



Sustainability report **2018**



Tessenderlo Group
EVERY MOLECULE COUNTS

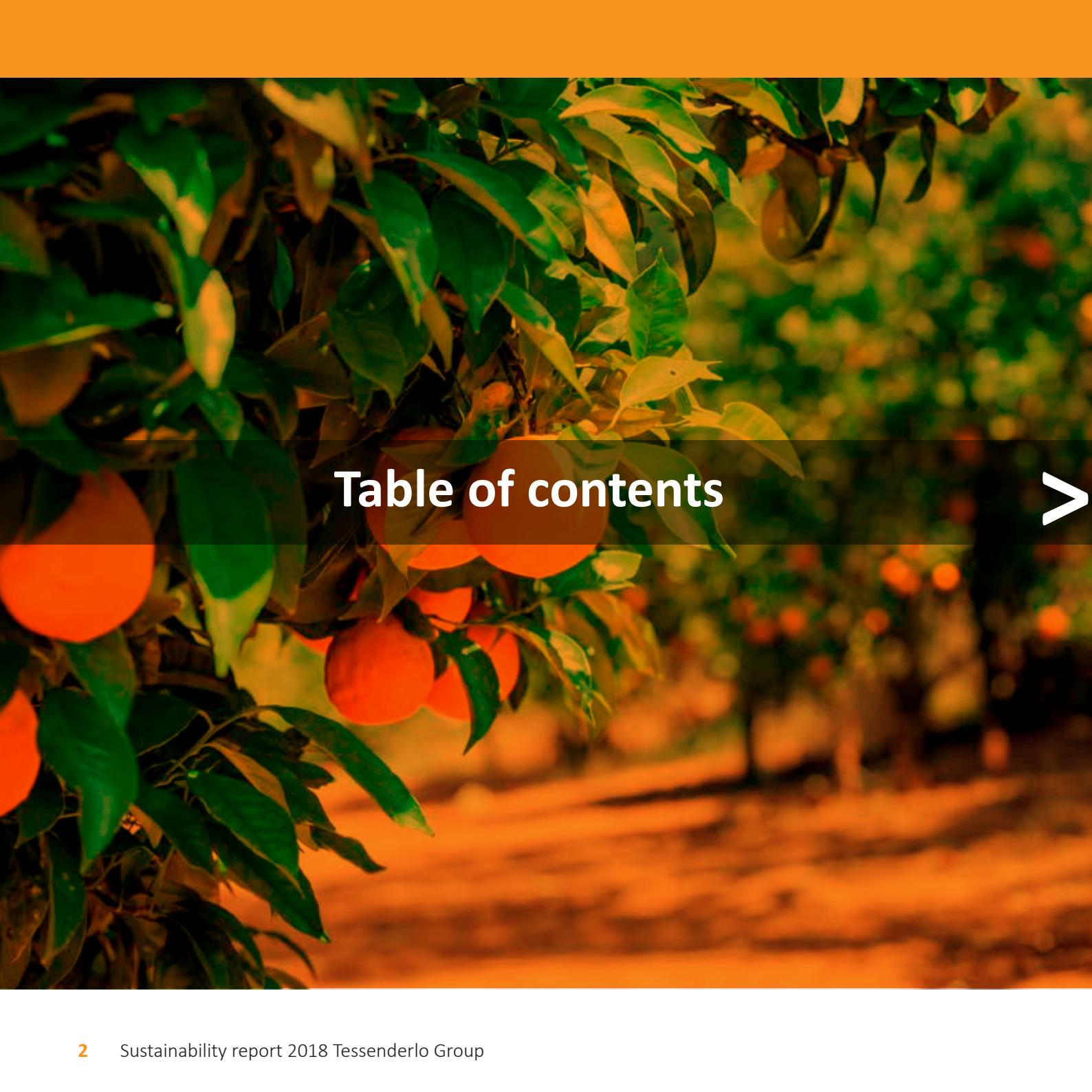
A photograph of an orange grove. In the foreground, several ripe, orange-colored oranges hang from green branches. The background shows more trees and a path, all bathed in a warm, golden light, suggesting either sunrise or sunset.

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PREFACE

Tessenderlo Group is driven by a bold and inspiring vision: We want to ensure that life on our planet will thrive by helping to create a world that makes the most of its resources. This vision entails growing more food than ever before, using water as intelligently as possible, tackling the world's shortage of natural resources and creating value from bio-residuals.

We aim to fully understand what is happening in the world around us to determine how we can build the business of tomorrow by successfully addressing those issues. To achieve this objective we realize that we need to do things differently.

Behind everything we do lies a simple philosophy: Every Molecule Counts. This short but striking tagline precisely defines our unique attitude to sustainability and innovation. It encompasses the power of an idea or action, however small, to change the world.

Tessenderlo Group continually strives to find more sustainable solutions. We aim to minimize our ecological footprint and to maximize the contribution of our products in the evolution towards achieving a green economy. We offer various products and environmentally friendly solutions, in which we typically reclaim and transform by-products from other industries.

Sustainability and a long-term focus have been a recurring theme in our story for 100 years. Whether it is in the products and solutions we supply or the way in which we produce them, the care we show towards our planet and its resources is at the very heart of all of our businesses.

We are aiming at developing successful businesses in attractive global markets, with growth potential and where we can help in developing solutions to mega-challenges.

We are therefore building our group with a clear focus on agriculture, food, water management, the revaluation of by-products, and a carefully selected choice of specialty industrial applications where our expertise enables us to make an improved use of resources. We are optimistic about our value creation options in this new era for food, energy and recycling. This is because we believe that Every Molecule Counts.

It is our ambition to continue our efforts in the future towards being a responsible and sustainable company that further strengthens our relationship with our stakeholders. Our key stakeholders are our employees, customers, shareholders, governments and regulators, trade unions and suppliers. With the publication of this sustainability report we want to make our sustainability efforts more transparent for our environment.



Luc Tack
Managing Director



Stefaan Haspeslagh
Chairman

ABOUT TESSENDERLO GROUP

With a history that dates back to 1919, Tessenderlo Group has evolved over recent years from a chemical company into a diversified industrial group that focuses on agriculture, valorizing bio-residuals and providing industrial solutions.

With 4,644 people working at over one hundred locations across the globe, Tessenderlo Group is a leader in most of its markets. We serve customers in agriculture, food, industry, construction and health and consumer goods end markets.

Tessenderlo Group realized a consolidated turnover of 1.6 billion EUR in 2018. The company is listed on Euronext Brussels and is part of the Next 150 and BEL Mid indices. Financial news sources: Bloomberg: TESB BB – Reuters: TesB.BR – Datastream: B:Tes.

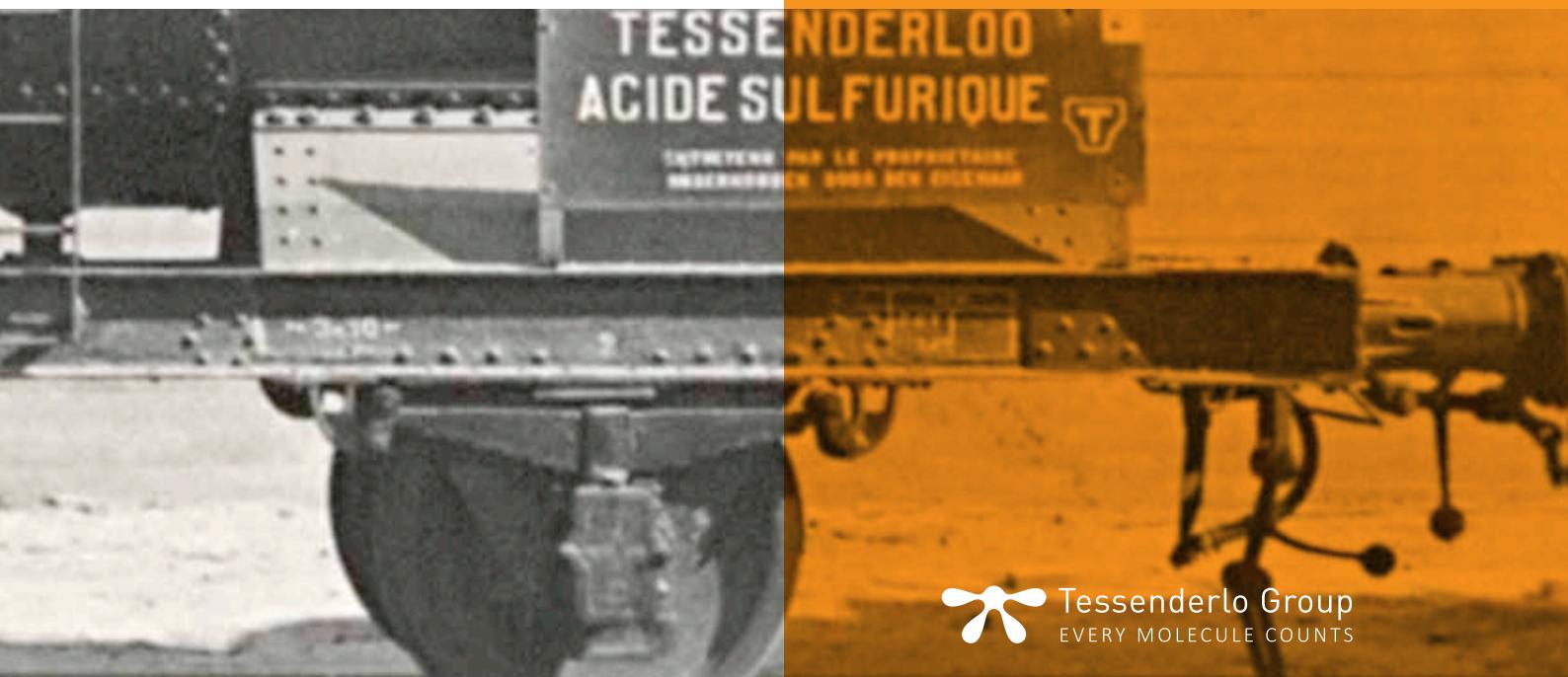




In 2019, Tessenderlo Group will celebrate its 100th anniversary. To mark the occasion, we have launched a website that will highlight 100 remarkable facts reflecting on the rich past of Tessenderlo Group: www.100yearstessenderlo.com.

Find out more about our history and how chemistry facilitates new ideas and solutions. Entrepreneurship, diversification, global presence, employees and joint success, as well as sustainability, are a common thread in the history of Tessenderlo Group.

Over the course of 2019, we will continue to publish new milestones relating to our rich history.



Tessenderlo Group
EVERY MOLECULE COUNTS

A DIVERSIFIED INDUSTRIAL GROUP

Tessenderlo Group's activities are subdivided into four operating segments:



The **Agro** segment combines our activities in the production, trading and marketing of crop nutrition (liquid crop fertilizers and potassium sulfate fertilizers) and crop protection products. The Agro segment includes the Crop Vitality™, Tessenderlo Kerley International and NovaSource® business units.

Our activities in animal by-product processing are combined in the **Bio-valorization** segment. This consists of PB Leiner (the production, trading and sales of gelatins and collagen peptides) and Akiolis (the rendering, production and sales of proteins and fats).



The **Industrial Solutions** segment includes products, systems and solutions for handling, processing and treatment of water, including flocculation and depressants. The Industrial Solutions segment includes DYKA Group (with DYKA, JDP and BT Nyloplast), Performance Chemicals, Mining & Industrial and MPR Services.

The **T-Power** segment includes the activities of Tessenderlo Group regarding the generation of electricity, in particular, the 425 MW CCGT power plant (Combined Cycle Gas Turbine) of T-Power.

GLOBAL FOOTPRINT

Worldwide locations and an international culture shape our global footprint.

Tessenderlo Group is marketing its products and services worldwide. With employees from nations and locations around the world, we achieve a strong presence in mature and emerging markets.

The Tessenderlo Group head office is located in Troonstraat 130, Brussels (Belgium).

Agro segment

15 production plants: US (12 production plants and more than 100 terminals), Belgium (1), France (1) and Turkey (1), and 20 terminals in Europe and Mexico.

Bio-valorization segment

PB Leiner: 3 production plants in Europe (Belgium, Germany, UK), 1 in China and 3 in the Americas (US, Argentina, Brazil).

Akiolis Group (France): 3 production plants, 29 collection centers (Atemax); 8 production plants, 19 collection centers (Soleval); 1 production plant (Violleau).

Industrial Solutions

DYKA Group: 7 production plants (2 in the Netherlands, 1 in Belgium, 1 in France, 1 in Germany, 1 in Poland and 1 in Hungary) and more than 70 branches in Europe
Performance Chemicals: 4 production plants (2 in Belgium, 1 in France and 1 in Switzerland)
Mining & Industrial, MPR Services & ECS: 3 production plants (US)

T-Power segment

1 production plant (Belgium)



SUSTAINABILITY & CORPORATE SOCIAL RESPONSIBILITY AT TESSENDERLO GROUP



Sustainability and corporate social responsibility are inextricably part of the strategy and daily actions of Tessenderlo Group. This includes continuously deciding, acting and investing with the future in mind. We are convinced that sustainability efforts help us to establish strong relationships with our employees, customers, suppliers and other stakeholders. They enable us to attract and retain new talent, while at the same time it also provides a strong impetus for innovation. Within Tessenderlo Group, we want to act according to the expectations of our current and future stakeholders, and create value for our company in the long-term.

Tessenderlo Group resolutely chooses a sustainable production process that shows maximum respect for people, the planet and the community. This is why Tessenderlo Group is focusing on the following three important pillars in this report:

OUR EMPLOYEES

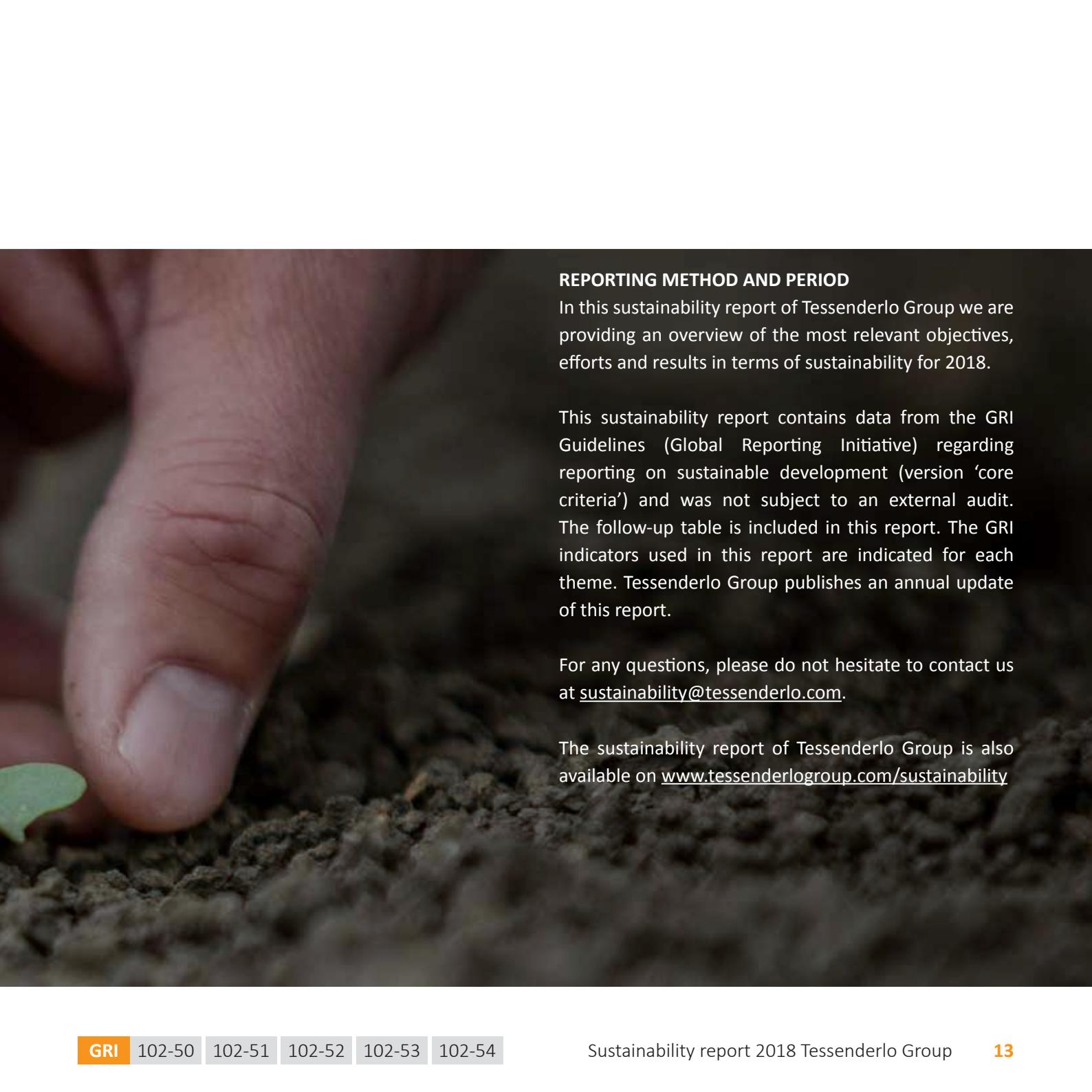
At Tessenderlo Group we continuously invest in our employees.

OUR PLANET

Tessenderlo Group makes every effort to limit the impact of our activities on our planet by thinking, deciding and acting in a sustainable way.

OUR COMMUNITY

From Tessenderlo Group, we work actively together with the environment in which we live and strive to meet the expectations of our stakeholders.



REPORTING METHOD AND PERIOD

In this sustainability report of Tessenderlo Group we are providing an overview of the most relevant objectives, efforts and results in terms of sustainability for 2018.

This sustainability report contains data from the GRI Guidelines (Global Reporting Initiative) regarding reporting on sustainable development (version ‘core criteria’) and was not subject to an external audit. The follow-up table is included in this report. The GRI indicators used in this report are indicated for each theme. Tessenderlo Group publishes an annual update of this report.

For any questions, please do not hesitate to contact us at sustainability@tessenderlo.com.

The sustainability report of Tessenderlo Group is also available on www.tessenderlogroup.com/sustainability

OUR EMPLOYEES

OUR GUIDING PRINCIPLES & ATTITUDES

Over the years, Tessenderlo Group has become a diversified industrial group with operations and a commercial presence in more than 100 locations across 21 countries around the globe. Whilst we have grown and expanded into new businesses and regions, we have maintained an unwavering commitment to perform with integrity, which has and will remain at the center of our activities.

OUR GUIDING PRINCIPLES

1. Our main **focus is our business** and we do everything we can to get better at what we do.
2. The **Safety and Health of everyone** in our business is more important than any other subject.
3. Our **employees are of the utmost importance**: all leaders need to enthuse, to challenge, to develop and to recognize.
4. **Customer intimacy** is of major significance to us and we shall valorize our products to the maximum.
5. **Operational Excellence** is a top priority.
6. **Overhead costs** must be kept to a minimum in order to improve competitiveness.
7. We are **dynamic** and we have an **entrepreneurial spirit** in the group: challenge and execution are key.
8. We **fight and win** the battle in the market by assuming our responsibilities and taking the right actions at all levels.
9. We aim to fully exploit the **knowledge within the Tessenderlo Group** and we have Group experts & services to assist the businesses on the projects.
10. We carry out the **positive, courageous, curious and connected** attitudes, and we demonstrate **decisive and focused** behavior, ensuring the highest standards of ethical behavior within our **Code of Conduct** at all times.

Our attitudes and guidelines are key in creating a strong company culture that focuses on operational excellence and innovation and sustainable growth. The following principles guide our relationships with our shareholders, customers, employees and communities.

Our Attitudes

OUR ATTITUDES

POSITIVE

Build, develop and challenge our strengths.

CURIOUS

Open-minded on how to become better, leaner and more flexible.

CONNECTED

Connect employees and ideas.

COURAGEOUS

Entrepreneurial spirit is everyday hard work.

DECISIVE

Take and execute decisions.

Take action and do what has to be done.

Making sure it happens.

FOCUSED

Focus on our business, delivery and being the 'best in class'.



OUR EMPLOYEES

As at December 31, 2018, the total number of employees (FTE) working for the group amounted to 4,644. Out of this total, 858 employees were active in the Agro business, 2,060 employees were active in the Bio-valorization business, 1,671 employees were active in the

Industrial Solutions business, 50 employees worked for S8 Engineering Inc. and 5 employees were active in the T-Power business. Meanwhile, 3,472 of the group's total personnel are employed in Europe, 950 are employed in the Americas and 222 are employed in Asia.

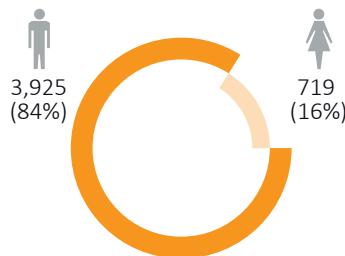
TOTAL NUMBER OF EMPLOYEES

2015	4,672
2016	4,530
2017	4,547
2018	4,644

GLOBAL EMPLOYEES PER AGE GROUP

-20 years	23	(<1%)
20-30 years	551	(12%)
31-40 years	1,077	(23%)
41-50 years	1,345	(29%)
51-60 years	1,368	(30%)
+60 years	280	(6%)

GENDER DISTRIBUTION OF GLOBAL EMPLOYEES



SPLIT PER REGION Total FTE's



OUR EMPLOYEES

DEVELOPING HUMAN RESOURCES FOR SUSTAINABLE GROWTH

Tessenderlo Group relies on a team of experienced professionals and this contributes towards our realization of the business and strategic objectives across all areas.

We strongly believe that our motivated employees are our greatest asset. In a global business where knowledge and expertise are essential, we build on our experienced and motivated employees, who have an in-depth knowledge and understanding of both the group and our products.

HR managers, who make up part of each of the different management teams, are focused on shaping the organization, defining clear roles and responsibilities,

as well as attracting, retaining and developing the right people, and building motivated teams that will realize the objectives of the group. They also guide each company through the changes necessary for the successful implementation of the transformation plans.

We must ensure that our employees, as individuals, are fully prepared at all times in order to respond to both the short-term and long-term challenges we face, as well as to work productively in result-driven teams. It is for this reason that we have defined the following seven HR pillars for sustainable growth:

1st PILLAR: Shaping the right and lean organizations that will be able to provide the most effective support to the different business models.

2nd PILLAR: Attracting the right employees for the right jobs.

3rd PILLAR: Explaining to our people and engaging them as regards the ways in which they can make even better contributions to the execution of our strategy. This can be realized by developing annual performance cycles, continuous feedback, recognition plans and clear communication.

4th PILLAR: Seeking to further empower our employees and create motivated teams through a smart combination of dedicated coaching and team building. This will ensure that we have flexible and agile employees.

Within our annual performance cycle, clear objectives that are in line with our strategy execution are defined internally in each of the different BUs. Each BU has a communication plan to cascade these objectives down to the shop floor and to communicate them into the minds, hearts and hands of our team members.

To develop, support and sell its products & services, Tessenderlo Group must be able to attract and retain skilled employees with specialist know-how.

5th PILLAR: Training and developing all of the talent in our group. The concept of talent management is considered to be a key process within our organization and it is therefore the responsibility of every leader and manager in the organization to commit to this objective. In this respect, on-the-job training and a permanent feedback culture are fundamental elements.

Tessenderlo Group's strategy could be undermined by the company's inability to attract or retain employees in key positions, or by the unexpected loss of experienced employees. Tessenderlo Group will continue its efforts to recruit, retain and develop a competent workforce and manage key talent throughout its global organization.

6th PILLAR: Offering a solid reward system with benchmarked and competitive salary packages and benefits. Benchmarking is undertaken via professional salary surveys and we also provide medical insurance for our employees and pension schemes in every country in which we operate.

7th PILLAR: Following the Group Compliance policy and Code of Conduct at all times.

OUR EMPLOYEES

Business ethics

All employees and subsidiaries of Tessenderlo Group worldwide aim to comply with the applicable laws and regulations of the countries in which they operate, with the Tessenderlo Group Code of Conduct and are expected and required to comply with the contents of the Code of Conduct.

Tessenderlo Group requires honesty and integrity from all employees in the application of the Code of Conduct and in all aspects of their business and expects the same of all its partners. Tessenderlo Group complies with generally accepted international standards for business practices, which form the basis for its activities and relations worldwide. For those also in a position of leadership and management at Tessenderlo Group, this means, among other things, that they show "zero tolerance" towards violations of local/international laws and all infringements of The Code of Conduct, other company rules and regulations. The protection and care of people and the environment represents a significant part of Tessenderlo Group company policy.

Bribery and corruption

Tessenderlo Group complies with the Foreign Corrupt Practices Act, with other country specific and appropriate anti-bribery laws and with the basic principles of the International Chamber of Commerce (ICC) Rules of Conduct to Combat Extortion and Bribery and the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions Convention of 1997. All employees of Tessenderlo Group may never offer, provide or receive any financial or other inducements in order to obtain, retain or alter business contracts or for the purpose of influencing decisions.

Breach of laws and regulations, or of Tessenderlo Group's policies – such as the Code of Conduct – regarding fraud, anti-trust, corruption, conflict of interests and other similar areas could have serious repercussions for the group. Potential impacts include prosecution, fines, penalties, and contractual, financial and reputational damage.

Employees and employment

Tessenderlo Group worldwide ensures respect for all basic human rights. Tessenderlo Group does not tolerate any discrimination or harassment on the grounds of race, color, gender, religion, origin, civil status, family circumstances, feelings or sexual orientation, disability or age. Tessenderlo Group expressly does not permit the use of child labor through the Company and its suppliers.

Gender diversity at board level

On December 31, 2018, the Board of Directors was in full compliance with the Law of July 28, 2011, requiring that as of January 1, 2017, one-third of the members of the Board of Directors should be of the opposite gender. In its section procedure for the appointment of new directors, the Board of Directors has integrated criteria with regard to diversity of competences and gender diversity.

Tessenderlo Group has no formal employee diversity policy, but it considers all qualified applicants for employment without regard to race, religion, color, age, sex, national origin, sexual orientation, gender identity, disability status or protected veteran status.

CODE OF CONDUCT

In 2017, a Code of Conduct was drafted and incorporated into our organizational DNA. Our Code of Conduct builds upon the 10 Guiding Principles of Tessenderlo Group, together with our 6 Attitudes. Fundamentally, the Code of Conduct sets out how we intend to continue to fully comply with the laws and regulations in all regions where our organization is operating. Compliance with the Code of Conduct is mandatory, and we urge every employee to let the Code of Conduct guide their daily work activities and actions, and place it at the heart of all of our internal and external relationships. In 2018, 912 or 77.7% of all managers worldwide followed an online training course regarding the Code of Conduct.



OUR EMPLOYEES

TRAINING & TALENT MANAGEMENT

We cherish talent and actively help our employees to grow and flourish. Through dedicated training programs and coaching, we seek to empower our employees, ensuring that they are flexible and agile, while simultaneously encouraging them to think about how they want to contribute to Tessenderlo Group - both today and tomorrow.

We train and develop our employees because we know that they are critical to the success of our business and our ability to execute our business strategy better than all of our competitors. We foster a culture of having high expectations for the personal growth of our employees. We support and encourage the continuous learning of our employees by offering job-specific, in-person and online training.

Talent management is a key process within our organization. As our business is constantly growing, we offer challenging jobs for enthusiastic employees with backgrounds in Engineering, Sales and Business Development, as well as Operations and General Management. We offer many opportunities in terms of personal development.

On-the-job training and a permanent feedback culture are key factors, but we also organize learning and training programs for all levels of employees. We build on the strengths of one another and we deploy our employees in a complementary manner. Within our Talent Review Process we carefully prepare career paths and develop our talent for the future.

EXAMPLES



The various business units organize annual information sessions, during which the Executive Committee of **Tessenderlo Group** provides an explanation on the strategy of the group. We also organize quarterly conference calls to provide more information on the results and activities of the various business units.



Throughout 2018, the group continued to work with its external partner Mentally Fit in order to train different teams of managers in coaching skills. This also included personal guidance on mental resilience, cultural change and support for change processes. Various sessions were organized for managers from **Tessenderlo Kerley International**, **PB Leiner**, **DYKA Group** and **Tessenderlo Group**.



Every year **Tessenderlo Kerley International** organizes a Training Academy for all employees, managers and leaders with an extensive range of training courses to improve communication and behavioral skills. A new feature this year was the Customer Experience Day, which took place in March. An external expert came by for a workshop on working in a more customer-oriented manner within an organization.



At the beginning of 2018, **PB Leiner, Akiolis Group** and the Tessenderlo Innovation Center organized a two-day workshop. During this event, the participants received training in innovation processes and technical applications of gelatins. They were joined by colleagues from Sales & Technical Support and R&D.



At **Akiolis Group**, a number of training programs were organized for production team leaders and others in 2018. On an individual level, training was organized for employees with no academic background to prepare them for positions encompassing greater responsibilities. Furthermore, a training program was launched for the managers of the collection center, Prolog. Over an eighteen-month period, they will participate in eight two-day sessions on their areas of expertise and the responsibilities associated with them, such as IT skills and KPIs.



At **JDP**, Supply Chain and Stock Control employees received training on RAINBOX 3S. After a short briefing about the system, they went to the warehouse where the participants were able to put the crates together themselves. Meanwhile, the staff of the Havant (UK) branch went on a company visit to the Clearwater plant in Amesbury, where they participated in sessions on septic tanks and waste water treatment.

OUR EMPLOYEES

SAFETY AND HEALTH

Tessenderlo Group is committed to protecting and improving the safety, health and general well-being of its employees, customers, suppliers and neighbors by preventing or limiting its activities and products from affecting people and the environment. Tessenderlo Group's Safety and Health Policy is integrated into company processes, operations and systems. The protection of employees, customers, suppliers, visitors and neighbors against unacceptable risks overrides economic considerations and must not be compromised. In the event of any doubts, the overriding principle of precaution must apply.

We have specific metrics programs and processes that are dedicated to maintaining our superior safety ratings throughout all of our businesses. Our employee safety programs are aimed at providing the necessary training, procedures, equipment and follow-up to guarantee a culture of safety.

It is our responsibility to ensure that our employees can work in a safe work environment and we are responsible for clearly communicating expectations regarding how to work safely via awareness programs, audits and improvement measures. Tessenderlo Group works to achieve a zero fatality rate globally.

SAFETY AND HEALTH POLICY OF TESSENDERLO GROUP

Tessenderlo Group and all of its subsidiaries embrace and comply with its legal, ethical and moral responsibilities, in terms of protecting the safety and health of employees, contractors, customers and the communities in which we operate. We will always conduct our business to the highest practicable standards. Tessenderlo Group's leadership, management and all employees will act at all times to safeguard the safety and health of all.

No business goal, target or job is more important than ensuring this objective is realized. To fulfill those responsibilities, Tessenderlo Group will ensure that the appropriate level of resources is made available, together with the commitment to continuously improve safety and health performance.

It is the role of Senior Leadership to determine, deploy and manage the required resources to meet Tessenderlo Group's responsibilities. All employees and others engaged by Tessenderlo Group are expected at all times to fully comply with applicable regulations and local processes that are determined necessary to protect safety and health. Every incident and life threatening accident will be thoroughly investigated to determine and implement the improvement actions required to prevent any repeat event. All employees are expected to report all such events to local management so that the appropriate procedures can be followed. Safety and health will always be a fundamental value of Tessenderlo Group.

OUR EMPLOYEES

GROUP SAFETY PERFORMANCE

During 2018, we continued to focus on the improvement of safety and health within each BU. Management has made this the number one priority and is regularly present in the workplace to conduct audits and inspections to ensure compliance and drive improvements. Safety and health performance is reviewed each month with the senior management of each BU and challenging targets are set each year in terms of realizing a continued reduction in accidents and incidents.

The group was particularly pleased with the exceptional performance in 2018, where not a single safety incident occurred during the commissioning of the electrolysis plant in Loos, France. In 2018, the process for crisis management and communication of Tessenderlo Group was revised. In many of our business sectors, we achieved SHE performance levels well below industry benchmarks. Despite the fact that the Tessenderlo Group Lost Time Accident Frequency Rate (the number of lost time accidents per million hours worked) reached a new low in 2018, we remain committed to further improvement.

TESSENDERLO GROUP LOST TIME ACCIDENT FREQUENCY RATE
(number of lost time accidents per million hours worked)



AGRO

Tessenderlo Kerley, Inc. has ten sites where no lost time accidents have occurred for more than 10 years. At six of these sites, no lost time accidents have occurred in over 20 years. Tessenderlo Kerley, Inc. has now introduced behavioral safety awards in all of its operational facilities.

The Tessenderlo Kerley International business unit continues to focus on SHEQ and complementary 5-year action plans for improvements in occupational and process safety were launched at the sites in Ham, Belgium. To date, the new site in Rouen, France, has yet to record a single accident.

BIO-VALORIZATION

Our PB Leiner business unit achieved excellent results for 2018 at the majority of its worldwide sites. At the end of 2018, the Lost Time Incident Frequency Rate at many plants was at historic low levels and this reflected the commitment from management regarding rigorously implementing new initiatives, new procedures and behavioral safety practices. The focus on the reporting of 'near accidents' has also led to the ability to further eliminate unsafe conditions and behavior, resulting in more improvements. Moreover, this core process has been extended to include environmental issues, to ensure they get the increased attention they deserve. In line with the group's strategy, the business unit continued its investments in energy savings, the reduction of water consumption and improvements in waste water treatment. They also made efforts to improve the quality of the exhaust gases and reduce CO₂ and waste streams. These efforts will be continued in 2019.

At Akiolis (France), safety at work has remained a key area for management in 2018. In 2018, the number of lost time accidents fell in 2018 compared with 2017 due to an increase in the resources for achieving further improvements. Since Akiolis valorizes by-products from other industries, sustainable working practices are a

core element of its activities. Therefore, our water and energy consumption remains an issue of continuous attention, and in this context, methods and technology are implemented to reduce this consumption.

INDUSTRIAL SOLUTIONS

Within the DYKA Group business unit, a Safety Excellence Program is implemented by each business unit. This resulted in great progress in 2018 towards realizing the completion of all of the modules. A new initiative to identify and eliminate unsafe conditions resulted in improvements in the work environment. Revised processes for the use of personal protective equipment were introduced for higher risk tasks. The switch to electrically powered forklift trucks and the introduction of LED lighting, together with improved transport planning, contribute to reducing our fuel consumption and CO₂ emissions.

At the Performance Chemicals business unit, the commissioning of the new electrolysis plant in Loos, France, reduced the electricity consumption by 30%.

OUR EMPLOYEES

SAFETY AND HEALTH

EXAMPLES



Every year, the group invests in a considerable number of safety-related training courses. This includes the organization of training courses at, among others, the sites of **Tessenderlo Kerley, Inc.**, **Tessenderlo Kerley International** and **PB Leiner**. The themes covered included safely extinguishing fires, lifting loads with hoists and driving with forklift trucks.



At **Tessenderlo Kerley, Inc.**, many safety milestones were celebrated in 2018. For instance, in 2018, the team of our Ponca City (Oklahoma, US) plant celebrated no Occupational Safety and Health incidents having occurred in 10 years. Meanwhile, the Coffeyville branch (Kansas, US) received the internal Employee Excellence award for never having had a lost time accident throughout its 20 years of existence.



In order to further highlight its efforts on safety, **Tessenderlo Kerley, Inc.** also organized a TKI Safety Calendar contest in 2019. Children of both TKI and the Tessenderlo Group employees were invited to submit drawings related to safety. The best drawings were included in a safety calendar that is used at the various American branches.



In 2018, **Tessenderlo Kerley Ham** launched a new five-year safety campaign SAFE-T, Heroes for Zero, with the goal of reducing the number of accidents at work to zero. The central theme in this campaign are the heroes who help us achieve our safety objectives.



Each year, **PB Leiner** in Brazil, together with the CIPA (Internal Commission for Accident Prevention) Members and Managers, organizes the Internal Worker Prevention Week with a theme relating to human behavior that states: "There is no work which is so urgent that it cannot be done safely!" The Internal Workplace Accident Prevention Week (SIPAT) aimed at raising awareness and mobilizing employees with regard to the change of culture (safety behavior) in our work environment.



Also in 2018, **PB Leiner** in Santa Fe (Argentina) organized an Internal Safety Week with the aim of promoting the safety culture among employees and their families. Several activities were organized over the course of one week in April. These included workshops aimed at raising awareness about unsafe actions and conditions, chemical treatments and hand care. The family members of the employees were also invited to visit the company.



Safety is and remains a priority at **Akiolis Group**. Based on the 2017 Security Book, security meetings were held at each site for all teams, and emphasis was placed on reporting 'near accidents'. In order to further raise awareness, a Security Challenge was organized in 2018, in which the winning teams received quarterly and annual rewards. Furthermore, the annual safety days took place in June. At each branch, workshops were organized to share the various experiences in the area of safety with each other. In 2018, the focus was mainly on the importance of wearing safety helmets and how to act in case of a fire.



Within **DYKA Group**, a Safety Excellence Program is implemented by each business unit. This resulted in great progress in 2018 in terms of realizing the completion of all of the modules. Driver compliance, safety and effectiveness training programs, together with improved transportation planning, are contributing to reducing the fuel consumption and CO₂ emissions. In order to create more transparency regarding the safety efforts, the business unit also launched an internal safety mascot, SCOT, in 2018, which will be rolled out further during the course of 2019.



At **DYKA Netherlands**, various safety and health courses are offered every year, including courses for quitting smoking, dealing with work pressure and sessions such as "How to stay fit". DYKA also applies a Vitality Ambassadors Covenant, with which the company wants to promote not only the vitality of employees but also the (sustainable) employability of all employees. Therefore, the objective is to offer a vitality program that provides each individual employee with tools, according to his or her specific needs, for a healthier lifestyle.



At **BT Nyloplast**, we consider a healthy and pleasant working environment to be paramount. To this end, an Action Team for Good and Healthy Working was set up in 2018 in collaboration with an external partner to work on a positive working environment. This team consists of employees of various departments. The first theme to be discussed was that of expressing appreciation. Furthermore, another eight employees participated in the "Smoke-free? You too!" program aimed at helping people quit smoking.



JDP was awarded a gold certificate in 2018 for the year after year reduction of its CO₂ emissions. Masternaut determined that JDP had reduced its CO₂ emissions by no less than 107,305 kg in 2017. This equates to keeping more than 20 cars off the road for an entire year. Innovations and investments in transport management ensure a sustainable engagement towards customers and local residents.

OUR EMPLOYEES

SOCIAL ACTIVITIES

Tessenderlo Group firmly believes in the importance of the recognition of teams based on positive reinforcement. This can be linked not only to achieving certain results to help growth, but also to life events. Our employees spend a lot of their time at work and often “go the extra mile” for the company. Therefore, we believe they should be celebrated and respected for these efforts. We use various occasions like company anniversaries to organize get-togethers for our teams as well as family and friends. Our aim is to ensure our employees can share the pride they have in their work and what we do as a company with those in their personal lives. Social activities are important in contributing to the wellness of each of our employees and building a positive company environment and culture.

EXAMPLES



In April 2018, **Tessenderlo Kerley, Inc.** once again organized a Take our Daughters and Sons to Work® Day at the headquarters in Phoenix (US). In the morning, a number of Tessenderlo Kerley, Inc. employees explained exactly what their business unit or department does and how others count on them. The 30 children who had registered, enthusiastically participated in the sessions by asking and answering many questions. During several of the sessions, the children were awarded a variety of prizes.



On October 21, 2018, **PB Leiner** in Santa Fe celebrated its thirtieth anniversary. In order to ensure the event would not go unnoticed, all current and former employees were invited to the celebration.



In September 2018, **Akiolis Group** celebrated its tenth anniversary. To mark this milestone, some members of the Management Committee paid a working visit to various sites.



In October 2018, BT Bautechnik GmbH, BTH Fitting Kft. and Nyloplast Europe BV announced they would now start operating under a single name: **BT Nyloplast**. As part of this name change, various events were organized in Aichach (Germany), 's-Gravendeel (the Netherlands) and Vadna (Hungary). BT Nyloplast also organized other events, including the inauguration of a new injection molding machine in Aichach.



On April 25, 2018, the **Tessenderlo Group Innovation Center** celebrated its thirtieth anniversary. With a history that began with R&D activities for pharma and organic chemistry, the Tessenderlo Innovation Center has today grown into an innovation institution with a wide range of capabilities and competences. In order to further support its innovation strategy and to offer customer-oriented innovations, the group has recently installed a new food and application lab at its site in Tessenderlo (Belgium).

The Innovation Center of **Tessenderlo Kerley, Inc.**, also organized an open day in 2018. Employees of TKI and Tessenderlo Group were given an extensive tour and explanation of the different processes that take place in the laboratory.

OUR PLANET

The challenges that the world faces - from climate change and population growth to food shortages and economic crises - are the basis for our search for products and processes that create value for all our stakeholders.

There is no need to debate the fact that our planet is warming up. Overwhelming scientific consensus argues that humans are causing this warming through the emission of greenhouse gasses, mostly from the burning of fossil fuels. A warmer planet creates the effect of changing weather patterns. These changes have an impact on fresh water availability. Climate change also affects our ability to produce sufficient food in a reliable manner. It influences our ecosystems and biodiversity, as well as the spread of diseases. Overall, severely changing weather patterns are increasingly having a profound effect on our lives, our economies and our societies. Climate change is the single most important factor that will define our future market environment.



GROWING POPULATION

We live on an increasingly crowded planet. According to a United Nations report launched in 2017, the current world population of 7.6 billion is expected to reach 9.8 billion by 2050. With approximately 83 million people being added to the world's population every year, the upward trend in population size is expected to continue. Catering for the needs of nearly 10 billion people is both an opportunity and a challenge. Such an increase will inevitably have an impact on climate change and our natural resources, ecosystems, raw materials and land availability.



IMPROVING STANDARDS OF LIVING

The global population is not only growing in terms of numbers. Global affluence is also increasing on average. Whilst not every region or country of the world is benefiting from this development, China, Brazil and India are making big strides forward. Notwithstanding the fact that wider affluence has many positive aspects, it will create a market environment with more people consuming more goods. And this means it will be more difficult for supply to keep up with demand. Improved standards of living are also linked to increasing urbanization: more people are now living in cities than ever before.



OUR PLANET

EVERY MOLECULE COUNTS

Every human being has the right to food and we believe that it is our responsibility to help make this possible through more efficient and sustainable agriculture.

As demand outstrips nature's capacity to provide fresh water, and due to a lack of infrastructure, one billion people in the world lack access to sufficient clean water. We offer solutions that promise a reduction of water use in agriculture and improve water management and quality – these represent important steps towards conservation and wider access. The earth's natural resources are being squandered by some who think that supplies are endless. Indeed, many such resources are either burned or dumped as waste after use. The reality is that these resources can never be replenished. Therefore, in order to avoid depleting resources that should be available to future generations as well as our own, we provide solutions to further reuse and recycle materials, hence adding value to them.

Our challenge is to contribute to making a significant improvement in the efficient use of raw materials, especially residuals or by-products from natural origin. This will mean we are making the most of the resources.

For this reason, we are 100% committed to finding new and more sustainable ways in order to successfully address the following mega-challenges:

- Maximizing food production
- Optimizing the use of water
- Using our resources more responsibly
- Making better use of bio-residuals

Environment

Tessenderlo Group is aware of the impact its production operations have on the planet. Tessenderlo Group wants to take its responsibility and minimize the impact of its operations on the planet. It will continue to explore ways to reduce its environmental footprint in every aspect of its operations. Tessenderlo Group has the intention to publish in future reports KPIs and actions taken to reduce its footprint.

Tessenderlo Group's activities are also subject to environmental regulations, the non-compliance with which could bring substantial costs and could also lead to disputes in environmental matters. Tessenderlo Group activities are subject to the environmental regulations of national and local authorities, which in some cases may even impose no-fault liability. Consequent liability on the part of Tessenderlo Group could negatively impact its activities. The environmental regulations in the markets where Tessenderlo Group operates are becoming ever stricter, with a growing emphasis on compliance.

OUR PLANET

EFFICIENT AGRICULTURE

- We help to boost the world's food production with our fertilizer business.

Food security will continue to be one of the most important issues facing the world. A global population of nearly 10 billion by 2050 means advances in food production technologies will be needed to meet extra nutritional requirements by creating more production per acre. This is a daunting challenge considering the fact that one billion people currently go to bed hungry each night.

Through the responsible use of crop protection products, including insecticides, herbicides and fungicides, growers will remain able to provide high quality, nutritious, abundant and affordable food to the world. The NovaSource® crop protection portfolio will continue to be an important part of integrated pest management in the niche fruit and vegetable crop sector.

Water supply is another limiting factor to growing more food. By 2030, it is estimated that the world will experience a 30% shortfall in freshwater supply at current consumption rates. We seek to address these issues by concentrating on the research and development of new techniques in food growing coupled with research in best practices that employ the latest conservation and precision technologies.

Crop Vitality assists in regard to reducing leaching and the runoff of nutrients into waterways. Our products are uniquely positioned to meet the demands of government regulations and policies. We work with growers to maintain their nutrient management programs and we provide solutions for minimizing nutrient runoff. The Crop Vitality Innovation and Learning Farm focuses on studying solutions to the challenges of global food production and water conservation. Agricultural research, education and extension programs as well as collaborating with external resources help us to achieve improvements in the way in which we interface with our customers and farmers.



A growing global population and global prosperity means more demand for meat. This in turn means more grain is required to feed cattle, pigs and chickens that are raised for human consumption. Fertility is a critical aspect of soil health. Every time a crop is grown and harvested, nutrients are taken from the soil and these nutrients must be replaced in order to continue producing food, feed, fuel and fiber crops. Sulfur, nitrogen, potassium, calcium and magnesium fertilizers make a vital contribution to healthy, productive soils by providing the nutrients that plants need for growth.

The world's farmers must produce more food, fuel and fiber. And they will need fertilizers like those that are available from Crop Vitality to succeed with this objective.

At several of our production facilities, Crop Vitality employs backward integration to transform their specific chemistries into sustainable plant nutrients, which results in the decrease of environmental exposure, a decline in hazardous materials transportation and a reduction in our carbon footprint.

OUR PLANET

SMART TRANSFORMATION MAKING HIGH QUALITY INGREDIENTS

- We extract collagen from discarded materials in the food chain to produce high value products.
- We collect organic by-products from upstream customers and transform them so that they will acquire a new value downstream.

PB Leiner valorizes side streams of the meat industry to functional and health ingredients for the health & beauty, food and pharma industry. In most countries, pig skins, beef hide and bones are products that are used for human consumption either in limited quantities or not at all. By splitting those streams in high value proteins for human consumption and fats for bio fuel, pet food and feed, we contribute to a more sustainable world. We also produce dicalcium phosphate (DCP) from animal origin, which is suitable for animal feed. This phosphor source replaces phosphor from mining in the feed sector, thus leading to a reduced depletion of our natural resources. Furthermore, DCP from animal origin is better absorbed by chickens, which leads to less phosphor pollution of open waters.

Whilst meat consumption in the Western world is slightly declining, the worldwide consumption of meat is still increasing due to the growth of global GDP. By continuously looking at how we can optimize our processes, we not only increase the yield but we are also able to upgrade the characteristics of our finished products. This results in a higher value creation of the consumed raw materials.

With collagen peptides, which are also known as collagen hydrolysate or hydrolyzed collagen, we are able to recover a protein from our raw materials that contributes to health. The numerous health benefits of this protein in relation to skin, bones and joints, weight management and sports nutrition have already been demonstrated. Consumers throughout the world are becoming increasingly aware of the benefits of

nutritionally enhanced products, as well as the health impact of the ingredients in their food and beverages. Collagen peptides are a highly digestible protein obtained through the enzymatic treatment of collagen rich materials. PB Leiner provides a complete range of high quality collagen peptides under the SOLUGEL® brand name.



OUR PLANET

SUSTAINABLE PRODUCTS & APPLICATIONS

At **Akiolis Group**, we help to create a more sustainable world through our operations. This means adding value to animal materials generated in the production of, but not included in, food for human consumption. In doing so, we are a link in an intelligent chain based on the recovery of co-products and by-products. Bonemeal, proteins and animal fats generated from these materials allow us to conserve fossil fuels and food sources. As a core element of the circular economy, the recovery of animal materials enables us to directly address the question of sustainable development.

Our business model is naturally aligned with the circular economy. As part of our service, we collect animal co-products and by-products for customers engaged in the meat industry (e.g. slaughterhouses, butchers and cutting plants) and in distribution (e.g. large retailers). Through appropriate treatment, we are able to harness the potential of these animal proteins and fats, which we then provide for manufacturers that require renewable materials for their own processes.

Some examples:

- Our bonemeal and fats are a substitute for fossil fuels in generating green electricity or steam used in industrial furnaces, or indeed as a home heating source.
- Our proteins can be used to feed farmed fish. They are also a substitute for fishmeal, which helps to protect and conserve maritime wildlife.
- Our animal proteins can also be used to fertilize soil or be applied as a fertilizer to vines, fruit trees, vegetable crops and green spaces, and they conform to organic agricultural standards.
- Our animal fats are an ingredient in soaps and detergents, as a substitute for palm oil.
- Our fats and proteins are also an ingredient in food for dogs and cats.
- By collecting bones from slaughterhouses, we are also able to extract bone minerals used in gelatin production.



OUR PLANET

SUSTAINABLE WATER MANAGEMENT AND BUILDING COMPONENTS

- Our long life plastic pipe systems reduce water leakages in the supply network.
- Incorporating recycled materials into our building products reduces the need for finite resources and landfill.

Catastrophes relating to climate change have increased significantly in recent years and will accelerate further. Unpredictable levels of rainfall frequently overwhelm retention capacities, create flood damage and overrun water treatment facilities. We realize that no system is equipped to completely manage all flooding events but our solutions for drainage and infiltration, as well as our storm water management systems, work effectively against the negative impacts of increasingly frequent rainstorms. These solutions reduce flooding and collect, store and manage sudden rainfall, which in turn prevent it from immediately spilling into rivers and retaining its capacity for re-use.



It is clear that too much clean water goes to waste. And this doesn't just apply to the developing world. In the developed world, poor quality pipework and leakages in distribution infrastructure result in the loss of one-third of all drinking water. Our solution to this major problem is to supply high performance, long life plastic pipe systems that will reduce water loss in the pressure supply network. Our objective is to significantly reduce this staggering level of waste.

The trend of urbanization represents a massive challenge regarding water supply and sanitation management. Key environmental issues, such as sustainable urban drainage, green infrastructure and the increasing use of brownfield sites are causing the house building market to change. And the continuously growing population means that the market for construction materials is experiencing high levels of demand. The movement of people to cities has led to the increase in drainage requirements with a wide network of connections.



Pipes and fittings are the prerequisite for housing. And we have continued to diversify our product range to respond to these changes.

Drinking water will become the world's most valuable product over time. We currently face a mega-challenge in providing drinking water to everyone. In the future we need to become smarter in terms of managing our water supplies. Our plastic pipes will ensure the safe transportation of all different kinds of water - not only drinking water but also rain and waste water.

Practical innovation also means the creative use of our systems to support other challenges. Just as water pipe systems have clearly contributed to the health and wellbeing of people during the last few decades, legislation is now focusing on additional building standards with respect to air treatment. Fortunately for the environment and energy consumption, the insulation of our houses has improved dramatically in

recent times. However, this brings the risk of a decrease in the inflow of oxygen in our houses which can in turn mean the retention of humidity. Based on our considerable expertise in water treatment systems we are now converting this knowledge into air ventilation and treatment solutions that will contribute to a healthy climate inside houses.

In the production of the core of our pipes, we increasingly incorporate recycled PVC material, giving new value to by-products and reducing demands on finite resources whilst maintaining high quality levels.

OUR PLANET

WATER TREATMENT, CLEANER WATER AND MUCH MORE

- We treat and recycle dirty water with quick, cost-effective and sustainable processes.

In the water treatment market, we are the number three supplier in Europe of inorganic chemicals that act as coagulants for customers in municipal or industrial waste and drinking water plants. We serve some of the major cities in Europe, including Paris and Brussels.

Too frequently, contaminated waste water from industrial processes is simply thrown away and many decontamination methods employ finite raw materials, which create additional waste and environmental problems. We take dirty water and deliver clean water through the use of recycled chemicals that coagulate phosphates and other contaminants both quickly and cheaply. We use sustainable raw materials for the process and, wherever possible, we use by-products recuperated from the steel industry.

We are continually refining the processes in treating waste water. Ferric chloride is increasingly being used, both in drinking water where it allows for coagulation and flocculation, and in waste water, where it lowers the phosphate content due to precipitation, by dehydration and by reducing the sulfur content.

The Performance Chemicals business unit offers alternative re-use opportunities for the by-product HCl from SOP and waste pickle liquor from the steel industry by converting them into coagulants used for the treatment of municipal and industrial waste water, as well as for the production of drinking water. Sulfur derivatives are being used to recover metal impurities from waste.

The business model for water treatment products allows for the use of a by-product from our sulfate of potash fertilizer production as raw material for the steel industry. Once used by the latter in their pickling operations, Performance Chemicals recuperates the pickling liquor, which is in turn used to produce coagulants for water treatment. These coagulants then enable phosphorous to be extracted from waste water and in doing so prevent the eutrophication of surface waters.



OUR PLANET

SUSTAINABILITY IN INDUSTRIAL BUSINESSES, MINING & INDUSTRIAL AND MPR SERVICES

- Through the creation of environmentally-aware chemistries for mining and industrial applications, the Mining & Industrial business unit (M&I) is creating a safer workspace for our customers and their plant production processes.

Our innovative and alternative chemistries such as Thio-Gold®, which can replace cyanide (CN) lixiviants, are allowing for extended mine life and gold recoveries with less impact on the individual and collective working environments.

Our cyanide detoxification chemistry and applications help to ensure the minimum discharge of noxious chemicals to mine tailings. This is coupled with our technical solution approach that further optimizes the use of our products and increases the efficiencies of customer applications. By utilizing the colocation strategy with our key strategic customers, we are able to shorten the distance and time to transport our products to the sites where they are needed.

The historical business model of MPR Services has focused on providing specific refinery services. We deliver on-site systems and services that reduce costs of operations while increasing the efficiency and effectiveness of pollution control equipment. Our solutions allow our customers to recycle, refurbish and reuse their amine rather than throw it away, which is both a costly and environmentally-unsustainable practice. Through reclamation, less amine needs to be purchased and transported to the facilities, and this contributes to a lower carbon footprint. The model also results in improved safety factors and the extension of equipment life by assisting in the elimination of cyanide-related issues. MPR Services accomplishes this through its CYNTROL® program, which has proven to be among the most effective corrosion prevention program available within the refining process.



OUR COMMUNITY

Sustainability and corporate social responsibility also mean that we as a group must be aware of what is going on outside of our company walls. Tessenderlo Group plays an important role in society. We want to make a positive contribution to society and help to create a society that is characterized by more prosperity and a higher level of well-being for all of our stakeholders. In our daily activities and objectives, we continuously consider our stakeholders, who include our employees, customers, suppliers, partners, shareholders, media and local residents in the areas in which we operate.

We also care about the community around us and we therefore participate and actively promote the participation of our teams in social and charity events. Some of our companies also have active partnerships with learning institutions and are a recognized partner for development purposes. This is an investment in the future of education, as well as in future generations. We organize and participate in various initiatives. For instance, we organize on-site plant tours, invite guest speakers at courses, and participate in job fairs; this often results in internships, which in turn can lead to fixed employment over time.

Failure to successfully manage relationships with local communities could adversely affect the group's reputation. Tessenderlo Group will continue its efforts to make a positive contribution to the local communities it is part of.

EXAMPLES

MUSIC FOR LIFE

In 2018, the four Belgian branches of **Tessenderlo Group** organized various events in the context of The Warmest Week of Music For Life together for the second time. For instance, we sold soup, hot dogs, quiches and candy in Vilvoorde, toasted sandwiches and hot dogs in Ham, and plants as well as toasted sandwiches in Brussels. Meanwhile, in Overpelt, we even organized a tennis tournament. All of these warm campaigns were aimed at raising money for Sporen vzw, an organization for Special Youth Care that is mainly active in the regions of Leuven and Halle-Vilvoorde. The organization supports children, young people, families and relatives in ensuring children grow up in a way that meets their developmental needs and demands. We are therefore very proud that together we managed to raise no less than 4,048 euros. Given the success of our actions, we decided to double the amount to 8,095 euros.





In 2018, the different branches of **Tessenderlo Kerley, Inc.**, participated in Red Nose Day. During the month of May, a variety of campaigns were organized and a lot of great pictures were taken. The funds collected are used in the fight against child poverty.



In 2018, a team of **TKI** in Phoenix participated in the Susan G. Komen Breast Cancer Walk in San Diego (California, US). The team members raised over USD 10,000, which will be used for the research and treatment of breast cancer.



In the Agro segment, the group continues to focus on research, development and innovation, including through our own farm in Dinuba, California (US). This farm reinforces our commitment to developing innovative crop nutrients that help farmers meet the needs of modern crop production in a reliable and sustainable way. The proceeds of the harvest are donated to charities. In 2018, for instance, **Crop Vitality** donated food for the Gleanings for the Hungry project, which supports projects in Mozambique and South Africa.



Each year, **Tessenderlo Kerley Ham** participates in many local events. In 2018, these included the Fintro Classic Run in Tessenderlo and the Relay for Life Tessenderlo. Each year, we are committed to participating in this event which is organized by the Stichting tegen Kanker (Foundation against Cancer). Participants were able to choose to hike, cycle or walk during the two-day event. This year, we again organized a workshop for children where they learned how to make bath salts and gels. Together with the companies Valtris AO Belgium and Vynova Belgium, we raised over 6,400 euros for the Stichting tegen Kanker.



In December 2018, a second information evening for the local residents of Ham and Tessenderlo was organized at **Tessenderlo Kerley Ham** (Belgium). This enabled our neighbors to become better acquainted with our activities and our safety policy. There was a lot of interest and we welcomed some seventy neighbors and a number of former employees.



On August 19, 2018, **PB Leiner** Nienburg organized an open day in collaboration with other local companies. Visitors were able to take a tour and, of course, enjoy some live music. Our company proved to be very popular: there were more than 4,000 visitors and over 20 kg of gummies were handed out. The high turnout and beautiful weather made this a successful and inspiring day.



A good relationship with the local residents is essential to the branches of **Akiolis Group**. Within this context, an open day was organized in April 2018 at the branch of Atemax in Vénérolles (France) to introduce the new air filter to the public. Akiolis Group also supports many sporting and cultural projects through its various branches by sponsoring local initiatives. In 2018, it supported more than 70 initiatives, including ones for football and rugby clubs, schools and theater companies.



Some **DYKA** colleagues took part in the team time trial for the charity in Lommel on June 30, 2018. They were presented with a spectacular 14 km course in the IZ Kristalpark. DYKA finished in a well-deserved third place in the company category.



In October 2018, **JDP** participated in the 'Wear It Pink Day.' For the benefit of 'Breast Cancer Now', the whole company was dressed in pink, as were many employees, and a good amount of money was raised. In cooperation with FloPlast Ltd, JDP also donated a large water tank to the St Cuthberts Hospice in Durham. Their garden, which consists of memorial stones and a vegetable garden, is maintained by volunteers. JDP makes efforts to contribute by ensuring maintenance is easier for the patients and their families.



In 2018, Tessenderlo Group inaugurated its new membrane electrolysis production facility at the **PC Loos** site (Produits Chimiques de Loos) in France. Various events were organized with employees, customers and other stakeholders to celebrate the inauguration.



In early April 2018, **Tessenderlo Group** received the Best Investor Award (PMI) from the French-Belgian Chamber of Commerce and Industry (CCI) in recognition of the fact that it is one of the most important Belgian investors in France. In particular, it received the award for the most innovative investment. This was in respect of its new electrolysis plant in Loos (France).



Tessenderlo Group attaches great importance to developing long-term relationships with universities, colleges and secondary schools, and with their students. In 2018, for example, more than 30 internships were filled at the group's Belgian branches in various departments in Ham, Tessenderlo and Brussels, among others. Internships are a win-win situation for the organization, the school and the student.

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This sustainability report has been prepared in line with the GRI guidelines, 'core criteria' version, but does not fully correspond to this reference model.

