



Policy

Number: ELS 103

Version: 1

Effective Date: March 1, 2016

Community & Government Affairs

Owner: Director of Compliance

Approval: General Counsel

1. GUIDING PRINCIPLE

Tenneco encourages employees to engage privately in community and political affairs, but any such activity conducted on behalf of Tenneco must be pre-approved by senior level management.

2. PURPOSE

As a global organization, Tenneco interacts with community, political, charitable, and governmental organizations. This policy sets forth the manner in which Tenneco, and its employees, interact with these organizations.

3. SCOPE

This Policy applies to all officers, directors, employees, and third parties acting on Tenneco's behalf.

4. POLICY

A. Communicating With Government Agencies

Tenneco personnel regularly interact with government agencies in the course of Tenneco business, for example as part of customs interactions, tax filings, safety inspections, and permit applications. All statements made by Tenneco to government agencies, in the regular course of Tenneco's business, must be entirely accurate and truthful. Before making non-routine statements to governmental agencies (for example, in response to a subpoena, a legal matter, interviews, or investigations), Tenneco personnel must obtain the approval of the Law Department and the Vice President of Global Communications.

B. Governmental Affairs and Lobbying

Federal laws and regulations directly affect Tenneco's operations and financial future. From time to time, Tenneco may lobby for implementation of policies or legislation that benefit Tenneco. Lobbying activities may include efforts intended to influence legislation, attempting to influence the public about governmental matters, or communicating with government officials in an attempt to influence official

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actions. Lobbying on behalf of Tenneco must be approved by the Law Department, the Chief Executive Officer, and in some circumstances the Board of Directors.

Any dealings with public and elected officials regarding Tenneco business, including all meetings with government officials or members of their staffs, must be coordinated with the Vice President of Global Communications and the Law Department. Team members who are authorized to interact with these officials must comply with all applicable lobbying laws including public disclosure requirements.

C. Political Campaign Contributions

As a general rule, Tenneco does not make corporate political contributions. Exceptions to this general rule require prior written approval from the Law Department and the Chief Executive Officer. In particular, the direct or indirect use of Company funds, the Company name, or Company facilities for political campaigns or activities must be approved by the Chief Executive Officer and the Law Department.

Political campaign contributions include direct or indirect expenditures or contributions to candidates for election to public office or political parties, including indirect assistance or support for candidates or parties. Indirect assistance includes support of candidates or political parties through purchase of tickets to special dinners or fundraising events, or furnishing of goods, services or equipment to political parties or committees.

If a contribution is authorized by the Law Department and the Chief Executive Officer, all reporting requirements of the federal, state, or local jurisdiction in which the contribution was made shall be complied with, and evidence of this compliance shall be promptly forwarded to the Law Department.

Similarly, no political campaign fund shall be formed by the Company, or on its behalf amongst the Company's employees, without the prior written approval of the Law Department and the Chief Executive Officer.

The prohibitions stated in this policy apply only to the direct or indirect use of corporate funds or assets for political purposes and are not intended to discourage employees from making personal contributions to candidates, parties, or committees of their choice. The viability of representative government depends upon the political election process, and Tenneco encourages its employees, as individual citizens, to make personal political contributions to candidates, parties, and committees of their choice. Under no circumstances, however, shall any employee be compensated or reimbursed in any way for personal political contributions, or favored or prejudiced in any condition of employment or promotion as a result of making or failing to make, any such contributions.

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D. Community Affairs

Employees are encouraged to participate, on a voluntary basis and on their own time, in community and civic activities of interest to them.

Tenneco employees are free to exercise their rights as citizens to express their own views on matters of public policy, support candidates of their own choice, and engage in political activities on their own time. Tenneco does not attempt to dictate which political party employees should support or which political views employees should espouse. Employees must, however, conduct themselves so as to make clear that the views they express are their own and not those of the Company.

An employee may be granted periods of leave (or time off) to participate in certain community or political activities on an individual basis, upon approval of the head of their department or business unit. The Company makes decisions regarding leave (or time off) for the purpose of engaging in community/political activity based on the individual circumstances of each case.

E. Charitable Contributions

With written approval from the business unit controller and general manager, Tenneco may periodically make contributions to support local charities or community-based organizations in the communities in which we operate. In doing so, however, there must be assurances that the contributions will be used for their stated purpose, and that they comply with Tenneco's Anti-Corruption Policy. In particular, all charitable contributions must be:

- Made to organizations, or to support projects, with a track record demonstrating integrity and a commitment to a charitable mission or community-based purpose (such as youth sports teams), or other documented proof of legitimacy;
- Made in a form other than cash (e.g., wire transfer, check, company credit card) and accompanied by written documentation evidencing the contribution's legitimate purpose; and
- Documented accurately in the Company's records and properly receipted.

Depending on the circumstances, other safeguards may be required, which may include anti-corruption terms in agreements and monitoring requirements to ensure the contribution is being used appropriately. Any request by a customer, employee, or government official for a contribution to a

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specific organization, or a request to donate to an organization in which a customer, employee, or government official is affiliated, should be forwarded to the Law Department.

5. CONSEQUENCES

Failure to follow this Policy may result in disciplinary action, up to and including termination. If any employee is involved in or witnesses any violations of this Policy, the employee should report it immediately (via the [Hotline](#) or to the employee's manager). Tenneco employees who report violations of this Policy will not suffer any negative consequences.

CHANGES

<u>Rev. Letter</u>	<u>Effective Date</u>	<u>Changes Made</u>

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