



**Implenia**

**HOW  
WE WORK**

**OUR CODE OF  
CONDUCT**

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# A MESSAGE FROM JENS

Dear Colleagues,

Integrity is one of our four corporate values that we live by in our daily lives, as well as being a central component of our corporate culture – and, in addition, the key to our business success.

The guideline **HOW WE WORK: OUR CODE OF CONDUCT** is our written commitment to proper, lawful and ethical business practices. Our 'Code' is part of every employment contract and I ask you to read it carefully and always follow it in your daily work. It provides us with important guidelines for dealing with colleagues and business partners, helps us to act correctly and make the right decisions, and shows us how to report concerns or possible violations.

Let us stand up for our values together and ensure that we maintain the good reputation and success of Implenla by acting with integrity.

Thank you for your support and commitment.

Kind regards,

**Jens Vollmar**  
CEO

**«LET'S STAND UP FOR OUR VALUES TOGETHER AND ENSURE THAT WE MAINTAIN THE GOOD REPUTATION AND SUCCESS OF IMPLENLA BY ACTING WITH INTEGRITY.»**

# 1

## WHAT WE STAND FOR

### OUR VALUES



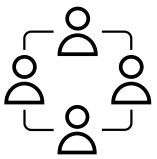
#### PERFORMANCE

We apply a results-driven, commercially focused mindset and take personal ownership to deliver maximum value, guided by our clients' needs and what is best for Implenia.



#### EXCELLENCE

We take pride in excellence – setting ambitious standards, continuously improving how we work and proactively managing risks and opportunities to deliver high-quality results we stand behind.



#### COLLABORATION

We operate as one team, aligning individual goals with shared outcomes and collaborating openly to manage risk, improve performance and deliver success together.



#### INTEGRITY

We act with integrity in everything we do – speaking up early, acting honestly and fairly, and engaging with colleagues and clients transparently and respectfully.

# OUR COMMITMENT

We conduct business ethically and professionally, and we always follow applicable laws, our Code, our values and our internal policies, directives and instructions (Internal Rules). Our Code is a tool to assist us in answering questions and making decisions, and we all should take time to read and understand it.


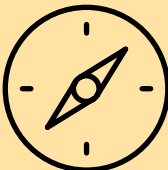


## WE DO



- We read our Code and Internal Rules available in our Implenia Management System, which is our primary source, and take part in training courses.
- We speak up when we have questions or when we become aware of potential violations of applicable laws, our Code or our Internal Rules.
- We act in a manner consistent with our company values.
- We cooperate fully when asked to participate in an investigation or audit.



Our Code cannot cover every topic, so if you are unsure whether your conduct complies with the principles of applicable laws, our Code or our Internal Rules, as a first step you should ask yourself the following questions:

 <p>IS MY ACTION LEGAL?</p>	 <p>IS IT CONSISTENT WITH OUR COMPANY VALUES?</p>	 <p>DOES IT COMPLY WITH OUR CODE AND INTERNAL RULES?</p>	 <p>WOULD MY PARENTS FIND MY BEHAVIOUR OK IF THEY READ ABOUT IT IN A NEWSPAPER?</p>
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IF YOUR ANSWER TO ANY OF THESE QUESTIONS IS “NO,” DON’T DO IT AND SEEK GUIDANCE ON HOW TO PROCEED IF YOU HAVE ANY QUESTIONS.



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OUR INTEGRITY



# PROTECTING COMPANY INTERESTS

## HOW DO WE REMAIN LOYAL?

We always make business decisions objectively and fairly in the best interests of Implenía, and we do not allow our personal interests to prevent (or even appear to prevent) us from doing so.

## WE DO

- We understand that the mere appearance of a conflict of interest can be damaging.
- We disclose any potential conflicts of interests to our supervisor and to [Compliance](#).
- We obtain prior written approval from our HR Business Partner before seeking secondary employment and comply with our Group Table of Responsibilities when considering the acceptance of an external mandate (e.g. executive management, board of directors, board of trustees).



## WE DON'T

- We do not take any ownership stake in a competitor or a third party that does business with Implenía.
- We do not supervise family members nor do we participate in their hiring.
- We do not seek business opportunities discovered through our role at Implenía that could interfere with Implenía's opportunities or our duties.



**MORE INFORMATION:** Group Table of Responsibilities, Country-Specific Directives/ Documents Regarding General Terms and Conditions of Employment, Compliance Quick Guide Conflict of Interest

# GIVE AND TAKE



## HOW DO WE HANDLE GIFTS AND INVITATIONS?

We avoid even the appearance of corruption and bribery and exchange gifts only when they are appropriate and are not meant to unduly influence decision-making. We make sure that all gifts comply with applicable value limits and are properly approved as per our [Global Integrity Directive](#). Gifts can include services, loans, travel, promises, favours – anything of value.

### WE DO



- We review each gift and invitation and assess the frequency and timing of gifts we receive from the same supplier/partner, the value of the gift and the potential intent of the gift giver.
- We make sure that any gift or invitation we provide to a third party complies with their internal rules.
- We exercise caution when a government official is involved.
- We seek the required approval when considering sponsorship of or contributions to any organisation or individual.
- We report to [Compliance](#) any third party's attempt to improperly influence us.

### WE DON'T



- We do not accept gifts or invitations if the third party expects to either receive benefits of any kind or improperly influence our decision-making.
- We do not accept gifts and invitations from external business partners at our home address.
- We do not make facilitation payments, or small payments meant to facilitate routine government actions, such as issuing permits.
- We do not exchange cash or cash equivalents such as gift cards with third parties.

## QUESTION

I am working on a project with a government-owned railway company, and an engineer who works for the railway company asks to travel to Implenía's headquarters for discussions. Should Implenía pay for the travel?

## ANSWER

No. Employees of government-owned or -controlled organisations can be considered government officials, and any gifts made to such officials must be pre-approved as discussed in our [Global Integrity Directive](#).





# FAIR PLAY IN THE MARKET

## HOW DO WE BEHAVE FAIRLY?

We stand up for free, fair and effective competition, and we refrain from taking measures that restrict it or distort the market. When interacting with third parties, particularly customers and competitors, we neither discuss any agreements nor enter into any conversations about prices, quantities, territories or markets that restrict or distort the market.



## QUESTION

I am attending an industry meeting and sitting next to a competitor who is discussing his organisation's pricing strategy. I am not discussing any information about Implenla, so is this OK?

## ANSWER

No. Discussion of any competition-related information about any organisation is problematic and requires you to withdraw from the conversation and report the interaction to [Compliance](#) immediately.

## WE DO



- We familiarise ourselves with the justifications for setting up a joint venture, following due process and properly documenting our reasons when setting up or joining one.
- We always check the agenda prior to attending association meetings, conferences or meetings with competitors. Where competition-related topics are on the agenda, we request their removal or do not attend the meeting.
- We distance ourselves from any improper behaviour of competitors or suppliers, such as attempts to make informal agreements on prices or other terms.

## WE DON'T



- We do not talk about our business strategies unless they are public knowledge, and we never use terms that imply restricting free trade, like "monopoly" or "monopolist."
- We do not influence the pricing policies of third parties, nor do we threaten third parties with exclusion from future tenders.





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OUR COMMITMENT  
TO OUR ENVIRONMENT



# THINKING ABOUT TOMORROW TODAY

## HOW CAN WE ACT SUSTAINABLY?

We pursue sustainable approaches, including making workplace decisions that reduce negative impacts on the climate and the environment and advocating for future-proof building standards. We consider sustainability/environmental aspects along the entire value chain when purchasing (e.g. closing material cycles and using recycled or recyclable products or products made from renewable raw materials), and we correct obvious misstatements that could lead to pollution or non-compliance with environmental laws. We support innovation and invest in sustainable new products and solutions. We never simply accept unsustainable practices but instead take action to combat and resolve them.

### WE DO



- We are all role models! We act sustainably in all workplace decisions.
- We know our [Sustainability Goals](#) and work towards achieving them, and we comply with all applicable environmental laws, regulations, standards and sustainability targets, while implementing an effective system to identify and eliminate environmental threats.
- We immediately report environmental incidents to the appropriate supervisor and the Sustainability/Safety specialist who has to make a report in accordance with our [Incident Management Directive](#).
- We use equipment and machinery efficiently and switch them off when not in use.
- We take measures to prevent pollution and to reduce our carbon dioxide emissions and our consumption of energy and resources.

### WE DON'T



- We do not generate avoidable waste. We recycle unavoidable waste whenever possible and dispose of the rest properly.
- We do not ignore environmental impacts and instead seek to address and limit their causes.
- We do not accept behaviour that could lead to pollution or non-compliance with environmental laws.
- We do not shy away from the potentially higher investment costs of a new product or solution. Instead, we think in life cycles and consider whether the life-cycle savings could be greater than the additional investment costs.





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**OUR ASSETS,  
KNOWLEDGE AND  
RESOURCES**

# SHH!

## HOW CAN WE KEEP SECRET THINGS SECRET?

We keep secret the confidential information belonging to Implenía, our customers and our suppliers, and we never make use of inside information. We don't disclose confidential information to third parties, including our family and friends, except when a non-disclosure agreement is in force and the Legal & Compliance Department approves of the disclosure. We neither use or share information that may affect the market price of Implenía shares or any other company's securities, nor do we use or share inside information for the purpose of trading any securities.



### QUESTION

My cousin works for an organisation that Implenía is going to acquire. I assume she also knows about the acquisition even though the information is confidential and not yet public, so is it OK to talk with her about it?

### ANSWER

No. We keep confidential, non-public information secret from everyone, even those closest to us.

### WE DO

- We protect our confidential information and trade secrets from unauthorised disclosure and misuse, even after we leave Implenía.
- We stay aware of where we are, who is around us and what they might see or overhear.
- We use social media responsibly and follow our [Social Media Usage Directive](#).



### WE DON'T

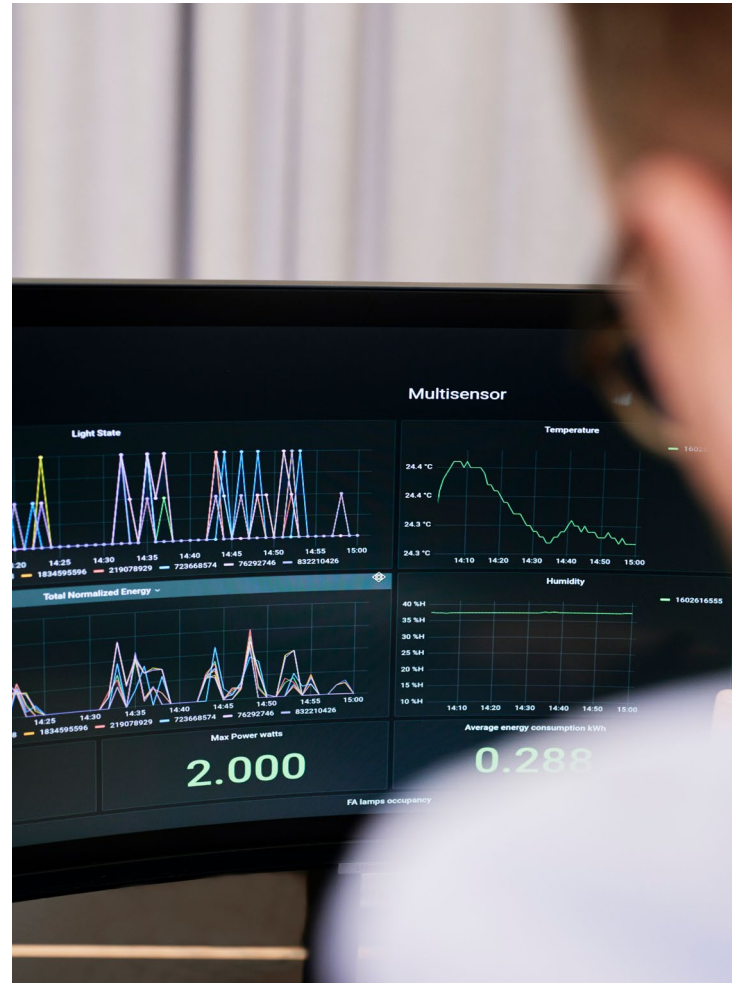
- We do not speak on behalf of Implenía to the media or any third party, and we contact [Marketing/Communications](#) if we receive a request from a journalist.
- We do not disclose confidential information to others within our organisation who are not entitled to it.



# CAREFUL USE OF COMPANY PROPERTY

## HOW DO WE USE AND PROTECT OUR RESOURCES, DATA AND ASSETS?

We are committed to protecting Implenia's resources and assets from damage, misuse, waste, improper disposal or theft, and we use company resources only for the purposes for which they are intended. We are all responsible for the timely, accurate and complete keeping of company data, meaning we make sure we never lose, damage, falsify or misuse. All company resources and assets, such as physical assets, documents, knowledge and intellectual property, belong to Implenia. If we need to dispose of our resources or assets, we must do so in accordance with our Internal Rules and only if we are authorised to do so.



### WE DO



- We always use assets according to our [IT Acceptable Usage Policy Directive](#).
- We respect and protect our intellectual property and that of third parties in accordance with the terms of all applicable contracts and never use software that has been illegally copied or purchased.
- We maintain timely, accurate and complete records of our data, information and documents that we have created or for which we are responsible (such as annual reports, project or tender documents, expense claims or emails).
- We keep all business records and data safe, follow all of Implenia's data security procedures and comply with any records management and document retention procedures.
- We always check our Table of Responsibilities and [Rules and Regulations on Signing Authority](#) and comply with them before signing contracts, checking invoices etc.

### WE DON'T



- We do not use our computer systems, company email accounts and the internet inappropriately, and we only grant access to IT tools when they are necessary to perform work tasks.
- We do not share our credentials (i.e. user name, password) with colleagues or any third parties.
- We do not lend, transfer, sell or donate company assets to third parties without proper authorisation.
- We do not use systems, (including company emails) in an abusive, disruptive or otherwise harmful manner. This includes creating, displaying, saving or sending pornographic images or racist or discriminatory content.



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OUR WORKING  
ENVIRONMENT



# ALL EQUALLY DIFFERENT

## HOW DO WE TREAT EACH OTHER?

We maintain a safe, equitable, inclusive and diverse workplace where everyone can feel comfortable and is treated politely and respectfully and where differences are welcomed and leveraged to achieve better business results. We should avoid statements or actions that offend or hurt others, including any unpleasant or derogatory remarks or actions based on ethnic origin, skin colour, nationality, race, political and religious opinions, beliefs, gender, gender identity, sexual orientation, age, culture, disability, disease or family situation, as well as memberships or non-memberships in a labour union and labour union activity. We don't tolerate discrimination or harassment in the workplace. This applies in particular to sexual harassment, which includes verbal comments, gestures, remarks or touching of a sexual nature. We do not look away, we take action.

## WE DO

- We speak up and report harassing or discriminatory behaviour to our supervisor, HR or [Compliance](#).
- We are all role models, and we treat others tactfully, politely, respectfully and equally well.
- We adhere to basic labour and human rights contained in international conventions, programmes and standards, such as the United Nations Universal Declaration of Human Rights. In particular, we grant fair wages, freedom of association and do not tolerate child and forced labour.



## WE DON'T

- We do not engage in harassing activities, including issuing verbal, non-verbal and written slights, humiliation, insults or threats, nor do we participate in any social exclusion or the ostracism or deliberate and persistent persecution of a person.





# SAFETY FIRST

## HOW DO WE STAY HEALTHY AND SAFE?

We care about and take responsibility for our own health and safety and the health and safety of others. We seek to eliminate hazards and reduce risks in order to avoid illnesses and injuries. We have a systematic approach to identify hazards and appropriately manage risks within each unit, project and joint venture.



### QUESTION

I am working with equipment that has a broken safety mechanism. Replacing or repairing the equipment will put our team behind the project schedule. Should I continue to use the equipment?

### ANSWER

No. We do not compromise on safety. While we pride ourselves on delivering on time, safety always comes first, and the equipment must be repaired or replaced before you continue using it.

### WE DO



- We make ourselves aware of health and safety risks and eliminate or reduce them before we start working.
- We promote a Health & Safety culture by acting consistently in a responsible and exemplary manner.
- We report to our immediate supervisor or safety representative if safety or health at work is compromised in any way, including all incidents, even if near-misses.
- We follow our [Safety Rules](#), and we say “stop” in unsafe or non-compliant situations.

### WE DON'T



- We do not work under the influence of alcohol or other substances, and we do not organise an event where alcohol will be consumed after work on our premises without prior proper approval.



# PRIVACY

## HOW DO WE RESPECT EACH OTHER'S PRIVACY?

We keep personal information confidential and comply with applicable laws and our privacy principles. We securely collect, store, host, process, transmit and use personal data; we make sure we collect and use data only when we have a legal basis, when it is necessary and when it is for a specific business need; and we provide it only to authorised persons. We don't share personal data outside our organisation unless required by law, when using a third party to collect or when we have obtained consent to do so from the individual concerned. When using third parties to collect, host, use or process personal data in any other way, we ensure that they process personal data only as we are permitted to do so, including by signing a data processing/sharing agreement and complying with our privacy principles.

### WE DO

- We respect our colleagues' privacy rights.
- We comply with the data protection principles outlined in our [Global Data Protection Directive](#).



### WE DON'T

- We do not collect "sensitive" personal information (especially regarding biometric data, such as facial or veins scans, or health status, ethnic origin, sexual orientation, political views or religion) without contacting our [Data Protection Team](#) for guidance.
- We do not provide access to personal data to any unauthorised persons within our organisation. Sharing such data is on a strict "need-to-know" basis.





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USING OUR CODE

# WE STAND UP FOR WHAT IS RIGHT

Only with our collective support can we have a successful compliance culture that enables our business to thrive.

## SPEAK UP! ASK QUESTIONS!



### Who can make a report or ask a question?

Implenia promotes a culture that encourages everyone to speak out freely. Any person, whether an employee or not, can make a good faith [report](#) of a potential case of misconduct. Such a report can also be made anonymously.



### What happens when a potential case of misconduct is reported to Compliance?

Any suspected violations of this Code, other Internal Rules or applicable laws will be thoroughly investigated by Compliance. In the event of confirmed misconduct, the relevant decision-making body may impose sanctions.



### What happens to the whistleblower?

Implenia does not tolerate retaliation against those who make good faith reports based on credible concerns. Anyone who knows of – or suspects – a violation of our Code, Internal Rules or laws should feel safe to report it.



## ADOPTING FURTHER RULES

In addition to the principles explained in this Code, our Internal Rules contain further rules of conduct that must be observed by employees. Deviating country-specific regulations and applicable law take precedence over the general principles of this Code.

## CONTACTS

- Group: [compliance@implenia.com](mailto:compliance@implenia.com)
- Local: Country Compliance Officer as per contact details available on [Intranet](#)



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