



SunCoke Energy®

# CODE OF BUSINESS CONDUCT and ETHICS



## A MESSAGE FROM OUR LEADERSHIP

Ethical conduct is the cornerstone of how the SunCoke Energy (“SunCoke”) team does business. Our continued success relies on our reputation, which is built on the decisions and actions of every employee, officer and director of SunCoke and its subsidiaries. We are each responsible for embracing the highest level of ethical behavior in all situations.

This Code of Business Conduct and Ethics, together with our Core Values, establish the principles that guide our daily actions. Whether we are working with customers, vendors, business partners or neighbors, it is essential that we always act with integrity. That means being honest, following the letter and spirit of the law, honoring our commitments and doing what is right – without compromise.

SunCoke is more than just a publicly traded company; it is a well-respected organization known for quality, professionalism and corporate responsibility. As SunCoke representatives, we all share the important work of protecting our reputation for ethical behavior and sound conduct.

A handwritten signature in black ink, appearing to read 'Katherine T. Gates'.

Katherine T. Gates  
President and Chief Executive Officer  
SunCoke Energy, Inc.



## OUR CORE VALUES

<b><i>Safety</i></b> Safety first – our guiding principle, preventing all safety-related incidents, personal responsibility for safe operations for all employees and all contractors.	<b><i>Integrity</i></b> Do what is right, say what you mean, do what you say, earn trust, treat others with respect.	<b><i>Commitment</i></b> Deliver results, be accountable, work as a team, continuously improve and communicate effectively.
<b><i>Innovation</i></b> Master the science and process, create a better way, find a better solution.	<b><i>Excellence</i></b> Expect the best from yourself, remove obstacles, inspire and support others, embrace diversity, celebrate success.	<b><i>Stewardship</i></b> Provide safe, reliable, and environmentally sound operations for our people and their families, our customers, and the communities where we do business.

### Adhering to our Code of Business Conduct and Ethics

This Code of Business Conduct and Ethics sets forth the basic principles that guide the day-to-day business activities of all employees, officers and directors of SunCoke and its subsidiaries (collectively, “SunCoke”). Detailed information regarding the specific types of circumstances referenced in this Code can be found in our comprehensive Compliance Policies, which are listed in Appendix A (see page 7) and are available on the Legal Department site on SunCoke Connect. Each employee, officer and director must abide by this Code and all relevant policies, act in good faith and with integrity in the performance of his or her responsibilities and in compliance with all applicable laws, rules and regulations.

### Maintaining the Health and Safety of our Employees and the Environment

SunCoke’s operations reflect our values of safety, integrity and respect for people and the environment. The products and services of SunCoke are designed, provided and handled to meet quality standards and obligations to customers while appropriately managing risk.

Each employee has a responsibility for maintaining a safe and healthy workplace by following rules and practices, and reporting accidents, injuries and unsafe equipment, practices or conditions. SunCoke maintains health, safety and environmental compliance programs to help ensure a safe workplace. Adhering to SunCoke's health, safety and environmental requirements is essential.

SunCoke's focus is compliance with laws and regulations. Our compliance objectives include prevention of health, environment and safety incidents, as well as timely informing appropriate officials, employees, contractors, customers and the public of any significant health, safety or environmental concerns related to our facilities. SunCoke verifies conformance through programs, including internal and external audits, and constantly strives to meet objectives that facilitate improvement.

## **Conflicts of Interest**

A conflict of interest exists when an employee, officer or director is faced with divided loyalty caused by using his or her position at SunCoke for personal benefit, nepotism, or situations where there is a conflict between personal interests and employment responsibilities. No employee, officer or director may receive improper personal benefits, or arrange for personal benefits, for a relative, friend or business associate. Actions may not be taken in which a private interest interferes with an individual's ability to advance the interests of SunCoke or to perform the company's work objectively and effectively.

You must promptly and fully disclose a conflict of interest, or a potential conflict of interest, to the Legal Department as soon as it becomes known. This disclosure obligation extends to knowledge of any conflict of interest involving another person associated with SunCoke. If you are unsure whether a conflict of interest exists, you should contact the Legal Department.

Management will take all necessary actions to remove the conflict, which may include procedural safeguards, removal of an employee's discretion in the area of conflict, reassignment of job responsibilities, reassignment of the employee or prohibition against continued participation in the conflicting activity.

## **Avoiding Improper Entertainment and Gifts**

In appropriate circumstances, the exchange of business courtesies, such as gifts, meals, entertainment and travel, can help strengthen business relationships and further business objectives. As a general rule, business courtesies may be provided or received if they are ordinary and customary under the circumstances, of modest value and do not cloud business judgment or present a conflict of interest. Note that the following courtesies are never permitted:

- Gifts given or received in the expectation of, or as a reward for, the provision of business.
- Gifts or entertainment that may tarnish the reputation of SunCoke.
- Gifts, meals or entertainment that are provided to prevent the recipient's ability to act in the best interest of his or her company.

Further guidance regarding business courtesies, including reporting obligations and value limitations, can be found in the [Gifts, Meals, Entertainment and Sponsored Travel Policy](#).



## Maintaining a Harassment-free and Discrimination-free Workplace

Attracting and retaining a talented, diverse workforce requires that everyone have an equal opportunity to participate, contribute and advance. We are committed to providing a work environment that is free of all types of harassment and discrimination, where all employees are evaluated based on their abilities and quality of work. SunCoke requires that equal employment opportunities are afforded to all qualified individuals, without regard to race, color, ancestry, religion, sex, sexual orientation, national origin, age, pregnancy, physical or mental disability, citizenship status, veteran status, gender identity or expression, genetic information or any other characteristic or status that is protected by federal, state or local law. This applies to all employment decisions, including recruiting, hiring, tenure of employment, and all terms and conditions of employment.

### What will SunCoke do when harassment or discrimination is reported or suspected?

SunCoke promptly and thoroughly investigates all allegations of harassment or discrimination. SunCoke does not tolerate any form of harassment, such as slurs, derogatory gestures or messages, or display of objects that would create a hostile work environment. Examples of unacceptable conduct include:

- Derogatory comments based on racial or ethnic characteristics.
- Unwelcome sexual advances.
- Displaying sexually explicit material in the workplace.
- Violent or threatening behavior.
- Discrimination on the basis of race, gender, national origin, age, religion, sexual orientation or other legally protected characteristics.

Employees, officers and directors should consult the [Anti-Discrimination and Anti-Harassment Policy](#), [Equal Employment Opportunity Policy](#), and [No-Retaliation Policy](#) for additional information.

## Maintaining a Workplace Environment Free from Substance Abuse

Consistent with SunCoke's core values, it is our policy to maintain a workplace environment that is free from substance abuse and its negative effects on our employees. Substance abuse poses safety concerns and directly leads to health, attendance and productivity issues.

The unauthorized manufacture, sale, distribution, purchase, possession or use of, or being under the influence of or impaired by, alcohol or drugs, including medical or recreational marijuana, is prohibited while engaging in SunCoke business or while on SunCoke premises. You should consult the [Substance Abuse Policy](#) for more details on such prohibitions and for guidance with regard to the improper use of prescription drugs or medications that may affect your ability to safely perform your job duties.

All salaried and hourly employees of SunCoke who are not covered by a collective bargaining agreement are eligible to be tested. Union employees are subject to similar policies established in their respective collective bargaining agreements. Contractors and vendors doing business with SunCoke are expected to adhere to the drug-free workplace and testing requirements as set forth in SunCoke's Terms and Conditions which are available at <http://www.suncoke.com/English/about-us/contact/procurement/default.aspx>.

## Appropriately Interacting With Government Personnel and Foreign Governments and Persons

SunCoke conducts business with the highest level of integrity and in full compliance with the U.S. Foreign Corrupt Practices Act (“FCPA”). Consistent with the FCPA, SunCoke prohibits the payment by SunCoke personnel or agents of “anything of value” (i.e., anything with objective or subjective value, such as cash, entertainment, promises of future employment or charitable contributions made at the request of a foreign official) to a foreign official for any purpose. The application of the FCPA can be complicated, and further guidance is provided in the [Anti-Corruption Policy](#).

In addition, the U.S. government regulates the type of business courtesies that can be given to U.S. government personnel. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuity in violation of these rules is prohibited. State and local governments, as well as foreign governments, may have similar rules. Where the application of these rules is unclear, you should consult with the Compliance Team.

## Proper Use and Disclosure of Confidential Information

Confidential information is an asset of SunCoke and may only be used for legitimate and approved business purposes. Federal securities laws impose restrictions on disclosure of information, as set forth in our [Regulation FD policy](#), and the improper disclosure of confidential information can adversely impact business opportunities and tarnish our reputation. Detailed information about disclosures can be found in the [Corporate Disclosure Policy](#).

In addition, use of confidential information for personal financial benefit, such as to trade in stocks or bonds, or to “tip” others who might make an investment decision on the basis of this information is unethical and illegal, and is prohibited. Details regarding this prohibition can be found in the [Insider Trading Policy](#).

## What is Considered Confidential Information?

All non-public information about SunCoke must be protected as confidential information, as defined by the [Corporate Disclosure Policy](#). Examples of confidential information include:

- Operational Information
- Business Development Transactions
- Significant Changes in our Management
- Litigation
- Trade Secrets, Know-How, Patented Technology and Emerging Technical Designs

Any questions regarding whether information is considered confidential should be directed to the Legal Department.

## Privacy and Personal Information

SunCoke has adopted safeguards to help ensure the security and confidentiality of certain Personal Information. Personal Information refers to any information that can be used to uniquely identify, contact or locate a specific person. Examples of Personal Information include an individual's first and last name in combination with other information, such as a Social Security number, driver's license number or other government-issued identification number, financial account information or personal health information. SunCoke restricts access to Personal Information on a "need to know" basis and strictly prohibits the collection, use, accessing, sharing or otherwise disclosing of Personal Information to unauthorized third parties.

Additional information regarding the protection and use of Personal Information can be found in the [Privacy and Personal Information Policy](#). Any questions regarding the use or handling of Personal Information should be directed to the Compliance Team.

## Guidance and Reporting Without Fear of Retaliation

SunCoke has established the SunCoke Workplace Ethics and Compliance Program to uphold the highest standards of ethical and legal behavior. Consistent with our commitment to ethical behavior, all employees, officers and directors must report any suspected policy violations to the Compliance Team directly or by using the SunCoke Workplace Ethics and Compliance Program, a confidential 24/7 reporting hotline and website. **The program is administered by a third party and can be accessed by calling the toll-free 24/7 number: (877) 918-1997, or by visiting the website: <https://suncoke.alertline.com>.** Calls and online submissions are anonymous, unless the notifying party chooses to disclose his or her identity. Nothing in this Code of Business Conduct and Ethics prevents any employee, officer or director from communicating directly with relevant government authorities about potential violations of law.

**SunCoke does not permit retaliation in the workplace based upon the good-faith reporting of misconduct or the exercise of legal rights, including the use of the compliance reporting system. SunCoke takes all allegations of retaliation seriously, investigates them promptly, and responds appropriately.**



## SUNCOKE CODE OF BUSINESS CONDUCT and ETHICS

### APPENDIX A

In addition to the matters addressed in this Code, employees, officers and directors are required to comply with all other SunCoke policies, as amended from time to time, including but not limited to the following policies, some of which cover, with more specificity, matters addressed in this Code:

- Anti-Corruption Policy
- Anti-Discrimination and Anti-Harassment Policy
- Antitrust and Fair Competition Policy
- Conflict of Interest Policy
- Corporate Disclosure Policy
- Corporate Health, Environment and Safety Compliance Assurance Policy
- Equal Employment Opportunity Policy
- Export Controls and Economic Sanctions Policy
- Gifts, Entertainment and Sponsored Travel Policy
- Insider Trading Policy
- No-Retaliation Policy
- Privacy and Personal Information Policy
- Prohibited Payments and Political Contributions Policy
- Records and Information Management Policy
- Regulation FD Policy
- Substance Abuse Policy
- Weapons Policy
- Incentive Compensation Recoupment Policy Relating to Misconduct

**The SunCoke Workplace Ethics and Compliance Program is a confidential 24/7 reporting hotline and website and can be accessed by calling the toll-free 24/7 number: (877) 918-1997, or by visiting the website at <https://suncoke.alertline.com>.**

