



OWENS CORNING CODE OF CONDUCT



TABLE OF CONTENTS

Letter From Our CEO	3
Our 10 Guiding Principles	4
Introduction	5
Promoting Ethical Conduct	5
Our Code Applies to Everyone	5
Ask Questions and Raise Concerns	6
Making Principled Decisions	6
Reporting, Investigations, and Corrective Action	6
Our Commitment to Non-Retaliation	7
Further Expectations for Managers	7
1. We Value Human Health and Our Environment	8
Workplace Safety	8
Environmental Sustainability	9
2. Act With Integrity	9
Anti-Corruption	9
Gifts and Entertainment	10
Travel, Entertainment, and Expense	11
Political Contributions	11
3. Treat Others Respectfully	11
Promoting Diversity	11
Preventing Harassment	12
4. Respect and Preserve Confidential Information	13
Confidential Information and Intellectual Property	13
Insider Trading	14
External Communications	14
5. Compete Vigorously but Lawfully	15
Fair Competition	15
6. Honor Trade Restrictions	16
Import and Export Controls	16
Handling Boycott Requests	16
7. Create a No Conflicts Culture	16
Conflicts of Interest	16
Outside Employment	17
Financial Interest	17
Working With Family Members	17
Corporate Opportunities	17
Guidelines for Disclosing a Conflict	17
8. Keep Accurate Records	18
Financial Reporting	19
Records Management	18
Responding to Audits and Investigations	18
9. Ensure That Commitments Are Properly Made	18
Contract Management	18
Use of Company Assets	19
10. Properly Use Company Electronic Systems	19
Company Computer Systems	19
Social Media	19
Waivers	19

LETTER FROM OUR CEO

TO ALL OWENS CORNING EMPLOYEES,



At Owens Corning, we aspire to build market-leading businesses; global in scope, human in scale. To achieve this aspiration, every one of us must live our company values and follow our Code of Conduct and its 10 Guiding Principles. Conducting business ethically is both an opportunity and a responsibility of every employee.

Owens Corning has a reputation for doing the right thing both in the products we make and in how we interact with others. We preserve and enhance this reputation by acting with integrity and making ethical decisions. Through our actions, we earn the trust of our suppliers, our customers, our co-workers, and our investors.

We share a responsibility to act when any one of us recognizes that our Code or policies are not being upheld. Most questions about proper conduct can be addressed by our Human Resources representatives, Legal Department, or any leader. All reports are taken seriously and appropriately investigated.

The Code of Conduct is a powerful mechanism for assuring a sustainable, respected company. I thank you for taking our Code as seriously as I do and I appreciate your full attention to understanding and operating in full compliance with its principles.

A handwritten signature in black ink that reads "Michael H. Thaman". The signature is fluid and cursive, with a long horizontal stroke at the end.

Mike Thaman
Chairman of the Board and Chief Executive Officer

10 GUIDING PRINCIPLES TO ETHICAL BUSINESS CONDUCT

1. VALUE HUMAN HEALTH AND OUR ENVIRONMENT

Owens Corning is committed to environmental compliance and the principles of sustainability, product stewardship, and personal safety.

2. ACT WITH INTEGRITY

All employees will conduct business with integrity, without corruption or bribery and will spend Owens Corning money in compliance with Gifts, Entertainment and Travel, and Political Contributions Guidelines.

3. TREAT OTHERS RESPECTFULLY

Owens Corning provides safe, fair, and respectful working conditions and is free of unlawful discrimination or harassment.

4. COMPETE VIGOROUSLY BUT LAWFULLY

It is the responsibility of each employee to ensure that our efforts in the marketplace are conducted in accordance with the letter and spirit of applicable antitrust and competition laws.

5. HONOR TRADE RESTRICTIONS

Employees shall comply fully with all applicable laws and regulations in the countries where we do business, including U.S. embargoes, sanctions, export controls, and restrictions on doing business with “denied parties.”

6. CREATE A NO CONFLICTS CULTURE

All employees must avoid any activity that creates or appears to create a conflict between his or her interest and the interest of Owens Corning.

7. KEEP ACCURATE RECORDS

Making false or misleading entries or records is strictly prohibited. Making sure that Company records are maintained and managed according to policy and reflect the transactions of its business in an accurate, truthful, and timely manner is imperative.

8. RESPECT AND PRESERVE CONFIDENTIAL INFORMATION

Employees must safeguard and protect Company proprietary information, assets, and resources. Avoid unauthorized disclosure of nonpublic information acquired in the workplace and the misuse of material nonpublic information in securities trading.

9. ENSURE THAT COMMITMENTS ARE PROPERLY MADE

Contracts must be approved or executed in compliance with the Levels of Authority Policy.

10. PROPERLY USE COMPANY ELECTRONIC SYSTEMS

Employees must strictly adhere to the Use of Electronic Systems Policy and understand and follow the Acceptable Use Guidelines when using any Company electronic system.

INTRODUCTION



PROMOTING ETHICAL CONDUCT

At Owens Corning, we take pride in doing business with integrity. Our ethical business conduct has helped to secure a good reputation with our Company's stakeholders. Their trust in us, and the efficiency we gain from doing things right the first time, will help Owens Corning continue to grow and thrive as we move forward.

Our Code of Conduct ("Code") remind us of the most important concerns for doing business ethically, and this code of conduct shows us how to put them into action. This Code is designed to aid us in making tough decisions. If you find that you need more detailed information than you find here, this Code can point you toward the people and policies that can give you more information and advice.

OUR CODE APPLIES TO EVERYONE

Our Code applies to every single person at Owens Corning, regardless of position or seniority. By living up to these expectations, we show our stakeholders that we respect them, we respect Owens Corning, and we respect the value of ethical business conduct.

We also expect that our business partners will follow similar principles. We always prefer to work with people and organizations that share our high regard for ethics and integrity.

In addition to our Code and the Company policies that support it, we're also responsible for knowing and following the laws and regulations that apply to our work. If there is ever a conflict between local law and our Company policies or this Code, seek guidance from the Legal Department.

ASK QUESTIONS AND RAISE CONCERNS

MAKING PRINCIPLED DECISIONS

Our Company relies on each of us to take personal responsibility for our work and conduct, especially when we have questions or concerns about ethical behavior. If you're not sure what to do, consult resources such as this Code and our policies.

In complex situations, take the time to consider your options carefully. How do our 10 Guiding Principles apply to your situation—and furthermore:

- Is this the right thing to do?
- Am I acting truthfully and with the right intentions?
- Would I be proud to tell my family about this decision?
- How would I feel if this decision were reported in the news?

If you are still unsure what course of action to take, don't hesitate to ask. We are a team, and there are many resources available to help answer questions and discuss any concerns.

REPORTING, INVESTIGATIONS, AND CORRECTIVE ACTION

There are a number of resources we can turn to any time we are unsure about the right course of action. By reporting our concerns as soon as they arise and seeking guidance before we act, we are helping Owens Corning improve processes and solve problems quickly.

Reports may be submitted by:

- Talking to your manager, leader, or another manager you trust
- Talking to your Human Resources representative or any Human Resources director
- Talking to any member of the Business Conduct Council or member of the Legal Department
- Writing a letter to:

OC Ethical Business Complaints
Office of the General Counsel 2-29
One Owens Corning Parkway
Toledo, OH 43659

- Writing an email to:
ethical.business.complaints@owenscorning.com

- Calling the confidential Business Conduct Helpline
 - o US: 1-800-241-5689
 - o International: dial your country access code, then the telephone number listed below

COUNTRY	ACCESS CODE	COUNTRY	ACCESS CODE
Belgium	0-800-100-10	Korea	00-729-11
Brazil	0-800-888-8288	Mexico	01-800 288-2872
China	10-811	Netherlands	0800-022-9111
France	0-800-99-0011	Russia	8^495-363-2400
India	000-117	Singapore	800-011-1111
Italy	800-172-444	Spain	900-99-0011
Japan	0034-811-001	UK	0-800-89-0011

Dial access code above, then enter 866-620-9420
For additional access codes, please visit
<http://www.att.com/esupport/traveler.jsp>



Q: Teresa sees one of her coworkers, Jon, saving files to a USB drive, which he then puts in his pocket. She knows that Jon has gotten a couple of calls recently from recruiters who want to offer him positions with some of our competitors. Teresa suddenly wonders if he could be saving confidential Company information onto the USB drive to take with him to a new job. Should Teresa say anything? She and Jon are friends and she doesn't want to get him in trouble if she's mistaken.

A: Teresa should let her manager know about what she's seen. If there is misconduct going on, it is always better if our Company is able to put an end to it early on, before the problem becomes larger or hurts more people. If Jon's actions are innocent, then Teresa's concerns can easily be put to rest. Teresa should also keep in mind that Owens Corning is committed to protecting us from any negative consequences of reporting misconduct.

Due to data protection laws, employees who reside in European Union countries may report anonymously only for matters involving finance, auditing, accounting, banking, anti-competition and bribery. All other potential violations of this code or company policies should be reported directly to a manager or leader, a Human Resources representative, any Human Resources director, a member of the Business Conduct Council or a member of the Legal Department .

In most cases, managers and Human Resources Leaders are expected to use sound discretion and good business judgment in deciding whether a potential Code violation should be escalated to the BCC. However, managers and Human Resources Leaders must report potential accounting fraud, bribery, or price-fixing violations to the BCC Chairman.

WHAT HAPPENS AFTER YOU MAKE A REPORT

Owens Corning takes all reports of misconduct seriously. If our Company learns of wrongdoing, it will act swiftly to correct the problem and prevent future occurrences. Owens Corning makes every effort to ensure that investigations are consistent, comprehensive, confidential to the extent possible, and follow applicable laws. If requested, you are expected to cooperate in any investigation of possible wrongdoing. By providing as much information and detail as possible when we report, we can help our Company to solve the issues we raise.

If the investigation reveals that misconduct has occurred, our Company may respond as it deems appropriate or necessary, consistent with the law. Depending on the circumstances, this may include training and/or disciplinary action, including termination. Individuals may also be subject to civil or criminal prosecution for violating the law.

OUR COMMITMENT TO NON-RETALIATION

We believe that reports, investigations, and constructive criticism play an important role in making our Company a great place to work. Because Owens Corning values this feedback, our Company is committed to protecting everyone who makes a report or participates in an investigation in good faith. Retaliation, harassment, and reprisals of any kind are not tolerated at Owens Corning.

“Good faith” means that when we make a report or participate in an investigation, we honestly provide all the information we have. It doesn’t matter if it later turns out that we were mistaken, or if Owens Corning decides that the incident we reported is not a violation of law, policy, or this Code.

FURTHER EXPECTATIONS FOR MANAGERS

Holding a management position at Owens Corning means accepting an additional set of responsibilities. We expect our managers to demonstrate a strong commitment to leadership and teamwork. If you are a manager, you should:

- Lead by example to make sure all employees know and understand this Code, other Company policies, and applicable laws
- Create an open door-type environment so that other employees feel comfortable asking questions and making reports
- Promptly escalate reports from employees to the appropriate resources
- Promote training and career development for your direct reports



1. WE VALUE HUMAN HEALTH AND OUR ENVIRONMENT

WORKPLACE SAFETY

Our Company is committed to providing safe, secure working conditions and workplaces that promote health and well-being. Owens Corning has put policies and practices in place to support these goals, and provides the resources and training we need to be able to lead injury-free lives. Our commitment to safety is unconditional. We believe:

- All accidents are preventable
- Safety is everyone's responsibility
- Working safely is a condition of employment

In turn, we are each responsible for following all safety rules and procedures that apply to our work. In order to prevent accidents, we pay careful attention to our surroundings at all times. We report any work-related injury, illness, near-miss, or unsafe condition, no matter how minor. We strive to keep our facilities incident-free.

For more information, ask your manager or refer to the *Safety Company Standards*.



Q: Rose gets too close to a piece of equipment that she thought was turned all the way off and nearly gets hurt. She pulls her hands away quickly and turns the machine off properly before she notices that she does have a cut on the side of one hand. The cut isn't deep, so she doesn't think she needs to mention it to anyone. Is she right?

A: No, Rose should let her manager know about the incident. Even though she wasn't badly hurt, this is a good opportunity for Rose's manager to remind the whole team about what our safety procedures are and how important it is that we follow them. Reporting all incidents is one important way we can assure that hazards are exposed and eliminated.

VIOLENCE

Violence in the workplace is unacceptable at Owens Corning. Because we value each other's well-being, we always work out our disagreements civilly. If we ever see or know of any situation involving violence, threats, bullying, or intimidation, we help to protect our coworkers by reporting the incident immediately. If you are concerned about your immediate safety or that of others, contact local authorities in your area before you report the matter internally.

SUBSTANCE ABUSE

Our commitment to maintaining a safe workplace means we never report to work under the influence of alcohol, illegal drugs, or any other substance that could hurt our ability to do our jobs safely. Use of these substances can prevent us from thinking clearly and can impair our judgment—which could be dangerous to ourselves and those around us. Because of this, our Company does not permit the use, sale, purchase, or distribution of illegal drugs while employed by Owens Corning. The one exception is that alcohol may be served at Company functions. On these occasions, we take care to drink in moderation and maintain our professionalism.

Keep in mind that even prescribed medication can present a problem if it impairs your ability to work safely. Let your manager know if you are taking a medication that could become an issue for workplace safety.

ENVIRONMENTAL SUSTAINABILITY

We consider the global and local communities where we live and work to be important Owens Corning stakeholders. Therefore, we have established aggressive goals to conserve resources, prevent waste, and reduce greenhouse gases and other emissions. We pursue environmentally sound business practices and work toward continual improvement in our EHS performance and our efforts to reduce our environmental footprint. We encourage our business partners to do the same.

Beyond complying with applicable laws, regulations, and other EHS standards and guidelines, we seek to lead in responsible and sustainable behavior. We work hard to ensure that any negative effects our operations may have on the environment are minimized and that the positive impacts from the solutions we provide are maximized. One way we do this is to always perform our due diligence before launching a new product or modifying any manufacturing processes. We also strive to provide our Company's stakeholders with enough information and transparency to understand the safety and environmental aspects of our products and operations, including our performance and our products' contribution to quality of life. Further, we are all accountable for reporting any practice that is harmful to the environment, is unsafe, or does not comply with our Company's policies, applicable laws, or any other rule or regulation.

For more information on this topic, see *Owens Corning's Global Environmental Standards*.

2. ACT WITH INTEGRITY

ANTI-CORRUPTION

Around the world, we are committed to acting with integrity. We believe in the merits of our products and principles, and let those drive our business success. Our commitment to integrity means we abide by all of the anti-corruption laws that apply to us in our various locations, including the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act, and the OECD Convention on Combating Bribery.

These laws make it illegal to make or offer improper payments to public officials—which include employees of government-owned enterprises, candidates for political office, and staff at all levels of government. We never make corrupt payments as a means to further our business goals.

BRIBERY, KICKBACKS, AND IMPROPER PAYMENTS

Bribery is the giving of something of value—including charitable donations, cash, travel expenses, gifts, offers of entertainment, or any other thing of value to the recipient—in order to obtain (or retain) business or some other improper advantage. It is a form of corruption, and therefore not an act in which we take part.

Similarly, we do not accept kickbacks. Kickbacks are the return of a sum received (or due to be received) as part of an agreement to foster or arrange business.

These and other improper payments go against our values, and are against the law. We pride ourselves on always conducting our business lawfully and with integrity.

FACILITATING PAYMENTS

Facilitating (or facilitation) payments are small payments, usually made in cash, used to expedite routine government actions, such as processing a visa. Although these payments are allowed in some countries, because of the risk for corruption, we do not allow facilitating payments at Owens Corning. If someone requests such a payment from you—or any other improper payment—report the incident and seek guidance from a member of the Legal Department.

For more information, see our *Anti-Corruption Policy*.

KNOWING YOUR SUPPLIERS

Just as we do not make any improper payments, we cannot retain a third party to do so for us. We hold our suppliers to the same high ethical standards we set for ourselves. For this reason, we conduct third-party due diligence to ensure that the payments we make to our suppliers, distributors, and other agents are legitimate and will not be used for illicit purposes. If any third party is found to be engaging in corrupt acts while working on behalf of Owens Corning, our Company will take swift and appropriate action.

GIFTS

Business gifts and entertainment are customary courtesies that are intended to build goodwill between business associates. However, it's important that these courtesies do not compromise—or even appear to compromise—our ability to make fair, objective business decisions. In order to maintain our integrity in situations that involve gifts and entertainment, we follow certain guidelines and limitations.

Receiving Gifts

Any time we receive gifts from our customers or suppliers we should ask ourselves the following questions:

- Does the value of the gift exceed our limit for accepting gifts without additional approval?
- Do you frequently receive gifts or entertainment from this customer or supplier?
- Is it solicited?
- Does the gift include discounts, credits, cash or cash equivalents (such as stock or gift cards)?

If your answer to all of these questions is “no,” then the gift is probably acceptable. If you answered “yes” to any of these questions, you should seek guidance from your manager or the Legal Department.

Giving Gifts

All gifts given to customers must be approved according to the Gifts & Entertainment policy. Always be sure that any gift presented to a customer:

- Is not offered for the purpose of securing preferential treatment—only provided as a courtesy or to build goodwill.
- Could not be mistaken as a bribe or kickback.
- Is compliant with the customer's policy. Making sure of this before presenting a gift or an invitation is a courteous thing to do for our customers and can help us avoid embarrassment for everyone.

Owens Corning does not permit giving gifts to our suppliers, employees or contract employees, but does allow for certain recognition awards. See the *Gifts & Entertainment Policy* for complete details.

ENTERTAINMENT

Similarly, entertainment should always be reasonable and proportionate. If entertainment requires travel, occurs frequently, or has a significant cost, it may require written approval, in advance, from your manager or a member of the Executive Committee. Keep in mind that, for an event to count as appropriate business entertainment, it must meet these qualifications:

- Both parties must be present
- Business must be discussed
- The event takes place in an appropriate setting



Q: Joe, a sales manager for Owens Corning, invites Helene, a buyer for a major customer, along with six leaders of her company and their spouses to a suite at the World Series to show his appreciation for their long-standing relationship. He provides all their food, travel and lodging expenses as an added gesture of his appreciation. What steps must Joe take for this courtesy?

A: Before extending this offer to Helene, Joe must first figure out the monetary value. Since the cost would likely be significant, he must get pre-approval – in writing – from his business unit president. Joe should make sure this is within Helene's company guidelines, too.

If you aren't sure whether a gift or entertainment would be appropriate, try the "public disclosure" test—that is, ask yourself whether public disclosure of the situation would be likely to cause embarrassment to either you or our Company. If so, it is likely that the gift or entertainment would not be appropriate.

If you have questions about what gifts or entertainment will be acceptable, consult your manager, the Legal department, or refer to the *Gifts and Entertainment Policy*.

TRAVEL, ENTERTAINMENT, AND EXPENSE

When we request reimbursement for business expenses, we must ensure that the expenses are necessary, reasonable, and properly documented. Those of us who travel or entertain at Owens Corning's expense must make sure that we know and follow our Company's rules for expense reports. For more information, see our *Travel, Entertainment and Expense Policy* and our *Travel and Entertainment Guidelines*.

POLITICAL CONTRIBUTIONS

We believe that government depends on participation in the political election process. Therefore, Owens Corning encourages our participation in the political activities of our choice, on our own time and at our own expense. We must keep in mind, though, that we should never imply that Owens Corning supports our personal political activities. Further, we cannot use Company resources for these activities. Similarly, we should never expect Owens Corning to compensate or reimburse us in any way for our personal political contributions.

As an organization, Owens Corning participates in politics when it is legal and appropriate for us to do so. For example, our Company has established a political action committee called the Better Government Fund to make political contributions at the federal, state, and local levels. For more information, see our *Political Contributions Policy*.

3. TREAT OTHERS RESPECTFULLY

PROMOTING DIVERSITY

Owens Corning seeks to foster a workplace that embraces differences in viewpoints, cultures, race, and gender. Our differences can help make us a stronger team—the diversity in our opinions and ideas makes us better able to provide innovative solutions for our customers.

Because of this, we never make employment decisions based on legally protected personal characteristics such as race, color, religion, gender, national origin, sexual orientation, disability, veteran or military status, pregnancy, gender identity, or genetic information. Our Company provides equal opportunities based on our skills and abilities, always striving to create a workforce that reflects the diversity of our communities.

For more information, talk to your manager or see our *Equal Opportunity Policy*.

Q: Ana is a long time employee of Owens Corning and she feels that she has earned a promotion. However, when she tells her manager why she thinks she is ready for greater responsibility, he frowns and says that because their team is mostly men, he doesn't think the guys would respect her as a leader. What should Ana do?

A: Ana should report this conversation to her manager's manager or another resource listed in this Code. Owens Corning never tolerates discrimination based on characteristics like gender, race, or religion, and we should always speak up any time we see a violation of our Company's principles. We all deserve a chance to prove ourselves and to work in a fair, respectful environment.



PREVENTING HARASSMENT

We depend on each other's knowledge and support, so it is especially important to treat our fellow employees with respect and dignity. Harassing behavior creates an uncomfortable workplace where people don't trust each other—which keeps us from reaching our goals. For this reason, harassment has no place at Owens Corning and will not be tolerated.

The legal definition of harassment can change, depending on where we're doing business. At Owens Corning, however, harassment is defined as any conduct that threatens, intimidates, or coerces another person. Common examples include:

- Verbal actions such as threats, epithets, slurs, derogatory comments, negative stereotyping, or offensive jokes
- Non-verbal actions such as gestures that ridicule, insult, belittle, or show hostility to an individual or a group
- Distributing or displaying degrading or derogatory posters, photographs, cartoons, drawings, or jokes, whether in written or electronic form. Unwelcome sexual advances, requests for sexual favors, or visual, verbal, or physical conduct of a sexual nature where submission is a condition of employment or used as the basis for employment decisions

Any form of harassment can create an intimidating, hostile, or offensive working environment, and can interfere with work performance. Regardless of whether harassment is committed by a coworker, a manager, or even a non-employee, it will never be tolerated at Owens Corning.

If you have encountered harassment in the workplace, whether you were the target or you know of a situation involving another person, you should report it immediately. Notify your manager, Human Resources Representative, Division Human Resources Manager, or the Business Conduct Council Helpline. Owens Corning will always protect you from retaliation if you make a report in good faith.

For more information, see our *Non-Harassment Policy*.



Q: Recently, some of Julian's coworkers have been telling jokes that involve offensive racial stereotypes and imply that all Latinos in their town are illegal immigrants. Julian is upset and disappointed that these people he usually gets along with would make such tasteless jokes, but he's not sure how to handle the situation without making himself a target. What should he do?

A: Julian should talk to his manager or another resource listed in this Code about the behavior that is making him uncomfortable. Julian can rest assured that he will not face retaliation for reporting his coworkers' behavior, as our Company is committed to creating a positive, secure work environment for all of us.

4. RESPECT AND PRESERVE CONFIDENTIAL INFORMATION

CONFIDENTIAL INFORMATION AND INTELLECTUAL PROPERTY

We all play a role in protecting Owens Corning's confidential information and intellectual property. In doing so, we are helping to secure our business strategies and processes as well as our competitive position in the marketplace. Keeping our confidential information and intellectual property safe also guarantees the growth of our businesses and people, leads to new product and process innovations, and creates shareholder value.

Information that conveys something that is not public about any aspect of our business is considered confidential information. Information can be generated by Owens Corning or may be acquired from another party under conditions of confidentiality. We all share the responsibility for keeping Company information secure—and this duty continues after we leave Owens Corning.

We must never use Owens Corning's confidential intellectual property for our own personal profit. For more information on how you can identify and report abuse of Owens Corning's information, see our *Intellectual Property Policy*.

Examples of confidential information:

- Research and development ideas and findings
- Employees' personal information
- Pricing or cost information
- Contracts and customer lists
- Business plans, strategies, or financial information

The above information is retained in many forms, may be physically- or electronically-stored, and can include physical equipment and processes. If you are not sure whether specific information is confidential, you should err on the side of caution and assume that it is.

How can I protect confidential information?

- Refrain from storing it on USB drives and other removable media when possible
- Never disclose it unless there is a legitimate business reason
- Use secure file transfer methods when there is a business reason
- Never leave your computer or other electronic devices where they could be lost or stolen
- Keep your password secret, and don't let others use your account
- Don't discuss confidential information in places where you might be overheard, such as restaurants, airport terminals, and even Company break rooms

PERSONAL EMPLOYEE INFORMATION

We each provide certain personal data to our Company, so we all rely on each other to keep that information confidential. Those of us who have access to our coworkers' personal data must not reveal it, even to other employees, except when necessary for legitimate business purposes. This includes:

- Salary and earnings data
- Identification numbers
- Banking and financial information
- Information on health or family issues

If there is a doubt as to whether confidential information should be disclosed, seek advice from your manager or any Owens Corning Intellectual Property Attorney.

INSIDER TRADING

Our respect for our Company's confidential information extends to making sure we don't misuse it for our personal gain. We may never buy or sell stock in Owens Corning—or any other company—based on “inside information” about that company. In order to make sure we're doing the right thing, we should always be aware of what inside information we may possess. Keep in mind that in addition to being a violation of the Code and Company Policy, the countries where we do business have strict laws against using any company's inside information to trade stock in that company.

For something to count as inside information, it must be both material (meaning that a reasonable investor would consider it important) and non-public. If we know something that no other investor could, it would be unfair for us to profit by that inside knowledge.

Common examples of inside information include:

- Mergers
- Acquisitions or divestitures
- Major new products
- Unusual financings or offerings
- Unexpected financial results

Just as we may not trade based on inside information ourselves, we must also refrain from “tipping,” or sharing inside information with others. If they go on to make trades based on our inside information, we may also be culpable. We must take care to protect inside information until it is publicly released.

These restrictions apply to any transaction in which we would benefit based on the market value of a company's securities. Naturally this includes direct trading—the purchase and sale of stocks—but also to transactions such as charitable gifts of stock.

For more information, see the *Insider Trading Policy* or the *Insider Trading Guidelines*.



EXTERNAL COMMUNICATIONS

In order to ensure that our Company has a clear, unified voice when it communicates with the public, we make sure that all external communications are handled by the appropriate people. The rest of us must be careful not to make public statements about our Company unless we have permission to do so.

MEDIA

The media can be a good source of publicity for our Company, but our interactions with the media need to be handled carefully. In the event that you receive a request from a member of the media for information or comment, don't attempt to answer it yourself. Instead, you should forward the request to our Corporate Communications team.

INVESTOR RELATIONS

Owens Corning has an Investor Relations team that handles all questions or requests for information from current or potential investors. Contact this group if you receive any communication from our investors.

5. COMPETE VIGOROUSLY BUT LAWFULLY

FAIR COMPETITION

We believe that fair competition and an even playing field benefits our customers and gives our products and value proposition a chance to succeed based on merit alone. Our beliefs are supported by the various competition laws (known as “antitrust laws,” in some areas) enacted around the world. These laws prohibit formal and informal agreements between two competing companies for the purpose of unfairly restraining trade. We are proud of Owens Corning’s resolve to comply with both the letter and the spirit of all competition/antitrust and trade practice laws that apply to the locations where we do business.

In order to live up to our continuing responsibility to protect a fair and open marketplace, we must never make any agreement with a competitor that would restrict trade. Any coordination between our Company and our competitors can violate competition laws, even if it is based on an informal agreement.

To be clear, when we interact with competitors, we should never discuss

- Dividing territories or customers
- Fixing the price that we charge for certain products or services
- The discounts, terms, or conditions of sale that we offer
- Boycotting specific customers or suppliers

We are also each responsible for participating in our Company’s periodic antitrust training.

For more information, refer to our policy on *Antitrust & Competition Laws* or the *Antitrust Guide*.

Q: David has been discussing product pricing over email with his contact at one of our customers. In one message, he scrolls through all of the previous responses and finds several messages between his contact and one of our competitors. One of them even lays out the competitor’s pricing. Perfect, David thinks, we can easily beat that price. He also thinks about emailing the competitor directly and letting him know that the pricing information was inadvertently disclosed. Is this okay?

A: **This is a difficult situation, and one in which David should seek help from a manager or member of the Legal Department. While this may not constitute an agreement between our Company and our competitor, it’s clear that this information was not intended to be shared with Owens Corning. The competitive information we receive should be gathered in a lawful, ethical, and transparent way—using confidential data that is inadvertently disclosed to us is hardly fair or ethical. Before contacting the competitor, or using or sharing the pricing information he received, David should report the matter internally and allow Owens Corning to follow up on the situation as appropriate.**



6. HONOR TRADE RESTRICTIONS

Many of the countries where we conduct business impose trade sanctions, or comply with sanctions imposed by multi-national organizations such as the United Nations or the European Union. Generally speaking, these sanctions restrict or prohibit dealings with certain countries or individuals. They often include restrictions on financial transactions, travel, and imports and exports.

Those of us who handle international business have a duty to understand and follow the most current laws and regulations in the countries where we work. Carefully screening all of our customers and business partners can help us ensure that we are complying with applicable laws. For more information, see our *Trade Restrictions Policy* and *Global Trade Compliance Guidelines*, or consult with a member of the Legal Department if you have questions.

IMPORT AND EXPORT CONTROLS

As an international company, Owens Corning ships our products and materials across country borders on a daily basis. In all of our business activities, we must obey all applicable laws on imports and exports. Since Owens Corning is based in the United States, we follow U.S. import and export laws and regulations as well as any applicable local laws.

To be clear, an “export” can be any product, software, technology, or piece of information that we ship to another country. Technology, software, or information that is provided to a citizen of another country, regardless of where the person is located can also be considered an export.

Like exports, imports (goods we purchase from an external source and bring into the country) are subject to various laws and regulations. We may be required to submit certain documentation and also pay duties and taxes. Keep in mind that Owens Corning is responsible for verifying the accuracy of import or export information.

We should all be aware and comply with international trade control laws and our Company's policies, especially those of us who sell and distribute our products. If you have additional questions, contact a member of the Legal Department.

HANDLING BOYCOTT REQUESTS

From time to time, we may receive a request—commonly as part of a contract—to boycott a certain country or company. Under the law, we cannot cooperate with any boycott request that is outside the sanctions described above. For this reason, we do not initiate any action, provide any information, or make any statements about countries, companies, or other entities that could be misinterpreted as cooperating with an illegal foreign boycott. If you receive a request of this kind, you should immediately notify a member of the Legal Department.

7. CREATE A NO CONFLICTS CULTURE

CONFLICTS OF INTEREST

We have a duty of loyalty to each other and to Owens Corning. This means we may not advance our personal interests at the expense of our Company's interests. We can avoid even the appearance of a conflict by disclosing our existing relationships and reporting any situations we're unsure about to our manager, HR representative, or a member of the Legal Department. We must avoid situations that can lead to conflicts of interest, but—more importantly—disclose them so that there is never any impropriety in any of our business dealings.

Some of the more common situations that may lead to conflicts of interest are described in this section. If you need additional guidance, see our *Conflict of Interest Policy*.

OUTSIDE EMPLOYMENT

As employees, our primary responsibility is to Owens Corning. Although some of us may take on second jobs or run personal businesses, these should never conflict with our duties to our Company. This means we may not work for any company that competes with Owens Corning. Similarly, we may not work for any of Owens Corning's business partners, customers, or suppliers. We may also never use Company resources—including time, name, facilities or equipment—to advance any outside interests or conduct outside business.

FINANCIAL INTERESTS

Owens Corning does not intend to control our personal finances, and we are encouraged to invest as we see fit. However, we must follow some guidelines to ensure our personal investments do not put us in competition with our Company. For this reason, we may not have a material financial interest (greater than 1% ownership) in any company that competes or does business with Owens Corning.

WORKING WITH FAMILY MEMBERS

In the workplace, we try to avoid the appearance of favoritism by not having a reporting relationship between immediate family members. "Immediate family" includes your spouse or domestic partner, children, parents, siblings, and in-laws. If you find yourself in this situation, let your manager know, and one family member will be reassigned.

We must also inform our manager, HR representative, or a member of the Legal Department if any member of our immediate family works for a supplier, distributor, or competitor of Owens Corning. If you are in such a situation and your job entails procurement or contracting, you must not participate in supplier selection or contract negotiations. Remember that even the appearance of undue influence can harm our Company.

Q: Tony needs to find a new regional distributor for Owens Corning and his daughter Jamie has just joined a trucking company that does business in that area. Tony thinks that this sounds like an easy solution, and is proud to be able to give his daughter's new company some business. Is this okay?

A: **No. Even if this distributor is the best choice for our Company right now, Tony must never favor Jamie's company over others just because she works there. In order to make sure this conflict doesn't become a problem, Tony needs to disclose the situation to his leader, who can decide if the business relationship should be handled by someone else. This is no reflection on Tony's character or capabilities—we always avoid situations that appear to be conflicts just as if there were an actual conflict.**



CORPORATE OPPORTUNITIES

We have a duty not to compete with our Company in any regard. This means, in part, that we cannot take personal advantage of any business opportunities that we learn of through our employment at Owens Corning, unless our Company has had the chance to review the prospect and has decided not to pursue it. This includes real estate and investment opportunities, among others.

GUIDELINES FOR DISCLOSING A CONFLICT

If you think you may have a conflict of interest, or you have a good faith suspicion that other Owens Corning employees are in violation of this policy, you should report this to your Manager, Human Resources representative, or a member of the Business Conduct Council or a member of the Legal Department who will refer the report for investigation and resolution. You may also reach out to any other resource listed in this Code, or make a report through our Business Conduct Helpline. Remember that having a conflict of interest isn't necessarily a violation of our Code, but failing to disclose such a situation is.

8. KEEP ACCURATE RECORDS

FINANCIAL REPORTING

Owens Corning maintains a wide variety of records, from complicated financial records to mundane expense reports or timekeeping records. Our Company relies on all of these records to plan for the future and to provide our investors, business partners, and the government with complete, understandable information about our business. This is why it is critical that we ensure all of our Company's records are kept honestly and accurately. This is also why we are each responsible for reporting any inaccurate, incomplete, or fraudulent entries we may find.

We also make sure to be both accurately and timely when we respond to any external reporting requirements, such as periodic filings with the Securities and Exchange Commission. If you believe that information our Company has provided to the government or an internal or external auditor is somehow incomplete, inaccurate or otherwise misleading, it's your duty to report it to your manager or to VP, Internal Audit. For more information, refer to the *Company Accounting Records Policy*.

RECORDS MANAGEMENT

We build trust with our customers, regulators, and shareholders by ensuring all of our records are created and maintained systematically so that we can find the information we need promptly. This applies equally to all kinds of documents, whether they are paper, imaged, electronic, or email.

We follow the records management policies and retention schedules in all the locations where we operate. We also observe any legal holds and preserve all records related to specific topics as requested by the Legal Department. We never destroy or tamper with our Company records prior to their expressed expiration in the retention schedule. If you have questions about matters related to records retention, please contact your manager or another point of contact in this Code. For more information, see our *Records Management Policy*.

RESPONDING TO AUDITS AND INVESTIGATIONS

We fully comply with any requests from our internal and external auditors and provide them with the most accurate and timely information. We never mislead or attempt to influence any investigation, audit, or inquiry.

9. ENSURE THAT COMMITMENTS ARE PROPERLY MADE

CONTRACT MANAGEMENT

Over the years, our hard work has created Owens Corning's good reputation and the trusted relationships we have with customers and suppliers around the world. When we make commitments on our Company's behalf, we always want to be sure that we will be able to follow through on our promises. For this reason, it is crucial that in any situation where we bind our Company or create a legal obligation, every aspect must be properly approved and recorded.

When we enter into a commitment, we must follow the *Levels of Authority Policy*. This policy details the appropriate approvals—review and signatory—for any action that will bind our Company. Before we execute a document, we must be absolutely certain that the proper reviews are complete and signature authority is granted.

Any time you enter into a transaction on our Company's behalf, ask yourself these questions:

- Have all required corporate review approvals and sign-offs been obtained?
- Has the transaction been approved or signed by someone with the proper signature approval?
- Do I have the authority to execute these documents and bind the Company?

You should only proceed if the answer to all three questions is "yes." If you have any questions, contact a member of the Legal Department or Contract Administrator. For more information, see our *Levels of Authority Policy*.

USE OF COMPANY ASSETS

Just as we should not commit Company resources unless we have the proper authority to do so, it is also important to protect Company property from theft, waste, and misuse. Owens Corning owns a variety of assets that are essential to our success and our ability to compete in the market. This includes our confidential information (see “Confidential Information and Intellectual Property”) as well as physical assets such as facilities, vehicles, equipment, computer systems, resources, and records.

10. PROPERLY USE COMPANY ELECTRONIC SYSTEMS

COMPANY COMPUTER SYSTEMS

Just as we have a duty to protect our Company’s assets, we share an obligation to use Owens Corning’s computer resources, networks, and Internet and email systems responsibly. Our Company provides these resources for business purposes, so we make sure that any occasional personal use of the Internet or the Company email system are minimal and appropriate. We must never use Company computer systems and technologies to download, view, or send material that is illegal, offensive, or sexually explicit.

All information, data, and files on the Owens Corning network belong to our Company, and—to the extent permitted by applicable law—Owens Corning reserves the right to monitor or disclose any messages, documents or any other files on Company computers without notice. For more information, see our *Use of Electronic Systems Policy*.

SOCIAL MEDIA

Owens Corning understands that we have the power to engage with our stakeholders through various social media. However, when using these resources, we must keep in mind that electronic messages are permanent, transferable records of our communications. They can be altered without our consent, and can affect our Company’s reputation if released to the public. Therefore, we are expected to follow all Company policies and procedures when using social media. Never speak or act on our Company’s behalf unless authorized to do so.

If you are aware of or suspect the inappropriate use of Owens Corning technologies or electronic communications, tell your manager immediately. If you have any questions about who may communicate on a given issue, or whether a message is appropriate, please see the “Social Media” section of our *Use of Electronic Systems Policy*.

WAIVERS

In some cases, our Company may waive compliance with this Code. Such waivers will only be granted on a limited basis, and will be considered case by case. The Board of Directors or the Governance and Nominating Committee of the Board of Directors may issue a waiver of this Code for a member of our Board or an executive officer. Any waiver of this Code for a member of our Board or an executive officer will be promptly disclosed as required by applicable law, Securities and Exchange Commission rules and regulations, and the New York Stock Exchange (NYSE) listing standards.



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