

Speak Up!

AkzoNobel Compliance Procedure Manual



AkzoNobel

Tomorrow's Answers Today



This manual contains AkzoNobel's Compliance Speak Up! procedure. In 2008, AkzoNobel redefined its company values. These values are:

**Focusing on
our customers'
future first**

**Embracing
entrepreneurial
thinking**

**Developing
the talents of
our people**

**The courage
and curiosity
to question**

**Integrity and
responsibility in
our actions**

Letter from the Board of Management

Integrity and responsibility in our actions is the foundation for everything we do. It means that we stick to our principles and that we insist on fairness and honesty in all our business operations.

This value is at the very heart of our company. It will help us to remain successful both now and in the future, as well as helping us to maintain our license to operate.

As an AkzoNobel employee, you have a personal responsibility to be aware of our company values and business principles – as specified in our Code of Conduct – and to live up to the standards of behavior they set out.

If you suspect that our Code of Conduct is being, or will be, breached, we strongly encourage you to bring this to the attention of your manager. If you do not believe reporting to (line) management will work, then we suggest you make use of the newly introduced Speak Up! procedure.

This Speak Up! manual provides detailed information about the procedures for reporting breaches of the Code of Conduct. Please be assured that all Speak Up! reports will be treated confidentially. There will be no repercussions for anyone reporting a violation in good faith, even if it turns out to be unfounded. AkzoNobel will not hold any employee accountable for any loss of business resulting from compliance with the code.

Please read this document carefully. If you suspect that someone has violated the Code of Conduct and you can provide evidence to support this, you are strongly advised to Speak Up!

We are counting on each of you to protect our company principles and values to ensure the future success of AkzoNobel.

AkzoNobel Board of Management
June 2009

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Summary of the Speak Up! policy

Everything we do is built on the foundations of integrity and responsibility. What does that mean exactly? It means that whatever business activity we are involved in, we stick to our principles and insist on fairness and honesty.

As an AkzoNobel employee, you have a personal responsibility to be aware of our company values and business principles – as specified in our Code of Conduct – and to live up to the standards of behavior they set out. The Code of Conduct explains who we are and how we work. It applies to all our operations around the world without exception. The Code of Conduct is available in 27 languages and can be found at www.akzonobel.com/coc.

If you suspect that our Code of Conduct is being, or will be, breached, we strongly encourage you to report this.

What should be reported? Here are some examples:

- Any violation of the rules mentioned in the AkzoNobel Code of Conduct
- Any violation of laws and regulations (e.g. competition law)
- Misbehavior with regard to accounting
- Fraud and bribery
- Intentionally providing incorrect information to public bodies
- Criminal offences
- Discrimination and harassment

How do you report a breach of our Code of Conduct?

You can report any unethical behavior or potential wrongdoing by choosing one of the following options:

1. The preferred option is to talk to your manager, the next line manager or HR manager*). They are available to listen to your concerns and take appropriate action.

2. If you do not believe reporting to (line) management will work, then the Speak Up! procedure can be used. Please choose one of the options below:

- **Call** the Speak Up! helpline. Your call will be answered by an independent external operator from EthicsPoint, a company which provides third party reporting by telephone or internet for international companies. The operator will listen to your concerns and may ask additional questions. In most cases, the Speak Up! helpline will initially be answered in English. If you would like to report your concern in a different language, the operator will invite an interpreter to the call.

A country specific helpline number can be found at the back of your personal Speak Up! leaflet or on the Speak Up! website at www.akzonobel.ethicspoint.com. The lines are toll-free and operated 24 hours a day.

- **Report** your concern via the Speak Up! website at www.akzonobel.ethicspoint.com. Full instructions in 27 languages, including a Question & Answer section, are available on the site.
- Inform the AkzoNobel Corporate Compliance Committee by e-mail at speakup@akzonobel.com or send a letter to the AkzoNobel Corporate Compliance Committee at P.O. Box 75730, 1070 AS Amsterdam, the Netherlands. Any reports made to this address will be handled by AkzoNobel's Director Compliance. You will receive a confirmation of receipt of the report with details of what happens next.

* This includes current local processes such as the Grievance procedure under UK law and / or involvement of employee representatives such as works councils in those countries where this is agreed with the employer.

When you file a Speak Up! report, either by phone or the internet, you will be asked to create a password and will be given a confidential registration number. Make sure you write these details down. You can use this registration number and password to return to the Speak Up! helpline or website at any time and check the status of your report.

Please be assured that all Speak Up! reports are treated confidentially. There will be no repercussions for anyone reporting a violation in good faith, even if it turns out to be unfounded. If you insist on reporting anonymously, it may affect the ability to fully investigate your report

What happens after you have contacted the Speak Up! helpline or website?

- EthicsPoint will forward their report to AkzoNobel's Director Compliance, who will then start an investigation to find out if a breach of the Code of Conduct has taken place.
- If you provided your name, an investigator may contact you to discuss your concerns. Alternatively, you should contact the AkzoNobel Speak Up! helpline or access the Speak Up! reporting website, 8 working days after you filed your report, to check if additional information is needed from you to address your concern.
- A status report of the investigation or any actions taken will be supplied to the Speak Up! helpline and website within eight weeks after the report was registered.

For more detailed information regarding the procedure please read annex 1 in this manual.

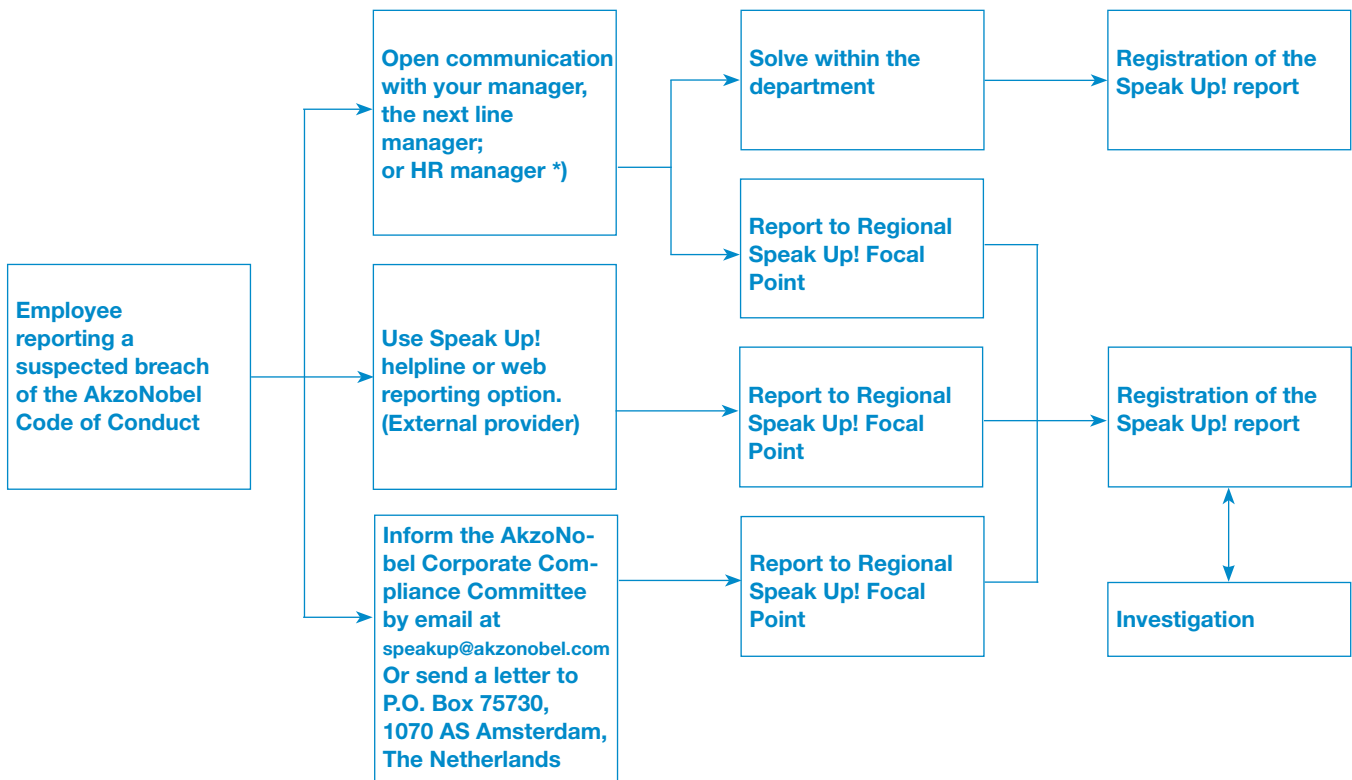
Please do not use the Speak Up! procedure to report emergency incidents. If you require emergency assistance, please contact your local emergency services or follow local site procedures.

In some countries (namely France, Germany, Portugal, Spain and Sweden) privacy laws limit the issues you are able to report via the Speak Up! helpline or the Speak Up! reporting website. When contacting the Speak Up! helpline or reporting website, you will be given a limited set of reporting options. If you would like to report an issue that is not available through the Speak Up! helpline or reporting website, please talk to either your manager, the next line manager or HR. Please note that in Sweden, reports through the Speak Up! helpline or the Speak Up! reporting website that concern an AkzoNobel employee are only allowed if such employee holds a key or senior position.

If you have any questions or issues about interpreting the policy please contact your manager or BU Compliance Focal Point. Alternatively, you can also send an email to **speakup@akzonobel.com**.

Reporting Channels

The flow chart below summarises the Speak Up! options for reporting any suspected breach of the code of conduct



Confidentiality will be maintained throughout the entire process

*) This includes current local processes such as the Grievance procedure under UK law and / or involvement of employee representatives such as works councils in those countries where this is agreed with the employer.

Annex 1

The Speak Up! Policy

To report Suspected Breaches of the Code of Conduct

Background

- (A) AkzoNobel has introduced the AkzoNobel Code of Conduct setting out the ethics and principles for the AkzoNobel's business decisions and actions throughout the world, applying equally to corporate actions and to the behaviour of individual employees in conducting AkzoNobel's business.
- (B) The AkzoNobel Code of Conduct incorporates applicable corporate governance laws and codes of conduct, generally accepted principles of good corporate governance and good employment practices.
- (C) AkzoNobel wishes to organize a worldwide procedure to enable Employees to report alleged serious (imminent) breaches of the AkzoNobel Code of Conduct within the AkzoNobel group of companies (including violations of applicable laws) and other Suspected Breaches of the Code of Conduct, within the Scope.
- (D) The reporting procedure is intended as an additional mechanism for Employees to report certain Suspected Breaches of the Code of Conduct through a dedicated channel and is not intended to replace AkzoNobel's regular information and reporting channels.
- (E) The Speak Up! Policy is meant to be in addition to, not replacing, any applicable national legislation. Where, in comparison to applicable law, the terms of the procedure provide stronger or additional safeguards, rights or remedies for Employees, the terms of the procedure will apply.

AkzoNobel has adopted the following Speak Up! Policy on June 2009.

GENERAL

Article 1 Definitions

AkzoNobel:

Akzo Nobel N.V. and any company or legal entity of which Akzo Nobel N.V. directly or indirectly owns more than 50 percent of the issued share capital, has more than 50 percent of the voting power at general meetings of shareholders, has the power to appoint a majority of the directors, or otherwise directs the activities of such other legal entity; however, any such company shall be deemed an AkzoNobel company only as long as a liaison and/or relationship exists.

AkzoNobel Code of Conduct:

AkzoNobel's Code of Conduct is available through the intrANet, <http://codeofconduct.one.akzonobel.intra>, and Internet www.akzonobel.com/codeofconduct.

AkzoNobel Privacy Manual:

The AkzoNobel Privacy Manual for Employee data applicable within AkzoNobel is available through internet www.akzonobel.com/coc.

Akzo Nobel N.V.:

Akzo Nobel N.V. (Strawinskylaan 2555, 1077 ZZ Amsterdam, the Netherlands).

Board of Management:

The Board of Management of Akzo Nobel N.V.

Complaints Database:

The AkzoNobel database in which Reports are stored and processed.

Compliance Committee:

The committee (General Counsel, Corporate Director Internal Audit, Director Compliance, SVP Human Resources, Director Corporate Control, Secretary of the Compliance Committee, Secretary to the Board of Management) set up by Akzo Nobel N.V. to foster awareness and control compliance of the AkzoNobel Code of Conduct within AkzoNobel and to advise and report on the deployment of, and compliance with, the AkzoNobel Code of Conduct to the Board of Management and the Supervisory Board of Akzo Nobel N.V.

DAPP:

The Dutch act on the protection of personal data.

Data Controller(s):

The AkzoNobel entity or entities that will be (partly) responsible for the processing of Personal Data under this Policy within the context of the directive 95/46/EC of October 24, 1995.

Data Processor(s):

The person or body that processes Personal Data on behalf of the Data Controller and that is under the direct authority of the Data Controller.

Employee:

A person employed or otherwise, working for AkzoNobel at the relevant moment in time.

External Contact Line:

The external service operated by Operator, which may be contacted by an Employee to report Suspected Breaches of the Code of Conduct in accordance with article 5.

General Counsel:

The General Counsel of AkzoNobel, who might be represented by the Director Compliance for the execution of this Speak Up! Policy.

Investigator:

The person assigned to be appointed by the Regional Speak Up! Focal Point or (where applicable) the General Counsel or Corporate Director Internal Audit to perform an investigation into a Suspected Breach of the Code of Conduct in accordance with article 3.4.

Manager:

The person directly supervising the Employee.

Operator:

The agency operating the External Contact Line.

Personal Data:

Any information relating to an identified or identifiable natural person processed in the context of this Policy.

Person Involved:

The Employee who is alleged to have committed or facilitated or intended to commit or facilitate a Suspected Breach of the Code of Conduct.

Policy or Speak Up! Policy:

This policy related to Suspected Breaches of the Code of Conduct.

Regional Speak Up! Focal Point:

The person for the regions APAC, EMEA and the Americas respectively, designated by the General Counsel and

Corporate Director Internal Audit to act in that capacity for AkzoNobel.

Report:

The record of the allegations of an Employee about a Suspected Breach of the Code of Conduct registered in accordance with article 3.2 and 3.3 or (where applicable) article 4.2 and 5.2.

Reporting Employee:

The Employee who reported a Suspected Breach of the Code of Conduct in accordance with article 3.1 or (where applicable) in accordance with article 4.1 or 5.1.

Responsible AkzoNobel Companies:

The AkzoNobel entities that will be (partly) responsible for the processing of Personal Data under this Policy within the context of the directive 95/46/EC of October 24, 1995. Annex 2 describes which AkzoNobel entities can be regarded as Responsible AkzoNobel Companies for a specific Suspected Breach of the Code of Conduct.

Scope:

Ensuring compliance with the AkzoNobel Code of Conduct and ensuring financial integrity and security of AkzoNobel in international financial markets and in particular the prevention and detection of fraud and misconduct in respect of accounting, internal controls, auditing matters and reporting, bribery, banking and financial regulations including insider trading.

Suspected Breach of the Code of Conduct:

A reasonable suspicion relating to a serious breach of the AkzoNobel Code of Conduct (already taken place or imminent), being:

- a. violation of laws and regulations, including but not limited to privacy and competition laws;
- b. criminal offences;
- c. intentional provision of incorrect information to public bodies;
- d. conflict of interest;
- e. violation of applicable working and employment conditions; and
- f. misconduct in respect of accounting, internal controls and auditing matters, fraud, bribery and banking and financial crime.
- g. intentional suppression, destruction or manipulation of information regarding the facts in connection with any Suspected Breach of the Code of Conduct as described in (a) through to (f) above.

Article 2

Scope and basic reporting principles

2.1

This Policy has been adopted by the Board of Management in order to prevent, detect and correct Suspected Breaches of the Code of Conduct. This Policy is meant to be in addition to, not to replace any applicable national legislation. Where the terms of this Policy, in comparison with applicable laws, provide for stronger or additional safeguards, rights or remedies for the Employees, the terms of this Policy apply. Where there is a conflict between mandatory local law and this Policy, including but not limited to mandatory local requirements related to the (limitation of the) Scope or (limitation of) the Suspected Breaches of the Code of Conduct that can be reported under this Policy, mandatory local law shall prevail. In the event of a conflict AkzoNobel may set up additional country specific rules or guidelines.

2.2

In view of the possible negative consequences for a Person Involved, this Policy is to be used as an ultimate remedy, i.e. if no other means are available to address the matter. Before submitting a report in accordance with this Policy, AkzoNobel encourages its Employees to address possible issues first at a local level with their Manager and, if this does not lead to a satisfactory outcome, with the manager of their Manager.

2.3

Employees may only report Suspected Breaches of the Code of Conduct within the Scope. Reports about any other fact or issue and reports which are not sufficiently substantiated shall not be investigated by AkzoNobel, unless the protection of the vital interests of AkzoNobel or the safeguarding of the physical or moral integrity of the Employees are at stake, in which case, the Report shall be immediately forwarded to the relevant departments of the relevant AkzoNobel entities. Reports outside the Scope shall be dealt with through AkzoNobel's regular information and reporting channels.

2.4

Reporting of Suspected Breaches of the Code of Conduct through the procedure set up under this Policy is not compulsory. An Employee not reporting a Suspected Breach of the Code of Conduct will therefore not be sanctioned unless the Employee is obliged to report such matters by his employment agreement.

2.5

Should an Employee make a Report in good faith, even if the facts later turn out to be inaccurate or do not trigger any particular further action, he or she shall not be sanctioned and his or her position shall not be at risk.

PROCEDURE

Article 3

Reporting to the General Counsel or Corporate Director Internal Audit

3.1

Without prejudice to articles 4 and 5 below, Employees may report a Suspected Breach of the Code of Conduct to the General Counsel or the Corporate Director Internal Audit. Internally, such report shall be kept by or forwarded to the Corporate Director Internal Audit in case of a Suspected Breach of the Code of Conduct related to accounting, accounting controls or audit matters, or kept by or forwarded to the General Counsel, for all other Suspected Breaches of the Code of Conduct. The General Counsel and Corporate Director Internal Audit can be reached through email address **speakup@akzonobel.com**. A Suspected Breach of the Code of Conduct reported anonymously by e-mail shall not be followed up on unless the Reporting Employee has been informed by e-mail of the facts outlined in article 5.1 under (i)-(v) and the Reporting Employee has re-confirmed that he or she wishes to remain anonymous. If a Suspected Breach of the Code of Conduct reported to the General Counsel or the Corporate Director Internal Audit concerns a situation described in article 4, such Suspected Breach of the Code of Conduct shall be forwarded to the Chairman of the Supervisory Board of Akzo Nobel N.V. via the Secretary to the Supervisory Board.

3.2

Upon receipt of a Report referred to in article 3.1, the General Counsel or Corporate Director Internal Audit shall register that Report in the Complaints Database. Such Report shall mention the date that the Employee reported the Suspected Breach of the Code of Conduct. The Report shall only contain such data as is strictly and objectively necessary to verify the Suspected Breach and shall state that the facts are only allegations at this time. The Reporting Employee shall receive a confirmation of receipt of the Report (including the date that the Report was filed).

3.3

After having registered the Report, the General Counsel or Corporate Director Internal Audit shall forward the Report to the appropriate Regional Speak Up! Focal Point who will then be responsible for the (coordination of the) investigation into the alleged Suspected Breach of the Code of Conduct. The General Counsel or Corporate Director Internal Audit shall provide the appropriate Regional Speak Up! Focal Point with a specific mandate to initiate and coordinate the investigation into the relevant Suspected Breach of the Code of Conduct. If the Report relates to a Suspected Breach of the Code of Conduct regarding the higher management of AkzoNobel, the Regional Speak up! Focal Point or a severe misconduct the General Counsel or Corporate Director Internal Audit shall keep the Report and remain responsible for the (coordination of the) investigation into the alleged Suspected Breach of the Code of Conduct. In such an event the provisions of articles 3.4 – 3.7 will apply, with the necessary changes being made, to such investigation.

Appointment of Investigators and performance investigation

3.4

The Regional Speak Up! Focal Point will appoint the Investigators who will perform the investigation into the relevant Report. The Investigators will be pre-selected, specifically trained or instructed and bound by specific security and confidentiality obligations and be given a defined scope of action. In exceptional circumstances the Regional Speak Up! Focal Point may appoint a third party who is not an Employee to be Investigator (for instance if the investigation requires specific expertise which is not readily available within AkzoNobel). The investigation will be executed to the utmost extent in accordance with the AkzoNobel internal guidelines for investigations.

Confidentiality

3.5

The Reporting Employee, the General Counsel, the Corporate Director of Internal Audit, the Regional Speak Up! Focal Point, the Investigators and the respective members of the Compliance Committee and the Audit Committee shall keep the Report confidential. Information relating to the Report shall only be provided to those persons who need to know such information to execute their tasks under this Policy, to perform the investigation and to take any actions as a consequence of the Report. Information relating to the Report shall only be provided to persons within other AkzoNobel entities if such disclosure emanates from the organization of AkzoNobel. In providing information, the name of the Reporting Employee shall not be disclosed (in particular shall not be disclosed to the Person Involved and to the Manager and other line management of the Reporting Employee). The information shall further be provided in such a manner as to safeguard as much as possible the confidentiality of the identity of the Reporting Employee. Information directly or indirectly revealing the identity of the Reporting Employee shall only be provided if such is indispensable for the investigation of the Suspected Breach of the Code of Conduct or any subsequent judicial proceedings. Internal reporting in respect of progress and results of investigations into Reports will take place in aggregated and anonymized overviews only.

3.6

Within eight (8) weeks from the date that the Reporting Employee reported the Suspected Breach of the Code of Conduct, the Reporting Employee shall be given a written summary of the results of the investigation by or on behalf of the Regional Speak Up! Focal Point. He or she will also be informed about any action taken in consequence of the Report.

3.7

If no summary can be given within eight (8) weeks, the Reporting Employee shall be notified of this by or on behalf of the Regional Speak Up! Focal Point and be given an indication as to when he or she will be informed of the results of the investigation.

Article 4 Reporting to the Chairman of the Supervisory Board of Akzo Nobel N.V.

4.1

If the Suspected Breach of the Code of Conduct concerns a member of the Compliance Committee, the Employee may report the Suspected Breach to the Chairman of the Board of Management. If the Suspected Breach concerns a matter of general, operational or financial nature relating to member(s) of the Board of Management, the Employee may report the Suspected Breach to the Chairman of the Supervisory Board of Akzo Nobel N.V. through the Secretary to the Supervisory Board of Akzo Nobel N.V.

4.2

The procedure described in articles 3.2 – 3.7 will apply, with the necessary changes being made, to Suspected Breaches of the Code of Conduct as described in article 4.1, with the understanding that if a Suspected Breach relates to member(s) of the Compliance Committee, such officer will not be informed of the reported Suspected Breach nor receive a copy of the report. Furthermore, such officer will not have access to any information relating to the relevant Report in the Complaints Database or otherwise.

Article 5 Reporting to an External Contact Line; anonymity

5.1

An Employee may also report a Suspected Breach of the Code of Conduct to the External Contact Line by email, by phone or by visiting the External Contact Line's reporting website. All contact details of the External Contact Line can be found at www.akzonobel.ethicspoint.com. When the Reporting Employee contacts the External Contact Line, the External Contact Line shall inform the Reporting Employee:

- (i) that the identity of the Reporting Employee shall not be disclosed (in particular shall not be disclosed to the Person Involved or to the Manager and other line management of the Reporting Employee);
- (ii) that information in relation to the Report shall be provided in such a manner as to safeguard as much as possible the confidentiality of the identity of the Reporting Employee;

- (iii) that information (indirectly) revealing the identity of the Reporting Employee shall only be provided if such is indispensable for the investigation of the Suspected Breach of the Code of Conduct or subsequent legal proceedings;
- (iv) that information in relation to the Report shall only be provided to those persons who have a need to know such information to execute their tasks under this Policy, to perform the investigation and any action taken in consequence of the Report; and
- (v) that anonymous reporting may have as a consequence that the Report may not be (fully) investigated, depending on the severity of the Suspected Breach of the Code of Conduct.

If the Reporting Employee fears repercussions as a result of his or her reporting the Suspected Breach of the Code of Conduct, the Reporting Employee may insist on remaining anonymous (either in relation to AkzoNobel or also in relation to the External Contact Line). The Reporting Employee's insistence on anonymity may have as a consequence that the Report will not be (fully) investigated, depending on the severity of the Suspected Breach of the Code of Conduct.

5.2

The Operator will draw up a Report in accordance with article 3.2 and register this Report electronically in the Complaints Database. If the Reporting Employee has requested anonymity, the Report will not contain the name of the Reporting Employee. The External Contact Line will first scrutinize the Report in order to evaluate whether the Report meets the criteria set out in article 2.3.

5.3

The Operator will notify the General Counsel or Corporate Director Internal Audit when a Report has been registered in the Complaints Database. The General Counsel or Corporate Director Internal Audit shall verify whether the Report meets the criteria set out in article 2.3 and notify the appropriate Regional Speak Up! Focal Point (where applicable) to initiate investigation of the Report.

5.4

The procedures described in articles 3.2 - 3.5 will apply, with the necessary changes being made, except for the fact that the Reporting Employee will not receive confirmation of receipt of the Report as referred to in article 3.2.

5.5

The External Contact Line will provide the Reporting Employee with a "call log number" and, if desired, the Reporting Employee can set up a personal code to enter the secured website at www.akzonobel.ethicspoint.com in order to be able to check the status of the investigation of the Suspected Breach of the Code of Conduct reported by him. The Reporting Employee can also call the External Contact Line for an update.

5.6

In the event the Reporting Employee has revealed his or her identity to the External Contact Line but insists on remaining anonymous in relation to AkzoNobel, the identity of the Reporting Employee may only be revealed by the External Contact Line if:

- a. it is indispensable for the investigation or subsequent legal proceedings and then only if the Reporting Employee has agreed to reveal his or her identity;
- b. it is required by law or important public interest; or
- c. the Report has been submitted by the Reporting Employee maliciously or for the purpose of self-interest.

The information about the identity of the Reporting Employee will only be disclosed to those persons who need to know such information to the extent necessary for the purposes referred to under point's a-c above.

Article 6 Informing the Person Involved

6.1

The relevant Regional Speak Up! Focal Point or (where applicable) the General Counsel, Corporate Director Internal Audit or the Chairman of the Supervisory Board of Akzo Nobel N.V., will inform the Person Involved as soon as practicably possible after receipt of the Report, unless there is a substantial risk that notification of the Person Involved would jeopardize the ability of AkzoNobel to effectively investigate the Suspected Breach of the Code of Conduct or gather the necessary evidence. The Person Involved shall be informed of (i) the alleged Breach of the Code of Conduct he or she is accused of, (ii) who will receive the Report, (iii) the fact that AkzoNobel is responsible in the context of this Policy, (iv) as well as how to exercise his or her right of access and correction. The identity of the Reporting Employee shall not be disclosed.

6.2

In the event the Person Involved cannot be informed immediately, he or she will be informed as soon as the risk referred to in article 6.1 ceases to exist. The officer dealing with the Report shall evaluate and decide when to inform the Person Involved. This evaluation shall take into account other measures, including, but not limited to, technical and organizational measures that can be taken to prevent the destruction of evidence.

6.3

After the Person Involved has been informed of a Report, the Person Involved will be interviewed to enable the Person Involved to give his or her view on the facts upon which the Report is based. The Person Involved will also be notified as soon as possible whether or not he or she will be suspended (if possible under applicable law) whilst the Suspected Breach of the Code of Conduct is being investigated.

6.4

After the investigation has been concluded, follow-up actions shall be decided as soon as possible but no later than within eight (8) weeks. Once a decision is made the Person Involved will be informed if and what action will be taken as a consequence of the Report. If the Person Involved is informed that no action will be taken, any suspension of the Person Involved will from that date automatically terminate.

Article 7 Sanctions

7.1

Any abuse of the procedure as set up under this Policy, including but not limited to the reporting of Suspected Breaches of the Code of Conduct maliciously or for the purposes of benefiting the Reporting Employee's own interest, may result in disciplinary action or criminal proceedings, where applicable, against the Employee who abused the procedure.

7.2

Complaints about (the application of) the Policy shall be submitted to the Secretary to the Board of Management. The Secretary to the Board to Management, having received advice from the Compliance Committee, shall give his decision with regard to the submitted complaint and the action taken in consequence of the submitted complaint within eight (8) weeks.

Article 8 Protection of Personal Data

Data Controller

8.1

Akzo Nobel N.V. will be the Data Controller with regard to any Suspected Breach of the Code of Conduct reported under this Policy. Further Data Controllers may be (other) Responsible AkzoNobel Companies.

8.2

The Data Controllers will only process Personal Data for the Scope.

8.3

The processed Personal Data shall be limited to the identity, functions and contact details of the Reporting Employee, the Person Involved and all persons participating in the investigation and handling of the Report, the reported facts, the information gathered during the investigation, the results of the investigation and the actions that will be taken following the investigation.

Data Processor

8.4

The Operator acts on behalf of the Data Controllers as a Data Processor. Under its agreement with Akzo Nobel N.V. that is concluded also on behalf of all the other Responsible AkzoNobel Companies, the Operator shall:

- (i) only process the relevant Personal Data in accordance with the instructions of Akzo Nobel N.V.;
- (ii) maintain strict confidentiality of the Personal Data and provide it only through the communication channels specified in writing by Akzo Nobel N.V.;
- (iii) take appropriate technical and organizational security measures to protect the Personal Data, including but not limited to access control to databases, reinforced confidentiality agreements with staff of the Operator and password protection of files;
- (iv) allow Akzo Nobel N.V. the right to review the measures taken by Operator and the Operator shall submit its data processing facilities to audits conducted by Akzo Nobel N.V. in connection therewith; and

- (v) comply with Akzo Nobel N.V.'s instructions for removal or destruction of Personal Data and shall in any event return all paper and electronic materials including Personal Data when the agreement with Akzo Nobel N.V. is terminated, unless Akzo Nobel N.V. instructs the Operator to destroy them, in which case, the Operator shall confirm in writing that such materials have been deleted or destroyed.

Security

8.5

The Data Controllers will take the necessary technical and organisational measures to adequately safeguard the Personal Data against loss or unauthorized access. Akzo Nobel N.V. has instructed the Operator to do the same. Such measures will include authentication processes and other means necessary to protect the Reporting Employee's identity, passwords and personal identifiers, logging access to data and regular review of log files. All persons participating in the investigation and handling of the Report shall be bound by specific reinforced security and confidentiality obligations. The Personal Data may be collected by any data processing means, whether electronic or not. These means shall in all events be solely dedicated to the procedure as set out under this Policy, i.e. the Personal Data shall in all cases be processed separately from other Employee information systems or Employee files.

Storage and removal

8.6

Personal Data relating to Reports that have been found unsubstantiated shall be removed straight away. Data relating to Reports about substantiated Suspected Breaches of the Code of Conduct will be removed within eight (8) weeks after the verification work is completed, unless disciplinary action is taken or court proceedings are filed against the Person Involved or the Reporting Employee filed a report in bad faith, in which events the data will be removed within eight (8) weeks after the disciplinary action or any court proceedings, including any appeal, have been completed. "Remove" means destruction of the Personal Data or adaptation of the Personal Data in such a way that identification of the Person Involved and the Reporting Employee are no longer possible. After the above mentioned storage periods are lapsed, the Personal Data may only be kept for archiving and statistical purposes in accordance with applicable national laws. Any access to the Personal Data shall then be restricted to persons appointed by a decision of the Compliance Committee for specifically determined purposes.

Rights of access/correction/removal

8.7

Any Employee may, at any time, ask the relevant Regional Speak Up! Focal Point whether or not a Suspected Breach of the Code of Conduct has been reported about him or her. If so, the Employee will be provided with a complete written overview of the Personal Data available about him or her unless this would seriously hinder the investigation. If Personal Data proves to be incorrect or irrelevant, the Person Involved can request correction or removal of that data.

8.8

The Person Involved has a right to object to the processing of Personal Data in relation to a Report on compelling legitimate grounds relating to his or her particular situation, unless the legitimacy of the processing by AkzoNobel is based on a legal obligation. AkzoNobel will inform the Person Involved of its decision within four (4) weeks.

8.9

Replies to a request for access, correction or removal shall be provided in writing as soon as reasonably practicable but no later than four (4) weeks. Any refusal shall be in writing and shall set out the reasons behind the decision. Articles 8.7, 8.8 and 8.9 shall be applied in accordance with the AkzoNobel Privacy Manual.

Transparency

8.10

Without prejudice to the other information requirements under this Policy:

- (i) this Policy shall be made available on the corporate websites of AkzoNobel and shall further be made available upon request;
- (ii) this Policy shall be made available on the AkzoNobel's intrANet or by other means which allow Employees to easily access its content; and
- (iii) Employees shall be informed as to:
 - (a) the existence, purposes and functioning of the Policy;
 - (b) the identity of the Data Controller(s);
 - (c) the recipients of Reports;
 - (d) the rights of a Person Involved to access, correction and removal of Personal Data relating to him or her;
 - (e) any export of their Personal Data, insofar as required under applicable law;

- (f) the fact that the identity of the Reporting Employee may remain confidential except if disclosing the identity is indispensable for the investigation of the Suspected Breach of the Code of Conduct or subsequent legal proceedings, if such is required by applicable law or an important public interest or if the Report has been submitted maliciously or for the purposes of self-interest;
- (g) the fact that abuse of the procedure set up by this Policy may attract disciplinary sanctions; and
- (h) the fact that reporting in good faith shall not attract disciplinary sanctions.

Disclosure to third parties outside EEA

8.11

If it is necessary to disclose Personal Data to a person or legal entity in a country outside the European Economic Area that does not ensure an adequate level of protection in the meaning of directive 95/46/EC of October 24, 1995, the requirements under applicable law relating to international transfers of personal data shall be complied with.

Article 9 Effective Date

This Policy shall take effect on June 15, 2009.

Annex 2 – Overview of responsible AkzoNobel companies

The Responsible AkzoNobel Companies are, depending on the reported Suspected Breach of the Code of Conduct:

- 1. With regard to any Suspected Breach of the Code of Conduct:** Akzo Nobel N.V., Strawinskylaan 2555, Amsterdam, the Netherlands
- 2. The AkzoNobel entity located within the European Community under whose authority the Reporting Employee performs its duties.**
- 3. The AkzoNobel entity located within the European Community under whose authority the Person Involved performs its duties.**
- 4. The AkzoNobel entity located within the European Community to which the reported Suspected Breach of the Code of Conduct pertains.**
- 5. The AkzoNobel entity located within the European Community which employs the Regional Speak Up! Focal Point.**

The relevant AkzoNobel entities located within the European Community are listed on www.akzonobel.com/legal-entities

List of Legal & IP addresses

Up-to-date information on our Legal & IP offices is available at the Legal & IP website

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AkzoNobel

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