

## ABOUT THE CODE

### **Why Does IBT Have a Code of Conduct?**

IBT's success depends on our reputation, performance, and how we interact with our stakeholders whether they are employees, customers, suppliers, competitors, governments, or communities. This code addresses the professional, ethical, financial, legal, and social values of IBT and represents IBT's commitments to our stakeholders.

### **What is IBT's Code of Conduct?**

IBT's Code is the centerpiece of IBT's commitment to conducting our business ethically and legally everywhere we operate. The Code provides you with a guide to recognizing and resolving ethics and compliance issues that may arise in your daily work. It provides both general information and practical advice about the behavioral expectations of IBT employees - both on and off the job.

### **To Whom Does the Code Apply?**

Every employee, officer, and director of IBT and all of its subsidiaries and affiliates is expected to read, understand, and abide by the Code. References in the Code to 'employees' cover all employees, officers, and, where applicable, directors. Further, IBT will only work with suppliers, subcontractors, consultants, agents, and other counter-parties who agree to adhere to the standards set forth in this Code.

### **What Am I Responsible for Under the Code?**

As an IBT employee, you are required to:

- Read, understand, and abide by this Code.
- Participate in all required compliance trainings.
- Understand and follow the laws and regulations that apply to your job.
- Seek guidance from your supervisor if you are uncertain about how to act in a particular situation or if you suspect that another employee is not complying with this Code.
- Report any suspected violations of the law or this Code to your supervisor.

### **What Should I Do If the Code Doesn't Address My Particular Situation?**

If the Code does not address your particular situation, ask yourself the following questions prior to taking action. If these questions don't provide a clear answer to you, always ask your supervisor before acting.

- Would my action comply with the spirit and purpose of IBT's policies?
- Would I feel comfortable about doing this, or would it violate my personal standard of conduct?
- Is this action honest in all respects?
- How might this action affect others?
- Would this action embarrass me if it became known to my customers, co-workers, professional colleagues, family, or friends?
- Have I fully explored all aspects of the issue? What additional advice or information might be useful?
- Would this set a good example for any employees whom I supervise?
- Does this feel like the right thing to do?

### **Revisions and Updates to the Code**

This Code may occasionally be updated or amended to reflect changes in laws and company policies and practices. Updates will be announced and made available to IBT employees.

## STANDARDS OF OUR PROFESSION

### **Professionalism and General Expectations**

All IBT employees must be aware of, and adhere to, applicable professional standards of conduct. These standards include:

- Complying with all applicable health and safety standards.
- Performing services only in areas of competence.
- Acting professionally and with dignity with colleagues and customers.
- Avoiding improper solicitation of professional assignments.
- Cooperating fully with IBT's requests.
- Participating in all required trainings to be sure that you are able to comply with this Code and all applicable laws.
- Avoiding any misrepresentation of yourself or of IBT to anyone.

### **Compliance with Applicable Laws**

IBT requires employees to abide by all applicable laws, rules, and regulations. The Code does not provide an exhaustive discussion of applicable laws; however IBT expects its employees to know the laws that apply to them and comply with those laws in their entirety. This includes, but is not limited to, laws regarding the environment, workplace safety, and fair competition. Any actual or potential violation of any law, rule, regulation, or policy by an IBT employee must be reported immediately.

### **Common Questions:**

Q: What does it mean to conduct all IBT business fairly and ethically?

A: All IBT employees are expected to treat customers, competitors, suppliers, and fellow employees with respect and fairness. This means that IBT employees may not take unfair advantage of anyone through concealment, dishonesty, manipulation, misrepresentation, abuse of proprietary information, or any other unfair or unethical business practice.

Q: If I see something but am not sure whether it violates the Code, must I report that behavior?

- A: Yes. IBT cannot determine whether there was an actual violation unless the company knows of the behavior. IBT will not tolerate any retaliation for good-faith reports of suspected violations, so retaliation concerns should not deter you from reporting suspected violations.

## **SAFE AND PRODUCTIVE WORKPLACE**

### **Diversity and Fairness**

As explained in the previous section, IBT employees are expected to act ethically and in compliance with all IBT policies and applicable laws. In today's fast-paced environment this means that employees should think and act globally. IBT, as a whole, commits to doing this by attracting a diverse and varied workforce that generates innovation and promotes tolerance and inclusion.

The laws in many countries that promote the fair treatment of workers – especially women and minorities – vary considerably. As a result, IBT adheres to global standards so that IBT employees across the globe are treated with dignity, respect, and fairness.

IBT does not participate in, nor will we tolerate the use of forced labour in any of its forms, including but not limited to child labour, slavery or human trafficking in any of our global operations. We do not support the exploitation of children and expect any vendors or contractors whom we do business with to uphold the same standards.

Employment decisions, such as hiring, promotion, pay termination, training opportunities, and job assignments should always be based on qualifications, experience, competence, and performance. No employment decision may be made on a person's protected characteristics, which may include:

- Gender
- Color
- National origin
- Pregnancy
- Disability
- Other protected characteristics such as affiliations, associations, or beliefs
- Race
- Religion
- Marital status
- Age
- Veteran status
- Sexual orientation

### **Expected Behavior**

- You must maintain a work environment that promotes respect for all employees and for the human rights of employees, suppliers, customers, other counter-parties, and community neighbors.
- You are expected to work productively with employees, customers, suppliers, and contractors to leverage the talents, skills, and experiences of everyone to maximize innovation, productivity, and success.

- You may never engage in inappropriate sexual banter or make inappropriate sexual advances to employees or others in the workplace.
- When acting as an IBT employee, you may never participate in any sexually-oriented or explicit entertainment, or any entertainment that otherwise violates IBT's commitment to mutual respect.
- You may never engaged or participate in any business relation that violate IBT Human Right's Standards specially focused to any forms of Forced Labour.
- Do not tell distasteful, stereotypical, or offensive jokes.
- You may never use derogatory references to any age, race, gender, religion, ethnic group, sexual orientation, or disability.
- You may never use company e-mail to send any inappropriate material including, but not limited to, sexually suggestive comments, jokes, or pictures or any material that is, or could be, offensive based on age, race, gender, religion, ethnic group, sexual orientation, or disability.
- You must avoid bias or favoritism towards anyone.

### **Common Questions:**

Q: How Does IBT benefit from diversity?

A: When IBT's workforce includes individuals from a range of backgrounds and experiences, we maintain our competitive edge by benefitting from a variety of ideas and thoughts. This also allows IBT to better understand our diverse and global customers.

Q: I am working on a project in a country where certain ethnic groups are not protected by law from discrimination, harassment, and unfair treatment. How should I treat the unprotected groups in this country?

A: All IBT employees must not discriminate against anyone based on criteria unrelated to work performance. This standard does not depend on any external factors such as the laws of the particular jurisdiction, peer pressure, your own biases, or any other factor. All employees in your country will be treated fairly and with utmost respect, regardless of ethnic group or any other non work-performance related characteristics.

### **Health and Safety**

Safety is IBT's highest priority. Providing a safe and secure workplace not only ensures employees' physical and mental comfort, but also gives IBT a competitive advantage – in

attracting the best applicants. Thus, IBT conducts all business with the utmost care for the health and safety of its employees, suppliers, customers, and other counter-parties as well as the members of the communities where we work. We are committed to achieving and sustaining “zero accidents” performance and to working with all appropriate stakeholders to improve safety and health effectiveness throughout our entire industry.

To ensure this standard, IBT adheres to strict policies regarding drugs, alcohol, and violence in the workplace. Use of illegal drugs is forbidden at all times at all IBT facilities. Alcohol may only be served at company events in accordance with that office’s local practices. Personal weapons, such as guns and tools that could harm others, may never be brought into the workplace. Violence, threats of violence, harassment, threatening remarks or gestures, or other disruptive behaviors are forbidden in the workplace.

Safety regulations vary in different countries and states. IBT has set global standards for all of its employees. These policies, in turn, are used to create local safety policies and procedures that are consistent with both local regulation and IBT’s global approach. Every IBT employee is required to know and follow local and IBT safety policies.

### **Expected Behavior**

- You are expected to perform all work with a commitment to eliminating or mitigating environmental, health, and safety hazards.
- You must conduct all activities in a way that protects IBT’s employees, suppliers, customers, other counter-parties, and also respects the rights of neighbors to community safety and security.
- You must refrain from using illegal drugs or alcohol at the workplace and from being under the influence of alcohol or drugs while on the job.
- You must refrain from engaging in any kind of violence at the workplace.
- You should communicate to others in your work area all lessons learned regarding environmental, safety, or health incidents, new technologies, and changes in laws and regulations.
- You must immediately notify your supervisor of any serious or potentially serious, health or safety incidents, concerns, or threats.

### **Common Questions:**

Q: I work with a customer who has been overly flirtatious and has even asked to come to my hotel room on multiple occasions. I don’t want to upset the customer by saying no but I also do not want to heed the customer’s wishes. What should I do?

- A: You should calmly and professionally explain to the customer that you want to keep the relationship purely professional and that the customer's advances make you uncomfortable. You should also let your supervisor know about the customer's behavior to alert him or her to the possibility that this customer could be treating others similarly. If the customer does not cease making inappropriate advances, then you should immediately contact your supervisor.
- Q: How do I find out about the safety, health, and environmental laws and regulations in my areas?
- A: All IBT projects should maintain environmental, safety and health plans. These plans should list all safety, health, and environmental standards, regulations, and laws relevant to that project. These plans should also list potential hazards of the projects and ways to mitigate those hazards. Finally, the plans should also list the site personnel's responsibilities regarding environmental, safety, and health requirements.

## **HONESTY AND CARE**

### **Accurate Recording and Information Reporting**

IBT maintains a system of internal accounting controls. All IBT employees must use utmost care to accurately record, in reasonable detail, all transactions and disposition of assets. Therefore, the reporting of business information, whether computerized, written, or otherwise, must be accurate, honest, and timely. This includes not only financial information but also IBT records, including, but not limited to, timesheets, inspection reports, plans and specifications, expense reports, vouchers, customer billings, other bills, payroll and benefits records, regulatory data, performance evaluations, and any and all other essential IBT information or information provided to customers or other counter-parties. The omission of necessary information can make IBT's books and records inaccurate. The accuracy of all of IBT's records is essential to the operation of our business. IBT's books and records must reflect all transactions in a way that permits the preparation of financial statements in conformity with generally acceptable accounting practices and other criteria applicable to such statements.

#### **Expected Behavior**

- You are required to pay attention to detail to ensure that records are accurate.
- You may not mislead or misinform others by supplying inaccurate information in any IBT document.
- Do not be pressured to inaccurately report data for fear of reporting "bad news." At IBT we recognize that, at times, there will be less-than-favorable information to report.

### **Proper Use of Confidential and Proprietary Information**

IBT uses and manages information in its projects everyday. We often deal with confidential and proprietary data belonging to employees, suppliers, customers, and other counter-parties. We must protect and respect our own and others' data with utmost care.

#### **Expected Behavior**

- Use confidential and proprietary information only for its intended business purpose.
- Do not disclose confidential and proprietary information outside of IBT, unless explicitly authorized to do so.
- Share confidential and proprietary information only with other employees or service providers bound by a confidentiality obligation on a need-to-know basis.
- Comply with non-disclosure agreements.

- Never accept confidential information unrelated to your job.
- If you receive unmarked information that you believe could be confidential, bring it to the attention of the person who gave it to you and follow up if necessary to ensure that the information is properly classified and protected.
- If someone tries to give you confidential information that you are not authorized to receive, do not accept it and notify your supervisor immediately.
- Your obligation to protect confidential and propriety information learned at IBT continues even after you leave the company.

### **Common Questions:**

**Q:** I used to work for a competitor of IBT and I have potentially helpful information from my previous employment. Can I share this information with other IBT employees or with management?

**A:** No. You must maintain the propriety of confidential information you received in your previous employment. This applies as well if you decide to leave IBT.

**Q:** I received a copy of a competitor's proposal in the mail from an unknown source. What should I do?

**A:** Stop reading the document as soon as you recognize what it is. Do not copy it or show it to anyone else at IBT. Immediately alert your supervisor who will direct you as to the proper next steps.

**Q:** I am about to transfer to another IBT project. May I take information from my current project to another IBT project?

**A:** You must consult with your supervisor to determine whether the information that you wish to use contains any customer, supplier, or confidential IBT data. If your supervisor approves it, then you may use that information at another IBT project. If not, then you are not permitted to use that information even though the other project is within IBT.

### **Intellectual Property Compliance**

IBT is committed to fully complying with laws pertaining to patented and copyrighted materials, including designs, written material, photographs, and software. IBT licenses or subscribes to necessary software and reference material. If IBT creates copyrighted or patented material, that intellectual property belongs to IBT, and not to the employee who was involved in its creation.

### **Expected Behavior**

- Unauthorized reproduction or transmission of non-IBT written material or software is forbidden.
- Obtain permission from the copyright holder prior to making copies of any written material originating outside of IBT, including material found on the internet.

### **Common Questions:**

Q: I found a great graphic on the internet. Can I copy it into the PowerPoint presentation that I am preparing?

A: It depends. It is advisable to assume that all written and graphic material on the internet is protected by copyright. So you may need permission from the copyright owner to use it in your PowerPoint presentation.

Q: Someone e-mailed me a YouTube video that would be perfect to use in an IBT presentation. Can I use it?

A: Generally, YouTube videos should not be used in company presentations without permission from the copyright owner -- even if it is difficult to locate that person. However, you can send a YouTube link to other IBT employees via e-mail if the link's distribution would serve a legitimate business purpose.

### **Proper Use of IBT's Time and Assets**

Today's technology increasingly blurs the lines between work and leisure time. IBT understands that employees frequently work at home or while traveling. Previously this time was "free time" not devoted to work; however with the increasing demands of global business, work permeates almost all aspects of life. This may require employees to address personal matters during traditional "work time."

IBT employees must always remember that company time and resources are provided for business use. However, IBT recognizes that occasional, reasonable personal use of company time and resources can occur without adversely affecting IBT. You are therefore expected to exhibit good judgment when determining which personal activities are appropriate during traditional "work hours" and the length of time spent on those activities. Keep in mind that personal use of company resources may not result in increased expense to IBT or decreased productivity of its employees.

### **Expected Behavior**

- Your personal use of IBT's resources cannot adversely affect IBT's productivity or cause disruption in the workplace.

- Never use IBT resources to reduce your own personal expenses.
- No personal use of IBT resources may compromise the integrity of IBT information, equipment, or systems or violate company software licenses.
- Never use company time or resources to work on outside business interests.
- Make sure your supervisor is aware of your personal use of IBT resources and avoid any use that you would be reluctant to share with a supervisor or discuss openly at a staff meeting.

### **Common Questions:**

- Q: I am friends with another IBT employee. Sometimes we tell offensive jokes in private so that no one else can hear. We also forward each other funny, and possibly offensive, jokes via e-mail. Is this appropriate?
- A: IBT does not regulate most private conduct; however this situation deals with company property and company time. Even if this behavior is ostensibly "private," using IBT's resources for these activities is not appropriate and violates the Code.
- Q: I have been told that looking at sexually explicit material on company property in private is against company policy. Why does IBT care if no one else can see it?
- A: Viewing sexually explicit material using IBT or customer computers is an inappropriate way to use company resources and time. This behavior will result in disciplinary action. IBT may monitor its computer traffic and be able to detect when an employee is engaging in such unacceptable behavior.

### **Conflicts of Interest**

A conflict of interest arises when an IBT employee's personal or financial interest takes priority over the company's best interests. You are required to avoid any relationship, interest, or outside activity that could affect your objectivity in company decision-making. This includes activities, relationships, and interests that could even give the impression of impairing your objectivity and allegiance. For example, you are not allowed to invest in any concern that competes with IBT unless that competitor is publicly held and traded on a major stock exchange and you and your family does not own more than five percent of the outstanding capital stock of the venture. If you want to engage in an activity, transaction, or relationship that could create the appearance of a conflict of interest, you must fully disclose the activity and obtain approval from your supervisor prior to commencing that activity or relationship. IBT's conflicts of interest policy may also extend to family members. It is imperative that you check with your supervisor about any activities that you, or your family, are engaged in, if you think these activities create any potential for a conflict of interest.

### Expected Behavior

- Avoid situations where personal, social, financial, or political activities could, or do, interfere with your obligations and objectivity at work.
- Never work for, or provide services or advice to, current or potential customers, competitors, or suppliers that you interact with as part of your job at IBT.
- Disclose and resolve any and all situations that do, or could, create a conflict of interest for you, including activities of family members.

### Common Questions

Q: I would like to participate in a small, family-owned business. Would this be a conflict of interest?

A: It depends. If the business does not interfere with your ability to fulfill your obligations at IBT, does not create a situation where your loyalty to IBT would be at risk, and does not create an interest that could be contrary to IBT's interest, then it is acceptable. If you have any doubt, speak to your supervisor prior to engaging in such an endeavor.

Q: I am an IBT executive and I serve on the board of a local hospital. IBT is about to bid on the contract to build a new wing of the hospital. Is this a conflict of interest?

A: Yes. You should disclose this information to the company. IBT will then determine whether you would have to recuse yourself from the bid process for the new hospital wing.

Q: I am an IBT employee and I own a 5% interest in a competing company. Does this create a conflict of interest?

A: This depends on the circumstances. If the competing company is listed on a major stock exchange then you and your family may own in the aggregate up to five percent of the outstanding stock of that competitor. If the competing company, however, is not listed on a major stock exchange then you are not allowed to make the investment without the prior consent of IBT. It is best for you to discuss any potentially conflicting investments and relationships with your supervisor prior to entering into them.

### Antitrust Compliance and Fair Competition

Many countries, including the United States, have laws prohibiting anti-competitive behavior. IBT employees are expected to conduct all business in compliance with the laws of the appropriate jurisdiction. In general, these laws prohibit actions that restrict trade or

competition. Informal agreements may also violate these laws if they have anti-competitive effects. Agreements between competitors to fix or control prices or to rig bids, to boycott particular suppliers or customers, to allocate products, territories, or markets, or to limit the production or sale of products or services are illegal.

### **Expected Behavior**

- IBT expects you to know the applicable law in the jurisdictions where you conduct business on behalf of IBT.
- Do not discuss IBT's pricing strategies, plans, or any other matters of competitive interest with a competitor.
- If a competitor attempts to discuss competitive strategies, pricing, or other such matters with you, immediately disengage from the conversation and report the behavior to your supervisor.

### **Common Questions**

**Q:** I am friends with employees who work at other construction companies. Is it OK for me to have occasional, informal discussions about what's going on in the marketplace?

**A:** It depends. It is acceptable to have general conversations about the marketplace with colleagues who work at other companies as long as those conversations are not about pricing. You may not engage in discussions about IBT's or the competitors' specific strategies, pricing schemes, or other plans that relate to our or their business practices. You must be particularly cautious about engaging in conversations that could even be perceived as questionable and could lead to allegations that IBT engaged in anti-competitive behaviors.

### **Kickbacks and Bribes**

Business should always be won on merit, not by gifts and certainly not by bribes. IBT strictly polices a company-wide compliance program to ensure that no IBT employee engages in corrupt activities such as taking kickbacks or paying bribes. You must understand and fully comply with the Code's policies prohibiting kickbacks and bribes.

No IBT employee may offer, give, accept, or receive gifts from customers, suppliers, or other counter-parties.

No IBT employee may promise, offer, or pay anything of value to a foreign government official, a foreign political party, a candidate for political office in a foreign country, or to an officer of an international public entity if you seek business – and why would you ever engage in such conduct if not for a business purpose? Beware of this catch: a "foreign government official" could mean a physician working in a government-owned hospital.

IBT strictly adheres to the anti-corruption laws of the U.S. and all countries in which it conducts business. Since the U.S. passed its anti-bribery law in 1977, many other countries have passed even more stringent laws against corruption. The U.S. anti-corruption law is the Foreign Corrupt Practices Act (FCPA). The FCPA prohibits giving, offering, or promising anything of value, directly or through the use of an intermediary, to foreign officials, foreign political parties, candidates for public office in foreign countries, and employees of publicly owned entities for the purpose of influencing them to engage in activities that would misuse their position for the benefit of IBT or to gain any improper advantage. The FCPA permits "facilitating payments," or "grease," that is, a payment to a foreign government official to facilitate a routine governmental action, such as obtaining a license, processing papers, or issuing a permit. Beware, while the FCPA permits these payments, most other countries do not. You should check with your supervisor before you even think about making a facilitating payment.

### **Expected Behavior**

- Do not offer, promise, or give anything of value to a foreign government official if you expect to do business with him or his government now or in the future.
- Do not hire agents, lawyers, or accountants in foreign countries without first admonishing them about IBT's kickback and bribes policies and engaging in proper due diligence.
- Attend all mandatory trainings on anti-corruption laws and best practices.

### **Common Questions**

**Q:** During Christmas-time, a long-standing IBT customer handed me a \$500 check and said "thank you so much for all of your work. Please accept my sincerest gratitude. Happy holidays to you and your family." I know that I should not accept the gift but I am concerned about offending a long-standing customer. What should I do?

**A:** Politely decline by thanking him for the gift but explain that it would not be appropriate for you to accept it.

**Q:** I took an employee of a government-owned enterprise out to dinner. The total check was \$100. May I charge IBT for the dinner?

**A:** Giving anything of value, even a meal, to a person employed by a government-owned enterprise or agency is legally sensitive, particularly if IBT has or expects to establish a commercial relationship with the enterprise for which that employee works. Prior to offering anything of value to such an employee, you should discuss the situation thoroughly with your supervisor so that an appropriate decision can be reached.

- Q: I work in a country where the only way to get what you need from the government is to use others to pay money to the officials in charge of the services that IBT needs. May I ask a friend or family-member to pay such a bribe so that IBT will not be implicated but then IBT can obtain what it needs?
- A: No. If a third-party pays a bribe on behalf of IBT, IBT is as responsible as it would have been had it paid the bribe itself.

## **WORKING WITH COMMUNITIES AND GOVERNMENTS**

### **Political Activities**

In many countries, including the United States, the law limits a corporation's political activities. In the United States, corporate resources, including time, money, services, or property, cannot be used for political contributions with only two exceptions. The first is a Political Action Committee, commonly called a PAC. A corporation incorporated in the United States may sponsor a PAC and the PAC may contribute to candidates in the United States. The second exception permits corporate funds to be used for issue-advocacy campaigns in the United States. In no case may corporate funds be used for foreign political campaigns.

As an employee of IBT, you are not permitted to give, offer, or authorize any company funds, assets, time, or any other resources (directly or indirectly) for political purposes in any jurisdiction where IBT has or contemplates entering into any commercial relationship with the government or any agency thereof without prior approval from IBT's senior management. Political contributions are broadly defined and can include:

- Contributing to a political candidate on behalf of IBT.
- Buying tickets to a political fundraising event.
- Providing anything of value including meals, goods, services, travel, accommodations, or tickets to sporting or entertainment events.
- Loaning personnel or other corporate resources during work hours for political fundraising activities.
- Paying for political advertisements or other campaign expenses.

IBT encourages personal political activity and supports its employees' political activities as long as those activities occur during the employees' "free time." With restrictions as to amounts, U.S. citizens may contribute their own funds to domestic political campaigns and purposes. IBT will never apply direct or indirect pressure for an employee to contribute to any political cause or campaign.

### **Expected Behavior**

- Never offer corporate assets for political purposes without prior approval.
- Do not use corporate resources for political activities without prior approval.
- Never contribute to a foreign political campaign, foreign political party, or foreign political candidate without prior approval.

- Do not hold yourself out as an IBT representative while engaging in any political activities on your free time.

### **Common Questions**

Q: I am working on a candidate's political campaign. May I attend a fundraiser for that candidate during work hours if I obtain my supervisor's approval beforehand?

A: Yes, but the time you take cannot be charged to IBT.

Q: A mayor whose city is about to award a large construction contract called me to support her re-election campaign. I have supported her in the past and agree with her policies; however I am feeling more pressure from her campaign this time. May I contribute?

A: You should inform her campaign that, because of the upcoming contract, you cannot commit at this time. You should then ask your supervisor who will inform you whether this is appropriate.

Q: I was invited to attend a fundraiser for a candidate in my hometown. I cannot make the fundraiser but I want to send in a check. May I ask my assistant to FedEx a personal check to the campaign?

A: No. Company resources may not be used for any political activities. These include your assistant's time and IBT's mail resources.

### **Public Service**

IBT encourages its employees to volunteer in their communities. Occasionally, IBT's interest and an employee's obligation to his community through civic associations or other volunteer organizations may conflict. This may place the IBT employee in an uncomfortable dilemma. In this circumstance, the IBT employee must abstain from the conflicting activity, indicating that he is doing so to avoid a conflict of interest or the appearance of one. You should notify your supervisor if you find yourself in such a situation.

### **Expected Behavior**

- When engaged in civic activities, you should do so in your personal capacity and not as an IBT representative.
- If a situation arises where you may be perceived to be representing the company, you must take steps to clarify the situation and indicate that you are speaking in your individual capacity.

- Take measures to avoid the appearance or existence of a conflict of interest between civic activities and IBT obligations.

### **Environmental Awareness**

IBT places a premium on environmental awareness and protection. Environmental protection not only serves as an integral part of IBT's high ethical standards, it also contributes to IBT's safety and success as a company. Each employee, therefore, has a collective and personal incentive to pay great attention to environmental protection. Additionally, IBT employees are required to know and abide by all applicable environmental laws and regulations in the area in which they work.

#### **Expected Behavior**

- Be aware of your environment – both inside and outside of your place of work.
- Know and abide by all applicable environmental laws and regulations.
- Attempt to be involved in environmental activities that improve the local and global IBT environment.

#### **Common Questions**

**Q:** I am working on an IBT project and I notice toxic substances and large amounts of waste that need to be cleaned up. May I clean it up myself to protect the environment?

**A:** No. You may not undertake such a large clean-up effort. Of course, IBT encourages employees to be stewards of the environment but such a large – and potentially dangerous – project should be undertaken only by experienced professionals. You should immediately report this to your supervisor who will take all appropriate steps to protect other employees and the environment.

## **CONDUCTING BUSINESS GLOBALLY**

### **Anti-Boycott Laws**

U.S. law prohibits individuals and entities from participating in a boycott that is not approved by the United States Government and requires anyone who receives a request to participate in such a boycott to report that request to the U.S. Government. The main unsanctioned boycott is the Arab boycott of Israel. IBT may not do business with anyone who requires IBT to participate in an unsanctioned boycott or whose documents include language restricting or prohibiting trade with Israel. The U.S. anti-boycott law forbids IBT from agreeing to such restrictions or even providing information about its activities in Israel.

You, as an IBT employee, must always be attentive to potential boycott requests and immediately inform your supervisor of any such request.

### **Expected Behavior**

- Review every contract, purchase order, and any other written commitment to make sure that it does not contain a request to participate in the boycott.
- Do not furnish information to anyone who, for boycott purposes, asks about IBT's business activity in Israel or with Israelis.
- Immediately report any actual, or suspected, boycott request to your supervisor.
- If you are in doubt about whether an action or request violates the U.S. anti-boycott laws, err on the side of caution and report it to your supervisor before acting.

### **Common Questions**

- Q: I recently reviewed a bid invitation from a Middle East nation. The invitation stated that all countries other than Israel are invited to participate in the bidding process. May I participate on behalf of IBT?
- A: No. IBT is prohibited from conducting business with any entity that prevents Israel's full and equal participation in the business endeavor.

**Export Control Laws and Economic Sanctions**

The United States controls exports of certain goods and technology for national security reasons. Items that have military use are controlled by the State Department and those that have both military and commercial use are controlled by the Commerce Department. Consult the lists of items maintained by these two government departments before exporting an item from the United States. For the State Department, consult:

[http://www.pmddtc.state.gov/regulations\\_laws/itar\\_official.html](http://www.pmddtc.state.gov/regulations_laws/itar_official.html).

For the Commerce Department, consult:

[http://www.access.gpo.gov/bis/ear/ear\\_data.html](http://www.access.gpo.gov/bis/ear/ear_data.html)

The United States also imposes economic embargoes, often called sanctions, against certain countries. Some of these sanctions are comprehensive, prohibiting any dealing with a country; others are narrower and may prohibit only certain activity with respect to the country. Here is the current list of sanctioned countries as it appears on the U.S. Department of the Treasury’s Office of Foreign Assets Control’s (OFAC) website:

- |  |                                  |
|--|----------------------------------|
| The Balkans                              | Belarus                          |
| Burma                                    | Côte d’Ivoire                    |
| Cuba                                     | Democratic Republic of the Congo |
| Iran                                     | Iraq                             |
| Former Liberian Regime of Charles Taylor | Lebanon                          |
| North Korea                              | Somalia                          |
| Sudan                                    | Syria                            |
| Zimbabwe                                 |                                  |

This list may change as U.S. policy on economic sanctions may change. The sanctions apply to the country and to designated entities and individuals. These are called Specially Designated Nationals or SDNs.

**Expected Behavior**

- If you are involved with shipping commodities, technologies, technical data, equipment, or software, you must review the controlled items lists to see if your item is on it.
- Be aware that “deemed exports” can happen under U.S. export laws when controlled information, source code, technology, or data is disclosed verbally or visually to a foreign national, regardless of where that foreign national is located and regardless of whether that foreign national works for IBT.
- Check the SDN list published by the Treasury Department’s Office of Foreign Assets Control if you have any doubt about communicating with an individual who may appear on the list.

### Common Question

Q: I am leaving tomorrow on a last-minute trip to Brazil. I need to take my laptop for the trip but I know that it has many IBT program designs on the hard drive. Do I need to obtain an export license prior to my departure?

A: Possibly. Personal computers are generally covered by a license exception or a tools-of-the-trade exception. However, there are some complicated limitations, especially for embargoed countries. You should check the controlled items lists to determine whether your laptop falls under one of these exceptions prior to taking it on your trip.

### VIOLATIONS OF THE CODE

#### **Duty to Report**

IBT's continued commitment to the highest ethics and behavior depends on you. If IBT employees fulfill their duty to report any and all actual and suspected violations of this Code, then IBT will continue down its ethical road to success. That is why your cooperation is of utmost importance. IBT has provided you with multiple avenues to report these violations. These include:

- Your supervisor.
- Higher level management.
- A 24 hour-a-day, 7 day-a-week, 365 days-a-year Helpline for reporting violations and seeking guidance on the proper way to respond to situations.

#### **Expected Behavior**

- ALWAYS report any suspected or actual violation of the Code.
- When in doubt, ask.
- Do not act if you are unsure of the proper course of conduct.
- Do not "take matters into your own hands." Always ask a person of authority regarding suspected violations and guidance.

#### **The Helpline**

IBT's Helpline is a confidential way for any employee to report an actual or suspected violation, to discuss any ethics or compliance concerns, to seek clarification and guidance about a particular circumstance or issue, or to ask any other ethics or compliance question. IBT will strictly adhere to its no-retaliation policy, so employees should never fear retaliation for reporting violations or for contacting the Helpline.

#### **What to Expect When You Contact the Helpline**

- You will not be required to identify yourself, although you will be given the option to do so.
- Your report will be kept confidential to the extent permitted by law and by IBT's need to fully investigate the issue.

- If there is an investigation, only those who need to know about the investigation will be involved or know any of the details.
- Your concern will be taken seriously.
- You will always be treated with respect.

### **No-Retaliation Policy**

IBT will not tolerate any direct or indirect retaliation against any employee for reporting a suspected violation in good faith. This remains true even if the concern does not result in any violation. If you believe that you are being retaliated against for making a good-faith report, contact the Helpline. Any retaliation against someone reporting in good faith will result in swift and serious sanctions against the retaliator, up to and including termination.

### **Consequences for Violating the Code and Not Reporting**

IBT takes violations of the Code and failure to report violations extremely seriously. Violations of IBT's Code and failing to report suspected or actual violations may result in discipline, up to and including termination. In appropriate situations, IBT may also refer misconduct to law enforcement authorities for prosecution and may seek to recover damages from the violator. The following are examples of behaviors that may result in disciplinary action:

- Authorizing or participating in any Code violation.
- Asking others to violate the Code.
- Failing to cooperate in an IBT investigation related to others' suspected or actual violations of the Code.
- Retaliating against an employee for reporting a violation or suspected violation.
- Failing to report a violation or suspected violation.
- Improperly or negligently supervising an employee who violates the Code.

### **Contact Us**

You may e-mail the Helpline at [info@ibtgroup.com](mailto:info@ibtgroup.com).