

COUNTRY SUPPLEMENT:
ITALY



PETRONAS

PETRONAS CODE OF CONDUCT AND BUSINESS ETHICS

The PETRONAS Code of Conduct and Business Ethics Country Supplement: Italy is a specific reference for use in Italy. It does not describe all applicable laws or PETRONAS policies, or give full details on any particular law or policy. It does not constitute legal advice. It does not constitute or create a contract of employment. PETRONAS reserves the right to modify, revise, cancel or waive any policy, procedure or condition without notice and without revision of the Code. Moreover, the provisions of the Code may be modified by PETRONAS to adapt them to local laws and conditions.

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1. APPLICATION

The PETRONAS Code of Conduct and Business Ethics (the “Code” or “CoBE”) is prepared in Italy in both English and Italian. In the event of a conflict, the Italian version shall prevail.

2. DEFINITIONS

Part I paragraph 3.4 of the CoBE shall in Italy be deleted and replaced with the following:

“For purposes of this Code, the term “employee” shall include any person who has entered into or works under a contract of employment with PETRONAS (whether express, implied, oral or in writing), including executive and non-executive directors and temporary, permanent and part-time employees, in each case, working at all levels and grades and including any such person whilst they are on secondment in Italy or elsewhere.”

Whenever the term “PETRONAS” is used throughout this document, it shall be interpreted to mean the relevant PETRONAS group company or companies with which you have a contract of employment, letter of appointment or equivalent document (as such documents may be amended or supplemented during periods of secondment). Nothing in the CoBE,

as supplemented in this document, is intended to, or shall be deemed to, establish any direct relationship of employment, appointment, engagement or service between you and any other PETRONAS group company.

3. PUBLIC OFFICIALS

Part II B paragraph 12.8 of the CoBE shall in Italy be deleted and replaced with the following:

“For purposes of this Code, the term “government officials” includes, without limitation, candidates for public office, officials of any political party, and officials of state owned enterprises other than PETRONAS, as well as “pubblici ufficiali” and “incaricati di pubblico servizio” as defined in Sections 357 and 358 of the Italian Criminal Code, respectively.”

4. CONFIDENTIALITY OBLIGATIONS

For the purposes of Part II F paragraph 18.4 of the CoBE, post-termination restrictive covenants (if any) that are applicable to you will be set out in your contract of employment, letter of employment or other similar document with PETRONAS.

5. INVENTIONS AND COMPUTER PROGRAMMES

For the purposes of Part II F Section 21 of the CoBE, the terms governing the ownership of intellectual property rights created by you in the course of your employment, appointment or engagement (as the case may be) will be those provided for by Italian statutory provisions, as amended or supplemented by your contract of employment, letter of employment or other similar document.

6. MAKING OF PUBLIC STATEMENTS

The provisions contained in Part II F paragraphs 24.1-24.3 of the CoBE are applicable in Italy only with respect to statements made by you on behalf of PETRONAS and not to statements made in your own name. In making private statements, you will at all times comply with the principles of fidelity, fairness and confidentiality.

7. OUTSIDE EMPLOYMENT OR BUSINESS ACTIVITIES

Part II G Section 27 of the CoBE shall in Italy be deleted and replaced with the following:

“As a PETRONAS employee, you must devote your time and attention to the fulfillment of your employment obligations to PETRONAS. PETRONAS employees may not take up other employment or gainful activity, whether part-time or full-time, or be involved in any outside business activities, in whatever capacity (including being involved in the management, direction or conduct of another enterprise) should such activity interfere with or compromise the proper performance of your duties or the fulfillment of your obligations to PETRONAS.”

8. PUBLIC SERVICE, RECREATIONAL, SPORTS, UNION AND COMMUNITY ACTIVITIES

Part II G paragraph 28.2 of the CoBE shall in Italy be deleted and replaced with the following:

“The general rule is that if a PETRONAS employee is invited to serve on local bodies, or as an appointed or elected club official, the employee must be able to balance the outside activities with his or her employment with PETRONAS. The employee must be able to discharge his or her dual responsibilities satisfactorily, both in respect of the time taken up by the outside activity and the nature of his or her duties. At all relevant times, the

employee must ensure that his or her duties and obligations to PETRONAS, as well as the interests of PETRONAS, are not compromised.”

9. POLITICAL ACTIVITIES

Part II G paragraphs 29.1 and 29.2 of the CoBE do not apply to employees whose employment relationship is governed by Italian law.

10. PROHIBITION OF ACTION AS EDITOR OF NEWSPAPERS OR ANY FORM OF PUBLICATION

Part II G Section 30 of the CoBE does not apply to employees whose employment relationship is governed by Italian law.

11. PARTICIPATION IN THE MEDIA

Part II G Section 31 of the CoBE does not apply to employees whose employment relationship is governed by Italian law.

12. DRESS CODE

Part III paragraph 4 of the CoBE shall in Italy be supplemented with the following:

12.1. INTRODUCTION

All employees should be neatly, appropriately and decently attired during office working hours. Provocative or improper attire is not allowed.

12.2. MALE EMPLOYEES

- (a) All male employees must either wear long or short sleeved shirts, or company provided shirts. Shirts should be tucked in. Casual shirts printed with inappropriate images and shorts are not allowed.
- (b) Male executives are encouraged to wear neck ties during business meetings. T-shirts, jeans and sport shoes are not allowed for male white-collar employees including executives.
- (c) Footwear must be appropriate and suitable. Slippers and flat sandals/slip-ons are not allowed. Exemption to wear flat sandals is given for those with medical reasons.
- (d) Hair should be neat.

12.3. FEMALE EMPLOYEES

- (a) Female employees must wear attire which is appropriate and suitable for an office-working environment, including as regards length of skirt.
- (b) Female employees are allowed to wear smart trouser suits. Jeans, shorts and sport shoes are not allowed for female white-collar employees including executives.
- (c) Footwear must be appropriate and suitable. Slippers are not allowed.

12.4. UNIFORMED EMPLOYEES

All uniformed employees must wear their designated uniforms at all times.

12.5. OTHER FORMS OF ATTIRE

Attire other than that specified above may be worn during office hours if it is requirement of the job and the said attire is approved by the Head of the HR Department. Traditional and national dress may also be worn when appropriate. The Head of the HR Department should be advised of the days when such dress may be worn.

12.6. DRESS CODE FOR OFFICIAL FUNCTIONS

Employees should be appropriately attired in accordance with the dress requirements for a particular function. In the absence of any specific requirement, the employees should follow this policy.

12.7. DRESS DOWN DAY

Employees can wear smart/casual clothing to work every Friday, providing they do not have meetings or other business appointments.

12.8. INTERPRETATION

- (a) "Neatly, appropriately and decently attired" means wearing decent, suitable, smart and professional attire.
- (b) "Provocative or improper attire" means attire, including transparent, tight or body hugging clothing, low cut collar/necklines, bare-back dresses, high slit skirts/sarongs and short skirts, that is inappropriate and unsuitable for an office-working environment.

13. SUBSTANCE MISUSE (DRUG AND ALCOHOL ABUSE)

Part III paragraphs 8.1, 8.2 and 8.3 of the CoBE shall in Italy be deleted and replaced with the following:

“The use of any illegal substance can impair performance at work and be a threat to the health, safety and the environment. Hence, it is PETRONAS’ policy that the consumption, possession, distribution, purchase or sale of any illegal substance at its premises or while conducting its businesses or being under the influence of any such substance while working is prohibited. In this respect, all persons covered by this Code must diligently heed and comply with the policies and procedures on substance misuse issued by PETRONAS as amended and updated from time-to-time, copies of which are available from the group HSE Division.

Consumption of alcoholic beverages is prohibited in all PETRONAS premises and/or where such consumption can impair performance at work or be a threat to the safety or the environment.

In case of evident drunken state by an employee, medical tests may be conducted on such employee in compliance with statutory provisions.

In case of evident psychoactive drugs intoxication by an employee, medical tests may be conducted on such employee in compliance with statutory provisions.”

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