Member of the Surbana Jurong Group

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HR P-2	CODE OF CONDUCT		
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Internal Queries	HRHotline@smec.com	**Date Due to be Reviewed**	08/12/2018

Purpose	SMEC's Code of Conduct establishes a common understanding of the standards of behaviour expected of all SMEC Group Employees in the performance of their duties. SMEC operates in a global context and aims to ensure that any initiatives develop under this Code of Conduct will be managed in accordance with the laws in that jurisdiction. The Code of Conduct is supported by more detailed policies, standards, procedures and guidelines and should be read in conjunction with the Code of Conduct for Directors and Executives.
Applicable To	This policy is applicable to: • All SMEC Group employees • All third party contractors, volunteers and consultants engaged by SMEC

Definitions, Abbreviations and Acronyms	Bribery- means giving, offering, soliciting or receiving a Benefit that is not legitimately due to the recipient to influence the behaviour of any person to obtain commercial advantage for SMEC.
	Benefit- means anything of value. It can be non-monetary or non-tangible. It does not need to be provided or offered directly to someone (that is, it can be provided or offered to another person). It can also be provided or offered by an agent. It includes cash payments, gifts, hospitality, travel, accommodation, favours, employment and business opportunities.
	Corruption- means the abuse of a position of employment or trust to gain an advantage in contravention of duty. It includes the offering, giving, receiving, or soliciting, directly or indirectly, anything of value to influence improperly the actions of another party or to act in any way which could be to the disadvantage of the SMEC Group.
	Employee- means all those who work for, act on behalf of or represent the SMEC Group including SMEC Group employees, directors and other officers, contractors and consultants (where they are under a relevant contractual obligation) and Third Party/Representatives.
	LHRM- Local Human Resources Manager
	OHS- means Occupational Health and Safety
	Public Official- includes any of the following:
	• any official or employee of, person acting in an official capacity for or on behalf of, or individual performing work under a contract for or who is otherwise in the service of, any:
	  ○ government or government department, agency or instrumentality;
	  ○ government-owned or controlled corporation or enterprise; or
	  ○ public international organisation including any donor or lender of development funding;
	• any person holding or performing the duties of an appointment, office or position under any law;

	• any individual who holds or performs the duties of an appointment, office or position created by custom or convention of a country or of part of a country; • any candidate for a political party or for political office; • any political party, official of a political party or funding organisation for a political party. SMEC- means SMEC Holdings Limited. SMEC Group- means SMEC and any of its controlled subsidiaries. Third Party Representative- means a third party, agent, contractor, individual or Company who acts on behalf of any Employee or Company in the SMEC Group.
Content	**Statement of Core Values** **Responsibilities of those working across the SMEC Group** **Occupational Health and Safety (OHS) Policy** **Equal Employment Opportunity and Diversity** **Prevention of Bribery and Corruption** **Confidentiality and Privacy** **Child Protection** **Drugs and Alcohol Policy** **Appropriate use of SMEC assets including electronic communication** **Media comment and social networking sites** **Identifying and managing conflicts of interest** **Complying with the Code of Conduct** **Reporting a contravention or suspected contravention of this Code of Conduct** **Safeguarding against retaliation** **Disciplinary action for breaches of the Code of Conduct** **Encouragement of Associated Companies to adopt this Code of Conduct**

TOPIC	DETAILS	REFERENCES
Statement of Core Values	SMEC's mission is to partner in the economic development of nations by meeting the needs of a diverse range of clients and communities through professional excellence and innovation, and deliver rewards to SMEC shareholders and rewarding careers for SMEC employees.[1] SMEC seeks to achieve its mission by: • promoting a diverse and inclusive organisational culture with high management accessibility, • a "can do" approach, where SMEC employees take pride in their achievements and	1. UN Global Compact

	• creating a place where employees are proud to work.	
Responsibilities of those working across the SMEC Group	SMEC employees are expected to: • comply with this Code and other SMEC policies and procedures, and any legislation applicable to their role • provide advice or services that is honest, impartial and comprehensive, irrespective of their personal views on a matter • perform their duties to the best of their ability and be accountable for their performance • follow reasonable instructions given by a supervisor or manager • comply with a lawful direction • carry out their duties in a professional, competent and conscientious manner, while seeking suitable opportunities to improve their knowledge and skills, including through participation in relevant professional development • maintain any credentialing, qualifications and registration requirements relative to their role • be courteous and responsive in dealing with colleagues, and clients. • work collaboratively with their colleagues • be mindful of their duty to the safety of themselves and others • inform SMEC of any act of dishonesty or unlawful act In addition to the above responsibilities managers are also expected to: • demonstrate behaviours that are consistent with this Code • ensure that employees understand their responsibilities under this Code and other SMEC policies and procedures • promote collaborative and collegial workplaces by developing a positive working environment in which all employees can contribute to the ongoing development of SMEC • exercise leadership by working with their employees to implement performance and development processes that are consistent with the employee's conditions of employment	

	• provide ongoing support and feedback to their employees • establish systems within their area of responsibility which support effective communication and consult with and involve their employees in appropriate decision-making • take appropriate action if a breach of this Code or any other SMEC policies and procedures may have occurred. SMEC is a United Nations Global Compact (UNGC) Corporate participant incorporating the UNGC's principles into business activities to help create a more sustainable global economy.	
Occupational Health and Safety (OHS) Policy	The health and safety of all Employees and those visiting the organisation are considered to be of the utmost importance.[1] The SMEC Group is committed to providing and maintaining a working environment that is safe and without risk to health so as to comply with all relevant legislative requirements. Bullying and occupational violence are identified as a form of harassment based on the misuse of power in human relationships and can be defined as behaviours intended to disturb, threaten or upset. Workplace bullying[2] and occupational violence are health and safety hazards which are not tolerated within the SMEC Group.	1. Health and Safety Policy 2. Equal Employment Opportunity Procedure
Equal Employment Opportunity and Diversity	The SMEC Group, is committed to promoting an inclusive organisational culture, and strives to drive a workplace where people are treated with dignity, respect and consideration at all times. SMEC does not condone any behaviour which may be perceived as bullying, intimidation, discrimination, or any form of sexual or workplace harassment. As such SMEC encourages the development of an inclusive and diverse workforce and believes that diversity is a strength for our people, our clients, our partners and our communities.[2] SMEC's people strategy is underpinned by a commitment to attract the best talent and engage in recruitment and selection processes that are based on merit.[3] SMEC expects all recruitment activities to be undertaken free of bias or discrimination, and to comply with relevant local legislation.	1. Equal Employment Opportunity Procedure 2. Diversity Policy 3. Recruitment and Selection 4. Occupational Health and Safety
Prevention of Bribery and Corruption	SMEC prohibits Bribery and Corruption in all of the SMEC Group's business dealings in every	1. Business Integrity Policy

	country. This prohibition also applies to consultants and third parties who deal with others on behalf of the SMEC Group.[1] This prohibition includes the making of 'facilitation payments' (small value payments to secure routine government actions). Specifically, SMEC prohibits the offer, promise, gift or authorisation of the giving of a Benefit directly or indirectly (including through an intermediary): • to a Public Official in an effort to influence official action, or in circumstances in which it might be perceived to have that intention or effect; • to anyone else in order to induce that person to perform his or her job function improperly or to influence improperly the actions of that person or another person, or in circumstances in which it might be perceived to have that intention or effect; or • in any other case unless it is for a legitimate business purpose and it is of an appropriate value and nature, considering local custom and law, the position of the recipient and the circumstances. The health and safety of SMEC Group Employees is paramount. If an Employee has good reason to believe that they cannot escape serious harm unless they meet a demand for immediate payment, it would be permissible to make such a payment. Employees must report such incidents to their supervisor or manager without delay. The incident must then be immediately reported to the Regional Manager and Regional Director and SMEC's General Counsel / Head of Compliance. In many countries, business practices or other conditions (include the extent of SMEC's resources in the country) require the use of Third Party Representatives[3] to work on behalf of the SMEC Group and represent SMEC Group interests. Third Party Representatives must be chosen carefully and engaged appropriately, as any improper conduct could damage SMEC's reputation and expose SMEC and/or SMEC Group companies and Employees to criminal or civil legal liability or other sanctions. All SMEC Group	2. Instrument of Delegation 3. Engagement and Use of Third Party Representatives Procedure

	companies and Employee must follow the procedures in relation to the engagement and use of Third Party Representatives and adhere to SMEC's Instrument of Delegation.[2] SMEC Group's requirements in relation to the prevention of bribery and corruption are set out in more detail in SMEC's Business Integrity Policy.	
Confidentiality and Privacy	SMEC is bound by the privacy legislation of the country in which it operates. A set of strict policies to provide Employees with guidelines for collection, storage, use and disclosure of personal information has been developed.[1] Maintaining confidentiality is vitally important to SMEC's business. The reputational consequences of failing to maintain confidential information of a third party are disastrous and may lead to SMEC being disqualified from bidding for certain types of work and with a large range of clients. It is the responsibility of each Employee to be aware that any personal information they come across is highly confidential and will only be used for that purpose for which it was collected. Under no circumstances may any Employee pass on any personal information unless they have the client's consent to do so. Employees may however disclose personal information where they are under a legal duty to do so. Employees will not collect sensitive information about a client which includes such things as information about a client's health, racial or ethnic origin, political opinions or membership of political associations unless the client has given their consent.	1. Confidentiality Procedure
Child Protection	As a global corporate citizen, SMEC recognizes the role it can play in supporting local communities, including through sharing in the collective responsibility of all adults to prevent child exploitation and abuse.[1] SMEC maintains a zero tolerance policy in relation to child abuse and exploitation, including unacceptable behaviour directly involving children or observed by children, and any form of child exploitation material. SMEC commits to preventing a person from working with children if they pose an unacceptable risk to children. Employees are expected to familiarize themselves with the SMEC Child Protection policy and if assigned, complete the online training module. All Employees are encouraged	1. Child Protection Policy

	and expected to report any behaviour that they suspect may be child exploitation or abuse, including possession of child exploitation material.	
Drugs and Alcohol Policy	In line with SMEC's commitment to providing a safe and healthy workplace, employees are expected to be able to function at an acceptable level of performance and not be impaired by illegal or legal drugs, including alcohol. SMEC prohibits the possession or use of illegal substances and requires all employees to act responsibly in their consumption of alcohol at all work related function including (but not limited to) staff functions, conferences, group and farewell lunches, events organised by the social club, client function or end of financial year and Christmas celebration. Excessive consumption of alcohol is to be avoided – this is both a safety and social responsibility. Action will be taken in instances where an employee's ability to perform their duties is impaired or other employees are placed at risk[1]. Any illegal drugs found on SMEC property or in the possession of any person on SMEC property will be reported to the Police. Employees must report incidents involving illegal drug use to their LHRM.	1. Conflict Resolution and Discipline 2. Occupational Health and Safety
Appropriate use of SMEC assets including electronic communication	Employees have access to a wide range of tools including information technology and communication systems to assist them in performing their roles. Employees must protect SMECs assets which must not be used for illegal purposes or for purposes not related to SMEC business. SMEC provides electronic communication facilities for its employees for work purposes. Employees must, therefore, comply with SMEC's Social Media procedure. SMEC reserves the right to monitor and view any data stored or transmitted using SMEC's facilities. It is a criminal offence to breach the ownership rights of any other person or company. No employee should therefore use software that they know is unlicensed or pirated or pirate software themselves. Substantial penalties can be imposed upon both the company and you if you breach somebody else's copyright	

Media comment and social networking sites	Public comments about SMEC should only be made by the CEO. If an employee inadvertently makes a public comment (including sensitive information) the employee must immediately inform their direct Manager and the General Manager, Corporate Affairs.[1] Employees are not authorised to comment to the media on any aspect of SMEC's business. If approached by media, employees must refer all enquiries to the Manager Stakeholder Relations via email.[2,3]	1. External Communications Procedure 2. Stakeholder Relations 3. Social Media Contribution Procedure
Identifying and managing conflicts of interest	Personal views or private interests can, or have the potential to, influence a person's capacity to perform their duties and in turn compromise their integrity and that of SMEC. Avoiding actual, potential and apparent conflicts of interest is fundamental to ensuring the highest levels of reputation and integrity for SMEC in the marketplace.[1] Employees must disclose any potential or actual conflict of interest to their manager. Hiring Managers need to declare any prior personal knowledge or interest in any of the applicants. This is to ensure that any conflicts of interest, which might unduly influence that person in the Hiring Manager's deliberations is carefully managed. Prior knowledge of the applicant does not necessarily amount to a conflict of interests or exclude participation in the selection process. Employees may be required to excuse themselves from any decision making process where they have an interest that influences, or may be perceived as influencing, the ability to make an objective decision and to fulfil their responsibility to SMEC. Employees must refer to their individual Employment Agreement for terms and conditions relating to outside appointments and employment. Managers must ensure that conflicts of interests which are brought to their attention are reviewed and the outcome advised to the employee in a fair and timely manner.	1. Conflicts of Interest Procedure
Complying with the Code of Conduct	The principles contained in this policy provide employees with a clear set of standards on which to base their behaviour across all areas of professional activity. However, SMEC's Code of Conduct is not intended to be exhaustive and cannot anticipate every situation which may	

	morally or ethically compromise the employee, or SMEC. In the instance where employees are faced with situations that are not specifically addressed in this code, asking the following questions can assist in determining an appropriate course of action: • Is it legal and in line with SMEC values, principles, policies, procedures and guidelines? • Do my actions put anyone's health and safety at risk? • If the story appeared in the media, would I feel comfortable with the decision? • Do I have all the information that is significant to the decision I am about to make? • Would you be confident explaining your actions to senior management or external authorities? • Are my actions transparent? Is there anyone else who I should make aware of my actions? • What will the consequences be for my colleagues, SMEC, other parties and me? • Would I be happy if I were treated this way? Employees who fail any of the above tests or have any doubts about appropriate course of action need to discuss their concerns with their manager or supervisor or local HR Manager.	
Reporting a contravention or suspected contravention of this Code of Conduct	If any Employee becomes aware of any breach or suspected breach of this Code of Conduct (or any procedures to which it refers) or has concerns about how it is being applied, the breach, suspected breach or concern must be reported in the first instance to their supervisor or manager. Where this is not possible or it is inappropriate to do so, the Employee should contact their Regional Manager or Regional Director. If the matter is not possible to resolve or it relates to a breach of law, contact SMEC Group's General Counsel / Head of Compliance (GC/HC). Any suspected contraventions of the provisions of this Code of Conduct governing Bribery and Corruption must be reported through the Business Integrity Reporting Portal. The GC/HC will review the information provided and decide what investigative steps to take. Reports may be	1. Business Integrity Reporting Portal

	made anonymously through the Business Integrity Reporting Portal. Please provide enough details and other material to allow an assessment of the report to be made. While all Employees are encouraged to raise their concerns, such action should be genuine and must not be done with mischievous or malicious intent. Non-genuine concerns raised with mischievous or malicious intent can be used as grounds for disciplinary action, which may include dismissal.	
Safeguarding against retaliation	Retaliation is any direct or indirect detrimental action recommended, threatened or taken against an individual for officially reporting suspected misconduct in good faith or otherwise cooperating with duly authorised audits or investigations. SMEC prohibits any such Retaliation by its Employees. Retaliation is grounds for disciplinary action, which may include dismissal.	
Disciplinary action for breaches of the Code of Conduct	Failing to comply with required behaviours outlined in this Code of Conduct (and the procedures to which it refers) is viewed as a serious matter that must be addressed by management and may lead to disciplinary action, up to and including termination of employment. Supervisors and managers will be held accountable not only for their own conduct, but also for that of their staff. Where, following an inquiry, SMEC is satisfied that a breach has occurred, the nature of any disciplinary or other action will be determined by relevant management, in consultation with other appropriate sources of advice. The nature of any action will depend on the seriousness of the breach and other relevant circumstances. Examples of disciplinary action that may be taken include a discussion with a manager about desired behaviour, a verbal or written warning, counselling, transfer to a position with a lower level of responsibility, suspension and dismissal. If the situation involves a violation of law, the matter may also be referred to the appropriate law enforcement authorities for consideration. The following misconduct may also result in discipline: • requesting others to breach this Code of Conduct and/or the procedures to which it refers;	1. Performance Management Procedure 2. Conflict Resolution and Discipline

	• failing to raise promptly, known or suspected breaches of this Code of Conduct and/or the procedures to which it refers; • failing to co-operate in investigations of possible breaches regarding your own behaviour; • failure to demonstrate leadership and diligence to ensure compliance with this Code of Conduct and the law.	
Encouragement of Associated Companies to adopt this Code of Conduct	Associated Companies, such as joint ventures, not under SMEC Group control are strongly encouraged to adopt this Code of Conduct and any procedure or guideline associated with it.	