



Board of Directors Policy on Director Qualification Standards

Adopted February 24, 2006 and Amended February 16, 2015

It is the policy of the Company that the Board consist of a majority of independent directors. The Nominating and Corporate Governance Committee of the Board has established director qualification standards to assist it in determining director independence, which either meet or exceed the independence requirements of the New York Stock Exchange ("NYSE") corporate governance listing standards. The Board will consider all relevant facts and circumstances in making an independence determination.

Determination of Independence

To be considered "independent" for purposes of these standards, a director must be determined, by resolution of the Board as a whole, after due deliberation, to have no material relationship with the Company other than as a director (either directly or as a partner, shareholder or officer of an organization that has a relationship with the Company). These determinations will be made annually prior to any slate of directors standing for election to the Board. Except as otherwise stated below, the term "Company" includes West Pharmaceutical Services, Inc. and its consolidated subsidiaries. In each case, the Board shall broadly consider all relevant facts and circumstances and shall apply the following standards:

1. In no event will a director be considered "independent" if:
 - (i) the director is, or has been within the last three years, an employee of the Company; or
 - (ii) an immediate family member of the director is, or has been within the last three years, an executive officer of the Company; or
 - (iii) the director has received, or has an immediate family member who has received, during any twelve-month period within the last three years, more than \$120,000 in direct compensation from the Company, other than director and committee fees and pension or other forms of deferred compensation for prior service with the Company provided that such compensation is not contingent in any way on continued service; or
 - (iv) (A) the director or an immediate family member of the director is a current partner of a firm that is the Company's internal or external auditor; or (B) the director is a current employee of such a firm; or (C) the director has an immediate family member who is a current employee of such a firm and who participates in the firm's audit, assurance or tax compliance (but not tax planning) practice; or (D) the director or an immediate family member of the director was within the last three years (but is no longer) a partner or employee of such a firm and personally worked on the Company's audit within that time; or
 - (v) the director or an immediate family member is, or has been within the last three years, employed as an executive officer of another company where any of the Company's present executive officers at the same time serves or served on that company's compensation committee; or

- (vi) the director is a current employee, or an immediate family member is a current executive officer, of a company that has made payments to, or received payments from, the Company for property or services in an amount which, in any of the last three fiscal years, exceeds the greater of \$1 million, or 2% of such other company's consolidated gross revenues.
- 2. No director, or immediate family member of a director, may serve as a paid consultant or advisor to the Company or to any executive officer of the Company, or may have a personal services contract with the Company or with any executive officer of the Company.
- 3. Audit Committee and Compensation Committee members may not accept, directly or indirectly, any consulting, advisory or other compensatory fee from the Company other than as directors, and may not be affiliated persons of the Company. Audit Committee members and Compensation Committee members may receive directors' fees, in the form of cash, stock, stock units or other in-kind consideration ordinarily available to directors.
- 4. No Compensation Committee member may maintain any personal or business relationship with any compensation consultant, legal counsel or other advisor to the Compensation Committee.
- 5. The following not-for-profit relationship will not be considered to be a material relationship that would impair a director's independence: if a director of the Company, or a director's spouse, serves as an executive officer of a not-for-profit organization, and the Company's or the Herman O. West Foundation's discretionary annual charitable contributions to the organization, in the aggregate, are less than \$1 million or 2% of that organization's annual revenues, whichever is greater.