

The Multi Service Group.



Principles of Conduct

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The Vision Statement of Bilfinger Berger defines the core culture and values of the Company. It presents a general framework for implementation of the Company's business activities, both internal and external. It provides clear guidance and direction to employees, and it outlines common objectives which are to be achieved in business for the good of the Company, its employees, shareholders and business partners. It is required that the pursuit of these objectives must be attained through a consistent application of ethical principles, legal regulations and general standards of behavior (compliance). These are deemed essential for the long-term success of the Company. It is required that every employee of Bilfinger Berger will at all times act in accordance with relevant and applicable laws and regulations. Failure to comply with these basic requirements will not be tolerated.

The understanding and application of basic values and behavioral standards applies both to management and to all employees of the Bilfinger Berger Group. It is also expected that the business partners of the Company will act in accordance with these core values. Increasingly strong public awareness of compliance dictates that any infringements by an operating unit of the Company will endanger both the image and the business relationships of Bilfinger Berger.

Consistent and effective compliance is of fundamental importance for the Company and its future. In this regard, the following principles of conduct are applicable to the Company and in the execution of its business.

1. Counteracting Corruption

The Company strongly opposes the criminal exertion of influence (in any form whatsoever) upon the decisions of its clients and other business partners:

- Corruption occurs in many forms (including gifts of money or other items, inappropriate invitations, donations, consulting contracts, etc.).
- Corruption can cause tremendous damage to the Company, and directly endangers the financial future of every employee.
- Corruption is a criminal activity. Those who engage in corruption endanger the financial existence of the Company and are liable to personal prosecution.

2. Counteracting Corruptibility, Self-Serving Practices and Waste in the Company

The Company stands against any personal enrichment at the direct expense of the Company, and will act against wasteful or inappropriate use of Company assets for personal gain:

- Corruptibility of employees causes harm to the Company and its clients. It also damages the reputation of the Company, thereby endangering its future.
- Any individual who allows themselves to be corrupted, is engaging in a criminal activity. Corruption will lead to termination of employment for the offender. It may also lead to criminal prosecution.
- Company assets are intended to serve the well-being of the entire Company. They are to be protected from abuse and waste.

3. Counteracting Bid Rigging

The Company will not tolerate participation in bid rigging:

- Bid rigging prevents competition based on performance and helps weaker competitors.
- Agreements which influence competition are forbidden (ban on cartels). Those involved face criminal prosecution and severe penalties.
- Bid rigging damages the image of the Company, leads to heavy financial penalties and likely exclusion from public and private contracts. This endangers the assets of the Company and risks the secure future of its employees.

4. Counteracting Illegal Employment

The Company opposes illegal employment of any kind:

- The Company requires full adherence to legal regulations regarding the employment of its own and external personnel. Cases of illegal employment endanger the reputation and future business of the Company and its employees.
- The Company is fully committed to ensuring that its sub-contractors' employees are also treated with fairness, based on contracts that comply with legal requirements (including remuneration).
- The Company will undertake systematic controls of its sub-contractors and their employees to ensure that that legal requirements are being met and to prevent the employment of persons not in possession of valid residence and/or work permits.

5. Interpersonal Behavior in the Company

All employees of the Company are required to demonstrate the principles of respect, fairness and loyalty in their work with the Company. These expectations include,

- respect for the personality of each individual employee and rejection of discrimination in any form.
- utilising respect as the basis for every employee to perform to their maximum potential.
- the demonstration of loyalty from and between employees as a core factor in the Company's business success.
- appreciation for all employees as a sign of tolerance and openness, and as a practical necessity for the Company to succeed as an international company.

6. Dealing with Confidential Information

Confidential information may not be used for personal gain:

- The intellectual property of the Company can provide a competitive advantage and must be protected accordingly. No employee may use knowledge of internal Company data, procedures or plans for their own benefit or for the benefit of third parties, nor may such knowledge or information be passed on without prior written authorization of the Company.
- Individuals using insider knowledge for personal financial gain or making confidential information accessible to unauthorized third parties are committing a criminal activity and may be liable to prosecution.

7. Donations

Donations may be made only in accordance with the Company's formal procedures. Donations to politicians, political parties and political organizations require the prior approval of the Group Executive Board:

- The Company only supports donations to organizations which pursue appropriate objectives.
- The Company does not make donations to influence decisions in its favor.