

# CODE OF CONDUCT



# A Message from Peter Vanacker

Dear colleagues,

At LyondellBasell, we are committed to conducting business in an ethical and responsible manner. The Code of Conduct offers guidance on how to hold ourselves to the highest ethical standards in our daily work with key stakeholders: employees, suppliers, customers, investors and the communities in which we operate.

LyondellBasell's Code of Conduct covers topics such as fair and accurate business dealings, corruption, health and safety, discrimination and environmental protection. To achieve our purpose, we must work ethically no matter the circumstances. When all of us abide by the Code of Conduct, we help foster a healthy and inclusive culture by promoting transparency, ethics and sustainability.

If you have concerns, or feel our Code of Conduct is not being followed, I encourage you to speak up. If in doubt, do not hesitate to seek advice.

To ensure that all employees understand their obligations, the Code is available in 17 different languages and supplemented by an annual training.

Thank you for your dedication as we advance and deliver the tomorrow we know is possible.

Sincerely,



Peter Vanacker  
Chief Executive Officer



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# Advancing Excellence— How We Use Our Code of Conduct

## **Welcome to our Code of Conduct (“Code”)**

The Code embodies our dedication to conducting business ethically and responsibly. The Code helps us to instill trust and exemplify integrity. It explains the behaviors expected of each of us and sets the standards of how we work together to achieve our goals.





Please read the Code carefully as you are expected to know and follow it at all times. From time to time, you may be asked to indicate that you have read, understood and acknowledged our Code. Failure to read or acknowledge the standards contained in the Code does not relieve your responsibility to comply with it or any of our other policies or procedures.

All references to our “Company” or “LyondellBasell” in our Code refer to LyondellBasell Industries N.V., its subsidiaries and affiliates in which we have operational control through, a services agreement, or other contractual arrangement.

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Company policies referred to in our Code can be found on *Elements*, the Company intranet.

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### Who Must Follow Our Code

Our Code applies to all employees, officers, directors or anyone doing business on behalf of our Company. In addition, we expect those we do business with to follow similar principles when working with LyondellBasell.

While everyone has a personal responsibility to abide by the Code when conducting business on behalf of our Company, supervisors and managers have additional obligations. If you are a supervisor or manager, you have a duty to act as an ethical role model for those who report to you. You should never take any adverse action against someone for raising a good faith concern. Instead, you should reinforce the Code through your actions. If you become aware of a compliance lapse, it is your responsibility to take the appropriate action and escalate as required.

### Knowing and Following the Law

The Code is the cornerstone of our commitment to comply with the law, but the Code does not describe every law that may apply to you. As a global organization our work is subject to the laws and regulations of many different countries. Each of us is responsible for knowing and following these laws in addition to our Code, policies and procedures. If you believe there is a conflict between the law of your country and another in which we do business, a conflict between the law and our Code, or a conflict between the law and anything you are asked to do, seek guidance by following the steps outlined in this Code.



## Where to Seek Guidance and Report Concerns

Raising awareness of possible violations or concerns and taking the appropriate action as described in our Code is part of our culture as is our commitment that doing so will not result in any retaliation. Therefore, you are expected to come forward with any questions or concerns you may have. If you need guidance, or if you would like to make a report, the following resources are available to you:

- Your supervisor or manager
- The Human Resources (HR) Department
- The Legal Department
- The Compliance Department
- The Ethics Helpline (by phone or via [www.lyondellbasell.ethicspoint.com](http://www.lyondellbasell.ethicspoint.com))

In some locations, failing to report Code violations or misconduct may also result in civil and criminal penalties and fines. Note that failure to report any suspected Code violation or misconduct immediately may also be considered a violation of the Code.

### Reports to the Ethics Helpline

Our Ethics Helpline is maintained by EthicsPoint, an independent third party provider. A report can be made via the telephone directly to an EthicsPoint representative or via the Internet.

The Ethics Helpline is available 24 hours a day, seven days a week, with translators. Where allowed by law, you may choose to make an anonymous report. LyondellBasell will not attempt to identify you if you choose to remain anonymous. If you choose to make an anonymous report through EthicsPoint, the EthicsPoint system allows you and the investigator to have a confidential anonymous dialog. When you make a report to the Ethics Helpline, EthicsPoint will forward your report to LyondellBasell's Compliance Department for review.

### We Do Not Tolerate Retaliation

As part of a culture that ensures accountability and demonstrates courage, we have a responsibility to our Company and each other, and we are expected to report our concerns when we believe something improper or inappropriate has or may have taken place. However, it can be difficult to uphold this responsibility when we fear retaliation. LyondellBasell does not tolerate retaliatory acts against anyone for making a report in good faith. When you make a report in "good faith," it means you provide all the information you have and you believe to be true. When made in good faith even if an investigation prompted by your report does not confirm that misconduct has taken place, no action will be taken against you. You should feel comfortable making a

report to any of the resources listed in the "Where to Seek Guidance and Report Concerns" section. If you believe that you or someone else has been retaliated against for raising a concern, you should bring this matter to the HR Department, Legal Department, Compliance Department or report it through the Ethics Helpline.

### Consequences for Violating Our Code

Our Company takes Code violations very seriously. Individuals who violate the Code are subject to disciplinary action, up to and including termination from employment.

### Responding to Audits, Investigations and Inquiries

We must respond to and comply with all external and internal audits and investigations, including government investigations. You may never impede or delay any such audit or investigation. You must be truthful, cooperate fully, never misrepresent facts or circumstances and provide auditors and investigators with the information they request. If you have any questions about any audit, investigation or inquiry, and how you should respond, consult with the Legal Department or Compliance Department.

### Code Waivers

Waivers of the Code must be consistent with the New York Stock Exchange Rules.

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### Question:

Maria thinks her supervisor might be falsifying sales numbers. At first, she decides she will report her concerns but then Maria worries her supervisor might find out she made a report and that it could impact her performance evaluation. Maria then decides she cannot afford to compromise her job security over something she thinks might be happening and does not make a report. What should Maria have done differently?

### Answer:

Maria should make the report. All employees are responsible for reporting possible violations as described in the "Where to Seek Guidance and Report Concerns" section. While she may worry that there may be consequences for doing so, Maria should know that the our Company does not tolerate retaliatory acts against anyone for making a report in "good faith." In addition, Maria may make her report anonymously through the Ethics Helpline.

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### Question:

If Javier sees a questionable situation, is it better for Javier to call the LyondellBasell Ethics Helpline or talk to his supervisor?

### Answer:

That's up to Javier. He does not have to call the LyondellBasell Ethics Helpline if there is a way to resolve the situation through a discussion with his supervisor, local management, or his local Human Resources representative. The Ethics Helpline is an option for Javier if he is not comfortable discussing the matter with his supervisor, local management or a Human Resources representative or if he wants to report anonymously.

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# Advancing Excellence for Our People and Our Company— Building Effective Teams and Advancing Collaboration

## **We Respect Our Fellow Employees and Value Diversity**

At LyondellBasell, we are dedicated to the highest standards of fairness and mutual respect for all employees. To thrive in a global marketplace and build effective teams, we must respect, value and welcome the diverse perspectives and backgrounds of each of our employees and stakeholders. Therefore, we encourage the open sharing of ideas and communications of problems. Our Company celebrates the value of diversity and is committed to creating an inclusive environment for all employees.





### Discrimination Free Work Environment

LyondellBasell is committed to the principle of equal employment opportunity for all employees and to providing employees with a work environment free of discrimination. All employment decisions at our Company are based on business needs, job requirements and individual

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#### Question:

Yesterday Simon had an argument with a co-worker that almost escalated into a physical confrontation when he challenged him to meet him in the parking lot outside. Simon now fears that his co-worker may try to harm him at some point. What should Simon do?

#### Answer:

Simon should report this incident immediately to any of the resources listed in the “Where to Seek Guidance and Report Concerns” section. In certain circumstances you may also report to Global Security or applicable law enforcement.

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qualifications without regard to race, color, religion or belief, national or ethnic origin, sex, age, disability, medical condition, sexual orientation, gender identity or expression, marital or familial status, military service or veteran status, family medical history or genetic information, or any other status protected by the laws or regulations in the locations where we operate. Our Company will not tolerate discrimination based on any of these characteristics.

### Harassment Free Work Environment

LyondellBasell is committed to providing a work environment free of harassment. To promote respect within our organization, we must all treat one another with dignity. Our Company does not tolerate any form of harassment or abusive work environment, whether it comes from within or outside of our workplace.

Harassment can be any form of unwelcome or abusive workplace conduct—sexual or non-sexual in nature—that has the effect of creating an intimidating, hostile or offensive workplace. A few examples include:

- Sexual advances whether verbal or physical, requests for sexual favors, sexually explicit language, off-color jokes, remarks about a person’s body or sexual activities

- Displaying sexually suggestive pictures or objects, suggestive looks, leering or suggestive communication in any form
- Inappropriate physical contact, including touching.

The Company also prohibits other forms of harassment based on an individual’s legally protected status, such as the following examples:

- Using slurs or negative stereotyping
- Non-verbal visual displays, including electronic displays or acts, that contain offensive photographs, videos or hand gestures
- Threats or acts of fear, intimidation, bullying, mobbing
- Any other conduct that shows hostility toward, disrespect for or mistreatment of an individual.

Harassing conduct in the workplace, such as that described above, is prohibited regardless of whether it is welcome or unwelcome and regardless of whether the individuals involved are of the same or different sex, sexual orientation, race or other status. Again, LyondellBasell prohibits retaliation and will not terminate, demote or otherwise discriminate against employees for reporting concerns in good faith.





## We Expect to Achieve Goal Zero in Operational Excellence

Working safely is a core value of our Company. It begins with Goal Zero, by which we make the commitment to never allow the safe, responsible operation of our facilities to be compromised for any reason. It also means we must be dedicated to safety excellence. Nothing should matter to us more than working safely—and we therefore must strive to create a workplace in which “no one gets hurt, anywhere, at any time.”

Our Code, Company Standards and Company Policies must be followed by every employee and person working on behalf of the Company at all times. You are expected to follow procedures and to report any actual or suspected violations of Company rules and policies consistent with the steps outlined in “Where to Seek Guidance and Report Concerns.”

### Alcohol and Substance Abuse

At LyondellBasell, we never perform our work under the influence of alcohol, illegal drugs, or improperly used prescription medications. In addition, we must never possess, use, sell, offer or distribute illegal drugs or other controlled substances on Company premises or while conducting Company business. We may possess and consume alcohol at Company sponsored or authorized functions or in certain legitimate business settings such as client entertainment. At all such times, however, we are expected to act responsibly and to drink moderately (not to the point that of being under the influence). The Company may withdraw these privileges if they are abused.



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### Question:

Lilly knows she is supposed to report injuries, job-related illnesses and accidents, but her performance award depends on the incident rate going down. What does LyondellBasell really want?

### Answer:

LyondellBasell wants every employee to report injuries, job-related illnesses and accidents. It is only through such reporting that the Company can respond to dangerous situations, measure our safety performance and uphold our commitment to health, safety and the protection of the environment. Awards for all employees are tied to overall performance, in which safety is one of several components. To protect all those working in LyondellBasell facilities and those living in the communities in which LyondellBasell operates, accurate and timely reporting is a necessity.

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## We Protect Our Company's Assets and People

The protection of our employees, premises, assets, operations and reputation is fundamental to ensuring accountability and to the success of our Company. We all have a duty to exercise care when using our Company's assets. This includes Company funds, products, computer systems and software, vehicles, facilities, equipment, documents, networks, confidential information, intellectual property and even our reputation. Company assets cannot be used for personal use unless specifically permitted by Company policy. Theft of Company assets or stealing from the Company is a violation of the Code. In addition, if you know or suspect any theft, abuse, misuse or waste of Company assets, you should report it immediately.

### Workplace Violence

We insist on a non-violent workplace. We must never engage in, tolerate or ignore any form of violence. This includes threats or acts, intimidation or instilling fear of bodily harm in others. If you know of an actual or potential threat or act of violence, you should report your concerns immediately.

### Confidential Information and Intellectual Property

Confidential, non-public information can take many forms, including financial information, customer lists, personal data, business strategies and plans, or operational and asset-related information. As an employee you are expected to use confidential information solely for the benefit of the Company, not impermissibly disclose it to others

outside the Company, and only disclose under a properly signed confidentiality agreement. Just as we expect all employees to respect the Company's confidential information, we expect employees to respect the confidential information of others, including competitors, suppliers and customers. If you inadvertently learn of such information, please notify your supervisor or manager.

One type of confidential information is called "Intellectual Property" or "IP" for short. IP is a valuable Company asset and we must take great care to protect and enforce IP rights at all times. IP includes intangible property such as copyrights, patents, trademarks, and trade secrets. The law protects rights to this property as it does other forms of physical property. To the maximum extent permitted by law, the rights to all IP created with Company materials, on Company time, at our Company's expense or within the scope of our duties belong to LyondellBasell.

Trade secrets—a special class of confidential data that gives our Company a competitive advantage – are valuable Company assets we must protect. Some examples of trade secrets include:

- Customer lists or data
- Terms and conditions, rates or fees offered to customers
- Marketing and strategic plans
- Technological developments, methods, techniques or processes
- Product formulas or recipes

Never disclose trade secrets, or any other

confidential or proprietary information, without a business need and prior authorization to do so. Take special care not to disclose this information by properly securing your computer, documents or other sensitive materials. In addition, avoid discussing such information in places where you can be overheard, including restaurants, restrooms, taxis, airplanes or elevators. Remember, these obligations continue even after your employment with LyondellBasell ends.

### Our Reputation

We keep our reputation strong by instilling trust and exemplifying integrity. Our reputation for integrity is influenced heavily by the information we provide to the public. This means, in part, that all such communications must present a fair and accurate picture of our business dealings. Only authorized individuals may speak about LyondellBasell to the media, the investment community and other public forums.

If you receive a request for information from the media, you should forward it to Corporate Communications. If you receive a request from an analyst or member of the investment community, you should forward it to Investor Relations. If you receive a request from an outside legal representative or government agency, you should forward it to the Legal Department.

Do not take the following actions:

- Speak on behalf of LyondellBasell unless you are a designated spokesperson and have authorization to do so
- Disclose any confidential information
- Refer to LyondellBasell customers, suppliers or partners without their approval

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### Question:

Angela recently purchased office supplies using her corporate credit card. Since her department did not need the office supplies she returned the supplies to the vendor and received the refund on her personal credit card and did not refund the funds to the Company. Is this a violation of Company policy?

### Answer:

Yes. This would be considered stealing from the Company as she received money for supplies that were purchased with Company funds.

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## We Use Company Technologies Responsibly

Our computer and network systems are valuable assets of our Company. When using them, do so appropriately and remember that you represent LyondellBasell. Always use Company computer and network systems (including guest and corporate wireless) in a safe, ethical, lawful, efficient and productive manner. This means you should never use these systems to access, view, send or communicate illegal, inappropriate, sexually explicit, offensive or unsolicited materials. While limited personal use is allowed, you should never let such use interfere with your job responsibilities.

You should treat email, texts, blogs and instant messages with the same care you would in writing a letter on LyondellBasell's letterhead.

We should remember that:

- Subject to applicable laws, all computer systems and the data created, transferred and stored is Company property. For security and system maintenance purposes, individuals authorized by LyondellBasell may monitor equipment, systems and network traffic at any time. Monitoring will only be carried out to the extent permitted or required by law and as necessary and justifiable for business purposes.
- Employees must not share accounts and must keep their passwords secure and are responsible for the work performed with their account; this includes but is not limited to email and use of Company information.
- Employees must not circumvent desktop or security controls. This activity can result in the introduction of malicious programs (e.g., viruses) into Company computer systems. Violating copyright or similar laws or regulations, including, but not limited to, the installation or distribution of "pirated" or other software products that are not appropriately licensed for use by LyondellBasell is also strictly prohibited

- Information not released for public consumption or company Confidential information must not be transferred to or stored on flash drives, external optical drives or third party hosted systems such as personal email or internet hosted services.

## We Respect Each Other's Personal Data and Follow Data Privacy Regulations

Our Company respects the confidentiality and protections required by law with respect to the personal data of our current, prospective, and former employees, as well as our business partners. This includes, but is not limited to, information such as home addresses, home telephone number, government-issued identification numbers, personal e-mail addresses, dates and places of birth, payroll and other personal information. All personal data collected and held by LyondellBasell will be processed fairly and in compliance with the locally applicable data privacy laws.

Access to employee personal data is restricted to Company employees and agents who have appropriate authorization and a business need for that information. With respect to such personal data we must:

- Act in accordance with applicable law;
- Act in accordance with Company policy;

- Collect, use and process such information only where a lawful purpose exists; and
- Take care to prevent unauthorized disclosure.

## Social Media and Networking

At LyondellBasell, we recognize the vast opportunities provided to personally participate in various social media outlets. "Social media" includes a variety of social networking sites, blogs and wikis. However, when making use of such personal opportunities, we strongly encourage you to do so with caution. You may never use social media to defame, harass, bully, mob, threaten or intimidate Company employees, customers, competitors or vendors. In addition, never share any confidential or proprietary Company information through your participation in social media. Under the National Labor Relations Act in the United States, "confidential information" for purposes of this section of our Code does not include personal wage, disciplinary, or other information about terms and conditions of your employment. The use of social media outlets should never interfere with work.

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For more information, please see the applicable Company policies on *Elements*.

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## We Avoid Conflicts of Interest

LyondellBasell is committed to maintaining our stakeholders' trust through ethical and reliable performance. This begins with our commitment to integrity. We should be alert to anything that could create a conflict of interest or even an appearance of a conflict of interest. A "conflict of interest" arises when our personal interests are not aligned with those of our Company. We should always be free from any interests, influence, or relationship that might conflict with the best interests of LyondellBasell. We should also avoid conduct which may appear to raise a conflict of interest. Below are some common examples of situations in which conflicts of interest may occur.

### Financial Interests

Some of us may have financial investments and interests in companies other than LyondellBasell. If we have a Significant Financial Interest in a business or entity that transacts or seeks to transact any business or compete with LyondellBasell, then the details of the financial interest should be disclosed. A Significant Financial Interest is defined as a direct or indirect aggregate interest of more than ten percent (10%) (i) of any class of the outstanding securities of a firm or a corporation; (ii) interest in a partnership or association; or (iii) of the

total assets or gross income of such Employee.

### Outside Employment

Part of what makes LyondellBasell so successful is our commitment to the work we perform. In order to uphold this commitment, we are strongly discouraged from accepting outside employment or outside business opportunities in entities doing business with or competing with LyondellBasell. Such opportunities are considered conflicts of interest and must be disclosed.

### Doing Business with Family and Friends

A conflict of interest may exist if a family member works for a customer, competitor, or vendor of our Company and you are in a position to affect Company business with that customer, competitor or vendor. Doing business on behalf of the Company with family members in such circumstances will likely lead to a conflict of interest situation and must be disclosed. Family member means an Employee's immediate family members such as his or her spouse, children, mother, father, sisters, brothers, and steps or in-laws of these types as well as domestic partners. In addition, at no time may you directly supervise a family member. If you think you may already have a reporting relationship with a member of your family

you should disclose it.

### Business Gifts and Entertainment

When conducting LyondellBasell business, you may exchange business gifts and participate in entertainment to foster good relations between our Company and its customers or vendors. However, we must use good judgment when offering or accepting such courtesies. Otherwise, we may find ourselves in a conflict of interest situation. This means we may never offer or accept a business gift or entertainment if doing so would create a bias in our decisions. Before accepting or offering a business courtesy, ask yourself if you would feel comfortable if others knew of it. As a rule, you may only offer or accept a business gift or entertainment if it is unsolicited and complies with applicable Company policies.

In addition, we may not offer or accept improper gifts and entertainment directly or indirectly through third parties or allow our family members to do so. When interacting with government officials and employees, we must follow stricter rules. Refer to the "Bribes and Improper Payments" section of our Code and applicable Company policies on *Elements* for additional information.

### Disclosing Conflicts of Interest

If you are aware of actions or interests

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## Question:

Martin's brother owns a company that has supplied materials to our Company for many years. Martin was recently promoted and in his new position will have authority to contract with his brother's company. What must Martin do?

## Answer:

Martin should disclose the conflict via the Conflict of Interest disclosure form to his supervisor so that it can be resolved. Even though Martin's brother's company is a longtime supplier of our Company, an appearance of a conflict has now been created because Martin has the authority to contract with his brother's company. In this case, Martin should be recused from making any decisions about using his brother's company and an independent decision maker, such as Martin's supervisor should be designated to make such decisions instead of Martin. The important thing for Martin is to recognize a potential or actual conflict of interest and make the required disclosure.

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of your own or others that might create a conflict, you must make a disclosure by completing a disclosure form. In addition, we should work actively with our customers, vendors and anyone doing business on behalf of LyondellBasell to identify and address conflicts of interest. For more information or guidance, please see the applicable Company policies on *Elements*.

### **We Comply with Anti-Corruption Laws**

As a global organization, LyondellBasell is committed to acting ethically and legally across the globe. As employees we instill trust and exemplify integrity. We uphold this commitment regardless of where we do business. This means, in part, that we abide by all international anti-corruption laws, treaties and regulations that forbid bribery, improper payments or kickbacks.

### **Bribes and Improper Payments**

Doing business the right way means we never offer or accept any form of bribe, payment or kickback. A “bribe” is an offer or promise to give anything of value in order to improperly influence a decision or to gain an improper business advantage. A “kickback” occurs when money is returned or is paid as a reward for awarding or fostering business.

In addition, LyondellBasell prohibits

facilitating payments. A “facilitating payment” is a small payment—usually in cash—made to expedite routine government services. Although such payments may be common in certain parts of the world, our Company prohibits them.

You must take caution to avoid improper payments. You should always determine the ownership structure of our third party representatives by performing due diligence as required by applicable Company Policies. You must also ensure that you do not allow third parties to make or receive any improper payment on our behalf.

You may never seek or accept any improper payment or kickbacks.

Violations of this Policy may result in disciplinary action up to and including termination, as well as possible civil and criminal penalties for those parties and our Company. If you have any questions or concerns about this, please refer to the section “Where to Seek Guidance and Report Concerns.”

You are expected to report your concerns about bribes and improper payments. LyondellBasell will not tolerate retaliation against anyone who makes a good faith report of misconduct.

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### **Question:**

A vendor offers his contact at LyondellBasell, Diana, two high priced front row seats to a sporting event. The vendor tells Diana that he does not want anything in return as he cannot attend the event. What should Diana do?

### **Answer:**

Diana should consult her supervisor or another Company resource as described in the “Where to Seek Guidance and Report Concerns” section. Our Gifts, Entertainment and Travel Policy addresses such matters and this case provides that if the value of the tickets exceeds \$100 she must obtain approval from her Senior Officer before accepting this gift. If the vendor accompanied Diana to the event, then the ticket would be entertainment rather than a gift and she would not be required to obtain prior approval from her Senior Officer.

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## We Work to Prevent Money Laundering

LyondellBasell is committed to detecting and preventing money laundering. Money laundering means engaging in financial transactions that conceal the identity, source or destination of money gained through illegal means. As part of our commitment to identifying and stopping money laundering activity, we must comply with all applicable anti-money laundering laws throughout the world. In addition, we must ensure that we only do business and engage in financial transactions with persons conducting legitimate and lawful activities. We should always confirm the identities of persons or firms with whom we conduct business and be comfortable that any funds we receive are derived solely from lawful and legitimate sources.

Money laundering issues can be complex. If you have any questions or concerns about this, please see the applicable Company Policies on *Elements*. You should report any suspicious activity to our Chief Compliance Officer.

## We Comply with Antitrust and Competition Laws

Delivering excellence to our customers means we do our part to ensure they have access to quality products at fair prices. Therefore, LyondellBasell is committed to competing vigorously, yet ethically and lawfully. To make sure

all companies play by the same rules, various competition laws have been enacted in the countries in which we do business. These laws generally prohibit price fixing, dividing territories, colluding with our competitors, and other actions that negatively affect our customers or restrict competition.

We must always follow the letter and spirit of these competition laws wherever we conduct our business. These laws may apply even when you are doing business outside of a country's borders. It is your responsibility to know and follow all competition laws that apply to your work.

The following examples illustrate prohibited practices:

- Entering into price fixing agreements
- Allocating market share—either formally or informally—among competitors
- Bid rigging
- Restricting or limiting production in order to reduce competition

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If you need guidance, please refer to the section “Where to Seek Guidance and Report Concerns” and see the applicable Company policies on *Elements*.

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### Question:

One of Carlos' distributors recently offered to pay for Carlos and his family to take an all-expense paid beach vacation in exchange for Carlos increasing the volume of product provided to the distributor. Carlos was planning on increasing the volume of product anyway and does not see any issue with accepting the vacation. Did Carlos do anything wrong?

### Answer:

Yes. By Carlos accepting the vacation it creates the appearance of a “kickback.” Carlos should decline the offer of the vacation and consider terminating the relationship with the distributor.

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**Question:**

Anna just received some commercially sensitive information about a competitor. She didn't ask for the information but this kind of information would be very useful to Anna. What should Anna do with the information?

**Answer:**

Before Anna reads or copies this information she should call the Legal or Compliance Department to discuss how the information was acquired. That will determine whether or not she may use it. If she is allowed to use it, she must follow the Legal or Compliance Department's directive for documenting how the information was obtained.

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# Advancing Excellence for Our Shareholders— Driving Results

## **We Work to Prevent Insider Trading and Tipping**

We must refuse to engage in illegal and unethical securities trading. While working at LyondellBasell, we may come across confidential information about our Company, subsidiaries or affiliates, joint ventures, customers or vendors.



Throughout the world, countries have enacted laws that prohibit us from trading securities based on material, nonpublic information. "Material, non-public information" refers to information that is not available to the public and that a reasonable investor would likely consider important in deciding whether to purchase or sell a security. If you trade on the basis of such information, it is considered insider trading and is illegal. Therefore, you may not buy or sell our or another company's securities if you possess such information. Additionally if you share information with another person and that other person trades on the basis of the information, that is considered "tipping" and both of you may be guilty of insider trading.

Inside information may include:

- Financial information, including earnings, forecasts or dividend changes
- Winning or losing a client or contract
- Changes in our most senior management
- Litigation or government investigations
- Mergers, acquisitions or divestitures
- Sale or purchase of major assets or subsidiaries

If you feel you or another employee may have engaged in insider trading or tipping, you should contact the Legal Department immediately.

## **We Maintain Accurate Financial Books and Records**

Our shareholders depend on our honesty and integrity, particularly when measuring the financial strength of our Company. It is crucial then that we maintain accurate and honest accounting practices and recordkeeping at all times. We must all comply with recognized accounting principles. Those who have financial and accounting responsibilities must also ensure that our accounting methods are accurate, presenting an honest, transparent and forthright picture of our Company. We must comply with all legal and regulatory requirements and follow our internal accounting policies and controls at all times. Incomplete or inaccurate financial disclosures not only damage our Company and its reputation, but they also harm our stakeholders who rely on their accuracy.

We must:

- Keep and present all Company records and reports in accordance with the law. These records include accounting records, as well as any other electronic or written records, such as expense reports and time sheets
- Establish and maintain a system of strong and effective internal controls
- Ensure that all Company records accurately and fairly reflect the underlying transaction
- Never falsify any document

- Record all financial transactions in the proper account, department and accounting period
- Ensure that all actions and commitments are in accordance with Company Policy

### **Records Management**

We must retain our business records as long as the law requires and as long as necessary for our business purposes.

This means we should:

- Classify documents according to Company Policy
- Retain and discard Company records consistent with Company Policy and schedules
- Follow all special record-keeping requirements issued with respect to internal investigations, litigation and government inquiries

However, if you receive notice that some or all of your records are required for an internal or government investigation or legal proceeding, you shall not discard or destroy them. If you receive a subpoena or request for any document or record, please notify the Legal Department immediately. Similarly, if you receive a request from a business counterparty, a government agency or a third party to provide a record or document, you should contact the Legal Department.

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### **Question:**

Chris's best customer recently asked him to change the delivery details on a sales order so the customer could avoid local taxes. Chris did not think the request would be a problem and went ahead and made the changes in the system as LyondellBasell would not be avoiding the taxes. Does Chris need to be concerned?

### **Answer:**

Yes, all employees including Chris are responsible for ensuring that all Company records accurately and fairly reflect the underlying transaction and we must never falsify any document.

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# Advancing Focus for Our Customers and Vendors

## **We Strive to Meet Product Quality and Safety Standards**

Our products play a vital role in improving the quality of people's lives. Our customers depend on us to provide products that meet or exceed all applicable quality and safety standards. Therefore, we must ensure that we comply with quality controls and all related laws and regulations. In addition, we must hold our vendors accountable for the quality and safety of the products and services they provide to us. If you know or suspect that a vendor or customer is not upholding our standards, you should report the situation by following the steps outlined in the "Where to Seek Guidance and Report Concerns" section.



## **We Deal Fairly with Our Customers and Vendors**

Doing business the right way means we always provide accurate and fair information about our Company—and our competition—to all of our customers, vendors and stakeholders. This means that we must always engage in fair and ethical marketing, sales and communications. We may never misrepresent our products or those of our competitors. In addition, we may never take unfair advantage of anyone through manipulation or abuse of privileged or proprietary information, misrepresentations or any other unethical or illegal practice.

### **Use of Competitive Information**

Sometimes we have access to information about our competitors that may give our Company a business advantage. This information may come from others or employees who worked previously for or have information about a competitor. It is important that we act legally and ethically at all times with respect to this information. Even if it may be legal to use competitive information, it may not be ethical. If confidential information about a competitor is deliberately or inadvertently disclosed to you, you should discuss its disclosure with the Legal Department and refuse to use it without express permission from

the Legal Department to do so.

## **We Safeguard Third Party Information**

Through our work, we may be privy to confidential information about our vendors and other stakeholders. We must safeguard this information and honor all contractual commitments we enter into with these parties relating to said information at all times. This means, in part, protecting all third-party intellectual property, such as inventions and software, from disclosure or misuse

## **We Comply with International Trade Controls**

LyondellBasell is a global company. As such, it is our responsibility to know and follow all applicable laws and regulations that govern international trade. Consequences for violating trade control laws and regulations are severe for both our Company and the individuals involved.

### **Import/Export Controls**

One of the responsibilities we all share is knowing and following laws relating to imports and exports. An import occurs when a product, software, service, technology, or technical information is shipped into a customs territory, and an export occurs when the same is shipped out of a customs territory. Imports are subject to various laws and regulations

that may require the payment of duties and taxes and the submission of certain filings. Various laws and regulations may require licenses and permits before exporting any products, services, technology, or technical information. For additional information, please see the applicable Company Policies and procedures on *Elements*.

### **Sanctioned Countries and Boycotts**

Some laws prohibit us from doing business with certain people or entities or conducting business in certain countries. We must follow those laws. We are mindful of economic sanctions imposed by the United Nations, European Union, United States and other jurisdictions that may restrict or prohibit trade transactions. Activities that may be restricted or prohibited include investments, transfers of assets, monetary payments, imports, exports, sales or supplies of goods, services, software or technology, trade related transactions, travel to the affected countries and any facilitation of others who are conducting these activities. We must be aware of and follow applicable restrictions wherever we are doing business, to the extent not otherwise in conflict with applicable laws of primary jurisdiction.

We must also comply with anti-boycott laws and regulations where applicable.

# Advancing Excellence for Our Communities

## **We Operate as a Good Corporate Citizen**

Our commitment to excellence means we take great care to uphold human rights in all of our operations and facilities, regardless of local custom. We recognize that our Company has a responsibility to respect and protect human rights by doing the following:

- We do not use child or forced, indentured or involuntary labor.
- We uphold all fair wage and hours laws, wherever we work.
- We always promote the health and safety of our workers in every location in which we conduct business.
- We do not knowingly do business with subcontractors or suppliers who use child or forced labor, engage in human trafficking practices, or the exploitation of children.





## We Work to Protect Our Environment

At LyondellBasell, we are proud of our long history of managing our performance to minimize its impact on the environment. We achieve Goal Zero performance by operating our sites safely and reliably. We believe that compliance is a minimum standard. As a result, we meet and strive to exceed environmental standards in all of our operations.. In addition, we work with our stakeholders to ensure that our products are consistent with environmental regulations and laws.

## We Make Charitable and Political Contributions Ethically

Our Company has a strong sense of social responsibility and takes pride in our many volunteers. Our people give generously of their time and effort to make a difference in our local communities. In addition to Company-sponsored opportunities, such as Global Care Day, we are each encouraged to pursue other charitable activities of our choice. However, in pursuing charitable activities that are not sponsored by the Company we may only do so on our own time and using our own resources.

This applies to your individual political involvement not sponsored by the Company as well. While we are encouraged to engage in such activity, we may never do so on Company premises, during Company time or with Company resources. We must also refrain from posting personal political messages on blogs or other public forums using Company networks or computers, even during non-work hours. Each country where LyondellBasell operates has restrictions on political contributions by companies. Employees must consult the Government Affairs Department to ensure strict compliance with applicable laws.

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### Question:

Johnny has concerns that one of his suppliers in Thailand may be using child labor and engaging in human trafficking practices. Should Johnny report his concerns?

### Answer:

Yes. Johnny's supplier could be violating child labor or other laws so Johnny should report his concerns to his supervisor, or another Company resource as described in the "Where to Seek Guidance and Report Concerns" section as our Company does not do business with suppliers who use child or forced labor, engage in human trafficking practices, or the exploitation of children.

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# Acknowledgment Form

By signing below, I acknowledge that I have reviewed and understand LyondellBasell's Code of Conduct (Code), I further acknowledge and agree that:

The Code provides a general overview of our Company's policies and it does not necessarily represent all such policies and practices in force at any particular time.

I will comply with the Code, written policies, practices, rules, regulations, or directives issued by LyondellBasell.

I should contact my immediate supervisor or manager, HR Department, Legal Department, Compliance Department or Ethics Helpline, as appropriate, if I have any questions concerning our Code or any behavior or situation concerning the Company.

I should promptly report any violations of the Code, as appropriate, either to my immediate supervisor or manager, HR Department, Legal Department, Compliance Department or Ethics Helpline.

Failure to follow the Code may result in disciplinary action up to and including termination from employment.

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Date

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Employee Name (Please Print)

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Employee Signature

# Index of Contact Information and Resources

## Compliance Department

Margaret C. Mousoudakis  
*Chief Compliance Officer*  
Margaret.Mousoudakis@lyondellbasell.com

Compliance department email:  
EandC@lyondellbasell.com

## EthicsPoint

[www.lyondellbasell.ethicspoint.com](http://www.lyondellbasell.ethicspoint.com)





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**lyondellbasell**  
*Advancing Possible*