

# **Indorama Ventures Public Company Limited**

## **Code of Conduct for Employees**

*(As approved by the Board of Directors Meeting No.1/2009 dated September 29, 2009)*

*Revision 1*

*(As approved by the Board of Directors Meeting No.8/2011 dated September 12, 2011)*

*Revision 2*

*(As approved by the Board of Directors Meeting No.1/2014 dated January 12, 2014)*

*Revision 3*

*(As approved by the Board of Directors Meeting No.1/2017 dated February 17, 2017)*

**Remark**

In the event that any provision contained in this policy is in conflict with the local laws, rules and regulations of any entity, such local laws, rules and regulations shall prevail.

## Table of Contents

<a href="#">Scope</a> .....	1
<a href="#">Ethics and Values</a> .....	1
<a href="#">Discipline</a> .....	1
<a href="#">Honesty</a> .....	2
<a href="#">Confidentiality</a> .....	2
<a href="#">Protection of Company's properties</a> .....	2
<a href="#">Disciplinary Action</a> .....	3
<a href="#">Conflict of Interest</a> .....	3
<a href="#">Connected Transaction</a> .....	3
<a href="#">Insider Trading</a> .....	3
<a href="#">Human Rights</a> .....	4

# CODE OF CONDUCT FOR EMPLOYEES

This Code of Conduct is applicable to all employees of Indorama Ventures PCL and its subsidiaries and affiliates (the “Company”), other than the Directors.

## 1. Scope

This document details “The Code of Conduct for Employees” (the “Code”) under the Company’s Corporate Governance Policy applies to all employees of the Company and its subsidiaries and affiliates.

All employees shall abide by this Code, along with the corporate policies which supplement the Code.

All employees should demonstrate their commitment to the Code by setting the right example, maintaining a workplace environment that adheres to the Code, and act affirmatively to prevent violations of the Code.

## 2. Ethics and Values

The Company has a clear and well-defined Vision, Mission and Values statement and has communicated it to all employees. The Company also values its reputation for ethical behavior and financial integrity.

Any employee at any level is bound to ensure that whatever assignment he/she is given, must be in line with the Mission and Values of the Company.

Any deviation to this effect will be in contradiction of the organizational values and ethics and liable to disciplinary measures.

## 3. Discipline

All employees shall comply with and conform to the law, local regulations and the Company’s instructions and will work for the Company honestly, sincerely, and faithfully. Employees shall make all effort to promote the Company’s best interests and the interests of all its stakeholders and preserve the image of the Company and shall not do any acts that are in conflict with the best interests of the Company and its stakeholders.

Employees will devote their time, attention and abilities exclusively to the performance of their duties in the interest of the Company. Employees shall not undertake part-time or full-time assignments or work in an advisory capacity for any other individual or business or work as an agent for others, except as specifically allowed by local laws, with the prior consent in writing from the Company or if they are deputed to do so by the Company.

#### **4. Honesty**

Employees must not accept from, or give to, third parties anything that may influence a business decision other than those in the normal course of business.

Employees shall not receive from, or offer to, any public official or organization or company having dealings with or any connection to the Company, directly or indirectly, any benefits in cash or kind or provide any personal assistance.

Should a Company employee be offered cash or other benefits from a third party, the matter must be immediately reported to a superior in writing. If an employee has received anything from a third party, they should undertake to hand over the same to their superior.

If an employee is a witness to another employee practicing or receiving any form of corruption or bribery, the matter must be reported to a superior or the Company Legal Department immediately. The reporting employee's identity must be kept confidential while the matter is investigated.

All employees shall be aware of and abide by the Code of Conduct at their place of employment. They shall also be aware of and abide by the laws and related regulations regarding bribery and corruption that have been enacted in the countries where they conduct business directly or indirectly.

#### **5. Confidentiality**

All employees shall be fully aware of and strictly keep confidential the Company's information and documents and shall not divulge or disclose to any unrelated persons who may cause damage to the Company during their employment with the Company and even after they have left the employment of the Company or have been discharged from employment.

Confidential information includes but is not limited to trade secrets, know-how, methods or processes which they have acquired in the course of their employment in the Company and shall not disclose, divulge or communicate to any person or use for any purpose other than that of the Company

#### **6. Protection of Company's properties**

Employees are responsible for the protection of the Company's property (tangible or intangible) from loss, damage, misuse, theft and sabotage. Employees shall undertake to hold, as a trustee for the Company, anything belonging to the Company which shall come into their hands/possession in the course of their employment or otherwise and shall deliver the same to the Company without claiming any lieu or right whatsoever thereon.

Employees must not intentionally or negligently cause any damages to the Company and or its properties.

Properties include, but are not limited to, any correspondence, specifications, vouchers, literature, books, circulars, articles, goods etc., or property of any nature whatsoever.

## **7. Disciplinary Action**

The management may take appropriate disciplinary actions, including termination of employment with or without notice or compensation, if in the opinion of the management any employee is found guilty of any of the following. Insubordination, misconduct, indiscipline, insolence, gross negligence or dereliction of duty, dishonesty, embezzlement, acceptance of bribes, divulgence of Company's secrets, abnormal absence, or of conduct prejudicial to the Company's interests in accordance with the rules and regulations of the Company and/or applicable laws.

## **8. Conflict of Interest**

1. All employees should not place themselves in positions where their own interests could conflict either directly or indirectly with those of the Company. In addition, they by virtue of their office or position shall not either directly or indirectly put their own interests above that of the Company.
2. All employees must not either directly or indirectly be involved with their relatives in any business transaction that conflicts or may conflict with the Company's interest.
3. All employees must immediately report any transactions by which they either directly or indirectly place themselves in a position where their own interests could conflict with those of the Company.

## **9. Connected Transaction<sup>1</sup>**

All employees should be aware of the connected transaction policy of the Company. As and when any connected transaction comes to their knowledge, they should report it to management immediately.

## **10. Insider Trading**

All employees by virtue of their office or position, either directly or indirectly, shall not use insider information to purchase or sell, offer to purchase or sell, or invite other persons to purchase or sell, the shares or other securities (if any) of the Company, regardless of whether such an act is done for their own or another person's benefit.

---

<sup>1</sup> Definition and details of connected transaction can be found in [here](#).

## **11. Human Rights**

The Company is dedicated to both protecting and embracing the human rights of all employees and expects its employees to act to ensure that the same standard is adopted throughout the Company's value chain. Employees can find details of the Company's Human Rights Policy at: [http://www.indoramaventures.com/EN/corporateGovernance/corporateGovernance\\_Documents\\_StakeholdersPolicies\\_HumanRights.php](http://www.indoramaventures.com/EN/corporateGovernance/corporateGovernance_Documents_StakeholdersPolicies_HumanRights.php).