

**Renewable Energy Group, Inc.**  
**Anti-Corruption Policy**

RENEWABLE ENERGY GROUP, INC. (“**Company**”) operates in a wide range of legal and business environments, and is committed to conducting its business operations lawfully and with integrity in every place it operates. As a company, we strive to adhere to the highest standards of ethical conduct. Throughout its operations, the Company seeks to avoid even the appearance of impropriety in the actions of its directors, officers, employees and third-parties.

Accordingly, this Anti-Corruption Policy (“**Policy**”) reiterates our commitment to integrity, and explains the specific requirements and prohibitions applicable to our operations under anti-corruption laws, including, but not limited to, the US Foreign Corrupt Practices Act of 1977 (“**FCPA**”) and other anti-corruption laws in force in the United States and in countries where the Company does business. This Policy contains information intended to reduce the risk of corruption and bribery from occurring in the Company’s activities in every jurisdiction in which it operates. The Company strictly prohibits all forms of corruption and bribery and will take all necessary steps to ensure that corruption and bribery do not occur in its business activities. The Company also engages vendors and suppliers and conducts business through third party intermediaries such as distributors, agents or consultants (“third-parties”) and their conduct can also expose the Company to liability.

We expect all Company employees and third-parties to become familiar and comply with this Policy and exercise sound judgment to maintain the Company’s reputation of honesty, fairness, integrity, and trust. Accordingly, all employees will be required to acknowledge that they have read and understand the contents of this Policy and are in compliance with it.

## I. FCPA

### 1. Introduction.

**Combating Corruption.** The FCPA has a broad reach and is rigorously enforced by the Department of Justice (“DOJ”) and the Securities and Exchange Commission (“SEC”). The broad reach of the FCPA and the harsh penalties that can potentially apply makes it imperative that the Company, its officers, directors and employees and the third-parties it engages be in continuous compliance with the requirements of the law.

Under the FCPA, it is illegal for US persons, including US companies or any companies traded on US exchanges, and their subsidiaries, affiliates, such as joint ventures, directors, officers, employees and third-parties, to bribe non-US government officials. The concept of prohibiting bribery is simple. However, understanding the full scope of the FCPA is essential as this law directly affects everyday business interactions between the Company and non-US governments and government-owned or government-controlled entities.

Violations of the FCPA can also result in violations of other US laws, including anti-money laundering, mail and wire fraud and conspiracy laws. The penalties for violating the FCPA are severe. In addition to being subject to the Company’s disciplinary policies (including termination), individuals who violate the FCPA may also be subject to imprisonment and fines.

Aside from the FCPA, the Company may also be subject to other non-US anti-corruption laws, in addition to the local laws of the countries in which the Company conducts business. This Policy generally sets forth the expectations and requirements for compliance with those laws.

### 2. Prohibited Payments.

The Company and its officers, directors, employees and third-parties are prohibited from directly or indirectly making, promising, authorizing or offering anything of value to a non-US government official on behalf of the Company to secure an improper advantage, obtain or retain business, or direct business to any other person or entity. This prohibition includes payments to third-party intermediaries where the Company employee or agent knows, or has reason to know, that the third-party intermediary will use any part of the payment for bribes.

(a) **Cash and Non-Cash Payments: “Anything of Value.”** Payments that violate the FCPA may arise in a variety of settings and include a broad range of payments beyond the obvious cash bribe or kickback. The FCPA prohibits giving “anything of value” for an improper purpose. This term is very broad and can include, for example:

- (i) Gifts.

- (ii) Travel, meals, lodging, entertainment, or gift cards.
- (iii) Loans or non-arm's length transactions.
- (iv) Charitable or political donations.
- (v) Business, employment, or investment opportunities.

It should be noted that the FCPA does not set a threshold above which a gift or payment would be deemed to be a corrupt payment. The appropriateness of a gift may differ between different contexts and a gift which is considered nominal in the United States may be considered extravagant in another context.

Further the Company cannot use third-parties such as consultants or agents to provide corrupt payments, which it itself would not have provided.

(b) **Non-US Government Official.**<sup>1</sup> The FCPA broadly defines the term non-US government official to include:

- (i) Officers or employees of a non-US government or any department, agency or instrumentality thereof.
- (ii) Officers or employees of a company or business owned in whole or in part by a non-US government (“state owned or controlled enterprises”).
- (iii) Officers or employees of a public international organization (such as the United Nations, World Bank or the European Union).
- (iv) Non-US political parties or officials thereof.
- (v) Candidates for non-US political office.

This term also includes anyone acting on behalf of any of the above.

(c) **Commercial Bribery.** Bribery involving commercial (non-governmental parties) is also prohibited under this Policy. To this end, Company employees and agents shall not offer, promise, authorize the payment of, or pay or provide anything of value to any employee, agent, or representative of another company to induce or reward the improper performance of any function or any business-related activity. Company employees and agents also shall not request, agree to receive, or accept anything of value from any employee, agent, or representative of another company or entity as an inducement or reward for the improper performance of any function or business-related activity.

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<sup>1</sup> Note that the FCPA addresses conduct related to non-US government officials. Other US laws prohibit payments of bribes to US government officials or other commercial bribery in the U.S. and the Company requires its employees to comply with these laws.

3. Facilitating Payments.

The FCPA does not prohibit all payments to non-US government officials and carves out an exception for “expediting” payments. These are called facilitating payments and typically include a one-time nominal payment made to low-level government officials to ensure or speed the proper performance of a government official's routine, non-discretionary duties. The exception provided by the FCPA is narrow and is strictly interpreted and in several cases payment which one would assume to amount to facilitation payment is in fact a bribe. Note that many countries who are signatories to the OECD Anti-bribery Convention, such as the U.K do not permit facilitation payments.

The Company requires that any facilitation payment is first approved in writing by the FCPA Compliance Officer, before it is provided. No employee should attempt to provide a payment in the nature of a facilitating payment without adequate prior approval. Likewise third-parties should be informed that payments they might want to make as facilitating payments must first be approved in writing by the Company’s FCPA Compliance Officer. Any reimbursement claims provided towards facilitating payments will not be paid unless it is backed by a written approval of the FCPA Compliance Officer.

4. Permitted Payments.

(a) **Promotional Hospitality and Marketing Expenses or Pursuant to a Contract.** The Company may pay for the reasonable cost of a non-US government official’s meals, lodging or travel if, and only if, the expenses are *bona fide, reasonable, and directly related to the promotion, demonstration or explanation of Company products or services*, or the execution of a contract with a non-US government or agency.

(b) **Promotional Gifts.** Promotional *gifts of nominal value* may be given to a non-US government official as a courtesy in recognition of services rendered or to promote goodwill. These gifts must be nominal in value and *should generally bear the trademark of the Company or one of its products*.

5. Political and Charitable Contributions.

Employees must not use company resources and assets to make charitable or political contributions without the express approval of the FCPA Compliance Officer.

Contributions to candidates for non-US political office are prohibited unless the FCPA Compliance Officer pre-approves them in writing. Charitable contributions to non-US charities must also be pre-approved in writing by the FCPA Compliance Officer. The FCPA Compliance Officer will screen the charitable or political contribution in light of US and local law before providing approval for the same.

6. Record Keeping.

It is the Company's policy to implement and maintain internal accounting controls based upon sound accounting principles. All accounting entries in the Company's books and records must be timely and accurately recorded and include reasonable detail to fairly reflect its transactions. The Company does not allow the maintenance of inflated or false entries or the falsification of documents to obscure the true nature of the underlying transaction. These accounting entries and the supporting documentation must be periodically reviewed to identify and correct discrepancies, errors, and omissions. No undisclosed or unrecorded company funds can be established for any purpose and company funds should not be placed in personal or other non-corporate accounts.

(a) **Authorization for Transactions.** All transactions involving the provision of anything of value to a non-US government official must occur only with appropriate Company authorization.

(b) **Recording Transactions.** All transactions involving the provision of anything of value to a non-US government official must be recorded in accordance with generally accepted accounting principles.

(c) **Tracking Transactions.** All transactions involving the provision of anything of value to a non-US government official must be tracked in a separate log or record, with supporting documentation identifying:

(i) The name and position of the employee requesting and authorizing the transaction.

(ii) The name and position of the non-US government official involved in the transaction.

(iii) A description, including the value, of the payment or provision of anything of value, and where applicable, a description of the Company's products or services being promoted or the relevant contractual provision if the payment was made pursuant to a contract.

7. Cash Payments.

Cash payments of any kind to a third-party, other than valid and pre-approved payments, are prohibited. Company checks shall not be written to "cash," "bearer" or anyone other than the party entitled to payment except to replenish properly used petty cash funds.

## II. Other Policies

### 1. Anti-Bribery and Anti-Corruption.

Bribery involving commercial parties or any governmental official is prohibited under this Policy. Employees must refrain from offering, promising, giving, soliciting or accepting gifts or any form of benefit which could improperly influence a business transaction or secure an improper advantage. It is imperative that the Company's relationships with vendors, customers, partners, consultants, and agents are conducted in an honest manner and avoid all forms of corruption, by following both the letter and the spirit of all local anti-bribery, anti-corruption, and anti-money laundering laws, rules and regulations. All Company employees have a duty to ensure transactions align with how they are documented in the Company's books and records.

### 2. Fair Dealing.

Although the prosperity of the Company depends on its ability to outperform competitors, the Company is committed to achieving success by fair and ethical means. The Company seeks to maintain a reputation for honesty and fair dealing among its competitors and the public alike. In light of this aim, dishonest, unethical or illegal business practices are prohibited. An exhaustive list of unethical practices cannot be provided. Instead, the Company relies on the judgment of each individual to avoid such practices. Furthermore, each employee should endeavor to deal fairly with the Company's customers, suppliers, competitors and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair business practice.

### 3. Insider Trading.

Company employees are not permitted to use, share or disseminate confidential information for stock trading purposes or for any other purpose except the conduct of our business. To use confidential information for personal financial benefit or to "tip" others who might make an investment decision on the basis of this information is not only unethical, it is also illegal. Company employees are expected to comply with the Company's Insider Trading and Communications Policy, found in the Company's Employee Handbook.

### 4. Social Responsibilities.

(a) **Human Rights.** The Company respects international human rights and is committed to practices that avoid forced labor, human trafficking, use of underage labor,

unsafe working environments, discrimination in respect to employment opportunities, or other violations against human rights in the Company's supply chain.

(b) **Environmental.** The Company is committed to continuously improving its environmental impact and strives to exceed industry standards through the optimization of available resources and will continue to be dedicated to research and development that supports a sustainable community.

### III. Scope

#### 1. Applicability.

This Policy is applicable to all of the Company's operations worldwide. This Policy applies to all of the Company's directors, officers and employees. This Policy also applies to the Company's third-parties that act on behalf of the Company or conduct business outside of the US on behalf of the Company and interact with non-US government officials or are likely to conduct business outside of the US on behalf of the Company and interact with non-US government officials.

#### 2. Third-Parties.

The Policy applies to all third-parties who act on the Company's behalf including agents, consultants, vendors or suppliers. The Policy requires that all third-parties must fully comply with the FCPA and other applicable local anti-corruption laws.

### IV. Compliance

Company employees and agents must be familiar with and perform their duties according to the requirements set out in this Policy. Company employees or third-parties that violate this Policy are subject to disciplinary action, up to and including dismissal. Third-parties that violate this Policy may be subject to termination of all commercial relationships with the Company.

To ensure that all Company employees and third-parties are thoroughly familiar with the provisions of this Policy, the FCPA and any other applicable anti-corruption laws, the Company will provide anti-corruption training and resources to those Company employees and third-parties, as appropriate.

Any Company employee or agent who suspects that this Policy may have been violated must immediately notify the Company as specified in the section entitled "Reporting Policy Violations" below. Any Company employee who, in good faith, reports suspected legal, ethical or Policy violations will not suffer any adverse consequence for doing so. When in doubt about the appropriateness of any conduct, the Company requires that you seek additional guidance before taking any action that may subject the Company to potential FCPA liability.

## V. Duty to Cooperate

The Company may at times undertake a more detailed review of certain transactions. As part of these reviews, the Company requires all employees and third-party representatives to cooperate with the Company, outside legal counsel, outside auditors, or other similar parties. The Company views failure to cooperate in an internal review as a breach of your obligations to the Company, and will deal with this failure severely in accordance with any local laws or regulations.

## VI. Questions About the Policy

If you have any questions relating to this Policy, please contact the Company's FCPA Compliance Officer at [FCPA@regi.com](mailto:FCPA@regi.com) or +1 (515) 239-8591.

## VII. Reporting Policy Violations

To report potential violations of this Policy, immediately notify your Supervisor or the FCPA Compliance Officer at [FCPA@regi.com](mailto:FCPA@regi.com) or +1 (515) 239-8591.

## VIII. Governing Language

This Policy is written and governed by the English language version. In case of any diverging wording and/or interpretation the English version shall prevail. Any other language version of the Policy is for convenience and translation purposes only.