

## Wattyl Code of Conduct

At Wattyl we take great pride in our reputation as an ethical and professional company that strives for excellence in all of its endeavours. We are conscious of our place in the community and the need to be a socially responsible corporate citizen. We believe our continued success will be assisted by the maintenance of the highest standards of integrity from all employees.

To assist in the process, we have developed a written Code of Conduct. Your directors are strongly committed to this Code and expect similar commitment from all employees. Please take the time to read it carefully.

If you have any questions, you should ask your supervisor or contact the Group Human Resources Manager on Telephone 61(2) 96219374.

### **1. Personal responsibility**

You should always act with the highest standards of ethics and integrity in dealings with customers, suppliers, creditors, competitors and other employees. This is characterised by being truthful, honest and trustworthy. You must not engage in any conduct that brings discredit upon the Company. This means complying with the spirit, as well as the letter of the law.

### **2. Conflicts of interest**

You must not allow your personal interest to conflict with the interests of Wattyl Group. If you do find yourself in this situation you need to take action to remove the conflict. If you are unsure what to do, speak to your supervisor or the Group HR Manager.

### **3. Gifts, benefits and hospitality**

No employee should seek or accept significant gifts or other benefits that could cause pressure on his or her judgement, or could seem to be a conflict of interest. Once again, if you are unsure of what to do, speak to your supervisor or the Group HR Manager.

### **4. Disclosure and use of information**

During the course of your employment you may sometimes learn information concerning either Wattyl Group or a third party which is confidential. Such information often has the potential to cause damage or create a benefit if disclosed without authorisation and should remain confidential. If you are uncertain about whether information may be disclosed you should always seek guidance.

### **5. Insider trading**

It is a serious criminal offence for any person to buy or sell Wattyl shares while they have inside information concerning the Company. Inside information is information that would have a material effect on the price of Wattyl shares if publicly known. This applies not only to Wattyl Group employees, but any other person (such as a family member) who has inside information concerning the Company. If you have any doubts as to whether you can buy or sell Wattyl shares you should contact the Company Secretary on 61(2) 96219294.

## **6. Public statements**

Public statements concerning Wattyl must not be made unless they have first been authorised by the Managing Director. This includes public speaking engagements and conversations with the media.

## **7. Sexual harassment**

Sexual harassment in the work environment will not be tolerated under any circumstances. Sexual harassment means any unwanted, unwelcome or uninvited behavior of a sexual nature that makes a person feel humiliated, intimidated or offended.

## **8. Equal opportunity**

Wattyl is an equal opportunity employer. We believe this is not only just but also makes good business sense. Discrimination of any kind will not be tolerated.

## **9. Work environment**

Wattyl is committed to providing its employees with a working environment that is healthy, safe and productive. While the Company is continually taking action to ensure the safety of its employees, it is expected that each employee will also take responsibility for their own safety and that of their colleagues.

## **Breaches of this Code**

Breaches of the Code will be viewed seriously and will involve appropriate disciplinary action. This may range from warnings to dismissal. However, no disciplinary action will be taken until after the breach has been investigated and the employee concerned has had an opportunity to comment on the alleged breach.