



April 18, 2023

dsm-firmenich Rules on Inside Information, Insider Dealing and Disclosure

The Board of Directors of dsm-firmenich AG has adopted the following Rules of conduct with regard to Inside Information as well as the holding of (and Executing Transactions in) dsm-firmenich Financial Instruments.¹

I. General Rules for all dsm-firmenich Employees

Prohibition from Executing Transactions

1. Every dsm-firmenich Employee shall be prohibited from Executing or trying to Execute a Transaction in Financial Instruments or by effectuating a Transaction in Financial Instruments, when he or she possesses Inside Information related to the Company or dsm-firmenich Financial Instruments.²

Prohibition from recommending or inducing Transactions

2. Every dsm-firmenich Employee shall be prohibited from recommending or inducing a third party to Execute or effectuate a Transaction in Financial Instruments, when he or she possesses Inside Information related to the Company or dsm-firmenich Financial Instruments.

3. Confidentiality

- 3.1. Every dsm-firmenich Employee shall be prohibited from disclosing Inside Information to a third party, unless the disclosure is made as part of the normal course of his or her employment, profession or duties and the recipient of the Inside Information has an obligation of confidentiality. Inside Information must, as with all sensitive information, be kept within a small circle of people

¹ In these Rules, a number of terms are used regularly in a particular meaning. Those terms have been capitalised and are defined in paragraph 49.

² See also paragraph 7 on the statutory prohibition on Insider Trading under MAR.



and must be treated with care and caution. If the Inside Information, or other sensitive information, is revealed, great damage may occur.

- 3.2. Every dsm-firmenich Employee shall be responsible for their inadvertent and/or accidental disclosure of Inside Information to any third party, irrespective whether such third party has been actively pursuing such information or not, unless the dsm-firmenich Employee can demonstrate that he or she had taken all reasonable measures to prevent disclosure of Inside Information. Any such disclosure shall be deemed to be a breach of paragraph 3.1 by the dsm-firmenich Employee.
- 3.3. For the avoidance of doubt, "third parties" as used herein shall include, without limitation, the dsm-firmenich Employee's direct family members (parents, spouses, children, and the like), Household Members and other dsm-firmenich Employees.

Advice from Compliance Officer

4. If a dsm-firmenich Employee is in doubt as to whether a prohibition applies to him or her, it is recommended that he or she contact the Compliance Officer.

Trading in options on dsm-firmenich Financial Instruments

5. dsm-firmenich Employees, who have obtained options on Financial Instruments or other equity dsm-firmenich incentives that were granted pursuant to the dsm-firmenich AG Stock Incentive Plan (or successor plan), shall be prohibited from trading in options on dsm-firmenich Financial Instruments other than options obtained under this plan.

Exceptions

6. The prohibition of paragraph 1 shall not apply to a person who:
 - a. executes a Transaction to satisfy an obligation that arose before the person concerned possessed Inside Information;
 - b. accepts, within the scope of an Employee Participation Plan, performance- or restricted shares (share units), stock options, stock appreciation rights or similar right to dsm-firmenich Financial Instruments;
 - c. exercises options or rights to dsm-firmenich Financial Instruments assigned to him or her under an Employee Participation Plan when the expiration date of such options or rights falls within a Closed



Period, and, if applicable, sells the dsm-firmenich Financial Instruments acquired pursuant to such exercise, if:

- (i) both the exercise and the sale occur on the date of expiry of such options or rights or within a period of five business days prior thereto;
 - (ii) the person notifies the Compliance Officer at least four months before the expiration date of his decision to so exercise and sell;
 - (iii) the decision of the person is irrevocable; and
 - (iv) the person has received prior authorisation from the Compliance Officer; or
- d. receives consent to Execute the Transaction from the Compliance Officer.

Statutory prohibitions

7. The Market Abuse Regulation (**MAR**), the Act, the FMIA and similar criminal or securities laws of other jurisdictions as well as the rules of the relevant trading facilities also contain provisions prohibiting, among other things, the Execution of Transactions in Financial Instruments if the person concerned has Inside Information (as defined in the relevant laws and/or rules) and the disclosure of Inside Information. The provisions of these Rules are in addition to and shall be entirely without prejudice to the prohibitions and notification obligations under MAR, the Act, the FMIA or similar foreign criminal or securities laws and applicable rules of the relevant trading facilities.

II. Prohibitions and obligations applicable to Directors and Designated Persons³

8. The provisions of this Chapter shall remain applicable during six months after a Director or Designated Person has lost that capacity.

Directors

9. For the purposes of these Rules, the following persons shall be deemed Directors:
- a. co-CEOs of the Company;
 - b. the members of the Executive Committee;
 - c. members of the Board of Directors of the Company.

³ In addition to the General Rules listed above in section I.



Designated Persons

10. For the purposes of these Rules, Designated Persons are participants of the “Global Leadership Council”, that are not Directors.

11. In addition to Designated Persons described in paragraph 10, the Compliance Officer may designate any other dsm-firmenich Employee as a “Designated Person” if he believes that the dsm-firmenich Employee concerned possesses or may obtain Inside Information or if he believes that the dsm-firmenich Employee concerned might create the appearance of acting in violation of MAR, the Act, the FMIA or similar foreign securities laws. designate any other dsm-firmenich Employee as a “Designated Person” if he believes that the dsm-firmenich Employee concerned possesses or may obtain Inside Information or if he believes that the dsm-firmenich Employee concerned might create the appearance of acting in violation of MAR, the Act, the FMIA or similar foreign securities laws. The Compliance Officer shall inform the dsm-firmenich Employee concerned in writing of the designation. The Compliance Officer may withdraw the designation if he or she believes that the reason for the designation has ceased to exist. The Compliance Officer shall inform the dsm-firmenich Employee in writing of the designation and of the withdrawal of the designation.

General provisions

12. Subject to applicable criminal and/or securities laws and rules of the relevant trading facilities and unless the provisions in and under these Rules provide otherwise, Directors and Designated Persons are free to invest in Financial Instruments.

13. Any holding of dsm-firmenich Financial Instruments by a Director or Designated Persons, as referred to in paragraph 9 and 10, shall be for long-term investment purposes.

Prohibitions applicable to Directors and Designated Persons

14. Every Director and Designated Person shall be prohibited from:
 - a. Executing Transactions in dsm-firmenich Financial Instruments during a Closed Period applicable to them, irrespective of whether he or she possesses Inside Information;
 - b. Executing Transactions in dsm-firmenich Financial Instruments during the period – not being a Closed Period – in which the Compliance Officer has prohibited him or her from doing so pursuant to the provisions of paragraph 16 of these Rules;



- c. Executing a Transaction in dsm-firmenich Financial Instruments and, within six months thereafter, Executing another Transaction in dsm-firmenich Financial Instruments, if the other Transaction is opposite to the first Transaction in the sense that the risk of the first Transaction is thereby excluded or limited. This clause does not prohibit the exercise of a stock option or stock appreciation right granted by the Company under an Employee Participation Plan, irrespective of the moments when such exercise occurs, if the dsm-firmenich Financial Instruments obtained by such exercise are sold immediately;
- d. Executing a Transaction in any other Financial Instruments, if the Compliance Officer has so determined in accordance with the provisions of paragraph 16 and has notified the relevant Director or Designated Person thereof, irrespective of whether he or she possesses Inside Information.

The above prohibitions shall extend to Household Members of the relevant dsm-firmenich Director or Designated Person in addition to their own obligations and restrictions as may apply to them in any given jurisdiction. Without prejudice to the dsm-firmenich duty of the Director or Designated Person not to disclose Inside Information to third parties under paragraph 3 above, the Director or Designated Person must ensure compliance with the above prohibitions by his/her Household Members, and must inform them of these prohibitions. Any breach by any Household Member of the above prohibitions shall be deemed to be a breach by the relevant Director or Designated Person him-/herself, and shall also be deemed to be a breach of his/her confidentiality obligation in paragraph 3 above.

The prohibitions of this paragraph 14 shall not apply to Transactions as referred to in paragraph 6.

- 15. The Company shall announce in time which periods during the relevant calendar year qualify as "Closed Periods" referred to in paragraph 14. Any changes or additions shall be announced in the same manner during the course of the calendar year.
- 16. Based on the decision of the dsm-firmenich Disclosure Committee, the Compliance Officer may prohibit Directors and/or (groups of) Designated Persons from Executing Transactions in dsm-firmenich Financial Instruments or any other Financial Instruments during a period - outside the Closed Period - determined by them.
- 17. At the request of a Director or Designated Person, the Compliance Officer may grant dispensation from the provisions of paragraph 14 under (a). The written request shall describe the envisaged transaction and provide an explanation of why the sale of dsm-firmenich Financial Instruments is considered necessary. The request shall be made in writing and the dispensation shall be granted in writing for a period specified by the Compliance Officer.



18. Based on the decision of the dsm-firmenich Disclosure Committee, the Compliance Officer may determine that Directors, and/or one or more Designated Persons are not allowed to Execute Transactions in any other Financial Instruments during a period determined by him, if he believes that the person or persons concerned have or may obtain Inside Information related to those Financial Instruments or if he believes that the Directors, and/or Designated Persons concerned might create the appearance of violating section 8 of MAR, the FMIA (if applicable) or similar applicable provisions in foreign criminal or securities laws, if they would Execute a Transaction in those Financial Instruments.

Approval Requirements before Executing Transactions in dsm-firmenich Financial Instruments

19. Before Executing Transactions in dsm-firmenich Financial Instruments:
- a. Members of the Executive Committee shall obtain approval of the co-CEOs of the Company. After the approval has been obtained, members of the Executive Committee shall inform the other members of the Executive Committee of the Transaction.
 - b. The co-CEOs of the Company shall obtain the approval of the chairman of the Board of Directors of the Company. After the approval has been obtained, the co-CEOs of the Company shall inform the other members of the Executive Committee of the Transaction.
 - c. Members of the Board of Directors shall obtain approval of the chairman of the Board of Directors of the Company. After the approval has been obtained, members of the Board of Directors shall inform the other members of the Board of Directors of the Transaction.
 - d. The chairman of the Board of Directors of the Company shall obtain the approval of the Chairman of the Audit Committee. After the approval has been obtained the Chairman of the Board of Directors shall inform the other members of the Board of Directors of the Transaction.
 - e. Designated Persons shall obtain approval of the Compliance Officer.
- 20.
- a. The approval, required under paragraph 19 shall not be unreasonably withheld and will in no way limit the responsibility of any member of the Executive Committee, the Board of Directors or Designated Person to make his own assessment of potential use of Inside Information known to him.
 - b. The approval required under paragraph 19 shall be given as soon as possible, but no later than 2 days after the request for approval has been made. The approval shall be deemed to apply to Transactions to be executed within the period specified by the co-CEOs, Chairman of the Board of Directors or the Compliance Officer respectively, unless the approval has been withdrawn prior to the end of such period.



III. Notification obligations applicable to Directors, Designated Persons and certain other persons

Forms

21. The notifications referred to in this Chapter III shall be made by using forms supplied by the Compliance Officer. In making the notifications, the questions contained in the forms must be answered in a complete and truthful manner.

Obligation of Directors to notify the AFM/CBI/SIX and/or the Compliance Officer

22. The Compliance Officer shall notify the Directors in writing of the limited liability companies that are regarded as Affiliated Companies for the purposes of these Rules. This notification shall be effected immediately after these Rules take effect and shall subsequently take place on any change in the Affiliated Companies.
23. Directors must within two weeks of their designation or appointment notify the Compliance Officer and the AFM/CBI/SIX (as applicable) of the number of dsm-firmenich Financial Instruments at their disposal and the number of votes they can cast on the issued capital of the Company and the issued capital of Affiliated Companies.
24. Directors must notify the Compliance Officer and the AFM/CBI/SIX without delay of any change in the number of dsm-firmenich Financial Instruments at their disposal, and of any change in the number of votes they can cast on the issued capital of the Company and Affiliated Companies.
25. In accordance with the provisions of section 19 of MAR, Directors must notify the AFM of certain transactions in dsm-firmenich Financial Instruments. This notification should be done promptly and no later than two business days after the date of the transaction.
26. A list of all reportable transactions under MAR can be provided by the Compliance Officer on request.
27. The Director may request the Compliance Officer to comply on his or her behalf with the statutory obligation to notify the AFM/CBI/SIX, as referred to in paragraph 25. The Directors must notify the Compliance Officer hereof without delay. This provision does not release the Director of the legal obligation to make the notification.



Notification of Executed Transactions to the Compliance Officer by Designated Persons

28. Designated Persons must inform the Compliance Officer in writing of any Transaction in dsm-firmenich Financial Instruments without delay, through the appropriate notification form. Designated Persons automatically fulfil their obligation to notify if the Transaction in dsm-firmenich Financial Instruments is effected by UBS AG under the prevailing Service Level Agreement as agreed between Equatex and dsm-firmenich.

Statutory obligation of other persons to notify AFM/CBI/SIX

29. Pursuant to the provisions of MAR, the Household Members of any of the Directors, are also obliged to inform the AFM/CBI/SIX (as applicable) of a Transaction in dsm-firmenich Financial Instruments Executed, promptly but in any case, no later than on the third business day after the day on which the Transaction was Executed.
30. To the extent it is aware thereof, the Company shall inform the persons referred to in the previous paragraph that they are subject to the obligation referred to in that paragraph.
31. Directors must inform their Household Members of the obligations set out in paragraph 29.
32. The persons referred to in paragraph 29 must make the notification to the AFM/CBI/SIX themselves, unless they have, no later than two business days after the day on which the Transaction was Executed, requested the Compliance Officer in writing to do so on their behalf. Said request must be made by completing and signing forms provided by the Compliance Officer for that purpose.

IV. Compliance Officer

33. The co-CEOs of the Company shall appoint a Compliance Officer and may dismiss him at any time.
34. The co-CEOs of the Company shall announce the identity of the Compliance Officer and where he can be reached. If the Compliance Officer and the person designated to replace him are absent or otherwise unavailable or unable to perform their duties, the Corporate Secretary of the Company will perform the function of Compliance Officer.



35. The Compliance Officer has the duties and powers conferred on him by these Rules. The co-CEOs of the Company may confer additional duties and powers on the Compliance Officer.
36. The Compliance Officer may in consultation with the co-CEOs of the Company designate one or more deputies who may be established in other countries and who may, for the benefit of the dsm-firmenich Employees in those countries, exercise such duties and powers as the Compliance Officer shall determine in consultation with the co-CEOs of the Company. The Compliance Officer may in consultation with the co-CEOs of the Company designate persons to replace him or her during his or her absence.
37. The Compliance Officer is entitled to make an inquiry with regard to transactions Executed in dsm-firmenich Financial Instruments, executed by, in the order of or on behalf of a dsm-firmenich Employee. The Compliance Officer may report in writing to the co-CEOs of the Company. Prior to such written report, the dsm-firmenich Employee should have had the opportunity to react on the outcome of the investigation. The dsm-firmenich Employee shall be informed of the outcome of the investigation by the co-CEOs of the Company.
38. The Compliance Officer shall report annually to the co-CEOs of the Company.

V. Register

39. The Compliance Officer shall keep a register containing the following information:
 - a. all names and addresses of the members of the Executive Committee, Board of Directors, Designated Persons and their Household Members;
 - b. notifications concerning changes in dsm-firmenich Financial Instruments by members of the Executive Committee and Board of Directors based on the Regulations of the co-CEOs respective the Regulations of the Board of Directors.
 - c. all notifications as referred to in paragraphs 23, 24 and 25;
 - d. all notifications as referred to in paragraph 28, including the electronic notifications distributed by Equatex under the prevailing Service Level Agreement as agreed between Equatex and the Company;
 - e. all designations of Designated Persons;
 - f. all withdrawals of designations of Designated Persons;
 - g. all insider lists of the Company;
 - h. all decisions to apply paragraph 14;
 - i. all requests for dispensation and all dispensations granted as referred to in paragraph 15;



- j. all requests as referred to in paragraph 27;
 - k. all requests and information provided to the Compliance Officer as referred to in paragraph 32;
 - l. copies of the authorisations referred to in paragraph 45;
 - m. copies of Management Agreements received by him pursuant to the provisions of paragraph 47.
40. As soon as a Director ceases to hold office, the Compliance Officer will notify the AFM/CBI/SIX of this without delay.
41. dsm-firmenich Employees may inspect data included in the register to the extent that it concerns them.
42. The co-CEOs and/or the chairman of the Board of Directors of the Company may inspect the register at any time.
43. The Compliance Officer may remove data from the register after ten years.

VI. Independent Managers

Members of the Executive Committee and Board of Directors

44. The prohibitions contained in these Rules shall not apply if and to the extent that a Transaction in Financial Instruments is Executed for the account of a member of the Executive Committee, or Board of Directors or a person referred to in paragraph 28 by an Independent Manager under a Management Agreement.
45. Each Director shall, even if a Transaction is Executed by an Independent Manager in accordance with the preceding paragraph, continue to be under an obligation to make the notifications that he or she must make pursuant to paragraphs 23 and 24 of the Act and article 19 of MAR. The Director may authorise the Independent Manager to make the notifications referred to in paragraphs 23 and 24 on his or her behalf. The Director shall send a copy of the authorisation to the Compliance Officer.⁴

⁴ The authorisation shall not affect the (continued) responsibility of the Director for the notification being accurate and made on time.



Other persons

46. The prohibitions contained in these Rules as well as the obligations to notify referred to in these Rules shall not apply if and to the extent that a Transaction in dsm-firmenich Financial Instruments is Executed for the account of a dsm-firmenich Employee, with the exception of Directors, Board and persons referred to in paragraph 29 by an Independent Manager under a Management Agreement.

Management Agreement

47. Every dsm-firmenich Employee must provide the Compliance Officer with a copy of the Management Agreement and to inform the Compliance Officer in writing of any change to that Management Agreement.
48. The Compliance Officer may send a copy of the Management Agreement to the AFM/CBI/SIX on behalf of the person concerned.

VII. Definitions

Definitions

49. In these Rules, a number of terms are regularly used in a particular meaning. These capitalised terms are defined below:

Act	:	Financial Markets Supervision Act (<i>Wet op het financieel toezicht</i>)
AFM	:	Netherlands Authority for the Financial Markets (<i>Stichting Autoriteit Financiële Markten</i>)
Board of Directors	:	the board of directors of the Company
CBI	:	Central Bank of Ireland, the Irish Securities Regulator
Closed Period	:	<u>For members of the Executive Committee and Board of Directors:</u>



the period starting the 29th day after a Financial Release until the next Financial Release, which however shall never be shorter than 30 calendar days before a Financial Release.

For Designated Persons as referred to in paragraph 10:

- a) the period 2 months prior to the first publication of the annual financial statements of the Company;
- b) the period starting on the first day of a quarter until the publication of the company's quarterly financial statements, which however shall never be shorter than 30 days before a Financial Release;

For Designated Persons as referred to in paragraph 11:

the period indicated by the Compliance Officer in his designation letter

Company	:	dsm-firmenich AG
Compliance Officer	:	the officer referred to in Chapter IV
Designated Persons	:	the persons referred to in paragraph 10 and 11
dsm-firmenich Disclosure Committee	:	the disclosure committee of the Company established in accordance with the "Charter dsm-firmenich Disclosure Committee" attached hereto as Annex 1.
dsm-firmenich Employee	:	any person employed by, or in any other type of relationship of authority to, the Company or a Group Company or a subsidiary of the Company, irrespective of the duration of the employment, as well as the members of the Executive Committee and Board of Directors and the members of the supervisory board and the managing board of Group Companies, in any case including every Designated Person
dsm-firmenich Financial Instruments	:	Financial Instruments issued by or relating to the Company or its affiliates



dsm-firmenich Leadership Council	:	meeting of the dsm-firmenich Leadership Council of the Company as referred to in article 10 sub a) and operating under that name within the Company
Employee Participation Plan	:	a dsm-firmenich Employee scheme as referred to in and complying with the requirements of article 9 of the Commission Delegated Regulation (EU) 2016/522 with the exception that for the purpose of these Rules the plan is limited to comprise dsm-firmenich Financial Instruments.
(Execution of a) Transaction	:	The (attempt to make a) sale or purchase of Financial Instruments or the execution of any other legal act aimed at acquiring or disposing of Financial Instruments, or to cancel or amend an order concerning Financial Instruments, either directly or indirectly and for one's own account or the account of others
Executive Committee	:	The committee which consists of the Managing Directors and such other persons as appointed by the Board of Directors and co-CEOs of the Company.
FMIA	:	the Swiss Financial Market Infrastructure Act (as amended from time to time).
Financial Instruments	:	<p>transferable securities (including but not limited to equity or debt) or other financial instruments within the meaning of the Market Abuse Regulation (and as defined in point (15) of article 4(1) of Directive 2014/65/EU):</p> <p>(a) which have been admitted to trading on a regulated market or a multilateral trading facility, or for which a request for admission to such trading facility has been made;</p> <p>(b) any other securities that do not fall under the scope of (a) above, but of which the price or value depends on, or affects, the price or value of a financial instrument under (a); and</p> <p>(c) any other transferable securities falling within the scope of similar criminal or securities laws of other jurisdictions</p>



and applicable rules of relevant trading facilities

- Financial Release : announcement containing the Company's quarterly, semi-annual or annual financial statements
- Group Company : a legal entity or company in which the Company has a participating interest and whose turnover as most recently determined constitutes at least 10% of the consolidated turnover of the Company
- Household Member :
 - a. a spouse, or a partner considered to be equivalent to a spouse in accordance with national law (such as registered partners or life companions of the dsm-firmenich Employee, or other persons cohabiting with the dsm-firmenich Employee as if they were married or as if they had registered their partnership);
 - b. dependent children of the dsm-firmenich Employee in accordance with national law;
 - c. a relative of the dsm-firmenich Employee who has shared the same household for at least one year on the date of the relevant Transaction; or
 - d. a legal person, trust or partnership, the managerial responsibilities of which are discharged by a person discharging managerial responsibilities or by a person referred to in (a), (b) or (c), which is directly or indirectly controlled by such a person, which is set up for the benefit of such a person, or the economic interests of which are substantially equivalent to those of such a person
- Independent Manager : a financial firm (*beleggingsinstelling*) permitted under the Act to manage private portfolios
- Inside Information : Inside Information is knowledge of information of a precise nature which has not been made public, relating, directly or indirectly, to a legal entity, company, or institution to which the Financial Instruments relate and which, if it were made public, might have a significant effect on the price of the Financial Instruments



Management Agreement	:	an agreement in writing between a dsm-firmenich Employee or a person as referred to in paragraph 28 and an Independent Manager, where the Independent Manager has been authorised by the dsm-firmenich Employee or a person as referred to in paragraph 29 to execute the Transaction in dsm-firmenich Financial Instruments for the account of the dsm-firmenich Employee or the person as referred to in paragraph 29 without any instruction from or consultation with his principal
Managing Directors	:	the persons referred to in paragraph 9 under (a) and (b)
Market Abuse Regulation (MAR):	:	the EU Market Abuse Regulation (EU) No 596/2014 of 16 April 2014, OJL: 173/1, related EU measures and the relevant Irish transposing and implementing legislation and the Market Abuse Rules issued by the Irish Central Bank under section 1370 of the Companies Act 2014.
Member State	:	a state that is a member of the European Union and a state, not being a member of the European Union, which is a party to the Agreement on the European Economic Area
SIX	:	Swiss Stock Exchange

Announcements

50. The co-CEOs of the Company shall in due time before the beginning of each financial year announce which periods in the relevant financial year will be considered to be Closed Periods. Amendments or supplements shall be announced in a similar manner in the course of the calendar year.



VIII. Sanctions

51. In case of violation of one or more provisions of these Rules, the Company or, as the case may be, the employer reserves the right to impose any sanctions which he is entitled to impose pursuant to the law and/or the (employment) agreement on the person concerned. Such sanctions include termination of the (employment) contract with the person involved, whether or not by way of summary dismissal. Moreover, in case of violation of one or more provisions of these Rules, a breach of MAR or the Act and/or a criminal act will occur, upon which imprisonment and/or a fine can be imposed.

IX. Other provisions

Entry into effect

52. These Rules shall take effect on April 18, 2023.
53. These Rules shall replace the existing DSM or Firmenich rules concerning Inside Information with effect from April 18, 2023.

Applicability

54. These Rules shall apply to all dsm-firmenich Employees unless these Rules provide otherwise.

Other capacity

55. The provisions of these Rules shall apply to dsm-firmenich Employees irrespective of the capacity in which they Execute a Transaction and shall therefore also apply if the person concerned Executes a Transaction for the account of another person or as representative of another person.



Amendments

56. The provisions of these Rules can be amended and supplemented by a resolution of the co-CEOs of the Company. Amendments and supplements shall enter into force upon their announcement, unless the announcement specifies a later date.

Miscellaneous provisions

57. The co-CEOs of the Company shall have the power to take decisions in those cases that are not covered by these Rules in accordance with applicable laws and regulations.
58. These Rules are governed by Dutch law.



Annex 1

Charter dsm-firmenich Disclosure Committee

Purpose

The purpose of the dsm-firmenich Disclosure Committee (the “Committee”) is to ensure the timely and accurate disclosure of inside information related to dsm-firmenich AG (the “Company”) in accordance with the relevant provisions of the EU Market Abuse Regulation (MAR) or any other applicable legal and regulatory requirements.

The Committee shall see to it that the applicable rules and conditions regarding publication (or, if applicable, delay of publication) of inside information shall be strictly complied with, taking into account best practices and recommendations issued by the AFM (Dutch Authority Financial Markets), the CBI (the Central Bank of Ireland, the Irish securities regulator), the Swiss Financial Market Supervisory Authority and SIX Exchange Regulation (to the extent applicable) from time to time. The Committee is responsible for the process by which all market participants have access to appropriate and equal information to allow the market for dsm-firmenich Financial Instruments to be administered properly, and to allow rating agencies to properly assess dsm-firmenich’s rating. To that end, the Committee is responsible for decisions regarding publication of inside information arising as part of periodic financial reporting or *ad hoc* disclosures responding to information leaks.

In accordance with the relevant provisions of the dsm-firmenich Rules on Inside Information and Insider Dealing and Disclosure (the “**dsm-firmenich Rules**”) the Committee will fix certain periods, in addition to the Closed Periods as defined in the dsm-firmenich Rules, during which members of the Executive Committee, Board of Directors and/or Designated Persons (as defined in the dsm-firmenich Rules) shall be prohibited to execute transactions in dsm-firmenich Financial Instruments or any other Financial Instruments, as the case may be.

In connection therewith the Committee shall see to it that insider lists are properly issued and maintained by the Compliance Officer. The Compliance Officer must provide the Insider List to the AFM, the CBI, FINMA, or the SIX as soon as possible upon request.

Composition

The Committee shall be composed of the co-CEO/CFO, Corporate Secretary, General Counsel, Director Investor Relations and Compliance Officer of dsm-firmenich AG.

The Executive Vice-President Mergers & Acquisitions shall have a standing invitation to attend the meetings of the Committee.

The head of external communication and the SVP Finance will be invited when required.

The co-CEO/CFO shall act as chair and in her/his absence, the Corporate Secretary.

The Compliance Officer shall act as Secretary of the Committee and minutes shall be jointly prepared with the General Counsel.

Meetings

The Committee shall meet as frequently as considered necessary.