

Compliance Control Standards

Version 1.0





Title

Compliance Control Standards


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Chapter 1: General Provisions

Article 1 [Purpose)

SK Chemicals Co., Ltd. (hereinafter referred to as the 'Company') complies with the laws and regulations for this standard.

By implementing corporate ethics, fair and transparent business performance is promoted and the company's

In order to secure sound development and customer trust, the company's business activities and

By establishing standards and procedures to be followed when performing duties of employees, the company

Its purpose is to effectively manage legal risks that may arise in business.

there is.

Article 2 (Definition of Terms)

The definitions of key terms used in this standard are as follows.

1. "Compliance control" means the company's business activities and business operations

Systematically identify all laws and regulations and comply with all laws and regulations by employees

Prevent illegal acts in advance by self-inspecting whether

Any legal measures adopted to systematically respond to various legal risks

It refers to the process of policy establishment and control activities.

2. 'Legal risk' means that the company or its executives and employees


Failure to comply with standards, etc. may result in civil, criminal, and administrative

Liability arises or damage may occur because the contractual effect is not recognized.

say risk.

3. "Compliance support person" means implementing compliance education and training programs and

Check compliance with the compliance control standards, etc.

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In accordance with Article 542-13 of the Commercial Act to report to the board of directors

refers to the person who has been appointed

4. 'Compliance support organization' means assisting compliance officers

It refers to the department that performs compliance control tasks, and is responsible for legal affairs.

The department that actually performs the work is the compliance support organization.

Article 3 (Application)

① This standard applies to all actions related to the company's business activities and business

It applies to all actions related to the performance of employees' work.

② Various regulations of the company related to this standard must comply with this standard,

Unless otherwise provided by laws or the articles of incorporation, this standard takes precedence applies.

Article 4 (Enactment and Amendment)

If you want to enact or amend this standard, you must go through the resolution of the board of directors.

do. However, changes due to the enactment, revision or repeal of related laws, etc.


Substantial changes such as simple text corrections due to changes in the organizational system

In case of unaccompanied change, the resolution may be replaced by a report of the board of directors.

there is.

Chapter 2 Compliance Control Environment

Article 5 (Basic Principles of Organizational Composition and Division of Duties)

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Appointment of a compliance officer, designation of a compliance support organization and the division of duties is subject to compliance control

The efficiency of work and the independence of compliance officers are secured, and the roles and Responsibilities should be clearly established.

Article 6 (Role of each institution)

① The board of directors decides on important matters related to the implementation of this standard,

The representative director faithfully reflects the decision of the board of directors and

compliance control system to repair effectively whether to operate supervise

The Board of Directors shall, if necessary, among the powers of the Board of Directors related to the implementation of these Standards.

Some may be delegated to specific committees within the board of directors.

② The representative director shall be responsible for the size of the company or

Establish, maintain, and operate a compliance control system that matches the nature of the business, and

Supervise the operating situation.

③ Compliance officers establish and implement compliance education and training programs, and

standard observance whether by checking reporting Etc compliance control work

practically encompasses.

Article 7 (Appointment and Dismissal of Compliance Officer)


① Compliance officers are appointed and dismissed by the Board of Directors.

② If the compliance officer falls under any of the following subparagraphs, the

A compliance officer may be dismissed.

1. To faithfully perform duties related to sales and as a compliance officer

In case of concurrently holding a job that may have an impact

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2. In case of disciplinary action greater than or equal to reduction in salary due to violation of company rules

3. [3] When there is a concern about a job vacancy due to a leave of absence of more than 3 months

4. When a good manager fails to perform his/her duties

③ The compliance officer shall be responsible for all cases except for cases falling under each of the subparagraphs of paragraph (2).

The employee shall not be dismissed during his/her tenure without justifiable reasons, and the company will not hire a compliance officer.

In the case of dismissal during the term of office, sufficient

Evidence must be presented.

④ Compliance officer fired in case the board of directors Promptly new

A compliance officer shall be appointed to maintain business continuity.

Article 8 (Qualification, Term, Status, etc. of Compliance Officer)

① Compliance officers comply with the requirements of Article 542-13 of the Commercial Act and Article 40 of the Enforcement Decree.

It must be selected from among those who are satisfied. However, the board of directors

To the extent that it does not go against the Enforcement Decree, additional

Qualifications can be set.

② Auditors or members of the audit committee cannot serve as compliance officers.


③ The term of office of the Compliance Officer is 3 years, and they are full-time positions.

Article 9 (Rights and Duties of Compliance Officer)

① Compliance officers have the following duties.

1. Implementation of education and training programs on compliance

2. Regular or occasional inspection and reporting of compliance with this standard

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3. If necessary for the compliance officer's compliance control duties, relevant

Requests for collection and submission of information or data about departments and employees;

statement request

4. Suspension of compliance requests and illegal acts against the company and its executives and employees;

Need for improvement or correction

5. Request for sanctions against executives and employees who violate all laws and regulations and this standard

6. Attendance of the board of directors, etc. held in relation to compliance control affairs;

statement of opinion

7. Leading the compliance support organization and requesting personnel from related departments

8. Other matters determined by the board of directors by the authority of the compliance officer

② Compliance officers may seek advice and assistance from external experts if necessary.

there is.

③ Compliance officers must perform their duties with the duty of care of a good manager.

In addition to being in office, the company's Trade secrets

must not be divulged.

Article 10 (Independent Performance of Compliance Officers)


① Compliance officers are responsible for carrying out compliance support and control tasks in accordance with this standard.

In this regard, it may be reported directly to the board of directors or the representative director.

② The company shall provide compliance support and control tasks according to this standard to the compliance officer.

A position within the company that can be performed independently and effectively

should be given

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③ The company shall not be responsible for the performance of duties related to the current or past compliance officers.

Unfair personnel disadvantages shall not be given for any reason.

Article 11 (Limitation on Concurrent Position of Compliance Officer)

Compliance officers are independent of compliance officers such as fair trade voluntary compliance managers.

Jobs that do not affect job performance may be held concurrently, but the company

It may affect the faithful performance of duties as a compliance officer, such as related work.

unable to take charge of the task

Chapter 3 Compliance Control Activities

Article 12 (Assessment of Legal Risk)

① The board of directors requires compliance officers to manage legal risks throughout the company.

an integrated legal risk assessment and to perform
management tasks.

② The compliance officer legal dangerous size and occurrence frequency My back consider


of misconduct possibility of occurrence to judge Etc mainly legal risk

It can be classified and evaluated. A compliance officer performs the above type work

When requesting cooperation for this purpose, each relevant department and executives

You must respond quickly and sincerely.

Article 13 (Management of Legal Risks)

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- ① Executives and employees are responsible for the legal risks that can be expected in the course of performing their duties.

Familiarize yourself with all domestic and foreign laws and regulations, this standard, and various internal regulations of the company.

must be complied with.

- ② Executives and/or employees may discover or

If there is such a concern, immediately notify the compliance officer or the compliance support organization.

You must report or report it, engage in such violations, or must not cooperate.

- ③ In the event of a legal risk to the company, each relevant department and compliance officer

to ensure that legal risks are not transferred or escalated to other departments;

action should be taken.

- ④ Based on the legal risk assessment pursuant to Article 12, the compliance officer

In order to correctly recognize and understand the obligations under paragraphs 1 and 2,

shall.

Article 14 (Operation of Compliance Education and Training Program)

- ① Compliance officers are responsible for ensuring that employees are aware of legal risks related to business activities in advance.

In order to identify and respond appropriately,


A systematic compliance education and training program can be designed and implemented.

- ② Compliance officers provide compliance training and

A training program may be conducted, and the company will do so through the relevant department.

Support. In addition, the compliance officer is responsible for the departments and those with high legal risk.

For executives and employees, special training may be provided as a separate program.

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③ Compliance officers are responsible for the effectiveness and effectiveness of compliance education and training programs.

evaluation and, if necessary, a survey on improvements

there is.

④ Compliance officers are responsible for their duties separately from the operation of compliance education and training programs.

We will operate a counseling system for employees who are highly exposed to legal risks.

Article 15 (Daily Compliance Support)

① Compliance officers and compliance support organizations are always legally responsible for their employees.

We perform advisory services on risks, and the company and its executives and employees can sign contracts, etc.

Compliance officers when performing tasks closely related to legal risks

Alternatively, prior consultation with the compliance support organization can be made.

② The representative director is responsible for any legal risks that may arise during the course of business performance of executives and employees.

Or communicate smoothly with the Compliance Officer on issues related to compliance control support to do so.

③ Employees, including the CEO, violate this standard to perform their duties.


In the case of an instruction, the executives and/or employees who received the instruction report the violation to the compliance officer.

should be reported

Article 16 (Autonomous Compliance Inspection by Executives and Employees)

① Each department establishes an autonomous compliance inspection plan and regularly voluntarily

Compliance check can be carried out.

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② Compliance officers are responsible for the establishment of voluntary compliance inspection plans for each department in accordance with Paragraph 1.

It is possible to provide guidance and evaluate the actual status of voluntary compliance inspections.

③ Compliance officers are responsible for each department in order to conduct effective voluntary compliance inspections under this Article.

A list of voluntary compliance checklists can be prepared and provided.

Article 17 (Compliance Check by Compliance Officer)

① Compliance officers are responsible for the compliance of all laws and regulations and this standard with respect to the company and all executives and employees.

Conduct a compliance check to check compliance, etc.

② The compliance inspection conducted by the compliance officer is conducted [1] every year.

Regular inspections and legal issues raised in specific cases

There are regular or special inspections.

③ Compliance officers respond to inquiries and requests for data from related departments and employees.

Through proof and verification, it is possible to check whether employees comply with this standard,

In a specific case, request the audit or audit committee to confirm

It can be obtained or consulted with the auditor or the audit committee.


④ Compliance officers report or report by department for efficient compliance inspection.

You can formulate specific matters, and if necessary,

Reporting or reporting may be mandatory.

⑤ The compliance officer reports the results of the compliance inspection to the board of directors once a year.

Article 18 (Inside Report)

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① The representative director shall act illegally or unfairly by the company or its executives and employees

gadfly about, Compliance Officer to the back directly to report number there is

An internal reporting system may be installed.

② The person in charge who receives or handles internal reports in accordance with this standard or related

The department maintains confidentiality of the whistleblower's personal information and information.

should be maintained

③ If the whistleblower himself reported any illegal or misconduct related to the whistleblower

In some cases, normal circumstances can be taken into account, and all whistleblowers

You will not receive any disadvantages in personnel management for the reason that you have done so.

Article 19 (Treatment in case of violation)

① The Compliance Officer is responsible for any violations of laws and regulations or this standard.

Report this to the head of the department or report it to the CEO

Appropriate measures such as suspension, improvement, correction, and sanctions may be requested.

and, if necessary, consult with relevant departments to develop a comprehensive response plan

It can be prepared and recommended to the CEO, etc. However, urgent If necessary, the

Compliance Officer will


According to one's own judgment, the relevant executives and employees or related departments

Necessary measures may be taken, such as requests for suspension, improvement, or correction.

② The company shall not be liable for any employee or employee who violated all laws or this standard

Discipline in accordance with the size or importance of the legal risk to the relevant department

Appropriate sanctions should be taken.

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③ The Compliance Officer measures to prevent recurrence of the same or similar violations;

It can be prepared and recommended to the board of directors or the CEO. Relapse prevention

Once the plan is decided, the compliance officer will report it to the relevant department and related departments.

It will be notified and reflected in the improvement of related programs and policies.

Article 20 (Transmission and Management of Information and Data)

① If necessary for the implementation of compliance control duties, the compliance officer shall be in charge of the relevant department.

and to submit relevant information and materials to employees in a usable form.

and the department that received the request from the compliance officer and

Executives and employees must respond promptly and sincerely.

② Compliance officers are responsible for providing information and materials related to compliance control in accordance with this standard.

It should be systematically organized and stored safely.

③ Information and data generated in the process of carrying out compliance control tasks according to this standard

Manage and store according to the company's security management regulations or guidelines.

Chapter 4 Main standards related to the performance of the company and its executives and employees

Article 21 (Minimization of Fear of Misunderstanding Unfair Transactions and Unfair Transactions)


① In the case of joint business or transaction between the company and other affiliates, the company and

Executives and/or employees shall reasonably

By paying the calculated price, the Monopoly Regulation and Fair Trade Act, Tax Act

In order to eliminate the possibility of being mistaken for unfair trade and unfair support by

The effort.

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- ② The company and its executives and employees shall conduct joint work with other affiliated companies. while performing The cost incurred shall be borne by a reasonably calculated standard. and leave the rationale behind.

Article 22 (Appointment of agenda by the Board of Directors and execution of approved matters)

- ① The company and its executives and employees shall conduct a legal review and
After reviewing the disclosure matters, it must be approved by the senator.
- ② After the resolution of the board of directors, the company and its executives and employees shall
to be disclosed within the company, and for matters approved by the Board of Directors
The progress and results should be reported to the next board of directors.

Article 23 (Prior consultation on contract, etc.)

- ① Regardless of the name of the contract, agreement, memorandum of understanding, etc., the company is a party to the
To the company by sealing the document or expressing intention in other ways
Where legal liability is granted, the Company and its employees may
Consult with the compliance support organization in advance and discuss relevant documents, etc.
should be reviewed.
- ② In the case of any of the following, the subject of prior consultation and review in Paragraph 1
excluded. only, subparagraph 3 in case after death Compliance Officer or
The compliance support organization should be notified of this and consulted.
1. A formal formalities that have already been consulted with a compliance officer or a compliance support organization
When sealing or signing a contract, etc.

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2. Existing compliance officer or

Change only the period of contracts, etc. that have been reviewed by the compliance support organization, or
in case of extension

3. As it is a normal and routine matter, it is reasonable to judge that the company

If the liability you can bear is insignificant

Article 24 (Dispute Case Handling)

In the course of the company's business activities and employees' work, the

Administrative measures such as objections, government orders or recommendations, media and civic groups

There is a risk of a dispute between the company and a third party, such as raising an issue, or

If a dispute arises and a lawsuit is filed, the company and its executives and employees shall immediately

Notifying the compliance officer or the compliance support organization and regarding the countermeasures

should be consulted and reviewed.

Article 25 (Compliance with the Code of Ethics)

When an employee is faced with an ethical conflict in relation to the performance of his/her duties


You must judge and act based on the Code of Ethics and the Code of Ethics Practice Guidelines.

Compliance officers and compliance support organizations must ensure that the company's will to comply with the Code of Ethics is

It should be reflected in the document.

Chapter 5 Efficacy Evaluation

Article 26 (Standards and Procedures for Efficacy Evaluation)

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① Compliance officers are responsible for providing compliance support and inspections according to this standard on their own.

Evaluate effectiveness and report the results to the board of directors.

② The Board of Directors shall ensure that compliance support and inspection according to this standard are effective.

It is regularly reviewed whether

If issues are found, improvement measures are sought.

③ In evaluating the effectiveness under this Article, based on the contents of this standard

Assessment and management of legal risks, compliance support and inspection and reporting,

Independent work performance, work performance standards of the company and its employees, and violations

about the adequacy and effectiveness of the enforcement of this standard, such as the sanctions system against

An empirical review should be made.

Article 27 (Follow-Up Measures Following Efficacy Evaluation)

① The board of directors implements this standard based on the results of the effectiveness evaluation under Article 26


It is possible to establish a supplement or improvement plan for defects or defects in the contents.

For this, the board of directors listens to the opinions of compliance officers.

② The representative director shall take necessary measures in accordance with the supplement or improvement plan under paragraph 1.

Chapter 6 Miscellaneous

Article 28 (Reward for Executives and Employees)

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The Compliance Officer In order to prevent damage to the company by faithfully complying with the standards

For executives and employees who are judged to have contributed to prevention or reduction

You can offer rewards or promotions.

Article 29 (Details)

The compliance officer may separately determine the details necessary for the implementation of this standard.

there is.

addendum

Article 1 (Enforcement Date)

This standard is effective from July 18, 2012.