



TITLE: Gifts, Entertainment, and Travel Policy (Receiving from and Providing to US Government Officials, Non-US Government Officials and Commercial Third Parties)			
TYPE: Corporate Policy			
APPROVER: Policy Committee			
SPONSOR: Chief Legal Officer			
HISTORY	EFF. DATE 7/20/2012	REV. No. 6	REV. DATE 1/1/2016

1. Purpose

The purpose of business gifts, entertainment, or travel in a commercial setting is to create good will and sound working relationships with vendors and customers, including, in some limited instances, Government Officials. It is not to gain an unfair advantage. Our approach to gifts, entertainment, and travel communicates strongly to the people and companies we do business with about our commitment to integrity and good business practices. This policy plays an important role in our compliance program. Each of us must be careful in determining what is reasonable and justifiable under particular circumstances, particularly when a gift, entertainment, or travel involves someone who makes or influences a purchasing decision involving the Company, or is an employee of a government owned company or another type of Government Official. The law and our policies, as well as record keeping requirements, are particularly strict in those circumstances. This policy outlines the obligations of Employees associated with receiving and providing gifts, entertainment, and travel. These obligations work in conjunction with our Code of Conduct and related policies on anti-corruption, conflicts of interest and travel. Violation of this policy may subject an Employee to disciplinary action up to, and including, termination.

2. Applicability

This policy applies to all Employees.

3. Definitions

- 3.1. “Company” or “LyondellBasell” means LyondellBasell Industries N.V., its subsidiaries, or affiliates over which it has operational control.
- 3.2. “Employees” means the Company’s directors, officers, and employees, as well as all persons and entities when acting for or on behalf of the Company.
- 3.3. “Government Official” means an officer or employee of a government or public international organization, including their departments, agencies or instrumentalities, or any person acting in an official capacity for or on their behalf. Such persons may include customs, immigration, and tax officials, police, and judges. A Government Official includes not only a person who

performs traditional governmental or administrative functions, but also an employee of a company or other business entity in which a governmental body has an ownership or controlling interest (e.g., an employee of Sinopec or Petróleos de Venezuela S.A. Such employee can qualify as a Government Official even if he or she is engaged in commercial rather than governmental activities. A Government Official can also be a political party or a candidate for political office. The definition of Government Official also includes his or her immediate family members, spouse, children, mothers, fathers, sisters, and brothers.

3.4. "Senior Officer" has the meaning set forth in the Delegation of Authorities.

4. **Receiving Gifts, Entertainment or Travel**

4.1. Gifts and Entertainment:

Acceptance of gifts or entertainment from any individual or organization which an Employee has reason to believe may transact business, or may seek to transact business, with the Company is permitted, provided the gift or entertainment involves no more than ordinary social amenities.

Permissible "ordinary social amenities" include:

- gifts (including promotional items) < US \$100 in value;
- breakfast, lunch, and dinner or after-work refreshments directly relating to a business purpose;
- recreation fees (e.g., golf greens fees, court fees, tickets to a sports event, etc.) *where the business partner is in attendance;*
- breakfast, lunch, dinner, reception, cocktail party, etc., if a wide variety of non-Employees are also in attendance (may include Employee's spouse or guest).

Before accepting any gift or entertainment *not listed above* you must receive approval from your Senior Officer. If you are a Senior Officer you must receive approval from the Chief Compliance Officer. Approvals for gifts and entertainment not listed above may be granted where cultural custom, business courtesy, or other special circumstances (e.g., a random drawing or raffle) dictate that acceptance is not inappropriate. Written documentation of all such approvals must be promptly submitted to the Compliance Department.

Prohibited behavior includes:

- frequent and continuing acceptance of ordinary social amenities from the same source;
- soliciting any gifts or entertainment; and
- accepting money or its equivalent (*e.g.*, a cash card with no limitations on where it may be used)

4.2. Travel

Paid travel expenses for transportation and lodging may be accepted provided it is for a legitimate business purposes, and approved in advance of acceptance by your Senior Officer. If you are a Senior Officer you must receive approval in advance of acceptance from the Chief Compliance Officer. Written documentation of all such approvals must be promptly submitted to the Compliance Department.

5. Providing Gifts, Entertainment, and Travel

Providing gifts, entertainment, and travel should be arranged primarily to provide an appropriate opportunity for business related discussions or presentations, or to build business relationships between us and our customers, vendors, and suppliers. While “relationship building” is important to our business, as a rationale for gifts, entertainment, and travel it can be abused and so requires particular care to ensure that the business purposes are clear, the venue is appropriate, and the expense involved is not excessive. Keep in mind that what might be considered reasonable and customary in one culture or country might be excessive in another. Including spouses or children in offers of gifts, entertainment, and travel is discouraged. You must pay the cost of gifts, entertainment, and travel directly. You may not advance or reimburse the costs to the recipient.

The laws, and therefore our policy, for providing gifts, entertainment, and travel differ depending on the recipient. Set forth below in turn are separate rules for providing gifts, entertainment, and travel to US Government Officials, non-US Government Officials, and commercial third parties.

Regardless of the recipient, no gifts, entertainment, or travel may be promised, offered or provided for the purpose of improperly influencing any decision in connection with the Company obtaining or retaining business or to gain an improper advantage. Gifts, entertainment and travel that are promised, offered or made for an improper purpose are illegal and are strictly prohibited. Providing gifts, entertainment, and travel must be lawful under the written laws of the jurisdictions in which such gifting, entertainment or travel is provided and must not be a violation of the policy of the recipient’s organization or company.

5.1. US Federal, State, and Local Government Officials

5.1.1. Gifts, Entertainment, and Travel:

The strictest rules apply to offers of gifts, entertainment, and travel to employees of US federal, state, and local government, executive branch agencies or departments, such as the Commerce Department, Customs and Border Protection Service, or Internal Revenue Service, as well as elected officials such as congressmen, representatives and, in some places, judges. Laws and regulations concerning the offer of gifts, entertainment, or travel to US federal, state or local government employees, or elected or appointed officials are complex and vary considerably. Any gifts, entertainment, or travel offered to US federal, state and local government officials must be preapproved by the Director of Government Affairs.

5.2. Non-US Government Officials

As described in more detail in the Company's Anti-Corruption Policy providing anything of value to a non-US Government official for an improper purpose is prohibited. However, there is an exception that allows gifts, entertainment and travel for non-US Government Officials which are limited to reasonable, bona fide promotional or marketing expenses directly related to:

- The promotion, demonstration, or explanation of our products or services;
or
- The execution or performance of a particular Company contract

More specific rules apply as follows:

5.2.1. Gifts:

All gifts greater than US \$25 (per person) must be preapproved by the Compliance Department. A preapproval [form](#) is available on the Compliance Department website.

Cash gifts or per diems are strictly prohibited.

5.2.2. Entertainment:

Prior notification to the Compliance Department is required for any entertainment offered to a non-US Government Official > US \$25 in value (per person). A [form](#) to notify the Compliance Department is available on the Compliance Department website.

Entertainment greater than US \$100 (per person) or US \$1000 (total) in value must be preapproved in writing by your supervisor and the Compliance Department.

5.2.3. Travel:

The prior approval of the Compliance Department is required for any travel expenses such as transportation or lodging offered to a non-US Government Official. Approval must be sought using the appropriate forms. A preapproval [form](#) is available on the Compliance Department website.

5.3. Commercial Third Parties (non-governmental customers, vendors, etc.)

Any gifts, entertainment, and travel must be in accordance with the policy of the recipient's company. If the policy of the recipient's company prohibits gifts, entertainment, and travel, then they may not be offered. If the policy of the recipient's company is more restrictive than this policy, then the policy of the recipient's company must be followed

More specific rules apply as follow:

5.3.1. Gifts

- < US \$100 in value is permissible if consistent with the Delegation of Authorities.
- > US \$100 in value must be preapproved by your supervisor and consistent with the Delegation of Authorities.

5.3.2. Entertainment

- < US \$100 (per person) or US \$1000 (total) in value is permissible if consistent with the Delegation of Authorities
- > US \$100 (per person) or US \$1000 (total) in value must be preapproved by your supervisor (unless you are direct report to a Senior Officer, in which case, no preapproval is required) and consistent with the Delegation of Authorities.

5.3.3. Travel

Reasonable travel expenses such as transportation and lodging are permitted so long as such expenditures are consistent with the travel policies of the Company and the recipient's company, preapproved by your supervisor, and consistent with the Delegation of Authorities.

6. Personal Gifts and Entertainment

Offering gifts, entertainment, or travel purchased at your expense under circumstances that make it clear that the offer is based solely on a personal friendship or family relationship is not governed by this Policy. However, when both a business and a personal or family relationship exist, the Compliance Department should review the circumstances pursuant to our conflicts of interest policy. In such cases, all those involved must be sensitive to and avoid any activity or situation that could create an actual or apparent conflict of interest or raise the appearance of improper gifting, entertainment, or travel.

7. Accounting for Gifts, Entertainment, and Travel

With respect to expenditures for gifts, entertainment, and travel the Company's books and records, including any check request or business expense report, must document (i) the purpose of the payment; (ii) the identity of those receiving the benefit of the payment; (iii) the amounts involved; (iv) the names and business association of all those in attendance; and (v) the reason for the expenditure. All expenditures shall be supported by actual and detailed third-party invoices and receipts in accordance with Company policy.

8. Approvals

All approvals contemplated in this policy should be made in writing. In some cases the Company will publish a specific form for documenting approval and that form should be used. As noted herein, certain approvals must be submitted to the Compliance Department which shall maintain records of the same.

9. Violations

Violations of this policy, or engaging in illegal, improper, or unethical conduct, shall result in disciplinary action, including reprimand, suspension, demotion, reduction in pay, or termination from employment.

Standards for Receiving Gifts, Entertainment, and Travel

Gifts	Entertainment	Travel (transportation & lodging)
<ul style="list-style-type: none"> • Ordinary Social Amenities are permitted including: 	<ul style="list-style-type: none"> • Breakfast, lunch, dinner or after work refreshment directly relating to a business purpose • Recreation fees (<i>e.g.</i>, golf greens fees, court fees, tickets to a sports event) <i>where the business partner is in attendance</i> • Breakfast, lunch, dinner, reception, cocktail party, etc., if a wide variety of non-employees are also in attendance (may include Employee's spouse or guest) 	<ul style="list-style-type: none"> • May be accepted if for a legitimate business purpose
<ul style="list-style-type: none"> • < US \$100 	<ul style="list-style-type: none"> • Breakfast, lunch, dinner, reception, cocktail party, etc., if a wide variety of non-employees are also in attendance (may include Employee's spouse or guest) 	<ul style="list-style-type: none"> • Must be approved in advance of acceptance by your Senior Officer
<ul style="list-style-type: none"> • If not listed above you must receive approval from your Senior Officer • If you are a Senior Officer you must receive approval from the Chief Compliance Officer • Approvals may be granted where cultural custom, business courtesy, or other special circumstances (<i>e.g.</i>, a random drawing or raffle) dictate that acceptance is not inappropriate 		<ul style="list-style-type: none"> • If you are a Senior Officer must be approved in advance of acceptance by the Chief Compliance Officer
<ul style="list-style-type: none"> • Written documentation of approvals must be promptly submitted to the Compliance Department 		
<ul style="list-style-type: none"> • Prohibited behavior includes: <ul style="list-style-type: none"> • Frequent and continuing acceptance of ordinary social amenities from the same source • Soliciting any gifts or entertainment • Accepting money or its equivalent (<i>e.g.</i>, a cash card with no limitations on where it can be used) 		

Standards for Providing Gifts, Entertainment, and Travel

Gifts	Entertainment	Travel	
<ul style="list-style-type: none"> • Must not advance or reimburse costs to the recipient, but rather must pay the costs directly • Must never be promised, offered, or provided for the purpose of improperly influencing any decision by a commercial customer or Government Official in connection with obtaining or retaining business or seeking an improper advantage • Must be lawful under the written laws of the jurisdictions in which such gifting, entertainment or travel is provided • Must not be a violation of a policy of the recipient's organization or company 			
US Government Officials	<ul style="list-style-type: none"> • Any gifts, entertainment, or travel must be preapproved by the Director of Government Affairs 		
Non-US Government Officials	<ul style="list-style-type: none"> • Must be related to the: (1) promotion, demonstration, or explanation of our products and services, or (2) execution or performance of a particular Company contract 		
	<ul style="list-style-type: none"> • All gifts <US \$25 are permissible if consistent with the DOA 	<ul style="list-style-type: none"> • Prior written <i>notification</i> to the Compliance Department required for >US \$25 (per person) • Prior written <i>approval</i> from your supervisor and the Compliance Department is required for > US \$100 (per person) or \$1000 (total) 	<ul style="list-style-type: none"> • Must be preapproved by the Compliance Department
	<ul style="list-style-type: none"> • All gifts > US \$25 per person must be preapproved by the Compliance Department 		
	<ul style="list-style-type: none"> • Cash gifts or per diems are strictly prohibited 		
	<ul style="list-style-type: none"> • Written documentation of approvals must be promptly submitted to the Compliance department (forms for approval are on the Compliance website) 		
Commercial Third Parties (non-governmental customers, vendors, etc.)	<ul style="list-style-type: none"> • < US \$100 is permissible if consistent with the DOA 	<ul style="list-style-type: none"> • < US \$100 (per person) or \$1000 (total) is permissible if consistent with the DOA 	<ul style="list-style-type: none"> • Reasonable expenses that are consistent with the travel policies of the Company and the recipient's company are permitted
	<ul style="list-style-type: none"> • > US \$100 must be preapproved by your supervisor and consistent with the DOA 	<ul style="list-style-type: none"> • > US \$100 (per person) or \$1000 (total) must be preapproved by your supervisor (unless you are a direct report to a Senior Officer, in which case, no preapproval is required) and consistent with the DOA 	<ul style="list-style-type: none"> • Must be preapproved by your supervisor and consistent with the DOA