



Approved by the Shareholder's Resolution for
Ben-Trei Fertilizer Company, L.L.C. as of 26.10.2017

HEALTH, SAFETY AND ENVIRONMENT POLICY

Ben-Trei Fertilizer Company, L.L.C.

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I. INTRODUCTION

Ben-Trei Fertilizer Company, L.L.C. (the “**Company**”) conducts its business ensuring its Employees (as defined below) act in the best interests for the Company, avoiding any activity which may interfere with their duties or responsibilities to the Company. The Employees ought to safeguard the Company’s legitimate interests, properly performing their professional, contractual or statutory duties or responsibilities.

This Health, Safety and Environment Policy (the “**Policy**”) is an integral part of the Company’s Code of Conduct being a clear expansion of Section 14 of the Code. The Policy defines in details the core principles and rules which shall be respected by all the Employees of the Company in order to minimize HSE risks and impacts in existing and planned operations of the Company.

The Policy also outlines the restrictions or prohibitions and preventive measures to be consistently followed by each Employee of the Company.

The scope and content of this Policy may be subject to further changes. This Policy contains general analysis of applicable norms or laws, and specific advice or clarifications may be required in connection to any particular situation.

1. DEFINITIONS

- 1.1. “Employee”, “Employees” means the employees, officers and directors of the Company.
- 1.2. “HSE laws and regulations” means any laws and regulations which relate to:
 - occupational health and safety;
 - public health and safety;
 - pollution, damage to, or protection of the environment.
- 1.3. “Legal and Compliance Officer” means an Employee of the Company responsible for ensuring that the compliance policies (including the Policy) are consistently complied with throughout the Company. The name and position of the Legal and Compliance Officer will be communicated to Employees on a regular basis.
- 1.4. “Training” means regular training (possibly done by the Company’s in-house lawyers or specialists of an internationally recognized law firm or consultancy with considerable experience) of all Employees on the applicability of the Policy.
- 1.5. “Director” means the Employee of the Company under labour or other contract, who (i) effectuates the control and management of the Company, (ii) performs the functions of the sole executive body, (iii) runs all day-to-day business activity of the Company, or the permitted successor or assignee of such Employee.

2. PURPOSE

- 2.1 The Policy aims to ensure the safety of Employees and the environment and sets out the following priorities of the Company:
 - prevention of injuries, accidents and occupational illnesses;
 - reduction of impacts on the environment;
 - rational use of natural resources.
- 2.2 The Policy establishes the minimum expectations of the Company in regards to health, safety and environment management and sets out the approach of the Company towards:
 - compliance with the applicable laws, standards and other requirements;
 - continual HSE performance improvement;
 - HSE risk management;
 - regular HSE training;
 - regular reporting on compliance with the Policy.

3. APPLICABILITY

- 3.1 The Company shall apply and incorporate the Policy in its business practice.
- 3.2 All Employees shall comply with the Policy and shall consult in their business practices with the Policy.

II. COMPLIANCE

4. GENERAL PRINCIPLES

- 4.1 The Company maintains this Policy in order to ensure its commitment to the following:
 - creation of safe workplaces;
 - implementation of programs and projects aimed at preventing workplace injuries, accidents and occupational illnesses;
 - continual reduction of emissions, effluent discharges and solid waste along with the consumption of water, heat and energy;

- effective cooperation with Employees, contractors, suppliers, governmental authorities, municipalities, trade unions, mass media, non-governmental organizations on HSE matters;
 - compliance with applicable laws and regulations.
- 4.2 Employees shall report any actual or potential breach of applicable HSE laws and regulations as soon as they become aware of them, as well as they shall refrain from any activity leading to breach of applicable HSE laws and regulations.
- 4.3 The Company and its Employees and contractors, shall be regularly informed on the updates in the Policy and development in the applicable law, regulations and standards in relation to HSE.
- 4.4 In case of conflict between the above mentioned principles and any business requirements, the principles as set out by this Policy shall prevail.

5. OBLIGATIONS OF MANAGEMENT

5.1 The Director shall:

- lead by example the compliance with HSE requirements, both at work and outside working hours; encourage and recognize HSE leadership and commitment among Employees;
- allocate resources required to ensure the safety of Employees and the environment;
- initiate changes aimed at prevention of injuries, illnesses and accidents as well improvement of the employee working conditions;
- ensure that Company's HSE goals and objectives are met along with the production and financial plans;
- organize cooperation with other business units in order to achieve common HSE goals and objectives;
- evaluate HSE risks and implement action plans aimed at HSE risks minimization;
- organize HSE training, knowledge and awareness checks;
- conduct internal HSE audits and implement corrective action plans;
- organize exercises and training for emergency planning and preparedness;
- ensure that collective protection equipment is sufficient and maintained in good operable condition.

5.2 The Director shall ensure that every workplace and personnel facility:

- undergo safety hazard evaluation;
- are equipped in accordance with safety requirements;
- are accounted for in emergency preparedness plans;
- are connected with collective protection equipment;
- are maintained in a clean and orderly manner.

5.3 The Director shall, with regard to technological processes, machinery and equipment:

- evaluate risks associated with technological processes, machinery and equipment using effective measuring and monitoring tools;
- develop and implement action plans aimed at minimization of the risks;
- ensure that safety measures applicable to high-risk job tasks are taken, where necessary, in addition to the statutory requirements;
- implement HSE action plans during technical maintenance works and repairs;
- maintain collective protection equipment in good working condition;

- ensure that only certified tools and instruments are used.

5.4 In relations with contractors the Director shall:

- evaluate risks associated with contractor services;
- develop and implement action plans aimed at minimization of the contractor risks;
- ensure that each contractor has a dedicated manager within the plant responsible for ensuring that applicable HSE laws and regulations are fulfilled along with the production tasks;
- oversee and control contractor compliance with applicable HSE laws and regulations;
- suspend contractors violating applicable HSE laws and regulations, including those related to prohibition of alcohol and illegal substances;
- ensure that only those goods and services are bought, which comply with statutory and other applicable HSE laws and regulations; buying goods and services decreasing the safety level is strictly prohibited.

6. OBLIGATIONS OF EMPLOYEES

6.1 Employees shall:

- be aware of and comply with all applicable HSE laws and regulations;
- treat all other Employees with care and respect, particularly when safety is concerned;
- participate in programmes and projects aimed at injury prevention and environmental protection;
- know how to use personal and collective protective equipment, observe workplace hygiene requirements, ensure that workplaces are free from alcohol and illegal substances;
- report all accidents and material non-compliance with applicable HSE laws and regulations to the Legal and Compliance Officer.

7. RESPONSIBILITIES OF CONTRACTORS

7.1 Contractors shall be informed on the Policy and its provisions and shall be under obligation under their contracts, as entered into with the Company, to notify the Company on any possible HSE risks or impacts arising out from, or in connection with their contracts.

7.2 As a matter of Policy, contractors shall undertake in their contracts, as entered into with the Company to perform their contractual obligations keeping the HSE risks or impacts as low as reasonably practicable.

7.3 In case contractors intentionally breach the provisions of the present Policy, the Company shall be entitled to terminate the contract with the breaching contractor on the basis of such breach or take other reasonable measures to protect its legal rights and legitimate interests.

8. ENVIRONMENTAL PROTECTION

8.1 The Director shall ensure that the Company:

- conducts environmental impact assessment in the process of design, construction and operation of production facilities;
- develops and implements action plans aimed at minimisation of environmental risks;
- possesses objective information about air emissions, effluent dischargers into water ways, and disposal of wastes as well as safety of raw materials and final products;
- implements emissions (effluent, waste) reduction programs;
- continually reduces water, and heat and energy consumption;
- continually increases the amounts of waste recycling.

9. NON-COMPLIANCE

- 9.1 Employees shall immediately (not later than on the next day of detection) report to his or her direct supervisor, or the Director or the Legal and Compliance Officer by any possible means of communication:
- all incidents or accidents, or any circumstances which could potentially lead to incidents or accidents;
 - any potential breach of applicable HSE laws and regulations;
 - any detected breach of applicable HSE laws and regulations by the Employee, other Employees or contractors.
- 9.2 Upon becoming aware about any existing or potential incidents, accidents or breach of applicable HSE laws and regulations as reported by an Employee pursuant to Clause 9.1 above, the Director, or the Legal and Compliance Officer shall fairly evaluate, and launch an investigation of the situation reported by the Employee.
- 9.3 During the investigation of an incident, accident or any circumstances which could potentially lead to incidents or accidents, the Director or the Legal and Compliance Officer shall:
- ensure that work-related injuries are not concealed nor converted into the 'off-the-job injury' category;
 - investigate incidents and accidents assuming their worst possible scenarios;
 - ensure that the investigations include a root-cause analysis; 'employee personal negligence' as a solely cause of an incident or accident shall not be allowed;
 - document each stage of investigation; the investigation must result in a report and a corrective action plan; findings of the investigations shall be communicated to all relevant Employees.
- 9.4 In case any Employee knowingly or intentionally takes any action leading to an incident or accident, or any breach of applicable HSE laws and regulations in breach of this Policy, the management of the Company, after consultation with the Legal and Compliance Officer, shall immediately terminate the employment of such Employee, such termination be perfected in accordance with applicable labour or corporate laws or regulations.
- 9.5 In case any Employee intentionally fails to comply with the provisions of this Policy related to the reporting requirements (as described in this Policy), the management of the Company, upon consultation with the Legal and Compliance Officer, shall have the right, at its sole discretion (i) to terminate the employment of such breaching Employee or (ii) to impose on such breaching Employee any disciplinary liability measures, to the extent permitted by applicable labour or corporate laws or regulations.
- 9.6 The Policy shall be brought to the attention of all Employees. All new Employees shall be informed on the Policy at the time of entering into the employment (or similar) agreement with the Company. By signing the employment (or similar) agreement (or any amendments thereof) the Employees confirm that they have read, understood and undertake to comply with the Policy.

10. TRAINING

- 10.1 The Company shall provide Training and education sessions on the applicability of the Policy to all Employees on a regular basis, but at least once in a twelve-month period.
- 10.2 The management of the Company shall additionally be trained on their specific area of responsibility to evaluate and effectively address HSE risks and impacts.
- 10.3 The Legal Compliance Officer shall determine the content of the Training.
- 10.4 The Legal and Compliance Officer shall ensure that Employees complete the Training, in accordance with Clause 11.1 hereto.

11. PERFORMANCE IMPROVEMENT

- 11.1 In order to ensure continuous HSE performance improvement, the Director shall:

- set forth and achieve HSE goals and objectives along with production and financial plans;
- inform and engage employees in the HSE processes;
- provide HSE training and competence development to all Employees;
- take necessary measures in addition to the statutory requirements (if needed to ensure safety);
- identify, evaluate and mitigate HSE risks;
- conduct Employee performance reviews and motivation based upon KPI;
- conduct safety audits;
- ensure that HSE processes are documented and automated based upon IT;
- implement management of change taking into account safety requirements;
- interact effectively with contractors, suppliers, governmental authorities, municipalities, trade unions, mass media, NGOs and other stakeholders on health, safety and environmental matters.

III. POLICY GOVERNANCE

12. POLICY REVIEW

12.1 This Policy shall be reviewed by the Legal and Compliance Officer on a regular basis, but at least semi-annually in order to ensure that the Policy is up to date and is in line with all the changes in the Company's operations and external factors impacting the Company's operations, or after the amendment of applicable law, regulations and standards which govern the management of HSE risks and impacts.

12.2 The proposed amendments may be provided to the Legal and Compliance Officer from the Company.

13. IMPLEMENTATION OF THE POLICY

13.1 The Legal and Compliance Officer shall be responsible for implementation and incorporating of this Policy into the employee training program and relevant HR policies and standards.

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