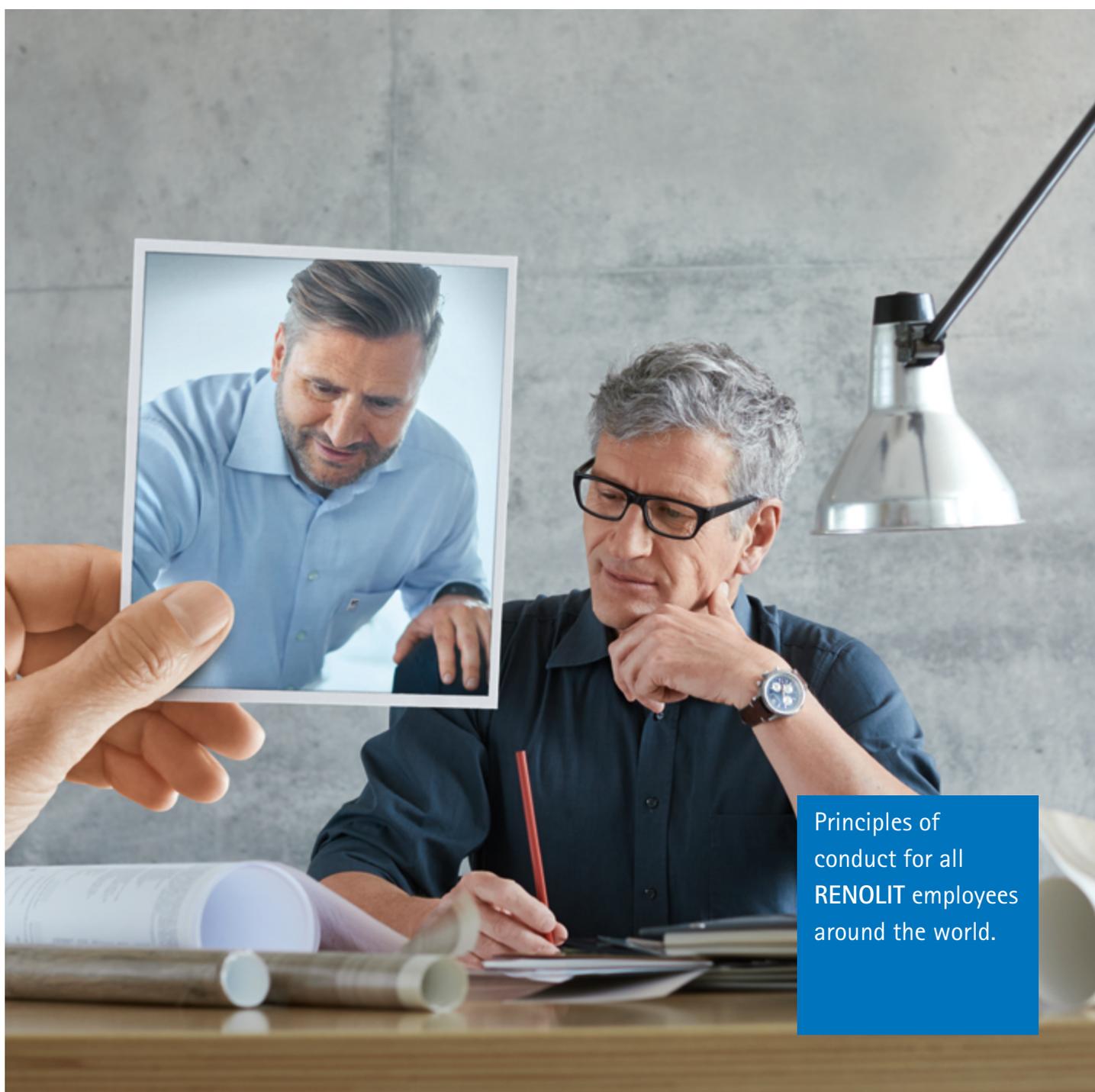




Rely on it.

RENOLIT Group Code of Conduct



Principles of
conduct for all
RENOLIT employees
around the world.

Introduction

The key to our company's success lies in the trustful cooperation between all the company's employees and also with our business partners. The basis for this is a corporate culture which is characterized by reliability and respect.

We are aware of our commercial responsibilities as a family-owned company as well as the fact that our reputation is a result of the daily commitment of our employees.

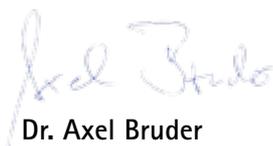
With this Code of Conduct, we document our willingness to take responsibility for the maintenance of rights and laws as well as the protection of people and the environment. We also commit ourselves to managing our daily interactions with each other in such a way that they reflect our high corporate values.

Our Code of Conduct largely describes our present daily commercial life but also reflects the experiences which we will gather and incorporate into the document in the future.

We are all called upon to comply with and integrate this Code of Conduct into our daily lives. Our common goal is to promote fairness, respect and correct behaviour in our company.



Michael Kundel
Chief Executive Officer



Dr. Axel Bruder
Executive Board Member



Pierre Winant
Executive Board Member

Code of Conduct of the RENOLIT Group

*The **RENOLIT Group** Code of Conduct clearly defines the principles and ethical values of the company as well as legal requirements and ethical standards for all employees at all locations. Furthermore, it defines our expectations of others who are either entering into any kind of business relationship with our employees or already are, independent of location, business practice or person.*

Furthermore, it defines our expectations of third parties who are in contact with our employees throughout the business – irrespective of location or field of activity.

*The Code of Conduct is a voluntary commitment of the **RENOLIT Group**.*

This Code of Conduct will be made available to all company employees in an appropriate way and its observation will be monitored.

1 Scope

The Code of Conduct is compulsory. All employees of the **RENOLIT Group** are required to implement it without exception. Infringements of this Code of Conduct will lead to disciplinary measures and may have legal consequences.

2 Observation of Laws, Regulations and Company Policies

RENOLIT orients itself to universal ethical values and principles, especially integrity, honesty and human dignity.

RENOLIT abides by the laws of the countries in which it operates. These include, for example, laws on labour practices, monopolies and competition, the avoidance of bribery and corruption, the protection and compliance with copyrights, company assets and other forms of intellectual property.

The company will ensure that all employees are acquainted with the principal legislative regulations concerning them.

3 Ethical Business Dealings, Company Reputation and Fairness

All employees have a duty to uphold or improve the standing of the **RENOLIT Group** in relation to integrity and fairness in its business dealings. The rule in our company is that we should act fairly, openly and honestly every day with all customers, consumers, suppliers, employees and other persons with which business relationships exist.

4 Dealings with Business Partners and Third Parties

The Annex point "Principles of Granting and Accepting Incentives" offers guidance for the application of the following sections.

4.1 Business Partners, Public Authorities and Consumers

The company operates on the generally-accepted business practices of fairness and honesty. It maintains trustworthy relations with public authorities. Consumer protection standards are observed.

4.2 Observance of Anti-trust and Competition Legislation

Stable business cooperation to the benefit of all is only possible in conditions of fair competition and the strict observance of legal order. Every employee is obliged to observe and implement national and international rules on fair competition and not contravene anti-trust legislation.

In particular, employees are not permitted to conduct talks with competitors about prices or conditions. The allocation of customers, territories or production programs is forbidden as is the submission of sham offers to tenders or collusion with competitors about prices or surrendering business.

4.3 Trade Secrets

Trade secrets of business partners are treated confidentially by the company and company staff. It is forbidden to make confidential information public and information must not be passed to third parties unless a confidentiality agreement has been signed. The obligation to secrecy also applies after an employment contract has been terminated.

4.4 Offering and Granting Incentives

RENOLIT's products and services should succeed because of their price, performance, quality and suitability. No employee may directly or indirectly offer, give or sanction unauthorized incentives in connection with his or her business activities, either in the form of money or other monetary equivalents.

Promotional gifts should not generate any obligations on behalf of the recipient due to their value and thus cause dependence. Invitations to events or business lunches should remain within the scope of normal business relations and remain reasonable. In doubtful cases, approval by line managers should be sought.

If offering presents is an accepted practice in a country, care must be exercised to ensure that no obligation is created as a consequence and that national customs are observed.

RENOLIT works together with approved consultants, brokers and agents solely on the basis of contracts which prohibit the offering or acceptance of unauthorized incentives, which observe local legislation and which are based on the requirements of the Code of Conduct.

4.5 Demanding and Accepting of Incentives

No employee may exploit his or her position to demand, accept or promise advantages for himself, herself or third parties. Accepting low-value "give-aways" is acceptable. In unusual cases, the employee is obliged to inform his or her line manager.

The acceptance of invitations to events or business lunches (of reasonable value) presumes that these are offered voluntarily, that they serve a justifiable business purpose and take place within the scope of normal cooperation. **RENOLIT Group** employees may only accept invitations which primarily serve entertainment purposes (e.g. sporting events, cultural events, etc.) after obtaining their line manager's written approval.

4.6 Handling Donations and Sponsoring

Local management will decide on the awarding of donations. The amount has to be agreed by the Board. Donations to political parties, trade unions or NGOs as well as the sponsoring of sports clubs and events are not permitted. Please refer to the Annex point "Principles of Handling Donations and Sponsoring" for further information.

4.7 Money Laundering

The **RENOLIT Group** supports all necessary measures to prevent money laundering in its sphere of influence. Money laundering is the practice of engaging in financial transactions to conceal the identity, source, or destination of illegally gained money.

4.8 Embargo and Export Restrictions

RENOLIT pledges to adhere to corresponding nationally and internationally valid embargo and export restrictions in its business dealings.

4.9 Avoiding Conflicts of Interest

To avoid conflicts of interest or loyalty between employees, family members and **RENOLIT**, the Code of Conduct defines the principles which uphold the interests of the company as well as the privacy of employees. Employees must therefore declare secondary employment, interests in business partners or competitors. This does not apply to publicly-traded stockholdings.

5 Dealings with Employees and Colleagues

5.1 Principles of Cooperation

International human rights are explicitly acknowledged as well as the standards of the International Labour Organization (ILO, see Annex).

The company does not tolerate forced or child labour in its own companies or in those of its business partners. Corresponding laws must be observed.

All employees have a right to be treated fairly, politely and with respect. Our company practices equal opportunity for all employees. This also includes respecting personal dignity, privacy and the rights of individuals.

Decisions are made on the basis of qualifications, proven performance and skills for the work involved and the business environment. Employees must not exercise or support discrimination in the form of race, skin colour, language, caste, national origins, indigenous status, religion, handicaps, gender, family status, sexual orientation, membership of trade unions, political allegiances or age.

RENOLIT does not tolerate any abuse or molestation of employees in the company, or of suppliers, customers or other persons.

5.2 Health and Safety of Employees

The **RENOLIT Group** seeks to offer its employees safe and professional working conditions which promote teamwork and trust. Suitable measures must be in place to avoid risks to health and safety.

All **RENOLIT** locations must at least meet internal standards and not fall short of local legislation and other legal provisions regarding health and safety at work, the reporting of incidents and monitoring by public authorities.

Employees are obliged to exercise due care with regard to their own health and safety and that of others who are affected by their activities, exercising particular care and attention when using machinery and equipment.

5.3 Leadership, Accountability and Supervision

Senior managers bear a special responsibility: They must pursue agreed objectives and successes with expertise and purpose. They must respect the needs and abilities of their employees.

They must inform employees thoroughly and in good time about all important topics. They must delegate tasks, competences and responsibilities clearly and explicitly. They must strengthen identification and loyalty to the company. They must develop trustworthy and open dealings with business partners and in their team of employees and refrain from any exploitation which may result from the hierarchical subordination of their employees. They must challenge and foster their employees individually and evaluate them routinely and fairly and must not offer or accept favours.

5.4 Remuneration and Working Time

Employment contracts entered into with employees must satisfy local legislative requirements and reflect the legally binding national conventions.

Employees must be informed about the conditions of the contract and the remuneration in writing prior to signing. Working time must be in line with national legislation. Overtime must be governed by the law of the land.

6 Sustainability and Environmental Protection

6.1 Sustainable Actions

For **RENOLIT** and its employees, sustainability is an integral part of corporate responsibility. Our business activities reflect our responsibility to society as a whole, our employees, end-users and our owners. We therefore commit ourselves to orienting our business activities to the economic, ecological and social aspects of sustainability.

Initiatives relating to sustainability include reduction in raw material usage, recycling, lowering of energy usage and the implementation of new technologies .

All **RENOLIT** locations must at least meet internal standards and not fall short of local legislation and other legal provisions regarding environmental protection and monitoring by public authorities.

6.2 Handling Chemicals

It is essential that all applicable legislation and legally-binding provisions concerning the purchase, storage, handling and transport of chemicals are observed and that all employees who purchase, store, transport and use chemicals are correspondingly trained and qualified.

Chemicals must be stored, handled and transported in such a way that no pollution of the air, ground or water is possible and that there is no risk of ignition or explosion.

Safety instructions for all relevant chemicals must be posted in all storage facilities and areas where they are used.

6.3 Hazardous and Non-Hazardous Wastes

It is essential that all legally-binding and other legislative provisions concerning the handling, storage, transport, recycling and disposal of hazardous and non-hazardous wastes are observed and that the necessary licenses have been issued. Wastes must be stored, handled and transported in such a way that there are no risks of pollution to air, ground or water or to the health and safety of employees.

Whenever possible, wastes must be recycled.

Contractual partners who transport, store and dispose of hazardous wastes must be in possession of corresponding legally-required licenses.

[6.4](#) Fire Protection

All **RENOLIT** locations must ensure that all legal and mandatory regulations concerning fire protection, reporting and public authority inspections are complied with. All fire protection recommendations resulting from inspections must be implemented within the agreed time.

7 Handling Company Property

[7.1](#) Software, Email, Internet

The software used in **RENOLIT Group** companies is copyrighted. Applicable legislation and regulations concerning the use and copying of computer software must be strictly observed.

The Internet must only be used for business-related purposes. Works Council agreements can govern deviations. Existing Works Council agreements remain valid.

Information which is racist, glorifies violence, invokes criminal offenses or is seen as sexually objectionable in corresponding cultures must not be accessed or forwarded.

[7.2](#) Use of Company Property

All work and operating materials made available by **RENOLIT** must be treated in an economical, proper and careful manner. The private use of such is not permitted if not expressly authorized.

[7.3](#) Fraud, Theft and Misappropriation

The misappropriation of any **RENOLIT** property is not permitted and will always be followed by disciplinary and legal consequences.

7.4 Handling Information

The basis of a trustworthy and responsible reputation is the truthful and correct reporting of company-relevant events within the scope of internal and external communications. Press Releases may only be published with approval of the Corporate Communications department if they contain information pertaining to the company or the Group. Please refer to the Annex for details.

The same applies to passing internal company information to third parties. Company and trade secrets which employees have access to during the course of their employment may not be passed on to third parties even after their employment contract ends.

It is vital to the competitiveness of **RENOLIT** that internal actions and sensitive information are treated confidentially. The obligation to secrecy also applies after an employment contract has been terminated.

Furthermore, the relevant provisions of **RENOLIT's** data protection guidelines apply.

RENOLIT respects confidentiality agreements with third parties and observes the legislative requirements of data protection laws.

7.5 Treatment of Existing Company Agreements

Existing agreements with worker's representatives are not affected by these guidelines.

8 Ombudsman

If a **RENOLIT** employee comes across a deliberate infringement or has reasonable grounds to suspect that this Code of Conduct is being violated, the Head of Corporate Human Resources, Mr. Siegfried Neumann; siegfried.neumann@renolit.com; phone: +49.6241.303.1156 can be contacted.

If the **RENOLIT** employee wishes to remain anonymous, the following external institution can be contacted:

SZA Schilling, Zutt & Anschutz | Rechtsanwälts AG, Mannheim | renolit-compliance@sza.de

International hotline number*: 00800.101.101.11

Special hotline numbers for Mexico, India, the Ukraine and Kazakhstan:

Mexico*	India*
01800.123.18.86	000800.100.86.85
The Ukraine*	Kazakhstan**
0800.503.349	0049.621.496.378.43

* free of charge | ** subject to a charge

Annex

Principles of Granting and Accepting Incentives

Purpose of the incentive

Incentives are generally prohibited if they have a specific purpose (e.g. a tangible benefit), regardless of the value of the incentive.

Incentives for public officials are also generally prohibited.

Incentives granted during the course of representing **RENOLIT** are in principle unproblematic (in cases of doubt, line managers should be consulted).

Relationships between accepters and granters of incentives

Care must be taken that no personal dependence or obligation exists to customers or suppliers. No presents may be accepted or given which could be seen as attempting to influence business decisions. If a one-off or continuing business relationship exists, incentives are generally prohibited except if they do not exceed an acceptable scale and do not give the impression of attempting to exert influence.

Incentives to close acquaintances (especially relatives) at the expense of the company are generally prohibited. An exception is the accompaniment of a partner to a business-related event.

Principles of Granting and Accepting Incentives

Type of incentive

Incentives of a generally offensive nature are prohibited regardless of the value of the incentive.

Monetary presents or similar presents such as loans, securities, etc. are generally prohibited regardless of their value.

Invitations to cultural or sporting events may be offered or accepted insofar as the value of these do not exceed a reasonable scale. In cases of doubt, consult line managers.

Value of the incentive

High-value incentives whose value are out of proportion to the significance of the recipient and which could give the recipient the impression of attempting to gain influence are prohibited.

Extraordinary invitations which clearly have a high value may only be accepted after consulting the Board.

Presence of a company representative

An invitation to a cultural or sporting event may not be made or accepted if no representative of the company which has made the invitation is present.

Principles of Handling Donations and Sponsoring

Donations and their size

Corporate Communications must always be informed of the size and recipient of donations.

Sponsoring of sports clubs and events

Sports events in which **RENOLIT** employees are actively and numerously involved, may be sponsored to a reasonable extent. Prior approval by the Board or Corporate Communications must be obtained.

Principles of Handling Information

Press Releases

Press Releases may only be published with approval of the Corporate Communications department if they contain information pertaining to the company or the Group. If the content deems it necessary, approval by the Board must be sought.

Press Releases which deal with **RENOLIT** products must also be submitted and/or approved in advance by Corporate Communications.

Marketing and communications measures

Corporate Communications should be informed before the initiating and publishing of all marketing and communications activities to guarantee a uniform Corporate image.

International Labour Organization (ILO)

Objectives of the organization

The International Labour Organization (ILO) has been seeking to promote the rights of employees around the world since 1919. Its goal is the introduction of globally-accepted social minimum standards. These should seek to prevent countries or companies from gaining competitive advantages by disregarding worker's rights.

ILO member countries have signed a number of agreements. However, these are only legally-binding when ratified by the member states.

In 1998, the ILO adopted the "Declaration on Fundamental Principles and Rights at Work" in which the most important of the now 189 ILO conventions are mentioned and which calls on member states to ratify them.

International Labour Organization (ILO)

Fundamental principles and core conventions

Four fundamental principles determine the mission and objectives of the ILO:

- Freedom of association and the effective recognition to the right to collective bargaining
- Elimination of all forms of forced and compulsory labour
- Effective abolition of child labour
- Elimination of discrimination in respect to employment and occupation

These fundamental principles are laid down in eight conventions – also known as core conventions:

- Convention 87 – Freedom of Association and Protection of the Right to Organize, 1948
- Convention 98 – Right to Organize and Collective Bargaining, 1949
- Convention 29 – Forced Labour, 1930
- Convention 105 – Abolition of Forced Labour, 1957
- Convention 100 – Equal Remuneration, 1951
- Convention 111 – Discrimination (Employment and Occupation), 1958
- Convention 138 – Minimum Age, 1973
- Convention 182 – Worst Forms of Child Labour, 1999

The four fundamental principles are not just limited to the eight core conventions; as leading orientation and working commitments of the ILO, they form the basis of numerous other conventions and recommendations.

More at:

<http://www.ilo.org/global/standards/introduction-to-international-labour-standards/conventions-and-recommendations/lang--en/index.htm>



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