

Would I be happy reading about it in the newspapers?



Is it consistent with  
our values and our code?



# How we work, what we value

## Our code of conduct

**Integrity** | **Teamwork** | **Excellence** | **Respect**

Am I personally comfortable with it?



Is it legal?



**Balfour Beatty**

# Sometimes it's clear what you should do. **Sometimes it isn't.**

It just doesn't feel right

There's no way I can agree to that – even if it means we won't get the job...

Just because everyone does it...

If I speak up, I know the company will support me...



Don't worry, that's just how things work round here...

Just turn a blind eye, look the other way...

We have to win this, but...

No one's going to know...





What should I do if...?

Are we being fair and transparent here...?

That's how it's always been done...

He's being bullied, what should I do...?

This book sets out our code of conduct:  
**how we work, what we value**  
— the behaviour we expect from everyone.

But rules only take human beings so far. So our code also requires you to think — to follow the spirit of our code, not just the letter, but also to apply these principles and our values, and ask what's right.

**If in doubt, always ask.**

At Balfour Beatty, that's part of your job...

## Foreword by Andrew McNaughton

Our reputation is a key business asset – indeed it is fundamental to our long-term success. It gives our customers, employees, partners, suppliers, investors and the many communities that we serve, the confidence to trust us and do business with us.

A good reputation is hard won, but easily lost. One decision, by one person taken without thinking, can have a far-reaching impact across the Group. It only takes one decision to choose wrong over right, one failure to ask if this is what we stand for – and to act accordingly.

Quite rightly, the scrutiny to which companies are subjected is increasing and the standards expected of us are rising. Usually, what is wrong and what is right seems obvious. Even where it is not, a little careful thought usually leads to the right answer. However, we are all busy working in a large, complicated business, and providing explicit guidance where possible is an important safeguard against mistakes and their consequences.

But I ask you all to do more than just follow rules. In fact, just following the rules doesn't mean people necessarily do the right thing either. So as well as complying with all laws and regulations wherever we operate, and with our own standards, which can be stricter, we must apply our principles and values. I want you at all times to ask yourself, "Is this the right thing to do? Is this what we stand for?"

This code gives us all a clear framework within which to make decisions. By applying your good judgement to the principles set out here, guided by the values that underpin them, you can play your part in upholding our reputation.

Please join me in making sure that, individually and collectively, we always do the right thing. I urge you to challenge any unethical, dishonest, unacceptable or questionable behaviour, and to speak up when you see things that don't match our standards.

**If in doubt, always ask.**

**I will always support you for doing the right thing.**



Andrew McNaughton, Chief Executive



## Not sure what to do?

Then ask yourself:

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### Is it legal?

You don't have to be a legal expert on the laws in each country.  
You do have to check.

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### Is it consistent with our values and our code?

Consider what you're doing —  
ask yourself if it's what we stand for.

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### Am I personally comfortable with it?

If not, seek advice.

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### Would I be happy reading about it in the newspapers?

If not, it's probably the wrong thing to do,  
and it might be illegal or damaging to  
our reputation.



Your decisions are what our reputation depends upon.

# Finding what you need

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# Who our code applies to, what it means in practice

## Our code applies to...

All members of the Balfour Beatty Group and all the Group's full-time and part-time employees and temporary staff at all our business locations around the world. When we say "we", "Balfour Beatty" or "the company", that's who we mean.

We are also committed to working only with third parties whose standards are consistent with our own. This includes joint venture and alliance partners, customers, sub-contractors and suppliers.

## In practice...

Managers are responsible for providing leadership and support for their teams to understand the requirements of this code and how to apply them in practice. Senior managers are also responsible for providing assurance on these matters to the Board of Directors of Balfour Beatty plc.

The consequences of not complying with this code can be very serious – including damage to our reputation, significant fines and penalties, and even criminal liability for individuals or the company.

Any failure to comply with this code or its supporting policies will be fully investigated and appropriate action taken. Depending on the circumstances, this may include training, discipline, or other corrective action, up to and including termination of employment.

There is never a good business  
reason for doing the wrong thing.





# How to raise a concern or ask a question

## What if I've got a serious concern?



If you have a serious concern that something may not be consistent with our code or any of our policies, please speak up. Don't keep it to yourself or ignore it. We all have a duty to help maintain our high standards, and doing the right thing may mean reporting wrongdoings. You don't have to be right – you just have to believe the information you have is accurate.

## What will you do about it?

All issues raised are treated seriously. We will follow them up conscientiously, discreetly and without bias. Whenever possible, we will report back to you.



## How will you support and protect me?

We encourage you to raise any concerns or questions you have in confidence, and we value the information that employees and others can provide. No one's career, reputation or relationship with colleagues will be adversely affected in any way because they have done the right thing.

That is why we will not tolerate any retaliation or discrimination of any kind against anyone who has raised something in good faith. If you believe you or anyone else is experiencing retaliation or discrimination, don't put up with it – report it at once. We regard any such behaviour as a serious matter and we will act against it and protect those who do the right thing.

## What about confidentiality and anonymity?

Anything you raise will be treated confidentially and communicated on a need-to-know basis only. If you prefer, and the laws of your country allow it, you can raise concerns anonymously.







## Where can I get help?

- 1 Some minor issues are best dealt with by talking directly to the person whose conduct is causing concern. If this is not possible, generally you should first seek to address it with your manager or supervisor. If that is not appropriate, you can also get in touch with your human resources, legal or compliance contact.
- 2 Alternatively, if your matter is very sensitive or cannot be handled appropriately within your operating company, you can send an email to **[ethicsandcompliance@balfourbeatty.com](mailto:ethicsandcompliance@balfourbeatty.com)**.
- 3 If you do not feel comfortable raising your question or concern through any of the above channels, you can contact our Ethics Helpline. Freephone (toll-free) telephone numbers will be widely publicised in your workplace. You can also access this service via the internet at **[www.bbethicshelpline.com](http://www.bbethicshelpline.com)**.

You can also use any of these channels if you have a question about any aspect of this code or any supporting policies, or if you just want to make a suggestion.

## What is the Ethics Helpline?



The Ethics Helpline is an external service administered by an independent firm. It is provided on behalf of the Balfour Beatty Group, not your operating company, so impartiality and confidentiality are assured. You will be able to speak to someone who is a good listener and is trained to high professional standards, or you can raise your concern or question via the dedicated website.

When you use the helpline you'll be asked if you want to disclose your contact information. If you say yes, this information may be recorded in a database. You have a right of access to any personal information about you that is held or processed by or on behalf of Balfour Beatty plc.

# What we value

Our values help to define what we stand for. We require all our people to consider our values along with the principles of our code, and keep asking, **“Is what I’m doing consistent with what we stand for?”**

## 1 Integrity



We always do what is right.

We are fair and open with everybody

We do not walk past what is wrong or unsafe

We keep our promises

We support everyone for doing the right thing

## 2 Teamwork

We are better together.



We listen to each other and share knowledge willingly

We willingly combine our expertise

We work at creating excellent relationships

We act as if we are part of a bigger picture

## 3 Excellence



We strive to improve and exceed expectations.

We go the extra mile to deliver

We do not tolerate underperformance in ourselves or in others

We will not compromise on safety or quality

We constantly look for innovative and creative solutions

## 4 Respect

We appreciate others and care about the wider communities.



We care about how our actions affect others and the wider environment

We treat everyone equally and embrace difference

We encourage everyone to achieve their maximum potential

We appreciate the skills and abilities of others

## Section 1

# Personal and business integrity

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It builds confidence and trust in us.



We wish to be known for our transparency, honesty and integrity.

This is the hallmark of our behaviour in all we do.

It characterises every aspect of our relationship with our people, our customers, our suppliers and other stakeholders.

It builds confidence and trust in us.

To be trusted allows us to develop positive working relationships wherever we work in the world, and it brings us business.

We will not tolerate corruption and dishonesty in any form and would rather miss out on business than compromise our integrity.

## Fraud, deception and dishonesty

Even a “minor” fraud case can destroy our reputation.

### Our principle

## We will not defraud or deceive anyone or act dishonestly, and we will protect the company against fraud.

**Fraud** Though precise definitions vary from country to country, fraud always involves deception and dishonesty. It's fraud when you deliberately try to deceive someone, act dishonestly or abuse your position to gain any kind of material advantage, or use or involve anyone else to do so. Fraud is usually carried out for profit, or to obtain money, property or services unjustly. It can involve defrauding the company or a third party.

It is a criminal offence in most countries. In some countries, like the UK and US, you can in certain circumstances be prosecuted just for being careless or reckless in letting it happen, even though you didn't deliberately set out to commit fraud yourself.

You've had a difficult client. His obstructive behaviour through the project has wiped out any margin. Now a colleague is about to submit a claim for additional payment. You ask if it's accurate. Your colleague replies, "It redresses the balance".

### What do you do?



### What we mean:

We will never knowingly seek to gain any advantage of any kind by acting fraudulently, deceiving people or making false claims, and we won't allow anyone else to do so on our behalf. This includes defrauding or stealing from the company or any third party, and any kind of misappropriation of property. For more guidance, see the *Group Minimum Commercial Expectations*.

### We always:

- Act honestly, fairly and openly.
- Make sure our books and records are accurate, complete and not misleading – see page 48 for more details.
- Carefully check or inspect things that are our responsibility.
- Base all invoices on clear and complete information and check they comply with contractual arrangements.

### We never:

- Falsify our company expenses, or claim from the company for expenses that have not been properly incurred in carrying out company business.
- Use the company's money or resources for an improper purpose.
- Ignore something that we suspect might involve fraud or deception.
- Withhold payment when we don't honestly believe we are entitled to do so.
- Make false claims – see facing page for more detail.

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## False claims

False claims can be fraud – even if supported by the client.

### What do we mean by “false claims”?

We risk making false claims if we:

- Claim for something we don’t honestly believe we are entitled to
  - Knowingly or recklessly misrepresent or inaccurately record time spent or materials or services provided
  - Conceal defects or fabricate evidence
- even if the client requests or supports what we are doing.

### We must take particular care when calculating and claiming/applying for:

- Payment
  - Extension of time
  - Insurance claims
  - Loss and expense
  - Variations
  - Interim and final estimates, valuations and measurements
- and make sure our assessments are as reasonable and accurate as possible, backed-up and substantiated.

### A checklist for claims:

- Have I done all I should?
- Am I happy I’ve been honest, open and transparent?
- Are all aspects of the claim backed-up by documentary evidence?

If you think something might be wrong, it probably is.





## Bribery and corruption

Even an allegation of bribery or corruption can seriously damage our reputation.

### Our principle

**We refuse to offer, give or receive bribes or improper payments, or participate in any kind of corrupt activity, either directly or through any third party.**

**Bribery** is offering, providing or receiving something of value – including cash, gifts, hospitality or entertainment – as an inducement or reward for something improper. Usually, but not always, it's to obtain or retain business or some other illegitimate advantage.

Whether they are provided to or received from public officials or private individuals, bribes are against the law and against our code, no matter what "local custom" may be.

**Corruption** involves any of these activities: bribery, extortion, fraud, deception, collusion, cartels, abuse of power, embezzlement and money laundering.

We have been invited to tender for a big project. You are the project leader. It promises to be a keenly fought contest. A senior manager at the client hints that he can help you win the tender if you reach an "agreement" with him.

### What do you do?



### What we mean:

Our principle is simple. We will not offer, give or receive bribes, or make or accept improper payments to obtain new business, retain existing business, or secure any improper advantage, and we won't use or permit others to do such things for us. It is better to miss out on the business or lose money.

### We always:

- Seek to avoid even the appearance of wrongdoing. Even an allegation of bribery or corruption can seriously damage the company's reputation.
- Record all payments and benefits provided to public officials.
- Report any attempts to bribe us, or to solicit bribes from us, and any suspicions we have about bribery and corruption.

### We never:

- Participate in any form of corrupt behaviour.
- Engage public officials to provide services without approval from the Group Head Office.
- Conceal or fail to record accurately and completely the true nature of our activities, or falsify or tamper with the company's books and records.
- Pay more than fair market value for goods and services.

**Not sure what to do?**

Then ask yourself:

**Is it legal?**

You don't have to be an expert on the laws in each country. You do have to check.



**Still in doubt what to do?**

Go to page 7 to find out more.

## Relationships with agents and other third parties acting on our behalf

Ignorance of what an agent is doing on our behalf or in our name is no excuse.

### Our principle

**We only use agents or other third party representatives if we have to and if they are known to act to standards consistent with our code, and we always follow the approved process to engage them.**

**Agents, representatives and consultants** Sometimes we hire a third party in the capacity of an “agent”, consultant or other representative to help us, especially in countries where it would be uneconomical for us to establish an office, or where we have limited experience. They may have a role advising us on the particular market or business environment in question. They may be assisting in discussions with governments or other key stakeholders. They may be looking for suitable partners or projects for us, or searching for new business opportunities for us to consider.

You’ve hired an agent to help us navigate our way through the local regulatory minefield. He’s proved very effective in a difficult market. But someone’s just hinted that he may be bribing local officials to make things happen. It could just be a rumour. And besides, if you had to replace him, the whole project would almost certainly grind to a halt.

### What we mean:

The help, advice and local knowledge of agents and other consultants or contractors can sometimes be essential. However, they must operate at all times in accordance with our standards, particularly in relation to bribery and corruption. If you are retaining the services of such a third party, it is up to you to make sure he or she clearly understands and formally agrees to this. It is also your responsibility to continue to confirm their behaviour remains compliant. So make sure they are known to act with integrity, and watch out for warning signs. Ignorance of what an agent is doing in our name or for our benefit is no excuse.

### We always:

- Obtain Group Head Office approval when retaining the services of an agent or other third party representative and follow the approved process set out in the *Balfour Beatty Policy on Agents and Commissions*.
- Check an agent’s experience, background and reputation.
- Make sure we understand what these types of third parties will actually do in return for the money we pay them, and that all the money can be properly accounted for.

### We never:

- Permit anyone to offer or pay bribes or make facilitation payments on our behalf, or do anything else we would not be permitted to do ourselves.
- Enter into an agreement that does not have a clear and proper commercial rationale.
- Pay any money to an agent unless a binding written agreement is in place and we know exactly what the payment is for.

Who’s going to know? He’s the one making any payments.



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## **Watch out for:**

- Unusually large fees or cash payments.
- Fees linked to a percentage of the project cost or value.
- A request for money to be paid into a personal or offshore bank account.
- Poorly-defined services to be provided.
- An agent or consultant being used as an intermediary or with links to a public official or his/her family member.
- Someone who does not appear to have the experience, expertise or qualifications for what they are being engaged to do.
- Lavish hospitality or gifts.

## **If you've any doubts:**

Don't ignore them!

**Consult your operating company legal or compliance contact.**

## Facilitation payments

We would rather miss out on business than compromise our integrity.

### Our principle

**We will not make facilitation payments in any countries in which we do business, and we will not allow others who work for us to make them.**

**Facilitation payments** (sometimes called “grease” payments) are usually small payments or gifts generally made to junior or low-level public officials in order to speed up or “facilitate” actions the officials are already duty-bound to perform.

They can appear “harmless”, partly because the sums involved are usually small, and partly because they are often regarded as a part of local custom or culture – the way things are done. However, these payments are illegal in most countries in which we operate, including the UK.

You’ve filled in all the forms and done everything by the book, but your local contact is saying, “We just need to give them a small payment. Everyone does it. It’s how it works here and they expect it. If we don’t, this project will stay stuck for months.”

### What’s the harm?

#### What we mean:

We make no distinction between facilitation payments and bribes. Any type of facilitation payment is prohibited, large or small. Even where such payments are perceived as a common part of local business practice or acceptable under local law (which is very rare), and even if our competitors engage in such practices, no violations of this principle will be tolerated. We would rather lose business than compromise our integrity.

#### Coercion and extortion

There is one exception – where the facilitation payment is being extorted or you are being coerced to pay it. Extortion in this context means if your safety or liberty is under threat or you feel you have no alternative but to pay for personal or family peace of mind. In these circumstances, the company’s duty is to support you. Make the facilitation payment, record it clearly, and report it at once to your Finance Director and your operating company legal or compliance contact.

#### Legitimate fees

Sometimes a legitimate fee is payable for a speedy service provided by the government. For example, a published amount to get a visa or a new passport more quickly from a consulate. Payment of such fees is acceptable, provided there is a business need, payment is transparent and open, a receipt is obtained and the expense is properly recorded in our financial books.



## Gifts and hospitality

Is it a gift or a bribe? Is it hospitality – or persuasion?  
What would a newspaper say?

### Our principle

**We make sure gifts or hospitality at work are reasonable, and we never offer or accept them if it may improperly influence a business decision or impair independence or judgement.**

**Gifts and hospitality** Invitations to social functions, sporting events, meals and entertainment, gifts of low value, small or customary tokens of appreciation... To foster goodwill or enhance business relationships, employees may occasionally receive or offer any of these things in connection with our business.

A supplier who wants to do business with you says, "Let me take you to lunch." What do you do?

What if it's a case of champagne?

What if it's a football match? ... The Final? ... In Paris (weekend included)?

Where do you draw the line?



### What we mean:

Any gifts or hospitality we receive or give in connection with our business should always be customary and reasonable in terms of value and frequency. Your operating company may have additional limits and guidance you should follow. Use your judgement and good sense. In principle, there is nothing wrong with genuine relationship-building gifts or hospitality. But ask yourself, "Is this excessive? Is it a gift – or a bribe? Is it hospitality – or persuasion?". If you are struggling to justify it to yourself, it's probably not okay. If in doubt, consult your operating company legal or compliance contact. Remember, just the appearance of impropriety can be damaging.

### We always:

- Ensure all gifts and hospitality given and received are recorded on a register or comply with financial limits or approval requirements in any operating company policy.
- Check with our operating company legal or compliance contact before offering any kind of gift or hospitality to public officials. Generally such things are best avoided.
- Check before offering customers any kind of gift or invitation – many have rules requiring them to report and/or refuse such things.

### We never:

- Offer or accept gifts or hospitality, if we think they might impair objective judgement, improperly influence a decision or create a sense of obligation, or if there's a risk they could be misconstrued or misinterpreted by others.
- Solicit gifts or hospitality.
- Offer or accept gifts of cash or cash equivalent (eg vouchers).

**Not sure what to do?**

Then ask yourself:

# **Is it consistent with our values and our code?**

Consider what you're doing  
— ask yourself if it's what we stand for.



**Still in doubt what to do?**

Go to page 7 to find out more.



## Conflicts of interest

Could it put you in an awkward position? If so, don't delay – seek advice.

### Our principle

## We avoid situations in which our personal interests or actions could conflict or appear to conflict with the company's best interests.

**Conflicts of interest** arise when we find ourselves in a position where two or more interests compete, potentially compromising our judgement or independence. Usually the conflict is about individuals benefiting at the expense of the company or another employer. Very often, perceptions of a conflict of interest can be just as damaging as an actual conflict of interest.

**Employment outside Balfour Beatty** In general, staff may not be employed outside Balfour Beatty. You may serve as an officer or a member of the board of directors of another business only with prior approval of your operating company MD. Approval will usually be given for service as a director or trustee of a not-for-profit organisation, a charity or a family company, unless it is a potential supplier, customer or competitor of Balfour Beatty. You need approval to retain any associated fee paid to you. If in doubt, ask.

Your son's football club is looking for sponsors to help raise money for a tour. You frequently work with a local supplier, who offers to provide some sponsorship.

### Any problem?



#### What we mean:

We take great care not to involve ourselves in anything that can give rise to a conflict between our interests and those of the company. However we also recognise that these situations can arise before we have quite realised what we have got ourselves into. As soon as we realise there's a potential conflict, we must disclose it and seek approval or guidance. If in doubt, consult your operating company legal or compliance contact.

#### We never:

- Use our position, contacts or any knowledge gained at Balfour Beatty for personal gain, or to benefit family or friends.
- Pay a third party more than a contractually agreed, market-based fee for goods or services.
- Accept gifts or hospitality that could impair our judgement or independence, or be open to misinterpretation.
- Do anything that might create the impression that customers or suppliers have a contact in Balfour Beatty who can exert influence on their behalf.

#### We always take great care with:

- Contracts between Balfour Beatty and a family member or a friend, or a company or business they own. We must notify our manager or supervisor in writing and abstain from the decision-making process.
- Personal investments or business interests, or those of family members or associates, which could affect or appear to affect our decision-making responsibilities, or conflict with the interests of the company or its customers or suppliers. (Holdings of less than 1% in a publicly quoted company are excluded.)

## Open and fair competition

Losing our reputation for integrity by trying to gain unfair competitive advantage is the worst deal we can make.

### Our principle

## We believe in open and fair competition and only seek competitive advantage through fair and lawful means.

**Competition and anti-trust laws** Over 100 countries around the world have developed competition or anti-trust laws. They prohibit a variety of business practices that restrict free and fair competition, such as bid rigging, price fixing or market sharing. They differ by country and can be very complex.

Violations of such laws are very serious and can mean individuals facing prison. They can also result in very large fines against the company. For example, a breach of European competition law can result in fines of up to 10% of the Group's global revenue.

This area is not always straightforward. If in doubt, ask.

You're in a hotel lounge. Tomorrow you submit your tender. Your competitor arrives. You both start chatting. He steps out to make a call, leaving a transparent folder behind. On the front page you can see the top line figures of his bid. They are lower than yours.

### What do you do?



### What we mean:

We want to work in a marketplace that is fair, open and honest. We want our competitors, clients and suppliers to know this is how we will always behave. Losing our reputation for integrity by trying to gain unfair competitive advantage is the worst deal we can make. So we comply with competition and anti-trust laws wherever we do business.

### We always:

- Take great care dealing with competitors, as any kind of agreement with them (for example, not to use certain sub-contractors or suppliers) can raise competition concerns. An agreement does not have to be in writing to be illegal. It can be an informal “understanding” about commercial behaviours.
- Report any suspicions or allegations of possible anti-competitive behaviour to our operating company legal or compliance contact.
- Tell our operating company legal or compliance contact immediately if we receive confidential information we should not have obtained (for example, if a person we have submitted a tender to accidentally returns a competitor's information).

### We avoid:

Exchanging non-public or other sensitive information with competitors or other parties (for example, about prices, particular customers or bids) – it can give the appearance of an inappropriate agreement or understanding. If in doubt, check first.

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## **We never do it – it's illegal!**

- Bid rigging.
- Agreements (tacit or otherwise) between competitors to fix prices, discounts, rebates or other terms of bids or contracts.
- Agreements between competitors to share geographic markets, or not to compete in particular markets or for particular customers.
- Abusing a dominant or monopoly position to keep out competitors or exploit customers or third parties.
- Agreements to avoid certain sub-contractors or suppliers.
- Cover pricing, or soliciting information about a competitor's bid.
- Obtaining information through illicit means.

## **For more guidance:**

See your local operating company

**Competition or Anti-Trust Compliance Manual**  
or any equivalent policies or guidance.

## Insider trading

Insider trading is a serious crime.

### Our principle

## Inside information must not be used for insider trading, for our own or anyone else's benefit.

**Inside information** All confidential information must be protected, but some information is particularly sensitive. If it is not available publicly and could affect someone's decision to buy or sell stocks or shares, it's generally known as "inside information". Most countries have laws prohibiting its improper use or disclosure.

**Insider trading** usually refers to buying, selling or exercising an option over securities such as stocks and shares while you are in possession of inside information about the relevant company. In other words, trying to benefit by using inside information.

You are chatting with a friend. You let slip some information about a big project you are working on. Then you realise that the information could influence someone to buy or sell shares in Balfour Beatty plc or a competitor.

### What we mean:

Balfour Beatty plc, the parent company of the Balfour Beatty Group, is a public company listed on the London Stock Exchange. It is a serious criminal offence to buy or sell Balfour Beatty stocks, shares or other securities, or those of any other company, on the basis of inside information. It makes no difference whether you do it yourself or get someone else to do so, or whether it's for your own or anyone else's benefit. And it applies even after you've stopped working for Balfour Beatty.

Employees with access to potential inside information about Balfour Beatty are placed upon a list of "insiders" and may not deal in Balfour Beatty securities, except in accordance with the *Balfour Beatty Group Share Dealing Code*.

### We always:

Ask our operating company legal or compliance contact, if we have any doubts about use or disclosure of potentially price sensitive information.

### We never:

- Act on or disclose sensitive information without first getting approval to do so.
- Deal in stocks or shares of Balfour Beatty plc or any other company, or encourage others to do so, if we know something which is price-sensitive.

Say nothing and hope for the best?



## Import, export and trade controls

Breaking a country's laws on these issues, even inadvertently, could mean we are not able to work in that country.

### Our principle

## We comply with all recognised boycotts and sanctions, and all legal requirements for the proper import and export of goods and technology.

**Boycotts and sanctions** are both forms of trade restriction. A boycott means a country refuses to do business with another (or others) and prohibits others from doing so. Sanctions (which include embargoes) seek either to limit or prevent trade with or inside specific countries.

Two months ago you needed materials in a hurry. A supplier said they could deliver, and they did. Today you've just found out they may be linked to a company blacklisted by the government.

### Not your problem?



### What we mean:

We want to trade lawfully and properly at all times. So we comply with all trade regulations and restrictions imposed by recognised national and international authorities. These include the United Nations, the European Union, the US and the UK. This requires particular diligence. Breaking a country's laws on these issues even inadvertently could mean we are unable to work in that country again. However, in some areas of the world there are attempts to impose illegal or unofficial restrictions. We do not comply with them, and we refuse to engage in restrictive trade practices that are prohibited. If in any doubt, consult your operating company legal or compliance contact.

### In the US:

US law imposes further restrictions that are not necessarily approved by recognised international authorities. They seek to prohibit people and organisations from working in certain countries specified by the US government, or with certain blacklisted organisations that have dealings with terrorist organisations or drug traffickers. US members of the Group, and US citizens employed by any member of the Group, must comply with these laws. Sanctions for breaching them can include barring Balfour Beatty companies from engaging in US trade or public sector work, very heavy fines and imprisonment of individuals.

### Import and export:

As well as complying with all relevant local laws, we must obtain all necessary licences to import and export goods and other items, and provide accurate truthful information to customs authorities. We must use all reasonable efforts to ensure that our goods' ultimate destination and purpose are as we intend.

## Section 2

# Our working relationships

### In this section

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We keep our promises.



We treat everyone equally and embrace difference.

We are fair and open with everybody.

We work at creating excellent relationships.

We keep our promises.

We work together to create an environment in which everyone feels valued and there is equal opportunity for all.

We encourage everyone to achieve their maximum potential.

We behave towards others with integrity, honesty, courtesy, consideration, respect and dignity.



## Developing our people

We will achieve our business goals by employing the best people and enabling them to grow and develop.

### Our principle

## We are committed to helping our people achieve their best.

**Employment at Balfour Beatty** At Balfour Beatty, decisions about recruitment, hiring, compensation, development and promotion are made solely on the basis of a person's ability, skills, experience, behaviour, performance and potential for the job.

Our employees can expect:

- A clear understanding of our goals and objectives, and of the performance standards and behaviour expected of them.
- Training to perform in their role.
- A fair evaluation of their performance.

A new project requires staff with special training. A junior member of your team who's been with the company for five years and consistently exceeded expectations asks to be considered, but would need to be trained. You know she could do it. You also know supervising training will be time-consuming. It would be far easier for you to select someone senior who's already trained.

### What we mean:

If we employ the best people and give them an environment in which to grow and develop, we will achieve our business goals and keep them with us. Developing our people is the best way to develop our organisation.

### We are committed to:

- Employing people who will uphold our values and our standards of ethical conduct.
- Creating a working environment in which all our people feel valued.
- Encouraging and supporting all our people to achieve their best.
- Identifying and satisfying training and development needs, so our people can perform and develop their potential.
- A fair system of recognition, reward and promotion across the Group.
- Never denying promotion or opportunity on the basis of any form of discrimination.
- Maintaining a safe and healthy working environment for all our people.



Take the easy route?

## Equal opportunity and diversity

We believe everyone should be employed and promoted solely on the basis of his or her personal merit and contribution.

### Our principle

## We treat everyone equally and embrace difference.

**Equal opportunity** in the workplace is about ensuring that everyone gets equal treatment and respect, and that the criteria for employment and promotion are the same for everybody. Its purpose is to ensure fairness, act against all forms of discrimination, and promote talent and merit.

You need a representative for a meeting with an important client. You identify two colleagues with the right experience, one an Asian female and the other an openly gay male. You tell your supervisor, who says the client prefers people who are more “traditional”, and winks. He tells you to focus on several employees you know don’t have relevant experience but are all heterosexual Caucasian males.

### What we mean:

We value difference, and believe diversity of people, skills and abilities is a strength that helps us to achieve our best. We also believe everyone should be recruited and promoted on the basis of their personal ability, contribution and potential. We are committed to ensuring that everywhere across our organisation we promote, support and maintain a culture of fairness, respect and equal opportunity for all.

### We are committed to:

- Providing equal opportunities for all.
- Maintaining a supportive work environment free from discrimination, harassment, victimisation and bullying (see harassment, bullying and discrimination on page 30 for more).
- Complying with all employment laws.
- Hiring the best-qualified people.
- Promoting talent on the basis of merit.

Do as you’re told?



## Harassment, bullying and discrimination

We will support and protect you.

### Our principle

**We do not tolerate any kind of harassment, bullying or discrimination against anyone who works for us or with us.**

**Harassment and bullying** refer to any action or behaviour that any individual or group finds unwelcome, humiliating, intimidating, threatening, violent, hostile or discriminatory. Employees should be particularly sensitive to actions that may be acceptable in one culture, but are not in another.

**Discrimination** means treating a certain person or group based on factors such as age, race, religion, national or ethnic origin, colour, gender, sexual orientation, gender reassignment, marital status, disability unrelated to the task in hand, union membership or political affiliation.

A manager makes an inappropriate remark in front of a female colleague in a meeting.

Say nothing?



### What we mean:

We are committed to creating a working environment in which everyone is respected and can flourish equally, without fear or favour. We do not tolerate behaviour or attitudes that support coercion, intimidation or discrimination. Whenever and wherever we observe such behaviour, we always challenge it and support others who do so.

### We always:

- Speak up and do something about harassment, bullying or discrimination.
- Encourage and support those who challenge or report such behaviour.

### We never:

- Tolerate any action or behaviour that could be viewed as harassment or bullying.
- Accept any kind of unlawful discrimination.
- Make inappropriate jokes, try to humiliate a colleague, or spread gossip and rumours that might be, or could be perceived as, hurtful and disruptive.
- Threaten a colleague with physical or verbal violence.

## Human rights

We must and will refuse to do business with any organisation that fails to uphold these standards and principles.

### Our principle

## We respect and protect human rights.

**Human rights** The United Nations Universal Declaration of Human Rights proclaimed certain fundamental rights and freedoms. These include the right to life, liberty and security; equal rights of men and women; the right to protection under the law and against discrimination, slavery, servitude, torture, or inhumane or degrading treatment; and freedom of speech, thought, conscience and religion.

You've been using a sub-contractor very happily in the country where you're managing a project. Then you hear of allegations that he's employed illegal immigrants, paid foreign workers less than the minimum wage, and required them to work excessive hours.

### What we mean:

Wherever we work in the world we ensure that we do not exploit anyone. We uphold the rights of all those who work for or with us, and of the communities in which we operate. This means refusing to do business with any individual, company or organisation that fails to uphold the standards and principles of basic human rights, or has links with an oppressive regime that give us cause for concern.

### We are committed to:

- Supporting all the principles set out in the United Nations Universal Declaration of Human Rights.
- Supporting the International Labour Organisation's standards regarding child labour and minimum age.
- Complying with national legal requirements regarding wages and working hours.
- Complying with this code and every operating company policy setting out the rights of everyone who works for or with us, or who is impacted in any way by our activities.
- Observing, protecting and promoting these rights wherever we operate.

What do you do?



## Relationships with customers, suppliers and other stakeholders

How we treat stakeholders and other third parties reflects on us.

### Our principle

## We treat our stakeholders and their staff with integrity and professionalism at all times.

**Our stakeholders** As well as our employees, our many stakeholders include customers, partners, suppliers, contractors and sub-contractors, shareholders, governments, regulators, the people they employ and the wider community.

We are committed to working only with third parties whose own standards are consistent with this code of conduct. But we also believe that third parties are entitled to expect of us the same standards of conduct that we expect of our colleagues and others.

You have an excellent relationship with a manager at one of your key suppliers. He lets you know that he will be leaving shortly to join a rival firm. He asks if you could keep this confidential but also assure him that he can count on your business at his new organisation.

What advice do you give him?



### What we mean:

We wish to be known for our honesty, transparency, professionalism and integrity. These are the hallmarks of our behaviour. They characterise every aspect of our relationship with customers, partners, suppliers, contractors and other stakeholders, and the people who work for them. They build confidence and trust in us, and allow us to develop positive working relationships wherever we work in the world, and to uphold what we believe is important.

### In our interactions with our employees, customers, suppliers and the wider community, we are committed to:

- Developing and sustaining strong, constructive and long-lasting relationships.
- Selecting and rewarding people and organisations based on a fair, objective process, clear expectations of what is required, and demonstrated competence for the job.
- Regularly evaluating our own performance and the performance of others.
- Meeting our obligations of responsibility or trust fully and willingly.
- Keeping our promises and fulfilling any contractual or other agreements we make openly, honestly and promptly.
- Working with them to resolve disputes at the earliest stage.
- Communicating truthfully, clearly and regularly.
- Taking on work for customers based on a clear understanding of what is required, where we are demonstrably competent and can add lasting value.
- Going the extra mile to deliver.

**Not sure what to do?**

Then ask yourself:

**Am I personally  
comfortable with it?**

If not, seek advice.



**Still in doubt what to do?**

Go to page 7 to find out more.

## Section 3

# Our place in the world

### In this section

Health and safety	36
Respecting the environment	38
Respecting communities	40
Political and public policy activities	41
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What kind of company are we?





What kind of company are we?  
One that cares about our people.  
Our customers.  
Our suppliers and contractors.  
The communities we work in.  
The environments we impact.  
We treat all these things with care and  
respect at all times, wherever we work.

## Health and safety

We are committed to leading our industry in this area.

### Our principle

## We make health and safety our first priority for everyone who works for or with us.

**Zero Harm** In 2008 we set ourselves the goal of achieving Zero Harm across all our businesses by 2012. This means taking the risk of serious harm out of all our activities, so anyone who works for Balfour Beatty, and every member of the public, is safe. Specifically Zero Harm means:

- No deaths.
- No injuries to the public.
- No seriously disabling injuries to our people.
- No long-term harm to health.
- Aiming for zero Accident Frequency Rate while achieving below 0.1.

You are responsible for plant procurement on a new construction project. One supplier of excavators is significantly cheaper, but many of the excavators he supplies are nearly ten years old.



### What we mean:

Nobody should ever be at greater risk because they work for us. Everybody has the right to go home in the same state as they come to work. Members of the public are also entitled to expect us to make sure our activities do not harm them.

We are committed to eliminating the risk of serious harm from all of our activities, and to keeping our people healthy. Every Balfour Beatty business must design and execute its work so that safety and health are planned in from day one – for everyone.

### We always:

- Promote safe and healthy working and take care of ourselves, our colleagues and the public.
- Challenge and report anything we believe is unsafe – never walk past!
- Come to work in a fit condition to perform our job, free from the influence of alcohol or illegal drugs.
- Know and comply with all our policies, rules and procedures on safety, and understand how they apply to our work.
- Understand the hazards associated with our work and never undertake any job without the necessary training, planning and equipment.

Safe enough?

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## Our commitments

### **We will:**

- Eliminate fatal risks.
- Drive out hazards.
- Maintain Zero Harm day-to-day.
- Keep the public safe from harm from our activities.
- Keep all our people healthy.
- Work with our customers.
- Make safety personal.

Senior managers have a special responsibility to provide strong leadership on health and safety, and to set a visible role model for others to follow. But responsibility for safety also lies with every one of us. We must all make safety personal.

## Respecting the environment

Our activities can impact the environment in both positive and negative ways.

### Our principle

## We care about the natural world and recognise our responsibility to work within environmental limits.

**Sustainable development** We know the world's resources are finite. We also recognise that sustainable development – particularly of public infrastructure – is vital to maintain and improve the standard of living in the countries in which we operate. It is our responsibility to do all we reasonably can to reconcile these two statements.

For a major new infrastructure project you've completed a study that confirms a best practice approach to protecting the environment during the build, and for enhancing affected habitats once the project is complete. But the client is not prepared to bear the costs and demands a compromise solution.

### What we mean:

Creating and caring for infrastructure that improves the wellbeing of our communities must be delivered whilst working within environmental limits. This means using the natural resources of the planet in such a way that the natural systems that regenerate them, including the climate we depend upon, are not damaged beyond repair for future generations.

It is our responsibility to do all we can to align the interests of profitable markets with the needs of communities and the requirement to live within environmental limits. Complying with local laws or minimum standards is not enough. We have set our own ambitious vision and road map for a sustainable future and are working towards this.

Each one of us also has a role to play: we must all seek out opportunities to improve our environment and the way we operate.

### Our commitments:

Set out in 2009, the commitments on the facing page are subject to one overarching commitment: to continually improve our environmental performance and results. They are reviewed on a regular basis.

## How to proceed?



---

## Our commitments

### **We seek to work collaboratively with our customers, partners and supply chain to achieve environmentally sustainable solutions that:**

- Respect and contribute positively to local communities.
- Address life cycle impacts and low carbon technologies.
- Adopt responsible sourcing practices.
- Protect and enhance ecology.

### **In our operations, we seek to be leaders in environmental practice by:**

- Consulting those affected by our work.
- Conducting our activities in a considerate manner.
- Adopting the waste hierarchy of prevention, reduction, reuse and recycling.
- Avoiding environmental incidents or pollution.

### **In our premises, production facilities and vehicle fleet we seek progressively to:**

- Improve fuel efficiency as we update our fleet.
- Improve energy efficiency by adopting low carbon solutions in the premises we occupy.
- Adopt the waste hierarchy of prevention, reduction, reuse and recycling.
- Avoid environmental incidents and pollution.

### **We will achieve this by:**

- Offering our customers opportunities for more environmentally sustainable solutions.
- Identifying environmental risks from our activities, and taking steps to remove or manage them.
- Ensuring through training that our workforce is aware of the environmental impacts of our activities and knows how to operate responsibly.
- Seeking innovative solutions, adopting good practice and taking advantage of new technology.
- Continually improving by setting and achieving environmental objectives and targets.

## Respecting communities

We listen, we care about people's concerns, we act on them wherever and whenever we can.

### Our principle

### We respect the community around us.

**Balfour Beatty** contributes positively to communities wherever we work through the services we provide and the lasting infrastructure we leave for the public, such as schools, hospitals, other social infrastructure and transport systems.

We've won a massive contract to widen a major road. This will involve setting up a depot in a residential area with potential for noise and disruption. A local action group has been created and asks you to attend a public meeting.

#### What we mean:

We are never complacent about the way we work in a local area, or the impact our operations can have on local people and their environment. We listen, we care about people's concerns, we act on them wherever and whenever we can.

We believe that profitable markets, healthy communities and environmental limits are not competing interests; they are shared outcomes that closely align with one another. In order to be a successful and profitable company, we need to realise that alignment.

#### Our commitments:

- We will respect the traditions, cultures and laws of the countries in which we operate.
- We will take into account the concerns of the wider community, including both national and local interests.
- We will listen to the concerns of local communities and wherever we can we will act to mitigate them to the very best of our powers.
- We will keep the communities affected by our projects regularly updated and informed.
- We will seek to employ local people on our projects wherever possible.



What do you do?

## Political and public policy activities

We all need to take the greatest care about what we say, do or support in the public or political domain.

### Our principle

**We make sure any public policy or political activity we undertake is lawful, ethical and within our code, and as a company we do not participate directly in party political activities.**

**Political contributions and donations** can involve cash and non-cash, such as the use of corporate facilities, services or materials, or employee time. Typically they are to support a governmental entity, or a political organisation, party or candidate.

Any political contribution in the EU needs approval from our shareholders. In the US, certain political contributions and campaign donations are permitted by law and are an accepted part of local custom and practice with respect to government/industry engagement.

Your political party is supporting an environmental campaign. It wants to find companies that represent the gold standard in environmental sustainability. Your company will be in the top five. An amazing opportunity – only there's a deadline. You must give your endorsement now.

Do you?



### What we mean:

The company does not make any political donations or contributions in the European Union. In the US, our operating companies may make political contributions or donations, provided they are approved by the relevant operating company MD and comply with policies and processes approved by the Chief Executive of Balfour Beatty plc. Any permitted political contribution should not be such that its scale or affiliation might be seen as excessive or inappropriate.

The laws on lobbying and government relations are complex and differ between jurisdictions. Whenever and wherever we act on behalf of Balfour Beatty we must take great care about what we say, do or support in the public or political domain.

### We always:

- Make sure of our facts and have the appropriate approvals when talking with governments and public bodies.
- Make sure all our interactions with public officials comply with our code.

### We never:

- Engage in any public policy activity on behalf of Balfour Beatty or appear to represent the views of the company unless expressly authorised to do so.

### Your right to your political view

Everyone who works for us has the right to participate in politics in their personal capacity and to pay political contributions out of their own pocket, so long as this does not lead them into a conflict of interest. (See "Conflicts of interest" on page 21.) But you can't use the company's time or resources to do so, and you mustn't ever appear to represent the company or its views when engaging in personal political activities, unless specifically authorised by the company to do so.



## Charities and non-profit organisations

We want to contribute to the communities we work in.

### Our principle

## We actively support and sponsor appropriate charities and other non-profit organisations.

**What's "appropriate"?** If we are making a charitable donation or commitment of support using the company's resources, we do need to check if it's appropriate and suitable. The charity must be bona fide, and any use of our shareholders' money or resources for charitable purposes should be consistent with our broad community support and corporate social responsibility goals.

A local politician approaches you to support a charitable cause she's championing. It's all about ensuring disadvantaged children get the education they need. You'd like to make a donation in the company's name. Besides, the local politician has a big say in town planning matters.

### Donate?



#### What we mean:

We want to have a positive and beneficial effect on the communities we live and work in, so people are better off because of us. So we actively participate in local communities and charitable activities. We also encourage our employees to devote time to good causes during working hours. However, when acting on the company's behalf, we must be mindful of our responsibilities.

#### We always:

- Make sure the charity is appropriate and get approval from our operating company management team.
- Ensure that we never offer or make any charitable contribution as an incentive or reward for obtaining or retaining business or for any other improper purpose.
- Watch out for potential conflicts of interest.

#### We never:

- Make a contribution to a charity unless we are sure the charity is bona fide and has all appropriate registrations.
- Use charitable donations as a substitute for political payments.
- Use company time or resources without permission.

#### Your rights as an individual:

Of course you have every right as an individual to make personal donations and participate in charitable activities for any causes you believe in. All we ask is that in these circumstances it is clear that you are acting in a personal capacity.

**Not sure what to do?**

Then ask yourself:

**Would I be happy  
reading about it in the  
newspapers?**

If not, it's probably the wrong thing to do, and it might be illegal or damaging to our reputation.



**Still in doubt what to do?**

Go to page 7 to find out more.

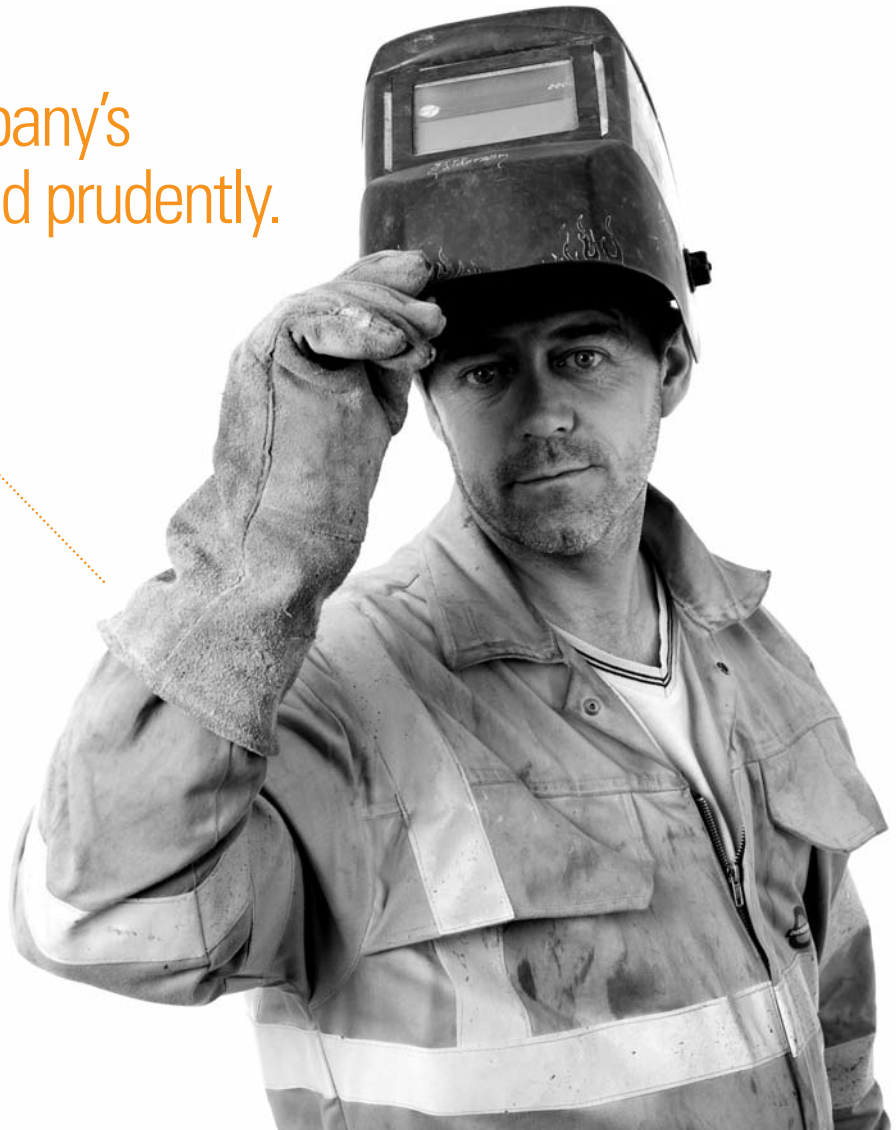
## Section 4

# Company property and resources and information management

### In this section

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We treat the company's property wisely and prudently.



We are custodians of our shareholders' interests and do not misuse company assets or resources.

We treat the company's property wisely and prudently.

We keep confidential information safe and do not disclose it or use it improperly.

Our financial records and disclosures, and our external communications, are complete, accurate, informative and not misleading.

We do not misuse company computer systems.

We respect and protect everyone's personal information.

## Company property and resources

We treat the company's property with due care and respect

### Our principle

**We respect and protect the company's property and resources, and do not use them for any improper purpose.**

**Company property and resources** include physical assets and intangible assets. Physical assets are things like materials, supplies, equipment and cash. Intangible assets include information, intellectual property, brand value and employee time and talents.

You're not sure about how to claim something on your expenses. You ask a colleague. What he actually tells you is how you can "manipulate" a number of expenses the rules say you're entitled to. "Everyone in the department does it! It's just one of the perks of the job," he says.



### What we mean:

We act as custodians of our shareholders' interests. We always make the best use of the company's property, money and other resources. We keep them safe, and protected from misuse, harm or theft, and we never use them for personal gain or any fraudulent or improper purpose. This includes the company's information and its computer systems.

### We always:

- Take great care when spending the company's money or making financial commitments on its behalf.
- Ensure we protect confidential information and company computer systems.
- Willingly share our knowledge about good business practices and behaviours with our colleagues.

### We never:

- Manipulate, misrepresent, inaccurately record or abuse expenses, or claim sums not properly spent on company business.
- Use the company's property and resources for non-work related activities except to the extent permitted by our policies.

Does that make it OK?

## Confidential information

Disclosing confidential information can destroy its value, prejudice the company or third parties, and damage the trust people have in us

### Our principle

## We keep confidential information safe and make sure it never gets into the wrong hands.

**Confidential information** refers to any and all confidential and/or proprietary information or material belonging to or in the possession of any member of the Balfour Beatty Group. It may be oral, visual, in writing, or in any other form. It includes any information related to Balfour Beatty's (a) financial information, business plans, projections or strategies, property, business practices and relationships, processes, systems, or methods of operation, (b) specifications, pricing policies, marketing plans, costs or promotional activities, (c) customer, supplier or employee information or agreements, (d) technical information, or (e) inventions, innovations, improvements, know-how, trade secrets or other proprietary information.

You are working to meet a deadline on a sensitive project. You decide to take some highly confidential papers home with you to finish off. You accidentally leave them in your unlocked briefcase on the train.



### What we mean:

Any improper disclosure or misuse of confidential information about Balfour Beatty can have a huge impact on us. We must keep it safe, only share it internally on a "need to know" basis, and only disclose it to a third party on a confidential basis and with appropriate authorisation to do so. Confidential information belonging to customers or other third parties must be respected and protected in the same way.

### We always:

- Report any information we obtain that we think may be commercially sensitive.
- Ask our operational company legal or compliance contact if we have any doubts about use or disclosure of information.
- Report confidential information received in error and return it to its rightful owner.
- Make sure customers, suppliers and other third parties protect our confidential information.

### We never:

- Leave sensitive information lying around or unsecured, or otherwise fail to take great care of it.
- Divulge confidential information of or about a previous employer unless permitted to do so.
- Use insecure technologies and methods when exchanging confidential information.
- Discuss confidential information in a way that it can be overheard in public.

Surely nobody's going to be interested in them?



## Financial controls, records and reporting

Recording and reporting our business dealings accurately is a fundamental duty.

### Our principle

## We must all ensure our financial and other reports and records are complete and accurate.

**Think something may be wrong? Don't wait – report it** If you think something is wrong, or there's an irregularity in any company books, report or invoice, or a weakness in any of our accounting systems, always report it at once.

Even if it's unintentional, to keep or submit financial records, reports or invoices that are inaccurate, incomplete or misleading is against the law in many countries in which we operate. We do not permit it.

There's been a mix up at the client's end, and he asks you just to move a few things around and add a couple of items so all the books balance. Otherwise he's got to do loads of paperwork. There is no other benefit to either of you – it'll just save him so much effort.

Do you?

### What we mean:

Our books, records and financial reporting should accurately reflect the underlying transactions and represent the true state of the business. They are an essential part of doing business correctly, honestly and openly, and protect us, our customers, and those we work with. Many serious offences also involve falsifying or tampering with the books or failing to account for an activity properly. Some serious offences start out as attempts to cover up relatively minor offences. If your role involves the preparation and maintenance of accounting records of any kind, you must adhere to the guidelines set out in the *Group Finance Manual* or other applicable operating company guidelines.

### We always:

- Maintain and present financial records in accordance with the laws of each country we operate in.
- Comply with the Group's system of internal financial controls, and only process transactions in accordance with our delegated authority, or once specific approval has been received.
- Record transactions accurately in the proper accounting period supported by appropriately detailed evidence.
- Comply with any applicable document retention and disposal policy.

### We never:

- Record things in the wrong place or way, even if the customer wants us to.
- Fail to record any transaction or expenditure or record it in an ambiguous or misleading way.
- Destroy or alter any information or data that must be kept for litigation, an investigation, or other legal reasons.





## Company communications and disclosures

How we talk about ourselves plays a huge part in how much we are trusted.

### Our principle

## We disclose or communicate information about the company in a timely and accurate way, and we seek to inform and not mislead.

**Company communications** are any external messages from us or anyone we authorise about us or our business. They include press releases, communications with news media or journalists, promotional materials and advertisements, and other public statements.

**Disclosures** are statements submitted or published by us to shareholders, regulators, securities exchanges, the media and other third parties.

You believe firmly in freedom of speech and have written an email on your work computer in response to a political column in a newspaper article. You hesitate before you press "send", but you tell yourself that emails are not official company communications.

### No worries?



### What we mean:

How we talk about ourselves plays a huge part in how much we are trusted. We always communicate with integrity. Whether favourable or unfavourable to Balfour Beatty, the information we disclose is always timely, accurate, complete, truthful and reliable. We never seek to mislead. Sometimes it's possible to find yourself acting as a spokesperson when you didn't really mean to. You should never communicate on behalf of Balfour Beatty if you aren't authorised to do so. And remember that internal communications are one press of a button away from being external communications.

### We always:

- Ensure all company communications and disclosures have received prior internal approval, no matter what the medium. If in doubt, consult your corporate communications team.
- Take particular care about what we say at meetings or other public events.
- Watch out for situations in which we may be considered to be speaking on behalf of the company.
- Take care not to betray the company's interests when using social networking websites, blogs and chat-rooms and other electronic communications.

### We never:

- Respond to the media, regulators, government agencies or other external enquiries without express permission.
- Express our personal views in a way that might lead them to be interpreted as the company's views.
- Record things about people that we would be embarrassed to say to their face.
- Lose sight of the fact that we may one day have to explain to a court or read in the newspapers what we write in emails, text messages or other communications or documents.
- Say or write things that may embarrass Balfour Beatty's clients in any way or damage Balfour Beatty's relationship with them.

## Using company computer systems

Personal use is a privilege, not a right.

### Our principle

### **Company computer systems are for use at work. The company permits reasonable and appropriate personal use for non-work related purposes.**

**Company computer systems** are information and communication technology, systems and equipment that are owned or used by Balfour Beatty. They include:

- Desktop, laptop and handheld computers/devices, such as BlackBerries™.
- Servers and networks (including connections to public or external networks such as the internet).
- Storage devices such as memory sticks, memory cards, removable hard drives and CDs.
- Telephones (including mobile phones) and computerised office equipment (such as fax machines, printers and scanners).
- Information stored in and transmitted by these technologies, such as emails, voice mails, instant messages, electronic files, database entries and internet postings.
- The applications that use these technologies or process this information.

#### **What we mean:**

Our company computer systems and the information they contain are valuable assets. They mustn't be used for any improper purpose, or in any way that might affect their operation or integrity. Personal use is a privilege not a right, and must not be abused.

We should all assume that any information stored or communicated on company computer systems is company property. And we should all be aware that, subject to local law, the company reserves the right to monitor our emails and internet usage, whether work-related or personal.

#### **We always:**

- Follow all information security and acceptable use policies when using company computer systems for work-related or personal use.
- Take proper precautions to protect company computer systems against loss, damage or theft.

#### **We never:**

- Use company computer systems to access, obtain, create or distribute any material that's illegal or offensive, or that's been obtained illegally. This includes obscene, pornographic, sexist, racist, defamatory and abusive material or material that is in breach of copyright.
- Have any expectation of privacy when using company computer systems for personal or non-work related activities, unless local laws state otherwise.

You are browsing the web during your lunch hour. You go onto a website with some inappropriate content. But this is your personal time.



Does that make it OK?

## Protecting personal information

One act of thoughtlessness can undermine the trust people place in us to protect personal information.

### Our principle

## We respect and protect everyone's privacy and comply with data protection and privacy laws.

**Data protection and privacy laws** regulate the collection, storage, disposal, use and disclosure of personal information (such as names, addresses, dates of births, national insurance or social security numbers, job titles or photographs), which can identify a living person. Whilst there are international standards, laws do vary from country to country. Wherever we gather, hold and use personal information, we must always comply with that country's data protection laws, while also complying with Balfour Beatty's own standards and policies on protecting personal information.

You have moved around the industry quite a bit and kept a record of contacts, places they have worked, and often some family or other personal details (eg favourite food, previous jobs). When you moved to Balfour Beatty, you kept this information on your computer, because you thought it might come in handy. Your boss asks you for your list of contacts.

Isn't it mine to give?



### What we mean:

It can be easy to forget that the data and records we hold and use may contain personal information. We only collect, retain and use personal information required for our legitimate interests, or as permitted by data protection laws. Those with access to it must only use it in an authorised way. We take particular care with sensitive personal information, such as medical information. And we work to ensure appropriate standards of data protection are in place across all our businesses worldwide. If you're in any doubt about any aspect of this, always seek advice and approval from your data protection officer (if any) or another data protection and privacy expert. For more guidance, see your operating company's data protection or information security policies.

### We always:

- Protect personal information and keep it confidential and secure.
- Use it only in ways individuals would reasonably expect, and let them know what we intend to use it for and the people we may share it with.
- Make sure it's only shared with people who have a legitimate need to know, or with the consent of those whose information we hold.
- Promptly report any loss of personal information (for example, a laptop or memory stick containing a database of employee details).

### We never:

- Check references for job applicants without first obtaining consent.
- Use or support databases of "blacklisted" people or supply information to such databases.
- Transfer personal information outside its country of origin or give other markets access to it without ensuring that the transfer is permitted under the data protection laws.

# Glossary

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**Balfour Beatty, Balfour Beatty Group, the Group and the company** refer to Balfour Beatty plc and its consolidated entities.

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**Company computer systems** has the meaning given on page 50.

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**Electronic communications** include telephone, voicemail, email, electronic file transfer, instant messaging (electronic chat), electronic conferencing and electronic collaboration tools. They also include internet forums and tools such as web logs (internet diaries or blogs), social networking sites, wikis and virtual worlds.

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**Group Head Office** means the London head office of Balfour Beatty plc, the parent company of the Balfour Beatty Group.

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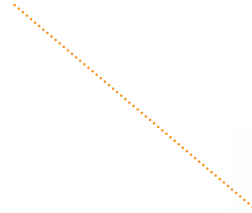
**Operating company MD** means the managing director (or, in the case of the US, President or Chief Executive Officer) at your operating company.

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**Public officials** include the following:

- Officers and employees of any national, regional, local or other governmental entity, including elected officials.
- Any private person acting temporarily in an official capacity for or on behalf of any such governmental entity (such as a consultant retained by a government agency).
- Officers and employees of companies in which a government owns an interest.
- Candidates for political office at any level.
- Political parties and their officials.
- Officers, employees or official representatives of public (quasi-governmental) international organisations, such as the World Bank, United Nations, International Monetary Fund, etc.

# We always do what is right.



For more information, including copies of policies and other documents referred to in this code, visit your intranet, consult your operating company legal or compliance contact, or email **[ethicsandcompliance@balfourbeatty.com](mailto:ethicsandcompliance@balfourbeatty.com)**. An electronic version of the code is available at [www.balfourbeatty.com](http://www.balfourbeatty.com) and includes links to some of the key documents and resources. Guidance on how to raise a concern or ask a question can be found on page 7 and at **[www.bbethicshelpline.com](http://www.bbethicshelpline.com)**.



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Hand on heart, you know  
when something isn't right.



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**Integrity | Teamwork | Excellence | Respect**