



Policy 102: Ethical Business Conduct

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Statement of policy

Building on a family heritage that spans over 100 years, Bechtel is committed to the highest global standard of ethical business conduct. This ethical standard is one of the company's most valuable assets and is a direct result of the conduct of its employees. The company will conduct all business transactions in a proper, fair, impartial, and ethical manner, avoiding even the appearance of impropriety. Bechtel will do business with clients and others who share our values and standards of conduct.

All Bechtel employees will observe and maintain high standards of ethical conduct in their relationships with clients, suppliers, subcontractors, communities, fellow employees, and others, wherever they work. Any action taken by Bechtel, or its employees, representatives, or agents must be fully justifiable and not raise questions as to the company's honesty, impartiality, or reputation, or otherwise cause embarrassment to the company. Bechtel employees must avoid any interest, relationship or outside activity that could affect the employee's objectivity in making decisions concerning his or her Bechtel duties and responsibilities. These global standards of conduct also apply to members of the board of directors, agents, consultants, contract personnel, licensors, and others, when they are representing or acting for, or on behalf of, Bechtel.

All Bechtel entities and affiliates, and their employees worldwide, will act in full compliance with all applicable laws and regulations of the United States, as well as those applicable in other countries where a Bechtel entity conducts business, except where compliance with local country law would violate U.S. law. Conduct that is prohibited under Bechtel policy or does not comply with laws and regulations may not be accomplished on Bechtel's behalf by anyone outside the company.

Bechtel will maintain an ethics and compliance program to communicate its commitment to uncompromising integrity in accordance with the corporate values, and to ensure compliance with all applicable laws, rules, and regulations. This program will inform employees world-wide of Bechtel policies and management instructions concerning ethical business conduct and help them to resolve questions and report suspected violations. The reporting process will provide a confidential means of communication separate from line management. Retaliation against employees who come forward to raise concerns will not be tolerated.

The Bechtel ethics and compliance program will include an education and awareness program to provide employees with job-specific compliance training and to raise their level of awareness and sensitivity to key issues. Bechtel will publish its Code of Conduct booklet in a variety of languages to enhance accessibility for its global population. All employees are required to participate in ethics awareness workshops annually and to complete compliance training as assigned.

This policy, the Bechtel Code of Conduct booklet, and related policies and management instructions, constitute the Bechtel standards of conduct. Failure to comply with these standards may result in discipline, including termination.

Responsibilities

Chief Ethics and Compliance Officer

- Manages and maintains the Bechtel ethics and compliance program.
- Ensures that appropriate policies, management instructions, and procedures are in place to help employees comply with Bechtel's expectations for ethical business conduct.

- Ensures the existence of an ethics and compliance education and awareness program in appropriate subject areas in order to provide employees with job-specific compliance training and raise their level of awareness and sensitivity to key issues.
- Provides final and dispositive interpretation of the Bechtel standards of conduct to resolve employee questions and confidential inquiries.
- Represents Bechtel's ethics and compliance program outside the company through outreach to external stakeholders.
- Delegates to a network of business-based ethics and compliance officers as appropriate.

All Bechtel Employees

- Comply with the Bechtel standards of conduct and, in so doing, reject any plan, transaction or arrangement involving unlawful or unethical conduct or the appearance of impropriety.
- Participate in ethics awareness workshops annually and complete compliance training as assigned.
- Raise questions if the employee is concerned that the standards of conduct are not being met.
- Avoid any arrangement, agreement, investment, employment, relationship, or activity which is or appears to be contrary to the best interests of Bechtel or its clients or might in any way impair the objective performance of duties or the exercise of independent judgment or action with respect to Bechtel or its clients' interests.
- Seek guidance from the employee's supervisor or other management, business organization ethics and compliance officer, Human Resources, the Legal Department, or the Ethics HelpLine if the employee has questions or concerns about compliance with the Bechtel standards of conduct.
- Inform the employee's supervisor or other management, organization ethics and compliance officer, or the Ethics HelpLine if the employee is aware of any incidents or situations concerning potential unethical conduct or conflicts of interest.

Bechtel Supervisors and Managers

- Ensure that employees understand and comply with this policy.
- Support implementation of the ethics and compliance program and monitor compliance with the company's standards of conduct.
- Ensure that employees participate in ethics awareness workshops annually and complete compliance training as assigned.
- Create an open and honest environment in which employees feel comfortable in bringing issues forward.
- Advise others within the organization if employees raise standards of conduct concerns to assure that any ethics and compliance issues and incidents are brought to the attention of responsible management.

Bechtel GBUs, Corporate Functions and Services, and other Business Organizations

- Ensure that each new employee (excluding field manual employees) acknowledges having read this policy and Bechtel's Code of Conduct booklet.
- Notify the appropriate Bechtel counsel and the Chief Ethics and Compliance Officer whenever there is reason to believe this policy may have been violated. Consult the Legal Department whenever there is any question as to the legal implication or consequence of a given course of action.
- Provide a prompt report whenever Bechtel knows or is informed by a reliable source that a client, supplier, subcontractor or other participant (including a Bechtel employee) in a Bechtel project is acting illegally or unethically.
- Implement and reinforce the importance of the ethics and compliance program.

Implementation

If there is uncertainty about these standards or guidelines, or if a situation involves unusual or special circumstances, these matters should be submitted to responsible management within the organization for interpretation in consultation with the Chief Ethics and Compliance Officer.

The Chief Ethics and Compliance Officer is responsible for providing policy guidance and issuing management instructions to assist employees in complying with Bechtel's expectations for ethical business conduct. Internal Audit, Legal, and other Bechtel organizations may also issue Management Instructions necessary to implement this policy. The Bechtel organizations may, at their discretion, implement this policy.