Property**

Trademarks and services marks, words, slogans, symbols, logos or other devices used to identify a particular source of goods or services are important business tools and valuable assets which require care in their use and treatment. No employee may negotiate or enter into any agreement respecting the Company's trademarks, service marks or logos without first consulting the Law Department. The Company also respects the trademark rights of others and



any proposed name of a new product, or service intended to be sold or rendered to customers must be submitted to the Law Department for clearance prior to its adoption and use. For more information, employees should refer to Ansell's Trademark Policy and Administrative Procedure Manual.

Employees must avoid the unauthorized use of copyrighted materials of others and should confer with the Law Department if they have any questions regarding the permissibility of photocopying, excerpting, electronically copying or otherwise using copyrighted materials. In addition, simply because material is available for copying, such as matter downloaded from the Internet, does not mean that it is automatically permissible to copy or recirculate (by, for example, e-mail or posting to an Intranet facility). All copies of work that is authorized to be made available for ultimate distribution to the public, including all machine readable works such as computer software, must bear the prescribed form of copyright notice.

It is Ansell's policy to build and maintain a strong patent position by obtaining patent protection on products deemed to have potential commercial significance. It is also the policy of the Company to avoid infringing any valid patent of a third party. Therefore, the Company's products and process of manufacture must be reviewed by the Law Department for patent infringement before commercialization.

The Company is legally entitled to all rights in ideas, inventions, creations, designs, software, and works of authorship relating to its business that are made by employees during and/or in relation to the scope of their employment with the Company or using the resources of the Company ("Employee Developments"). As a condition of employment, employees are required to promptly disclose all Employee Developments to their supervisor, and to execute the necessary documentation to transfer all Employee Developments to Ansell.

#### **F. Environmental Laws and Community**

The Company is committed to doing business in an environmentally responsible manner and to identifying environmental risks that may arise out of our operations. Ansell has risk management programs in place to address its obligations under various environmental regulations. If any employees are aware of, or suspect an action that is not environmentally responsible and in breach of the applicable laws and regulations, they should report the matter in accordance with the section entitled "Reporting Suspected Non-Compliance" (below).

The Company is a responsible corporate citizen and actively supports the communities in which we live and work. We provide information about Ansell in response to reasonable responsible requests. We abide by all local laws and regulations. We respect and care for the environments in which we operate. We support and encourage our employees to actively contribute to the needs of the community. Where possible, we provide financial or in-kind assistance to selected community programs or projects. If you wish to recommend a contribution (such as donations or sponsorship) on behalf of the Company, you should consult the Regional HR Director or Company Secretary for approval.

#### **G. Drug and Device Law**

One of Ansell's principal aims and objectives is to assure that the healthcare devices and other products we develop, make and sell are safe and effective.

Employees must follow all regulatory requirements and standards (e.g. FDA, Therapeutics Goods Administration, Medical Device Directive, ISO, ASTM, Australian Trade Practices Act,

etc.) that relate to the development, manufacture, sale and distribution of Ansell products, including trade practices legislation. Ansell requires that all employees ensure that they comply with any requirements of or undertakings to the bodies which oversee these laws in the jurisdictions in which Ansell operates. Details of any such requirements or undertakings will be made available by the Law Department. Employees must cooperate with and be courteous to all government employees and endeavor to provide them with the information to which they are entitled during an inspection or review of the Company's products or activities. If Employees have any questions with regard to information entitlement, they should consult with their regional Regulatory Affairs manager or the Law Department.

## **H. Political Contributions**

Employees are free to exercise the right to make personal political contributions within legal limits, unless such a contribution is otherwise prohibited by other policies of the Company. The Company will not reimburse any employee for political contributions, and employees should not attempt to receive or facilitate such reimbursements. Generally, no contribution may be made with the expectation of favorable government treatment in return. In any event, all contributions, by whomever made, are subject to a series of complex and sometimes inconsistent rules governing, among other things, the amount of, and manner in which, contributions may be made. Any questions about compliance should be directed to the Compliance Officer or Law Department. In addition, any political activity or contribution by an employee which might appear to constitute an endorsement or contribution by the Company must be approved in advance by the Compliance Officer or Law Department.

## **I. Bribery, Kickback and Fraud**

No funds or assets of Ansell shall be paid, loaned or otherwise disbursed as bribes, "kickbacks" or other payments designed to influence or compromise the conduct of the recipient, and no employee shall accept any funds or other assets for assisting in obtaining business or for securing special concessions from the Company. Employees should conduct their business affairs in such a manner that the Company's reputation will not be damaged if the details of their dealings should become a matter of public discussion.

Employees must not engage in any activity, which degrades the reputation or integrity of Ansell.

To illustrate the strict ethical standard the Company expects every employee to maintain, the following conduct is expressly prohibited:

1. Payment or receipt of money, gifts, loans or other favors, which may tend to influence business decisions or compromise independent judgment;
2. Payment or receipt of rebates or "kickbacks" for obtaining business for or from the Company;
3. Payment of bribes to government officials to obtain favorable rulings; and
4. Any other activity that would similarly degrade the reputation or integrity of the Company.

Any employee found to be receiving, accepting or condoning a bribe, kickback or other unlawful payment, or attempting to initiate such activities, or found to be attempting fraud or engaging in fraud, will be liable to termination (where applicable, pursuant to their employment agreement) and possible criminal proceedings. All employees have a responsibility to report any actual or attempted bribery, kickback or fraud in accordance with the section entitled "Reporting Suspected Non-Compliance" (below).



## **J. International Operations**

Laws and customs vary throughout the world, but all employees must uphold the integrity of the Company in other nations as diligently as they would do so in Australia, the United States and Europe. When conducting business in other countries, it is imperative that employees be sensitive to foreign legal requirements and laws that apply to foreign operations, including the Foreign Corrupt Practices legislation in the United States, Australia and Europe. This legislation generally makes it unlawful to give anything of value to foreign government officials, foreign political parties, party officials or candidates for public office for the purposes of obtaining, or retaining, business for the Company. Employees are encouraged to familiarize themselves with the relevant legal requirements and are reminded that breach of these requirements may attract penalties. Employees should contact the Law Department if they have any questions concerning a specific situation.

## **K. Sanctions and Trade Embargoes**

The United States and other governments use economic sanctions and trade embargoes to further various foreign policy and national security objectives. US employees must abide by all economic sanctions or trade embargoes that the United States has adopted, whether they apply to foreign countries, political organizations or particular foreign individuals and entities. Inquiries regarding whether a transaction on behalf of the Company complies with applicable sanction and trade embargo programs should be referred to the Law Department.

## **L. Relationships with Public Officials**

Some employees do business with federal, state or local government agencies. All employees engaged in business with a governmental body or agency must know and abide by the specific rules and regulations covering relations with public agencies. Such employees must also conduct themselves in a manner that avoids any dealings, which might be perceived as attempts to influence public officials in the performance of their official duties.

## **M. Books and Records**

All employees with supervisory duties should establish and implement appropriate internal accounting controls over all areas of their responsibility to ensure the safeguarding of the assets of the Company and the accuracy of its financial records and reports. The Company has adopted controls in accordance with internal needs and the requirements of applicable laws and regulations. These established accounting practices and procedures must be followed to assure the complete and accurate recording of all transactions. All staff, within their areas of responsibility, are expected to adhere to these procedures, as directed by appropriate Company officers.

Under Australian company law, the Company must keep written financial records that enable true and fair financial statements to be prepared and audited. The Company is also required to prepare and lodge with the Australian Stock Exchange and the Australian Securities and Investments Commission financial statements twice a year, and to send copies of the full year financial reports to our shareholders in advance of the annual general meeting. As part of this financial reporting process, the Board is required to provide a declaration that, amongst other things, the financial statements comply with Australian accounting standards and that they give a true and fair view of the performance and position of the Company.



The Company is also required to make filings in the US, including annual financial statements.

As a public company, it is of critical importance that Ansell's financial reporting and other filings with the Australian regulatory authorities and the United States Securities and Exchange Commission be accurate and timely. Depending on their position with Ansell, employees may be called upon to provide information to senior management or the Board to ensure that Ansell's public reports are complete, accurate and understandable. Ansell expects all of its personnel to take this responsibility seriously and to provide prompt and accurate answers to inquiries related to its public disclosure requirements. The Chief Executive Officer, the Chief Financial Officer and Finance Department personnel have a special role both to adhere to these principles themselves and also to ensure that a culture exists throughout Ansell as a whole that ensures the fair and timely reporting of Ansell's financial results and condition.

The Company also has internal risk management procedures in place to ensure that all information that is provided is complete and accurate. This includes the identification and management of business and financial risk. These procedures and controls are regularly reviewed to ensure that they operate effectively in all material respects. The Chief Executive Officer, Chief Financial Officer and Finance Department personnel, in addition to adhering to all other provisions of the Policies on Business Conduct, are responsible for promptly bringing to the attention of the Audit Committee any material information of which they may become aware that may affect the disclosures made by Ansell in its public filings or otherwise would assist the Audit Committee in fulfilling its responsibilities.

Any accounting adjustments that materially depart from relevant Australian or US accounting standards must be approved by the Audit Committee and reported to the Company's independent auditors. In addition, all material off-balance-sheet transactions, arrangements and obligations, contingent or otherwise, and other relationships of the Company with unconsolidated entities or other persons that may have material current or future effects on the financial condition, changes in financial condition, results of operations, liquidity, capital expenditures, capital resources or significant components of revenues or expenses must be disclosed to a member of the Audit Committee and the Company's independent auditors.

No employee may interfere with or seek to improperly influence, directly or indirectly, the auditing of the Company's financial records. Violation of these provisions shall result in disciplinary action, up to and including termination, and may also subject the violator to substantial civil and criminal liability.

If a employee becomes aware of any improper transaction or accounting practice concerning the resources of the Company, he or she should report the matter immediately in accordance with the section entitled "Reporting Suspected Non-Compliance" (below). The Company will not retaliate against employees who in good faith disclose questionable or improper accounting or auditing matters.

#### **N. Former Government Employees**

Many laws restrict the hiring as an employee or retaining as a consultant of a government employee other than secretarial, clerical or other low salary grade employees. These restrictions also cover informal arrangements for prospective employment under certain circumstances. Therefore, written clearance must be obtained from the Law Department before discussing proposed employment with any current government employee and before hiring or retaining any former government employee who left the government within the past two years.



**O. Continuous Disclosure and Public Communication**

Ansell has adopted a Continuous Disclosure policy relating to its obligations under the Australian Corporations Act and the ASX Listing Rules. This policy is intended to keep the market fully informed of information which may have a material effect on the price or value of Ansell's securities and to correct any material mistake or misinformation in the market. Employees should ensure they are aware of the requirements of the policy, and must act in accordance with the policy. The Continuous Disclosure Policy is available on the Company's website.

Employees are responsible for the integrity of the information, reports and records under their control and are expected to exercise the highest standard of care in preparing materials for public communications. Documents should:

- comply with any applicable legal requirements;
- fairly and accurately reflect the transactions or occurrences to which they relate and be supported by accurate documentation;
- not contain any false or intentionally misleading information, nor intentionally misclassify information; and
- be in reasonable detail and recorded in the proper account and in the proper accounting period.

**P. Social Accountability Policy**

At the core of Ansell is our abiding belief that good, responsible corporate citizenship is critical to our continued business success. An essential element of good corporate citizenship is our belief that all employees must be treated with dignity and respect, and we believe that suppliers of our products should abide by the same principles. We, therefore, require that all direct suppliers of our products globally commit to and abide by our Third-Party Social Accountability Policy. The complete Policy is available on the Company Intranet. Our Third-Party Social Accountability Policy requires that our direct suppliers abide by the same principles as does Ansell. The following guiding principles of social accountability require that our direct suppliers:

- Will comply with all applicable laws, rules, regulations and requirements in the manufacture and distribution of our products and supplies and in providing services to Ansell;
- Will not use child labor as defined by local law;
- Will not use forced or compulsory labor;
- Will not physically abuse labor;
- Will pay wages and provide benefits in compliance with local law;
- Will ensure working hours and overtime are in compliance with local law;
- Will ensure that working conditions comply with local regulations; and
- Will comply with all applicable environmental laws.

## **Q. Computer, E-mail and Internet Policies**

Every employee is responsible for properly using the Company's computer system, including, without limitation, its electronic mail (E-mail) system and the Internet (collectively, the "Computer System"), properly and in accordance with Company policies. The Company's E-mail and Internet usage policy is available on the Company Intranet. Any questions about these policies should be addressed to the employee's immediate supervisor or the Compliance Officer. Employees should be aware of, among other things, the following:

1. The Computer System is Company Property. The computers that employees are provided or have access to for work and the E-mail system are the property of the Company and have been provided for use in conducting Company business. All communications and information transmitted by, received from, created or stored in its Computer System (whether through word processing programs, E-mail, the Internet or otherwise) are Company records and remain the property of the Company.

2. No Expectation of Privacy. The Company has the right, but not the duty, to the maximum extent permitted by applicable local law, to monitor any and all of the aspects of its Computer System. This includes, without limitation, reviewing documents created and stored on its Computer System, deleting any matter stored in its system, monitoring sites visited by employees on the Internet, monitoring chat and news groups, reviewing material downloaded or uploaded by users from the Internet, and reviewing E-mail sent and received by users. To the maximum extent permitted by applicable law, employees should not have an expectation of privacy in anything they create, store, send or receive on the Computer System.

3. Professional Use of Computer System Required; Other Policies Apply. Employees are expected to be courteous to other users of the system and always conduct themselves in a professional manner. The Company's policies against unlawful discrimination and harassment (sexual or otherwise) apply fully to the Company's Computer System, and any violation of these policies is grounds for discipline, up to and including discharge.

4. Offensive and Inappropriate Material; Illegal Activities. Company policies prohibit using the Company's Computer System to send or receive messages or files that are illegal, sexually explicit, abusive, offensive or profane.

5. Solicitations. The Company's Computer System may not be used to solicit for religious or political causes, commercial enterprises, outside organizations, or other activities not related to an employee's services to the Company.

6. Copyrights and Trademarks. The Company's Computer System may not be used to send (upload) or receive (download) copyrighted materials, trade secrets, proprietary financial information, or similar materials.

## **R. Document Retention**

The space available for the storage of Company documents, both on paper and electronic, is limited and expensive. Therefore, periodic discarding of documents is necessary. On the other hand, there are legal requirements that certain records be retained for specific periods of time. Before disposing of documents, employees should consult the Company Records Retention Policy. Employees who are unsure about the need to keep particular documents should consult with their supervisor, so that a judgment can be made as to the likelihood that the documents

will be needed. Whenever it becomes apparent that documents of any type may be required in connection with a lawsuit or government investigation, all possibly relevant documents should be preserved, and ordinary disposal or alteration of documents pertaining to the subjects of the litigation or investigation should be immediately suspended. If an employee is uncertain whether documents under his or her control should be preserved because they might relate to a lawsuit or investigation, he or she should contact the Law Department.

## **BUSINESS ETHICS POLICY**

### **A. Conflicts of Interest**

Ansell demands absolute integrity and will not tolerate any conduct that falls short of that standard. The Company expects that all employees will work together for the common good and will not knowingly place themselves in a position that is in conflict with the interests of the Company.

- Accepting any gift of more than nominal value or entertainment that is more than a routine social amenity can appear to be an attempt to influence the recipient into favoring a particular customer, vendor, consultant or the like. To avoid this appearance, employees may not accept gifts that have a value of more than US \$100. This dollar limit serves only as a guideline, and employees are urged to consult with their supervisor, the Compliance Officer or the Law Department before accepting any gifts of more than nominal value. Gifts of any amount may never be solicited and gifts of cash or securities may never be accepted. In some international business transactions, it is customary for business leaders in a host country to give gifts to Ansell employees, which may be of more than nominal value, and to return the gifts or pay for them may be an affront to the giver. In such a situation, the gift must be reported to the employee's supervisor, the Compliance Officer or the Law Department.
- Normal business entertainment is appropriate if it is reasonable in nature and occurs in the course of a meeting or other business occasion, the purpose of which is to hold bona fide business discussions or to foster better business relations. All such entertainment should be reported (in advance, if practical) by the employee to his or her supervisor.
- Employees may not take advantage of property, information or other opportunities arising from their position at the Company for personal gain or to compete with the Company. Accordingly, no employee is to have a "free-lance" or "moonlighting" activity that will materially encroach on the time or attention that should be devoted to the employee's duties; adversely affect the quality of work performed; compete with the Company's activities; imply sponsorship or support by the Company of the outside employment or organization; or adversely affect the good name of Ansell. All free-lance or moonlighting activities require the prior written approval of the employee's supervisor. Employees who free-lance or moonlight may not use Company time, facilities, resources, or supplies for such work.
- Unless approved in advance by the Law Department, neither an employee nor his or her spouse, domestic partner, or any other member of their immediate family may directly or indirectly have a financial interest in a competitor, or in a customer or supplier. This applies whether the financial interest is as an investor, lender, employee, director, or other service provider. Investments in a company with publicly traded stock that do not exceed 1% of such company's outstanding stock are excluded from this prohibition.

## **B. Use of Company Property**

All employees are responsible for the proper use of Ansell's physical resources and property, as well as its proprietary and other confidential information. Unless otherwise prohibited by a employee's supervisor, reasonable incidental use of a company telephone, computer or other equipment is permitted.

Ansell property, facilities or physical resources may not be used for solicitation or distribution activities which are not related to an employee's services to the Company, except for charitable activities that have been approved in writing in advance by the Company. Employees may not solicit any other employee during working time, or distribute literature in work areas at any time. Persons not employed by the Company may not solicit Company employees for any purposes on Company premises.

Any employee found to be engaging in, or attempting, theft of any property of the Company, including documents, equipment, intellectual property, personal property of other employees, cash or any other items of value will be liable to immediate summary dismissal and possible criminal proceedings. All employees have a responsibility to report any theft or attempted theft in accordance with the section entitled "Reporting Suspected Non-Compliance" (below).

## **C. Ansell Proprietary and Other Confidential Information**

Ansell operates in many different and extremely competitive markets and every employee must safeguard proprietary information and trade secrets in the same way that all other important Company assets are protected. Information concerning pricing, products and services that are being developed, and other such trade secrets, including information pertaining to any prospective Company acquisition or divestiture, must be held in the strictest confidence, and reasonable prudence and care should be exercised in dealing with such information in order to avoid inadvertent or inappropriate disclosure. This information must not be used in any way other than as required in conducting Company business. All files, records and reports acquired or created in the course of conducting Company business are the property of Ansell. Originals or copies of such documents may be removed from the Company's offices for the sole purpose of conducting Company business and must be returned at any time upon request. Employees must also abide by the provisions of the Company's Confidential and Proprietary Information Policy.

## **D. Media Inquiries**

Employees should not comment on or respond to requests for information. Requests for financial or business information, for interviews with any employee relating to the Company or its affairs, or the issuance of any press releases by any employee, must be handled as follows:

- Requests for information about a business unit of the Company, including press releases and interviews with the local media, press, financial community or the general public should be referred to the Senior Vice President HR and Communications.
- Requests for information from, press releases to and interviews with, national or international media regarding Ansell and its business units should be referred to Ansell's Senior Vice President HR and Communications, and for statutory reporting or investor issues arising in Australia, to the General Manager Finance & Treasury.
- Requests for information or other contacts from the United States Securities and Exchange Commission, Australian Stock Exchange, NASDAQ Stock Market or



other regulators should be referred immediately to the Company's Law Department or Company Secretary.

Directors should only respond to media or analyst inquiries in accordance with Ansell's Continuous Disclosure Policy.

Any inappropriate or inaccurate response, even a denial or disclaimer of information, may result in adverse publicity and could seriously affect the Company's market and legal position.

This policy does not apply to requests for publicly available financial information, such as Annual and Semi-Annual Reports or promotional publicity activities of the Company.

Employees must forward to the Human Resources Department of their business unit all requests received for references relating to present or former Company employees.

#### **E. Fair Dealing**

Ansell strives to maintain the highest standard of ethical behavior in its business dealings, and will behave with the utmost integrity in all dealings with customers, shareholders, government agencies, employees, suppliers and the community. All our employees are expected to act professionally, fairly, honestly and with integrity towards all customers, competitors, suppliers and fellow employees. We treat all our customers, competitors, suppliers and fellow employees with fairness and objectivity. Our employees may not use any unfair or misleading practices, and must always present themselves, our Company and our products in an honest and candid manner.

### **COMPLIANCE WITH THE POLICIES ON BUSINESS CONDUCT**

All employees have a responsibility to understand and follow the Policies on Business Conduct. In addition, all employees are expected to perform their work with honesty and integrity in any areas not specifically addressed by the Policies on Business Conduct. A violation of these Policies on Business Conduct may result in appropriate disciplinary action including the possible termination from employment with or dismissal for serious cause (without severance pay) with from the Company, without additional warning.

The Company strongly encourages dialogue among employees and their supervisors to make everyone aware of situations that give rise to ethical questions, and to articulate acceptable ways of handling those situations. In addition, each officer and supervisory employee of the Company has an obligation to annually certify that he or she has read and reviewed these Policies on Business Conduct with his or her subordinates, and every employee must certify that he or she has read and understands these Policies on Business Conduct and to the best of his or her knowledge is in compliance with all its provisions.

The Policies on Business Conduct reflect general principles to guide employees in making ethical decisions and cannot and are not intended to address every specific situation. As such, nothing in these Policies on Business Conduct prohibits or restricts the Company from taking any disciplinary action on any matters pertaining to employees' conduct, whether or not they are expressly discussed in this document.

The Policies on Business Conduct are not intended to create any employment contract between the Company and any of its employees.



The Board of Directors of Ansell Limited has the exclusive responsibility for the final interpretation of the Policies on Business Conduct. The Policies on Business Conduct may be revised, changed or amended at any time by the Board of Directors of Ansell.

Employees are expected to comply with the Policies on Business Conduct as published from time to time. It is the responsibility of employees to ensure that they are aware of any amendments and to ensure that they remain in compliance with its obligations.

### **REPORTING SUSPECTED NON-COMPLIANCE**

To assist in the administration of the Policies on Business Conduct, the Company has established the position of Compliance Officer and designated an individual to fulfill this responsibility for all of the Company's regions. As part of its commitment to ethical and legal conduct, the Company expects its employees to report information about actual or suspected violations of these Policies on Business Conduct or of law.

Ansell employees have several options for seeking compliance advice or reporting misconduct. Employees can seek advice or make a report by contacting their supervisor, the Human Resources Department, the Compliance Officer (by e-mail at [complianceofficer@ansell.com](mailto:complianceofficer@ansell.com)), or the Law Department, by calling Ansell's Compliance Helpline, in the USA and Canada call toll-free 1-888-587-3570, in all other countries call collect 704-731-0161, by writing to Ansell's Compliance P.O. Box at AlertLine, PMB137, 4736 Sharon Road, Suite W, Charlotte, North Carolina 28210, or accessing [www.compliance-helpline.com/welcomepageAnsell.jsp](http://www.compliance-helpline.com/welcomepageAnsell.jsp). Employees may submit anonymous reports to the Compliance Helpline, the Compliance P.O. Box or the compliance website, all of which are staffed by independent third-party resources, and are available 24 hours a day, seven days a week.

Employees are required to come forward with any such information, without regard to the identity or position of the suspected offender. The Company will treat the information in a confidential manner (consistent with appropriate evaluation and investigation) and will not retaliate against anyone for making a good faith report. Because failure to report criminal activity can itself be understood to condone the crime, we emphasize the importance of reporting. Failure to report knowledge of wrongdoing may result in disciplinary action against those who fail to report.

Information about known or suspected violations by any employee or agent should be reported promptly. Reports of violations will be investigated promptly under the Compliance Officer's supervision, as he or she finds appropriate. Employees are expected to cooperate in the investigation of a reported violation. The Compliance Officer will not, to the extent practical and appropriate under the circumstances to protect the privacy of the persons involved, disclose the identity of anyone who reports a suspected violation or who participates in the investigation. Employees should be aware that the Compliance Officer, and those assisting him or her are obligated to act in the best interests of the Company, and do not act as personal representatives or lawyers for employees.

Retaliation in any form against an individual who in good faith reports a violation of these Policies on Business Conduct or of law, even if the report is mistaken, or who assists in the investigation of a reported violation, is itself a serious violation of this policy. Acts of retaliation should be reported immediately and will be disciplined appropriately.

Please indicate that you have received, read and will abide by these Policies on Business Conduct by signing your name and dating the attached acknowledgment and returning it promptly to your supervisor.



**ACKNOWLEDGMENT**

I certify that I have received and read and that I will abide by Ansell Limited's Policies on Business Conduct distributed to me on \_\_\_\_\_, 200\_.

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(print your name)

Date: \_\_\_\_\_