



# CODE OF CONDUCT



IMCD'S SUCCESS IS BASED ON THE **EXPERTISE** OF ITS **PEOPLE**. OUR **CULTURE AND VALUES** ARE THE GLUE THAT BONDS US TOGETHER.



## 1. INTRODUCTION

As a leading speciality chemicals distribution partner, IMCD wants to contribute to improve society's wellbeing, welfare and prosperity.

IMCD strives to be the global sales channel partner of choice to which suppliers of speciality chemicals and food ingredients turn for first class technical expertise, optimum logistics and solutions that help them innovate, simplify and grow their business in a sustainable way.

At IMCD, we have certain core values and guiding principles that are essential to our business operations and are key to our ambition to deliver sustainable and profitable growth. By giving people the freedom to act and empowering them to drive business forward, IMCD has established a dynamic and entrepreneurial culture. Integrity, transparency and compliance are our core business values that promote a climate of trust and respectful partnerships with our suppliers and customers. We are all guided by strict financial discipline, no matter where we operate. Since IMCD conducts business on two sides with suppliers and customers, we also observe in our best people a certain humility or genuine desire to support its counterparties. Through our continuous focus on operational excellence, the constant development of product know-how and technical expertise and further strengthening of our market position, we can be trusted to be a reliable and transparent link in our partners' value chain.

With these values in mind, IMCD has created a culture where integrity is essential to the way we do business and where unethical behaviour will not be tolerated. Our culture is strong and an important factor to make the best people successful. All IMCD companies worldwide are equally and fully committed to the IMCD's business principles, core values - underlined above - and ethics embedded in our corporate culture and summarized in this Code of Conduct.

This document is a summary of IMCD's group policies and business principles, setting out the ground rules of the

organisation's ethical behaviour and how IMCD will operate towards its business partners and other stakeholders. It is a resource that is intended to alert employees of significant legal and ethical issues that may arise. It supports IMCD's continual effort to create a constructive and efficient working environment where people feel confident to make decisions, raise concerns and seek advice.

In order to facilitate that all IMCD employees comply with its values and ethics and have a channel to seek advice and report any concern about organizational integrity, ethical and lawful behavior, IMCD has introduced an Internal Alert Procedure. This procedure enables IMCD employees worldwide to report any irregularities regarding the implementation of applicable IMCD business principles, or any of its legal, operational or other issues that concern IMCD as a whole, a respective local subsidiary or any employee.

IMCD is proud to present this IMCD Code of Conduct to you. As an important part of our self-regulatory framework, we think it provides a clear image of our continuous effort to be an international chemical distributor that respects global ethics, human rights and integrity throughout its operations.

We expect our business partners to do the same. We truly believe that responsible management of our supply chain can only be achieved together. Our partners are therefore part of our strategy to implement our compliance programme and helping us to conduct business in a socially responsible manner.

IMCD thanks you for reading this IMCD Code of Conduct and your cooperation in respecting and adhering to our core values.



## 2. WORKING ENVIRONMENT

IMCD is committed to the safety of its working environment as well as to the health, safety and security of its employees. IMCD promotes a safe and secure working environment by taking measures to prevent that any person is subject to unnecessary risk and where working conditions are humane and respectful. Furthermore, IMCD recognises the presence of cultural differences and thereby supports the aim of the International Labour Organisation to implement universally accepted labour standards regarding inter alia, forced labour, discrimination and child labour. IMCD believes that by operating in accordance with these standards an atmosphere can be created in which IMCD is able to generate additional value for its employees and environment.

### Working conditions

IMCD ensures that all its employees work under safe and stimulating working conditions. IMCD therefore commits to comply with all applicable local regulations regarding the workplace environment, working hours and general working conditions.

### Equal opportunity

IMCD values diversity under its employees and believes that a diverse workforce is a contributor to IMCD's success. IMCD provides equal employment opportunities for all applicants and employees. We respect and adhere to the principle of non-discrimination based on race, caste, colour, national origin, religion, gender, age, sexual orientation, gender identity or expression, disability, protected veteran status, union membership, political affiliation or any other characteristic protected by law.

### Protection of personal information

IMCD acknowledges the fundamental rights and freedoms of its employees and of third parties it deals with. This includes the rights that concern protection of privacy and protection of personal information. IMCD shall respect local privacy laws and regulations at all times and will ask the particular individual permission for using any personal information if required.

### Health and Safety

IMCD considers the health and safety of its employees to be of utmost importance. As a result, IMCD is fully committed to creating safe working conditions for its employees and to counter any possible risks in the work environment. IMCD will comply with all applicable health and safety regulations governing its business activities.

### Forced labour and child labour

IMCD neither engages in nor supports the use of forced labour, bonded or involuntary labour or child labour. IMCD therefore complies with the standards of the International Labour Organisation and the minimum age requirements in all countries in which IMCD conducts business.

### Freedom of association

IMCD recognises and respects its employees' rights to freedom of association and assembly, as well as collective bargaining and will not act to interfere with the exercise of such rights.

### Affiliated parties

To support its aims, IMCD expects equally high working environment standards from its business partners, amongst others its suppliers and customers, to ban poor working conditions, unhealthy or unsafe workplace environments, and forced labour and child labour.

**IMCD CONSIDERS THE HEALTH AND SAFETY OF ITS EMPLOYEES TO BE OF UPMOST IMPORTANCE.**

## 3. ETHICAL BUSINESS PRACTICES

IMCD believes it is crucial that all its employees and business partners demonstrate the highest standards of personal integrity under all circumstances in order to evade unethical business practices, including bribery and other improper conduct. Hence, IMCD supports the notion of 'zero tolerance' with regard to such behaviour, both internally and with third parties. IMCD's general policy towards its employees is aimed at giving clear guidance to ensure personal and organisational integrity are safeguarded and maintained.

### Bribery and illegal payments

IMCD does not tolerate any form of corruption or bribery, including illegal facilitation payments, in connection to its operations and is committed to bribery prevention. IMCD has established internal guidelines on bribery for its employees based on the 2010 Bribery Act of the United Kingdom, which is considered to be one of the most stringent legislations in the world. Consequently, IMCD's employees must at all times refrain from engaging in any behaviour that could potentially be construed as bribery (i.e. the granting, accepting or promise of any kind of undue reward, being anything of value, with the object of influencing or inducing the behavior or business decisions of other parties). Paying or accepting bribes, illegal (facilitation) payments is strictly prohibited.

IMCD encourages its employees to make use of the Internal Alert Procedure as a further means to ensure that all IMCD subsidiaries comply with national and international bribery and corruption legislation at all times.

### Gifts

IMCD employees must refrain from offering or accepting gifts which may influence their professional behaviour or in circumstances where the outcome of a transaction may be influenced by the gift. IMCD employees may offer or accept certain gifts or invitations that are of modest value and that are customary in the normal business practice and compliant with applicable laws. Gifts in the form of cash may never be offered or accepted.

### Conflict of interest

IMCD expects its employees to avoid situations where any personal preference or financial interest may come into conflict with their duties and responsibilities to IMCD at all times.

Acting on behalf of IMCD in business dealings with customers, suppliers, contractors, competitors, governmental agencies or any person, whilst having a personal conflict of interest, is prohibited. Through the Internal Alert Procedure, IMCD employees can report and seek advice on potential conflicts of interest.

### Corruption

As a condition for engagement with IMCD, its business partners may not engage in any corrupt practices. We expect our business partners to follow IMCD's policy towards bribery and illegal payments, gifts, and conflict of interest or have equally high standards in place in their organisations, based on (i) a zero tolerance approach and (ii) strict compliance with all applicable anti-corruption laws and regulations, both on a local and - where relevant - international level. IMCD will not tolerate any actions in violation hereof.

### Political involvement

IMCD refrains from political involvement of any kind. It respects its employees' rights to be politically active, however, in doing so, it must always be clear that they do not represent IMCD as a company. IMCD does not make financial donations or other contributions to political parties, organisations or individuals engaged in politics.

### Confidentiality

IMCD works closely together with its business partners. As a matter of good governance IMCD developed clear guidance on protecting the confidentiality of business information received from its partners while allowing the appropriate exchange of information. For this purpose IMCD developed adequate procedures and systems to ensure the safe storage of confidential information. Access to confidential information of IMCD business partners is restricted to employees on a need-to-know basis. Communication of confidential information shall not take place unless strictly required. This also means that employees who may have a conflict due to other IMCD business relationships will not be granted access and such employees will work separately from employees who received access.

## 4. COMPLIANCE

Being present in various countries across the globe it is IMCD's main principle to comply with all applicable national and international laws and regulations.

In this context, IMCD supports the principle of free market competition and wishes to ensure that all IMCD employees comply with competition law. IMCD equally commits to comply with all applicable rules on export control. IMCD expects its business partners to embrace a similar framework in which fair business and competition are upheld.

### Antitrust (competition law)

IMCD has set up an internal competition compliance framework and trains its employees through a compliance programme to observe national and international antitrust laws. By doing so, IMCD makes its employees aware of potential conflicts with competition law and actively helps them to avoid any potential adverse consequences of competition law infringements. IMCD employees always have the opportunity to contact the corporate counsel of IMCD for advice concerning antitrust issues.

### Trade sanctions and export control

IMCD complies with all applicable restrictive trade measures, export controls, economic sanctions, and embargoes in the countries in which IMCD conducts business. IMCD shall therefore refrain from any transactions that may violate the restrictive measures and export control laws and regulations applicable to its business. IMCD maintains a trade sanctions policy as well as detailed guidelines on restrictive trade measures and export controls to inform its employees on the basic rules concerning export restrictions.

### Insider trading restrictions

As a stock listed company, IMCD supports the principle of fair dealing in its securities whereby everyone dealing on a stock exchange should simultaneously have access to the same information. IMCD's employees are therefore responsibly for keeping inside information confidential. IMCD's Insider Trading Rules provide strict guidelines on how to comply with laws and regulations on insider trading at all times. Trading on the basis of inside information, as well as unlawful disclosure or tipping is explicitly prohibited.



IT IS OUR MAIN PRINCIPLE TO COMPLY WITH ALL APPLICABLE LAWS AND REGULATIONS.

## 5. SUSTAINABILITY

The chemical industry is the backbone of virtually every other industry as it helps produce products that are used in our daily lives. This makes the chemical industry one of the key enablers of sustainability. IMCD believes that sustainability goes beyond compliance with laws and regulations and beyond current profitability and success. A sustainable global economy should combine long term profitability with social justice and environmental care; for now and the future.

In its role as an international chemical distributor, IMCD strives to stimulate sustainable practices in five key focus areas, set out below. When acting on these five pillars, IMCD applies and encourages its employees, business partners and stakeholders to apply the precautionary principle to protect society and the environment for the exposure to harm; where there is potential environmental or social harm, lack of full scientific certainty will not be used as a reason for inaction.

### Financial resilience

IMCD works hard to cultivate a culture of resilience, combining an entrepreneurial spirit with sound financials and strict reporting discipline.

### Business integrity

Integrity is fundamental to the way that IMCD does business. IMCD has strong values and clear policies in place to ensure that its employees always operate in an ethical way. By asking our business partners to do the same, we aim to have a positive influence across the value chain.

### Product stewardship

Product stewardship is at the core of IMCD's activities. Our regulatory and quality teams ensure compliant across all regions. Our technical experts constantly analyse new technologies and turn market trends into viable and more sustainable solutions aimed to meet the growing and demanding modern market.



### Responsible operations

IMCD is dedicated to the safe and reliable handling of chemicals. We comply with chemical and market specific regulatory requirements as well as with ours internally and those of our business partners. IMCD supports the reduction of product life cycle greenhouse gas emissions and continuously explores further ways to reduce carbon footprint with its suppliers, customers and supply chain partners.

### People fulfilment and diversity

IMCD is proud of its people and considers this by far its most valuable asset. IMCD fosters its international and entrepreneurial business culture that enables employees to develop within an inspiring atmosphere. We believe that our diversity contributes to the over-all performance.

[www.imcdgroup.com](http://www.imcdgroup.com)



Value through expertise

