

Myers Industries, Inc.

Amended and Restated Insider Trading Policy

Amended and Restated as of October 28, 2009

1. **Introduction.**

It is illegal for any person, either personally or on behalf of others, to trade in securities on the basis of material, nonpublic information. It is also illegal to communicate (or “tip”) material, nonpublic information to others who may trade in securities on the basis of that information. These illegal activities are commonly referred to as “insider trading.”

Potential penalties for insider trading violations include imprisonment for up to ten (10) years (twenty five (25) years if it constitutes fraud), civil fines of up to three times the profit gained or loss avoided through the trade, and criminal fines of up to one million (\$1,000,000) dollars. In addition, a company whose employee violates the insider trading prohibitions may be liable for a civil fine of up to the greater of one million (\$1,000,000) dollars or three times the profit gained or loss avoided as a result of the employee’s insider trading violations.

2. **General Statement.**

The policy is applicable to all directors, officers, and employees of Myers Industries, Inc. (“Myers”), and prohibits trading, and tipping others who may trade, when you are in possession of material nonpublic information.

3. **Scope of Policy.**

- ***Persons Covered.*** As a director, officer, or employee of Myers, this policy applies to you, to your family members who reside with you, and any family members who do not live in your household but whose transactions in Myers securities are directed or influenced by you.
- ***Transactions Covered.*** Trading includes purchases and sales of stock, derivative securities such as put and call options and convertible debentures or preferred stock, and debt securities (debentures, bonds, and notes), stock option exercises, purchases through employee stock purchase plans, sales of securities held in a margin account or pledged as collateral for a loan.
- ***Stock Option Exercises.*** This policy’s trading restrictions generally do not apply to the exercise of a stock option. The trading restrictions do apply, however, to any sale of the underlying stock or to a cashless exercise of the option through a broker, as this entails selling a portion of the underlying stock to cover the costs of exercise.

4. **Definitions.**

- ***What information is material?*** All information an investor might consider important in deciding whether to buy, sell, or hold securities is considered material. Information that is likely to affect the price of a company's securities, whether positive or negative is almost always material.
- ***What is nonpublic information?*** Information is considered to be nonpublic unless it has been effectively disclosed to the public. Release of information to the public does not immediately free covered persons to trade. Covered persons should refrain from trading until the market has had an opportunity to absorb and evaluate the information fully.

5. **Statement of Policy.**

- ***No Trading on Inside Information.*** You may not trade in Myers securities directly or through family members or other persons or entities whose transactions in Myers securities are directed by you or subject to your influence or control, if you are aware of material nonpublic information relating to the Company. Similarly, you may not trade in the securities of any other company if you are aware of material nonpublic information about that company which you obtained in the course of your employment with Myers.
- ***No Tipping.*** You may not pass material nonpublic information on to others or recommend to anyone the purchase or sale of any securities when you are aware of such information. This practice, known as "tipping", also violates the securities laws and can result in the same civil and criminal penalties that apply to insider trading, even though you did not trade and did not gain any benefit from another's trading.
- ***Chat Room and Discussion Boards.*** Directors, officers, and employees are strictly prohibited from using such medium or similar medium to communicate about Myers.
- ***No Derivative/Short Transactions.*** You may not engage in transactions relating to any derivative securities of Myers, such as put and call options, nor in short sales of the Company securities (sales of securities that are not then owned), including a "sale against the box" (a sale with delayed delivery).
- ***Post-Termination Transactions.*** This policy continues to apply to your transactions in Myers securities even after you have terminated employment or other services to the Company.

6. Additional Requirements for Certain Designated Directors, Officers and Employees.

- ***Blackout Periods.*** Compliance with this Section by “Section 16 Filers” (who are determined from time to time by the Board of Directors) is mandatory, and for certain individuals within the finance and investor relations, for those times when they are aware of quarterly or annual earnings prior to announcements, or other material events. The Company may from time to time establish periods of time (“Blackout Periods”) during which, trading is prohibited, due to the availability, or the possible appearance of the availability, of material, nonpublic information.
- ***Quarterly Blackout Periods.*** You may not trade in Myers securities during the period beginning fourteen (14) calendar days prior to the end of the quarter and ending the second trading day following the release of the Company’s earnings for that quarter or year end as the case may be.
- ***Event-Specific Blackouts.*** Myers may on occasion issue material information by means of a press release, SEC filing on Form 8-K, or other means designed to achieve widespread dissemination of the information. You should anticipate trading will be blacked out while Myers is in the process of assembling the information to be released and until the information has been released and fully absorbed by the market, two trading days following the release.

From time-to-time, an event may occur that is material to Myers and is known by only a few directors or executives. So long as the event remains material and nonpublic, the persons who are aware of such event, may not trade in Myers securities.

- ***Pre-clearance Procedure.*** While the Company does not require the pre-clearance of all transactions, Section 16 Filers must consult with legal counsel for the Company prior to any trading (including a stock plan transaction such as an option exercise, a gift, a loan or pledge or hedge, a contribution to a trust, or any other transfer).
- ***Pre and Post-Trade Reporting.*** Section 16 Filers, and their brokers are required to file a Form 144 prior to any sales, and immediately confirm with legal counsel for the Company the details of any transaction in securities of Myers, by them, their spouse, or any immediate family member.

7. Personal Responsibility.

You should remember that the ultimate responsibility for adhering to this policy and avoiding improper trading rests with you. If you strictly violate this policy, it may result in disciplinary action, up to and including dismissal for cause. There are no exceptions for transactions that you think may be necessary or justifiable for independent reasons.

If you have any questions about this policy or its application to any proposed transaction, you may obtain additional guidance from Myers' Vice President, Chief Financial Officer and Corporate Secretary.