



# **Corporate Governance and Compliance Management**

Growth

## **Board of Directors**

Governance

Effective governance at IVL and its subsidiaries relies upon a strong focus on business growth and having an experienced and high-caliber Board of Directors. Our Board oversees IVL's entire business portfolio and ensures adherence to our vision, mission, strategies, policies and budgets, as well as national and international laws. The Board typically meets every three months, with additional meetings convened when necessary. The meetings provide an opportunity to review IVL's operations and discuss financial issues, plans and other matters.

Directly assisting the Board are three Committees the Audit Committee, Nomination, Compensation and Corporate Governance (NCCG) Committee and Sustainability & Risk Management Committee (SRMC). These committees ensure that strong governance processes are in place across areas such as risk management, financial reporting, compliance, audit and control, the Code of Conduct and sustainabilityrelated strategies, risks and opportunities.



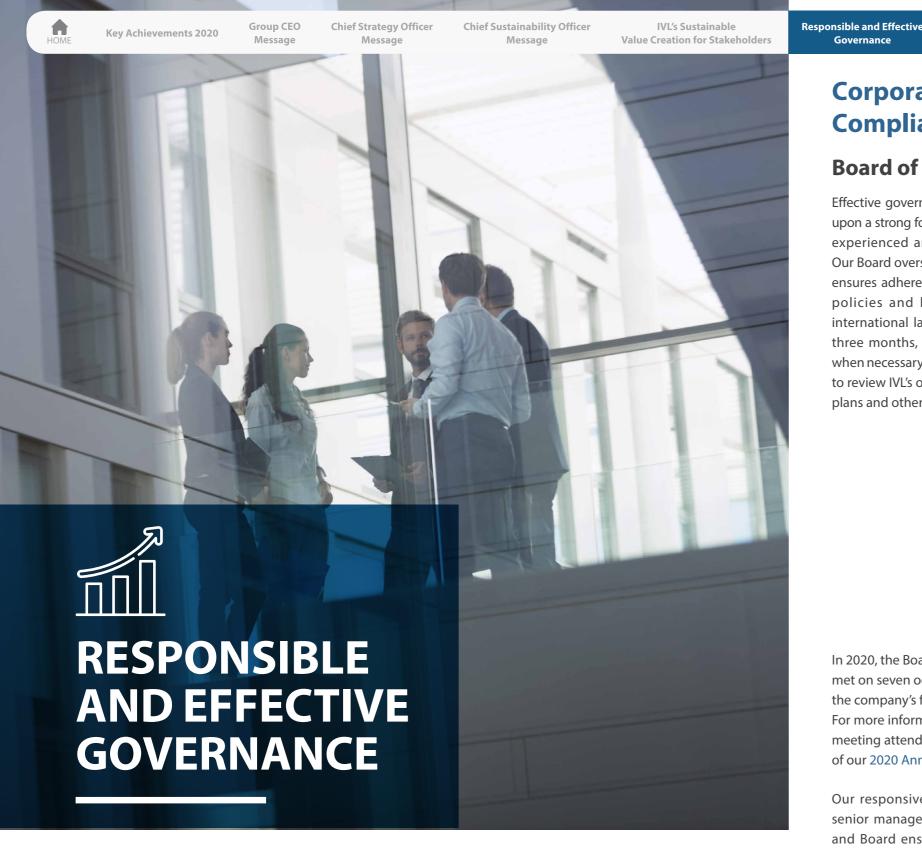




In 2020, the Board was comprised of 16 directors who met on seven occasions, during which they approved the company's financial statement and SRMC Charter. For more information on key deliberations and Board meeting attendance, please refer to pgs. 150 and 166 of our 2020 Annual Report.

Our responsive, two-way reporting lines through senior management teams to the executive teams and Board ensure that corporate targets are met, internal controls and audits drive continuous improvements, and risks and opportunities are leveraged. We also engage regularly and comprehensively with our wider stakeholders. Internal policies shape our interactions and are supported by tools such as feedback surveys through our supply chain, grievance mechanisms and employee training outcomes. Outputs from these interactions are consolidated and reported to the relevant business leaders for action and follow-up.

#### **Key Deliberations Actions Taken by the Board** Strategy and Annual Business Plan meeting • Vision and mission statement is reviewed. • Company strategy is reviewed. • Opportunity for the Board to interact with the respective executives. • Where necessary, suggestions are made by the Board. • Evaluate the efficacy and sufficiency of the Company's internal controls. Annual review of the Evaluation Form on the Sufficiency of Internal Control Systems • Initially reviewed by the Audit Committee and forwarded to the Board.



### **Capitals Linked in this Chapter**







Social and Relationship Capital



**Financial** Capital

#### **Value Created**

With strong and robust governance mechanisms, we generate sustained growth benefiting the organization and key stakeholders throughout our value chain including our customers and suppliers.

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In 2020, Mrs. Kaisri Nuengsigkapian was appointed to the Board as an Independent Director at the IVL Annual General Meeting (AGM) in June 2020, in line with our diversity and equality agenda. Mrs. Nuengsigkapian is the second female director and the first female Independent Director of the Company. Other changes to the Board in 2020 included the departure of Mr. Maris Samaram who withdrew from re-election due to non-eligibility related to the retirement age criteria defined for independent directors.

Key Performance Indicators (KPIs) are set by the Board for the Group CEO and other executive directors on the recommendation of the NCCG Committee. At the end of each year, their performance is evaluated against the KPIs forming the criteria for their compensation evaluation.

Having operations in multiple countries and jurisdictions increases the risk of non-compliance, which is a major concern. Through a top-down approach, the Audit Committee, NCCG Committee, SRMC and senior management continue to advise all concerned on emerging risks and compliance requirements. The Company also has in place a robust grievance system through its Whistleblower Policy.



## 2020 Highlights



IVL received an "Excellent - 5 Star" CG score by the Thai Institute of Directors (IOD) for the eighth consecutive year.



IVL was one of the recipients of the **Asset Class PLC** award for the 2019 ASEAN CG Scorecard (ACGS) announced in 2020.

As of December 31, 2020, there was no material litigation against IVL or our subsidiaries that had a negative effect on our assets exceeding 5% of shareholder equity. There was also no litigation that had a significant effect on our business.

During the reporting period in 2020, there was:

- No case of material non-compliance.
- No material cases or incidents of corruption or bribery; no employee, contractor or supplier was dismissed; and no contract with any business partner was terminated due to allegations of corruption.
- No legal case involving corruption or anti-competitive practices was brought against IVL or our employees.

We are targeting the same outcomes for 2021.

# **Enhancing Our Whistleblowing Channels**

**Business Ethics, Integrity and Transparency** 

To further improve our Whistleblower capabilities, in 2019, we launched a standalone website, whistleblower.indoramaventures.com, which offers more convenience, is easier to use and acts as a consolidated portal for any concerns that are raised.

This website streamlines communication more efficiently between the whistleblower and the Whistleblower Committee. The Whistleblower Committee guarantees total confidentiality and no actions will ever be taken against whistleblowers.

# **Business Ethics Mechanisms at IVL**

The Audit Committee	The Nomination, Compensation and Corporate Governance Committee	The Whistleblower Committee	Corporate Governance Policy Awareness Campaign (CGPAC) Team	Site/Human Resource Heads	Employees
Assists the Board of Directors in reviewing financial reporting and monitoring internal controls and audits, compliance with laws and regulations and the CG Manual.	Ensures business ethics are applied through the Code of Conduct and arranges introductory training on policies.	Examines issues raised by whistleblowers and processes cases deemed appropriate. The Whistleblower Committee provides a summary of the received cases to the NCCG Committee and Board.	Facilitates and monitors progress of the CGPAC program and provides status reports of the project to the NCCG Committee, which updates the Board.	Implements and communicates the CG manual to all employees.	Attend the CG Manual and related trainings and adhere to its contents in daily operations.

#### Published in 2019, the Corporate Governance Manual (CG Manual) provides all directors, employees and stakeholders with a clear focus on how IVL's values are being implemented, how they are linked to the Company's long-term objectives and how corporate governance is being realized. Translated into 20 languages at the end of 2019, the manual was distributed to all sites including those newly acquired.

Established in 2013, the Corporate Governance Policy Awareness Campaign (CGPAC) is an ongoing global program which involves communicating, providing training, evaluating the understanding of employees and monitoring implementation of the CG Manual. This includes training on related policies, procedures and protocols, an assistance package, and whistleblower mechanisms at IVL's head office and at the site level. The CGPAC Team monitors the campaign's progress through dedicated resources that ensure improved awareness among all IVL associates.

## **Whistleblower Policy**

Empowering all employees to report concerns or evidence of unethical practices is an important function in ethical and responsible organizations. Our Whistleblower Policy provides anonymous channels to communicate directly with the Whistleblower Committee, which then initiates an investigation and takes appropriate action. The Whistleblower Policy and the reporting website are compliant with the EU's General Data Protection Regulation (GDPR). Concerns can be raised on our website, by email or regular mail.

The Board appointed new members to the Whistleblower Committee and approved the Whistleblower Committee Charter in November 2020.

In 2020, the Whistleblower Committee received 20 complaints. 15 cases were resolved, two are under investigation, while three were not whistleblower cases. All cases carried over from 2019 have been resolved. A summary of the investigations and the actions taken were reported to the NCCG Committee and the Board.

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All employees are informed about the Manual when joining the Company and must acknowledge that they have read and understood its contents. Site heads are in charge of this reporting and convey the results through the CGPAC Team at head office to the NCCG Committee and the Board. The CG Manual and related policies are reviewed annually and the CGPAC Team submits recommendations to the Board for changes to policies each year as required.

To continue our momentum in 2020, the CGPAC Team continued to support the implementation of the CG Manual at all IVL units by:

- Developing an Anti-Corruption Assistance Package as a guideline for units on how to effectively implement the Anti-Corruption Policy. Further details are provided in the Anti-Corruption section of the Annual Report on pgs. 158-159.
- Adapting to pandemic-related travel restrictions by intensifying their online training sessions and meetings with local teams responsible for communicating the CG Manual's contents and implementing the Anti-Corruption Policy. Details of the online training are available on pg. 151 of the Annual Report 2020.

Based on the requirements of each unit, the CGPAC Team used both lectures and in-depth discussions when delivering online sessions, ensuring consistency and a clear approach to the material.

Distributing quiz questions introduced in 2020 to all units for use in their training and testing employees on their understanding of the CG Manual after each training session.

- Developing and distributing a set of training videos on the CG Manual to facilitate local teams in delivering their training through online platforms. The duration of each video is about 15 minutes and subtitles were made available in Dutch, Polish, Portuguese (Brazil), Spanish and Turkish to ensure the full attention and engagement of trainees.
- Developing and distributing an eBook version of the CG Manual. The eBook aims to make the CG Manual more interesting and easier to navigate. Viewers can click on its contents, access the page containing annexes, or a webpage directly. The eBook is available on IVL's website in English, Thai, Chinese and Spanish.

The training session for the CG Manual introduces the document to employees and provides guidance on how they can take part in promoting good governance at the Company. The session began with an concept of corporate governance and how it applies to IVL is introduced, followed by a discussion on the Code of Conduct with examples of employees facing various ethical dilemmas. Employees are then briefed on whistleblower reporting channels and encouraged to report any wrongdoing they may witness. Following the training, employees are tested on their understanding of the CG Manual.

## **Anti-corruption**

We continue to maintain a zero tolerance approach to bribery and corruption and abide by strict policies, and all local, national and international laws.

Our CG Manual includes a comprehensive Anti-Corruption Policy where we define corruption and explain key practices to avoid any forms of engagement or corrupt practices.

The Internal Audit Department monitors the implementation of the policy by initiating checks across all units and functions and reports its findings to the Audit Committee.

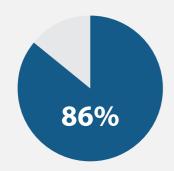
More information regarding our anti-corruption is given in the Annual Report 2020 pg. 151-158.



In 2013, we declared our intention to join the Thailand Private Sector Collective Action Coalition Against Corruption (CAC) demonstrating our commitment to preventing bribery and corruption.

The CAC Certification was first received by the Company in 2014 and successfully renewed in 2018 for another three years. The Company submitted all documents for the 2021 renewal in mid-December 2020.

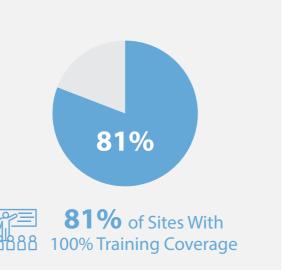
# **CGPAC Implementation Report 2020**





**86%** Employee **Attendance** 

Our CGPAC Implementation Report for 2020, which covered the new version of our corporate policies and Code of Conduct (approved in 2019), revealed that as of the end of December 2020, training had been completed at 81% of sites with 100% training coverage, with an employee attendance rate of 86%,



and contractor attendance rate of 74%. The CGPAC Team aims to deliver training sessions for all units in Asia and at least four training sessions for units in EMENA (Europe, the Middle East and North Africa) and the Americas.

## Political activities and contributions

As a leading chemical company, IVL demonstrates leadership in regards to driving sustainable development, innovation, product stewardship, creating positive impact on the climate.

The company participates in trade associations, lobbying or tax-exempt groups for multiple reasons, including networking, building industry skills, representing / raising awareness to society, creating / monitoring public policy, legislation or regulations and taking collective actions to bring some changes.

Our participation in various associations allows us to stay connected with stakeholders and address public authorities' requests regarding the development of the relevant industries. We maintain memberships with multiple trade associations expressly for that purpose. In 2020, we did not make any political contributions.



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## **Tax Strategy**

IVL has a robust tax governance process in place headed by the Group's Chief Financial Officer - a Board member, who monitors and controls tax related affairs and risks. The Audit Committee reviews the Company's tax strategies, risks, internal controls and governance with respect to tax functions.

Our internal policies ensure compliance with the letter as well as the spirit of applicable tax laws, while internal and external resources are utilized to ensure tax obligations are properly understood.

Our Tax Policy encourages advance rulings from tax authorities and/or opinions from reputable advisors on all important issues to mitigate uncertainty. Multiple training sessions are also organized to develop and strengthen internal competencies on tax related matters.



# **Sustainability Governance**



Sustainability is integral to the way we do business. In mid-2020, Mr. Yash Lohia was appointed as Chief Sustainability Officer of IVL Group and the Sustainability enabling function became a core component of the organization along with IVEX, Digital, Business Continuity, Communications and EHS.

The four key elements under the Sustainability enabling function encompass environmental sustainability, sustainability reporting & disclosures, sustainability communications and advocacy and global product innovation and stewardship. These are aligned with our 2023 Business Strategy.

As a sub-committee, the SRMC ensures that sustainability is reflected in day-to-day business decisions throughout the organization, operates in accordance with the SRMC Charter and reports directly to the Board. Members of the SRMC are chosen for their valuable experience in sustainability and risk management; the SRMC is the second highest authority related to sustainability within IVL, comprising four independent and four executive directors.

The SRMC meets at least twice a year and advises, implements and monitors activities through multi-disciplinary departments including strategy, risk and corporate governance. These meetings allow members to analyze macro trends, review the business plan for the year and discuss IVL's strategy and performance. The meetings also offer an opportunity to review and acknowledge recommendations from various sustainability indices and assessments and enable the sharing of best practices.

In 2020, there was a specific focus on the wider impact of COVID-19 and the severe decline in the crude oil market on IVL's overall business outlook, operations status and estimated financials.

The SMRC followed up on progress from activities in 2019 including carbon reduction strategies, increases in the use of renewable electricity, climate strategy, SBTs targets, hazardous and non-hazardous waste to landfill, sustainability targets and health and safety. The SRMC also discussed specific sustainability ambitions and progress against 2025 targets.

Following the meetings, the Secretary updates members on key initiatives that are in progress to drive IVL's mid and long-term strategies, including the global recycling commitment, low carbon products, phasing-out coal, SBTs, zero waste to landfill audit, phasing-out hazardous substances and UN Global Compact participation. The full Sustainability and Risk Management Committee Report to Shareholders for 2020 is available in the Annual Report 2020.

## **Maintaining Continuity on Sustainability Governance**

With the Huntsman asset acquisition in 2019, we introduced our sustainability governance systems through organized introductions and training and will convene to set commitments, targets and action plans in the event of any concerns with IOD. Huntsman supports and contributes to IVL's sustainability vision and maintains strong health and safety practices which are being shared among IVL Group. Huntsman's targets will also form part of IVL Group's targets and we expect that following the acquisition, our IOD division will report some of the strongest GHG reductions, innovations and performance in product stewardship.





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# **Supply Chain Management**

Integrating sustainability into our supply chain is a core focus, and we have robust mechanisms in place to confirm that suppliers adhere to strict ESG compliance. At the same time, many of our suppliers are multinational industry leaders that maintain strict policies of their own and with whom we are aligned.

Our suppliers must comply with IVL's Policies, Supplier Code of Conduct and a Supplier Self-Assessment adhering to proper business ethics and environmental regulations and recognizing the importance of human rights. The coverage areas include ethics, human rights, EHS and mutual trust and respect.



Suppliers must acknowledge receipt and properly communicate the policies and Code of Conduct. Terms and conditions are also written into the supplier self-assessment documentation.

Legally binding contracts with key suppliers include detailed ESG compliance requirements according to IVL's policy and Codes of Conduct. The contracts contain specific references to comply with IVL's ESG requirements with appropriate sustainable development practices in addition to suppliers' own standards and Business Codes of Conduct. In 2020, there were no situations where suppliers did not meet regulations.

## **Sustainable and Green Procurement**

IVL uses and purchases environmentally and socially responsible materials, products and services whenever they perform satisfactorily, are safe and provide value over their lifetimes. We must be aware of any potential impacts that a product's life cycle will have on environmental and human health with an aim to:

- Encourage sustainable consumption
- Reduce its impact on the environment and human well-being
- Support sustainable long-term markets for recyclable materials
- Contribute to community and societal progress towards sustainability

We procured 20,884 tons of bio-based raw materials (Bio-MEG, PLA and cellulose) in 2020 for our production of bio-PET, biopolymers PLA and tire cord fabric production respectively. For our recycling operations, we sourced post-consumer PET bottles and materials and recycled 222,288 tons of PET bottles in 2020.

In addition, we are consuming renewable energy (biogas, biomass and renewable electricity) in our operations and further exploring the option of increasing the use of renewable electricity, both onsite (roof top and ground-mounted) and offsite (virtual power purchase agreements) to achieve our 2025 ambitions. These business practices support sustainable and green procurement and help us better manage our resources, improve efficiencies, achieve greater savings and accurately forecast future costs.

Our sustainability performance on supply chain management has been continuously improving year-on-year, allowing us to remain at the Gold level for three consecutive years in the EcoVadis rating. In 2020, our score improved to 72 and was among the top 2% of companies in the manufacture of basic chemicals



## For More Information

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# **Human Rights and Compliance in the Supply Chain**

Our Human Rights Policy provides clear guidance on upholding and promoting human rights throughout the value chain. Wherever we operate, our suppliers must comply with all applicable laws and regulations, conduct business with ethical and transparent labor practices and adhere to health and safety protocols in the workplace. We follow strict due diligence processes during contract arrangements and negotiations including adherence to numerous quality standards such as REACH certification. We also include specific quality control and traceability clauses in our supplier contracts. This approach confirms that we avoid low-quality products, reduce waste and as an example, that we procure A-grade glycols that are cost competitive.

Compliance requires ongoing monitoring, analysis and adherence to proper standards and we work hard to continuously evaluate and manage risk throughout our end-to-end supply chains. By adhering to standards set by the UNGC, ILO and ISO, we ensure that our suppliers comply in core areas such as labor conditions, human rights, anti-corruption and environmental and social responsibility. We also review supplier websites for verification of policies and performance. The Sustainability and Risk Management Committee serving across all of our businesses meet to review supply chain risks and risk mitigation actions where necessary.

#### **Human Rights Policy and Supplier Code of Conduct Requirements**



### **Establishment**



### Alignment



### Monitorina

Establish and maintain an appropriate management system related to the Policy and Code of Conduct

Review and monitor management processes and operations to ensure alignment with the Policy and Code of Conduct

Review the progress of implementing the Policy and Code of Conduct

## Child Rights Protection – Ranked first among Chemical Companies in Southeast Asia

The Global Child Forum Southeast Asia benchmark study, conducted by Boston Consulting Group and the Global Child Forum, involved children's rights practices of 232 of Southeast Asia's largest companies covering the workplace, marketplace and community and environment.



IVL was ranked in first place among leading chemical companies in Southeast Asia with an overall score of 7.3/10, above an industry average of 5.5. We received the best scores in all three areas.

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# **Supplier ESG Assessments Actions Taken**

Through our Human Rights Policy and Supplier Code of Conduct apply to all operating sites, IVL safeguards human rights and ESG within our supplier selection process. We insist that suppliers be responsible for overseeing and ensuring compliance of their subcontractors, and, through our global procurement directive, ensure that the Code of Conduct and Policy are binding.

The Code of Conduct covers legal compliance, ethics, human rights, the environment, health and safety, the handling of proprietary information, mutual trust and respect and reporting of any misconduct.

On a consistent and regular basis, suppliers are asked to self-certify compliance with the Supplier Code of Conduct in addition to undertaking reviews and onsite evaluations of their own sub-contractor facilities. Depending on the outcome of these audits, remedial action is taken with the support of IVL Group and monitored until completion. A supplier partner's relationship with IVL may be in jeopardy if issues are not promptly and effectively addressed.



## **Methodology and Results**

Suppliers must respond to a self-assessment questionnaire which highlights areas of opportunity and potential risk with regulatory compliance, child and forced labor, human rights and sustainable supply chain management. Child labor and forced or compulsory labor were identified as the most urgent items needing attention.

#### **2020 Assessment Results**



100%

of raw material suppliers and critical non-raw material suppliers were assessed based on human rights related risks.



No

key raw materials and critical non-raw materials suppliers were identified as human rights related risks.



No

key raw materials and critical non-raw materials suppliers were specified as being exposed to risks of incidents of child, forced and compulsory labor.



No

complaints concerning human rights were submitted through the grievance reporting system.

## **Decarbonization Targets and the Supply Chain**

The supplier assessment is essential to ensure social compliance, labor standards (including human rights, labor safety, a workforce free of child labor and discrimination in the supply chain), as well as environmental compliance by suppliers within the supply chain.



As a responsible partner in the value chain with a sustainably-focused business, we are working towards supply chain decarbonization in the following areas: incorporating sustainability in procurement contracts, supplier risk assessments and performance evaluations;

strengthening reporting requirements on resource efficiency; reducing GHG emissions; and increasing capacity building for suppliers. All of these approaches will be applied at scale and aligned with our business strategy to strengthen our existing initiatives and further transform and accelerate sustainability throughout the supply chain.

Tackling supply chain emissions can be a game changer in the global fight against climate change. Our actions in reducing emissions in supply chains played an important role in our own decarbonization, and allow us to leverage all players in the value chain towards achieving our respective sustainability goals.

This effort also supports climate action based on the Paris Agreement and the SBTs, together with the UN SDGs. Carbon footprint planning is required in supply chain modeling for decisions on supply chain network design, selecting modes of transportation, product mix, inventory control, and the selection of suppliers, among others. To continue playing an active role, we will explore the viability of supply chain decarbonization projects and assess valuable lessons from industry leaders. We look forward to working with suppliers to build a complete view on emissions with supplier-specific data, set emission reduction targets, and increase trust and strengthen our relationships to achieve greater collaborations in the supply chain as part of a focused decarbonization strategy.

The following examples of our ongoing initiatives demonstrate our strong support and commitment to operating responsibly through sustainable supply chain management together with our business partners.

## **Transportation Management**

- rearranging transportation patterns :
  - » replacing truck with rail transportation
  - » shifting to pipeline transportation for hazardous materials and/or the large supply of raw materials and feedstock
  - » transforming multiple transportation routes to single routes
- reducing the number of shipments required by increasing packaging sizes
- hiring storage tanks near production plants to reduce road transportation



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# Improving efficiency and safety, and lower carbon emissions in our supply chain

Our PTA plants in Rayong, Thailand shifted from truck to rail transport when carrying their products from the plant and containers (for loading and emptying) at Map Ta Phut Port before continuing on to Laem Chabang Port. However, for a short distance within Map Ta Phut district, trucks are still being used for container movements between the station and the port.

The shift from road to rail transport has also been implemented at several other locations in Thailand and the United States. This lowers fuel consumption per trip by almost 76%, reducing carbon emissions in the process. An added benefit is the reduction in road traffic accidents. We are considering expanding this model to other locations.



## **Collaborating through Industry Memberships**

We are working in partnership to steer the specialty products industry in an increasingly sustainable direction through our memberships in global industry organizations. In 2021, we joined the American Chemistry Council (ACC). This forum focuses in part on sustainability and energy and is an important platform from which to collaboratively address environmental and social concerns, and many of our suppliers are existing members. We continue to provide insights and advocate on key issues through our involvement on ACC committees which helps both protect and ensure greater

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sustainability of our integrated US supply chains; we are pleased that Mr. Aloke Lohia, IVL's Group CEO, is on the ACC Board. In 2021, the ACC will be focusing on sharing best practices around sourcing and strategic supplier spending and will be further evaluating ESG considerations into supplier selection and contracting.

For more information on our association with the ACC, please refer to the Major Industry Associations & Memberships section on pg. 39.

# **Cyber Security Management**

Technology plays an increasingly important role in global business, and our dependence on it continues to grow. At the same time, the risks of complex cyberattacks increase. Customer data and information flows through the supply chain and the basic functioning of our operations can be at risk without adequate protection. We work hard to ensure that our operations, systems and processes are safeguarded from malicious intent and we have advanced threat protection measures in place.

IVL's cyber security resilience is overseen by the SRMC and the Audit Committee, tasked with developing robust policies and procedures that are aligned to our risk appetite. Our disaster recovery and business continuity plans ensure smooth and uninterrupted operations.

The Chief Strategy Officer, Head of BCP and Head of IT work in synergy to develop a culture of risk awareness within the organization.

The Business Continuity Management team works in collaboration with our Group-wide Information Technology (IT) team and the newly established Digital enabling function to strengthen our cyber security risk mitigation and work towards developing short-term and long-term cyber risk mitigation plans.

We have seen no material impact on our business operations from the cyber security attacks and data breaches to date with the implementation of our robust cyber security governance mechanisms and best practice procedures.

## **IVL's Cyber Risk Mitigation Measures**

### **Investing in Robust IT Applications**

Network segmentation is planned to keep users, servers, and applications on different network segments and passes inter-segment traffic through firewalls. Adopting emerging and modern Artificial Intelligence (AI) & Machine Learning (ML) based protection & detection technologies such as Endpoint Detection and Response (EDR) and Next-Gen Firewalls (NGFW) Implementation of advanced multi-layered firewall defense on network, email phishing protection, antivirus, antimalware, latest system patch applications and advanced threat protection

Best Pract	ice Proceo	ures and	Awareness

Comprehensive three-fold backup strategy for data recovery.

Establishment of control over user IT activities in order to keep sensitive information secure and prevent insider breaches.

Ongoing assessment of security threats, balanced against the existence and adequacy of security controls.

Bitesize employee security awareness-raising via email occurring on a monthly basis.

Adoption to Multi-factor-Authentication (MFA) mechanism to keep the corporate account(s) secured and protection of critical infrastructure

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