



# Code of Conduct

January 2020 Edition



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“We aim to create an inclusive working environment in which all employees should feel respected and valued.”



## Message from the Chief Executive

This Code of Conduct sets out standards of behaviour and business conduct expected from all Kier employees.

I am committed to developing a culture within Kier where everyone does the right thing and takes personal responsibility for their actions.

This Code of Conduct also provides direction on a number of issues you may encounter in your day-to-day activities. It offers guidance on how you should take the right actions to protect our business and the wider interests of our key stakeholders, including our colleagues, clients and shareholders.

It's not possible to provide guidance on every situation you will face and, if you are unsure about the right course of action, I would encourage you to seek advice from your line manager (or other resources within the business).

Underpinning this Code of Conduct are our values:

### Collaborative

We enjoy what we do. We work closely with our clients and stakeholders to reach innovative solutions

### Trusted

We deliver what we promise. We act safely and ethically and we care for the environment and the communities in which we work

### Focused

We are clear in our approach. We are disciplined and thorough in how we work and deliver for our clients and customers

Andrew Davies  
Chief Executive

January 2020

# Overview



**Kier is committed to sound and ethical business conduct in the way we interact with our key stakeholders.**

**“Often, a common-sense approach will be the right approach.”**

### **Why do we have this Code of Conduct?**

This Code of Conduct sets out the standards of behaviour and business conduct we expect of all Kier employees. We expect these standards, underpinned by the principle of doing the right thing, to be adopted by individuals whenever they are performing their day-to-day duties as employees of Kier, or when they are representing Kier. All employees must take personal responsibility for ensuring that our commitment to sound and ethical business conduct is delivered.

### **Who does the Code of Conduct apply to?**

This Code of Conduct applies to all subsidiary companies of Kier and their directors, officers, managers and employees, including temporary workers.

### **What is required of me?**

You must read and understand this Code and take personal responsibility for complying with it at all times by doing the right thing when dealing with your colleagues and other stakeholders.

If you are a manager or supervisor, you have an added responsibility to lead by example. You must ensure that members of your team understand this Code, that they are able to seek guidance when required and that any issues of concern which are reported to you are dealt with in the proper manner.

Our Operating Framework refers to

detailed policies which supplement the principles of this Code and are referred to throughout. You must familiarise yourself with these policies, which are available on MyKier or from the Group Compliance team.

This Code provides a framework and guidance for ethical conduct but is not designed to cover all situations which you may encounter in your day-to-day activities.

If you are faced with a decision about an ethical matter and are unsure what to do, you should ask yourself the following questions:

- What is the right thing to do?
- Is it legal, decent, fair and honest?
- How would it look if the issue was reported in the newspaper?
- Would I feel comfortable explaining this in a court?
- Am I personally comfortable with this?

Often, a common-sense approach, using these principles as guidelines, will be the right approach. However, if you remain concerned, you should seek further advice.

You should report any issues or concerns you may have regarding an actual or potential breach of this Code.

### **What about different laws and business practices in different countries?**

Kier is committed to complying with the laws and business regulations in each of the countries in which we

operate. The Code applies everywhere we operate. If any local laws or business practices permit a lower standard of behaviour, then we operate to the standards set out in this Code.

### **Where can I get further guidance?**

If you require further guidance about what to do in a particular situation or about any issue which may arise, you can seek help from your line manager, your local HR manager or the Group Compliance team ([compliance@kier.co.uk](mailto:compliance@kier.co.uk) / telephone: 01767 640 111).

### **What do I do if I am concerned about a breach of the Code of Conduct?**

If you believe that you have experienced or witnessed behaviour which does not meet the standards required by the Code, you have a responsibility to do something about it. You may first wish to discuss the matter informally with your line manager. For more serious issues, the Group’s Whistleblowing Policy provides a mechanism by which employees can report concerns about the application of the Code or about business practices more generally, without fear of reprisal or retaliation.

The telephone numbers, email and website access details for the external Speak Up helpline are listed on page 22 of this Code. This service is available 24 hours a day, seven days a week, and reports may be made anonymously if you wish.

If you believe you are being treated unfairly as a consequence of raising a concern, you should report the matter through the Speak Up helpline.

Any such claims will be investigated thoroughly. Anyone who is found to engage in retaliation or reprisal will be considered to be in breach of this Code.

### **What if something goes wrong?**

Sometimes things can go wrong. We can all make mistakes. So, if you notice something has gone wrong, what do you do? You must not ignore it. Our policy requires you to report it. Ignoring it does not solve it – it may make things worse.

### **What are the consequences of breaching the Code of Conduct?**

Kier regards any failure to comply with the Code as a serious issue. Accordingly, breaches of the Code may be dealt with as misconduct and Kier may take disciplinary action, up to and including dismissal.

### **We value your feedback**

The Executive Committee is responsible for ensuring that the Code of Conduct is being properly applied and implemented.

If you have any suggestions on how the Code or other aspects of our procedures can be improved, please email the Kier Group Compliance Director at [compliance@kier.co.uk](mailto:compliance@kier.co.uk).

# Our workplace



## 2.1 Health and safety

Safety is at the heart of everything we do and there is a need to ensure the safe and responsible operation of our business at all times. Nothing is so urgent that it cannot be done safely.

### Our principles

We believe that all incidents and injuries are preventable and that all employees have the right to return home safely at the end of every working day. We aim to ensure we develop a proactive health and safety culture through learning and continuous improvement.

Each of us is responsible for acting in a way that protects ourselves and others.

### You will:

- take steps to understand and comply with applicable health and safety rules and procedures, both for your own safety and the safety of others;
- work in a way that protects the health and safety of those you come into contact with;
- be aware of the risks and hazards in your workplace and seek to reduce the potential for harm;
- ensure that you and members of your team have the skills and resources required to perform your roles safely;
- commit to promoting and embracing a positive health and safety culture;
- report potential hazards and concerns through the appropriate channels and take action to intervene and stop work if you consider you or others may be at risk; and
- comply at all times with all applicable health and safety requirements.

### You will not:

- ignore or circumvent health and safety rules and procedures;
- take unnecessary risks; or
- put others in danger as a result of your actions.

**“We believe that all incidents and injuries are preventable.”**

### Relevant policies

- Health and Safety Policy



## Practical examples:

**Q** The machine I operate often gets clogged up when cutting into ground. The rules say that I need to fully power it down each time before I put my hand in to remove the blockage. This means I am often delayed in finishing the job and we fall behind on the project.

**A** It is essential that you follow the correct procedure to clear the blockage in the tool. Without this you put yourself at significant risk of a serious injury. It is possible your tool may be faulty if it keeps failing. Please check this with your line manager.

**Q** One of our sub-contractors we use sometimes works at height without using a safety harness because it is difficult to be clipped on and do the work. I have considered asking him about this but, as he's not our employee, I assume he is responsible for his own actions?

**A** Contractors are responsible for their own actions but, whilst they are on one of our sites, they should be working in a safe and responsible manner. This individual is potentially endangering himself and our employees. If you observe unsafe behaviour, you must take action to stop the job. You should also raise the issue with your line manager or a member of your safety team.

**Q** I have noticed in my office that I work in that one of my colleagues leaves a box of paperwork on the floor next to his desk. I have asked him to move it on the basis he is next to the fire exit. Is there anything else I should do?

**A** You should speak to your colleague and explain your concern. If he still does nothing then you should escalate this to your line manager.

## 2.2 The environment

We are committed to managing our environmental impact to a high standard and maintaining the sustainability of our business.

**Our principles**  
Kier believes that it is essential to minimise the environmental impact of its operations in order to secure the long-term future of the business.

**You will:**

- comply with environmental laws, policies and procedures;
- control pollution;
- minimise waste at our sites and recycle wherever possible;
- consume resources efficiently;
- use materials that minimise the environmental impact of our operations;
- minimise our carbon footprint; and
- source materials in a responsible way.

**Relevant policies**  
• Sustainability Policy



## 2.3 Workplace behaviours

We recognise the valuable contribution of our employees and we aim to treat people fairly and provide an inclusive working environment. We also recognise the benefits of diversity and that a diverse workforce produces better results.

**Our principles**  
Kier is committed to providing equal opportunities for all employees, irrespective of race, nationality, gender, sexual orientation, marital status, gender identity, religion, political belief, disability, age or other protected categories.

We aim to create a diverse and inclusive working environment in which all employees should feel respected and valued and in which they are able to make the best use of their skills, free from discrimination or harassment.

- You will:**
- treat your fellow employees, and others you meet, whilst conducting business, fairly and with dignity and respect at all times;
  - have consideration and regard for the beliefs and opinions of others, even when they may differ from your own;
  - support diversity within the workplace;
  - ensure that the promotion of employees is based on merit;
  - speak up if you witness any individual being subjected to discrimination, bullying or harassment;
  - employ only workers who meet the minimum applicable legal age requirement; and
  - set employees' working hours and pay in compliance with all applicable laws.

**You will not:**

- discriminate against employees, or any other individuals you meet whilst conducting business, on the grounds of race, nationality, gender, sexual orientation, marital status, gender identity, religion, political belief, disability, age or otherwise;
- display behaviour which offends, humiliates or threatens others; or
- engage in or support the use of forced or compulsory labour.

**Relevant policies**  
• Employee Handbook



**“Everyone deserves a chance to succeed, based on merit.”**

### Practical example:

**Q** The cost of disposing of hazardous waste can be significant. What is the problem disposing of hazardous waste as non-hazardous occasionally to save the company money?

**A** Firstly, we want employees to be responsible and consider those at both ends of the waste chain who handle the waste that we send to them. Secondly, the costs of regulatory non-compliance can be huge. The right thing to do is to dispose of the waste in the safe and proper manner.



Kier Highways employees take part in Depots in Bloom each year to improve our depot environments and provide important additional habitats for pollinators to rest and forage.

**“Each of us is responsible for acting in a way that protects ourselves and others.”**

### Practical example:

**Q** My colleague, who I am friends with on Facebook, has been “liking” pictures which I find very upsetting and racist.

Should I tell someone, even though my colleague hasn't expressed these views in work?

**A** Even though you haven't experienced this behaviour in the workplace, you still work with this colleague on a day-to-day basis and you should not be exposed to behaviour from fellow colleagues that you find offensive or discriminatory. If this behaviour offends you, it

is likely that it will also offend others. You should raise the matter with your line manager or your local HR team.

## 2.4 Privacy and personal data

We are committed to being transparent about how we collect and use the personal data of employees and others and to meeting our data protection obligations.

### Our principles

We respect the personal privacy of employees in accordance with applicable data protection laws and acknowledge that employees and others have rights regarding the handling of their personal data.

### You will:

- process personal data only in accordance with relevant data protection laws; and
- ensure that personal data in our possession is treated in a confidential and secure manner and is safeguarded from loss, disclosure or misuse.

### You will not:

- access personal data for any reason other than a legitimate legal or business reason; or
- transmit personal data to anyone in the organisation or a third party without proper authorisation and a legitimate legal or business reason for doing so.

### Relevant policies

- Data Protection Policy



## 2.5 Use of IT systems

We use our IT systems appropriately and responsibly.

### Our principles

We will use our IT systems and equipment for their intended purpose of promoting effective communication and working practices within our business.

We will safeguard IT assets in our possession from loss, disclosure or misuse.

### You will:

- comply with all applicable laws, policies and procedures governing the use of our IT systems;
- take appropriate measures to prevent access to our IT systems by complying with our information security requirements; and
- immediately report any loss of equipment, unauthorised access or other suspicious activity involving our IT systems of which you become aware.

### You will not:

- use our IT systems for any activity which may be illegal, offensive, discriminatory, unethical or immoral; or
- destroy or cause intentional damage to our IT assets and data stored thereon (except as properly authorised).

### Relevant policies

- Information Security Policy



## 2.6 Conflicts of interest

We manage conflicts of interest within the business properly and with integrity.

### Our principles

We will identify any relationships with other employees, clients, suppliers or competitors etc. where our personal interests (or those of a close relative) conflict or may appear to conflict with those of Kier and will ensure these are disclosed and managed appropriately.

### You will:

- promptly disclose to your line manager any potential conflicts of interest and update the disclosure if necessary; and
- seek approval prior to entering into any relationship which may affect your ability to make objective business decisions.

### You will not:

- have a directorship, substantial shareholding or other interest in a company with which Kier does business without prior approval;
- perform any work in your spare time for a third party with which Kier does business or which is a competitor to Kier;
- be involved in activities for your own personal gain which conflict with Kier's business interests;
- use Kier's assets to undertake work for, or provide services to, a third party for your own personal gain; or
- employ or appoint a partner or relative to perform services for Kier for reward.

### Relevant policies

- Conflicts of Interest Policy
- Anti Bribery and Corruption (including Gifts and Hospitality) Policy



## Practical examples:

**Q** I am aware that we are looking for a new supplier for a particular material. My cousin works for one of the companies that we will be approaching for a quote. What should I do?

**A** You should speak to your line manager in the first instance and let them know of the family connection. You should not provide any confidential information to your cousin regarding the tender process and you should make sure you are not involved in the procurement decision in order to avoid any accusation that you may have unfairly influenced the decision. You will likely need to complete a conflict of interest disclosure form that you will find on MyKier.

**Q** Two former colleagues have decided to set up a new software development company and want me to help them out in my spare time. Is this allowed?

**A** There are a number of issues to consider. If the development is unrelated to your day job, it is more likely to be OK. However, if you need to use information used in your job this could cause issues including breaches of confidentiality. Before accepting, seek advice from your manager or from HR.

**Q** I have a second job at the weekend. It is normally not a problem but every now and again I am asked to be "on call" and as a result there may be a delay in my being able to respond to any call from Kier.

**A** You should speak to your line manager in the first instance and let them know about your second job because it may have an impact on your ability to undertake your on-call work for Kier. You will likely need to complete a conflict of interest disclosure form that you will find on MyKier.

## 2.7 Outside interests

We support employees who wish to take up additional appointments outside of Kier where such appointments do not conflict with their duties to Kier and there is no risk of reputational damage to Kier.

### Our principles

We encourage employees who wish to support their local communities and charitable organisations, and we support employees who wish to undertake voluntary or charitable work, provided that doing so does not conflict with their duties to Kier.

We will also endeavour to support employees who wish to take up outside appointments for personal development reasons, where the experience they gain will be beneficial to their role within Kier and where there is no conflict of interest.

### You will:

- devote your energies whilst at work to pursuing the interests of Kier;
- seek prior approval before undertaking any community or charitable work, which might require the use of company time or equipment; and
- outside of the workplace, be mindful of the impact that certain activities you may engage in, for example of a political or activist nature, may have on Kier's business and its reputation.

### You will not:

- engage in any outside occupation or interest that is dependent on the use of company time or equipment without prior approval;
- agree to take up an appointment as a director, whether executive or non-executive, of a third-party company without prior approval from your line manager; or

- engage in activities outside of work which may reflect adversely on Kier's reputation.

### Relevant policies

- Conflicts of Interest policy



## Practical example:

Q

I'm one of the leaders of an organisation which campaigns against climate change and have been invited to a march in central London, where I know the plan is to chain ourselves to the railings outside the Houses of Parliament in order to attract publicity. I assume there is no reason why I cannot attend as it would be outside of working hours?

A

Whilst Kier does not wish to influence employees' political views or other beliefs, employees need to be mindful of the impact that engaging in related activities may have on Kier's business and reputation. Consideration should also be given to the potential criminal ramifications of engaging in such protests. Kier's reputation could also be affected if an employee was identified as working for Kier in adverse media coverage of the event. You should seek advice from your line manager or your local HR team.



Colleagues from our Welsh teams taking part in the Regional Building 'Boots on for Building' challenge which saw over 2,000 employees take part in events that saw them collectively climb 100,000ft, walk over 10 million steps, and train over 600 people in CPR.

# Our business



## 3.1 Complying with laws and regulations

We are committed to conducting our business in accordance with applicable laws and in a responsible manner.

### Our principles

We must comply with all applicable laws and regulations.

### You will:

- ensure that you understand the relevant legal requirements which apply to your role or business, by obtaining appropriate advice if necessary;
- apply our standards, even in situations where the applicable or local law is less restrictive than those standards; and
- seek advice if you become aware of any breaches of laws or regulations by our business or our employees.

### You will not:

- ignore rules for expediency;
- turn a blind eye if you know or suspect others may be breaking the law; or
- cut corners on cost grounds.

### Relevant policies

- The policies referred to in Section 3 of the Operating Framework



## 3.2 Anti bribery and corruption (including gifts and hospitality)

Kier adopts a zero-tolerance approach to bribery and corruption.

We will not give or accept gifts or hospitality which may improperly influence our or others' business decisions or outcomes and which may be construed as a bribe.

### Our principles

Bribery is a criminal offence. Paying or conspiring to pay, soliciting or accepting bribes is against the law.

We require our employees and all third parties acting on our behalf to conduct business honestly and with integrity.

We will not under any circumstance pay a bribe to, or accept a bribe from, any individual, organisation and/or public official in order to gain or retain any business advantage or for any other improper purpose.

We recognise that the courtesy of giving or receiving gifts and hospitality of modest value in the normal course of business, where permitted by law, is acceptable in principle, but under no circumstances must the giving or receiving be done with a view to the recipient being influenced to act improperly or to obtaining any form of improper advantage.

We do not make political contributions or donations.

### You will:

- comply at all times with our policies and procedures which are designed to prevent bribery;
- speak up if you become aware of any potential or actual breach of anti-bribery laws or regulations or our own Anti Bribery and Corruption (including Gifts and Hospitality) Policy;
- ensure that all employees and third parties acting on our behalf understand Kier's zero tolerance approach to bribery and corruption;
- only accept or offer gifts or hospitality of a modest value, when it is lawful and customary practice to do so; and
- ensure that any gifts or hospitality are duly authorised, and recorded as necessary in a timely manner, in accordance with our gifts and hospitality rules.

### You will not:

- tolerate or condone bribery or any other type of corrupt activity;
- offer, promise or give, solicit, agree to receive or demand any financial or other advantage, whether directly or indirectly, in order to induce or reward improper behaviour;
- offer or make facilitation payments;
- pay a bribe or participate in any other corrupt activity, regardless of any local custom or practice, for the purpose of winning or retaining business or obtaining an advantage in the conduct of business.;
- offer, promise or give any gifts or hospitality which may be (or may be misconstrued as) a personal reward for the recipient, intended to influence the recipient to act improperly or to reward improper behaviour on the part of the recipient;
- request, agree to receive or accept any gifts or hospitality which you believe are intended to influence improper behaviour or decisions or which would or could impose an obligation on you to treat another third party favourably; or
- make political donations or contributions on behalf of Kier.

**“Kier has a zero-tolerance approach to bribery and corruption.”**

### Relevant policies

- Anti Bribery and Corruption (including Gifts and Hospitality) Policy



## Practical examples:

**Q**

An employee at a client asks you to arrange a job for his daughter, in return for which he will make sure the next contract goes our way. Can you agree?

**A**

No. Bribes can take many forms and this form of favour could potentially amount to a bribe.

**Q**

One of our key suppliers has offered me the chance to go on a driving day with a colleague, in order that we can meet their key personnel and develop a better relationship for the benefit of both parties. Can I accept?

**A**

The giving and receiving of gifts and hospitality of modest value is recognised as an important and established part of doing business. Our gifts and hospitality rules set out the circumstances in which gifts and hospitality can be accepted. These include prescribed levels above which approval is required from senior management. Each business is required to keep a register for recording such gifts and hospitality. As long as there is a genuine business reason for the hospitality, it is offered to you for the right reasons and in the right circumstances and it is properly documented on the register, then it may be permissible to accept the invitation.

**Q**

A supplier has asked me to attend a sports event as a guest. I check at the time and receive approval to attend. A few weeks before I am due to go, my line manager contacts me to lead a re-tender process for the goods and services bought from this supplier. As I already have approval, can I attend?

**A**

You should raise this with your line manager. If you attend, other tenderers may allege you have been unfairly influenced in relation to the re-tender process.

**“We require our employees and all third parties acting on our behalf to conduct business honestly and with integrity.”**

## 3.3 Anti-competitive behaviour

We will comply with competition laws.

### Our principles

Kier aims to compete fairly. We will not resort to anti-competitive behaviour nor will we tolerate such behaviour from employees or anyone acting on our behalf.

### You will:

- comply with relevant competition laws;
- require all employees who have joined Kier from a competitor, customer or supplier to respect the confidential information of their previous employer; and
- speak up if you become aware of any potential or actual breach of competition laws.

### You will not:

- obtain or use information on competitors, clients and suppliers which has been obtained by illegal or disreputable means;
- discuss pricing or bid strategies with our competitors; or
- enter into discussions with competitors about sharing or restricting access to markets or clients.

### Relevant policies

- Competition Law Policy



## Practical examples:

**Q**

At a trade show, a representative from a competitor approaches me and asks if we might have a discussion about a forthcoming contract award which our respective companies are both likely to bid for, with a view to adopting a bidding approach which would be “mutually beneficial to both of us”. Can I engage in this discussion?

**A**

No. As a general rule, any activity which is intended to prevent, restrict or distort competition is likely to breach competition law. You must not, therefore, engage in any discussions with competitors or other third parties where this is the intention. There are circumstances in which collaboration with a competitor may be permissible, but advice must be sought from Group Legal before any arrangements of this type are contemplated.

**Q**

A new employee has recently joined us from a competitor and has offered to provide details of his former employer’s pricing strategy for a particular job or framework. Can I receive this information as long as I ask him not to write it down?

**A**

No. This is confidential information belonging to a third party, which must not be disclosed either verbally or in writing. You should explain this to your colleague.

**“We will not resort to anti-competitive behaviour nor will we tolerate such behaviour from employees or anyone acting on our behalf.”**

### 3.4 Financial management and reporting

We will maintain proper and accurate business and financial records.

**Our principles**

We will ensure that our financial transactions are recorded in a timely manner and that our assets and liabilities are properly reflected in our financial records, in accordance with relevant accounting standards applicable to and adopted by Kier.

We are committed to the prevention and detection of fraud and will report fraudulent activity, which may be a criminal offence, to the relevant authorities.

We will not support activities designed to evade taxes.

**You will:**

- comply with the Group Finance Manual;
- be transparent with regards to all financial transactions; and

- utilise appropriate internal controls, including Internal Audit, to enable the accurate reporting of the Group's results.

**You will not:**

- deliberately make a false or inaccurate entry in any company records or books of account;
- artificially manipulate the financial results of a period to show a position which is better than actual; or
- facilitate or assist in tax evasion by a third party.

**Relevant policies**

- Group Finance Manual
- Anti-Fraud Policy
- Anti-Facilitation of Tax Evasion Policy



### 3.5 Protecting our reputation

We will protect Kier's reputation.

**Our principles**

We recognise that Kier's reputation is one of its key assets and we will not take any action or engage in any behaviour, either at work or outside of the workplace, which may cause reputational damage to Kier or any of its employees.

**You will:**

- act in a way which protects and promotes Kier's good reputation at all times.

**You will not:**

- make disparaging or damaging remarks about Kier or any of its employees or stakeholders, whether verbally, in writing, electronically via email or the internet or via social media; or
- engage in any activities outside of work which may reflect adversely on the reputation of Kier.

**Relevant policies**

- Communications Policy



### 3.6 Confidential information

We are committed to protecting Kier's confidential information.

**Our principles**

We will take all necessary steps to protect Kier's confidential information and we will not use it for our personal benefit or for any illegal purpose. We will treat any such information provided to us by third parties with an equivalent level of care.

**You will:**

- keep confidential information protected and secure at all times;
- respect any conditions imposed by third parties on the use of their confidential information;
- ensure confidential information is only shared on a "need to know" basis and, in the case of a third party's confidential information, with their consent; and
- promptly report any unintended disclosure of confidential information.

**You will not:**

- disclose confidential information to any third party without entering into an effective confidentiality agreement.

**Relevant policies**

- Employee Handbook
- Inside Information Policy



### Practical examples:



I'm an active member of and contributor to an industry blog. I know that Kier won a job on the basis of some key innovation it developed with a partner. I'm very excited about this development and would like to mention it to my fellow bloggers. I'm not doing anything wrong surely?



Whilst your intentions may not be malicious, the disclosure of the innovation by Kier may be sensitive for a number of reasons. By disclosing the development, or the identity of Kier's partner, you could be disclosing information which is confidential to Kier and/or its partner. You could also inadvertently alert Kier's competitors to the development, which might mean we lose our competitive advantage. You should speak to your line manager, who will be able to advise you whether the posting of such information would be appropriate.



We are in the middle of working on a development project with a client and I know that Kier and the client have entered into a confidentiality agreement. I'm sure one of our suppliers would be able to assist and I was going to drop them a quick email asking them their thoughts. There's nothing wrong with that surely?



Depending on the confidentiality provisions with your client, you may not even be able to disclose that the relationship with the client exists. You should speak to the person in charge of the project internally in the first instance and you may need to seek the permission of the client prior to contacting the supplier.

**"We are committed to protecting Kier's confidential information."**

### 3.7 Share dealing and inside information

We will control the use of inside information relating to Kier and will implement controls to prevent dealing in Kier shares whilst inside information exists.

**Our principles**

Kier's shares are listed on the London Stock Exchange. We will follow the market's rules in relation to any inside information relating to Kier.

Employees must not profit from the possession of any inside information and must not deal in Kier's shares when they are in possession of any inside information.

**You will:**

- comply with the internal procedures established to ensure that information which may constitute inside information is identified and reported promptly; and
- obtain any required internal approvals before dealing in Kier shares.

**“Employees must not profit from the possession of any inside information.”**

**You will not:**

- whilst in possession of inside information about Kier, buy or sell Kier shares or disclose the inside information to third parties who may wish to deal in Kier shares;
- whilst in possession of inside information about third parties, use that information to deal in the shares of those companies; or

- knowingly or recklessly make a misleading statement or forecast or create a false market in Kier shares.

**Relevant policies**

- Share Dealing Code
- Inside Information Policy



### Practical example:

<p><b>Q</b></p> <p>I have been asked to assist with due diligence on part of Kier that is possibly to be sold to another listed company. Is it acceptable for me to buy shares in either Kier or that other company?</p>	<p><b>A</b></p> <p>It is possible that you are in possession of inside information relating to Kier and/or the other company. Dealing in shares whilst in possession of inside information is a criminal offence. You must also take care not to tell anyone else about the work you are doing and the potential acquisition. If they deal in shares of either Kier or the other company as a result of receiving this information from you, both you and they may have committed a criminal offence.</p>
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### 3.8 Community investment

We acknowledge our commitment to ensure the responsible operation of our business, having regard to the wider community.

**Our principles**

We recognise that each Kier business has an important role to play in its local community and we therefore encourage community interaction for the benefit of Kier and its stakeholders.

We support charitable organisations which are directly linked to benefit people in our local areas and communities.

**You will:**

- only make charitable donations in full compliance with all applicable laws and regulations and our Anti Bribery and Corruption (including Gifts and Hospitality) Policy;
- ensure all charitable donations are properly recorded; and
- encourage and support employees who wish to undertake voluntary work in their community.

**You will not:**

- make any charitable donations to any expressly prohibited organisations.

**Relevant policies**

- Anti Bribery and Corruption (including Gifts and Hospitality) Policy



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## Speak Up helpline numbers

United Kingdom

**0800 915 1571**

UAE

**8000 4413376**

Saudi Arabia

**800 8442067**

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## Speak Up contacts

Confidential reports may also be submitted via e-mail to [compliance@kier.co.uk](mailto:compliance@kier.co.uk) or by accessing the following website [www.safecall.co.uk/report](http://www.safecall.co.uk/report)

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**Kier Group plc**

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E: [compliance@kier.co.uk](mailto:compliance@kier.co.uk)



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