



wood.

Our Code of Conduct

Doing the right thing

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Contents

01	<u>Our vision and values</u>	ii	06	<u>Protecting information and assets</u>	9
02	<u>Messages from our leaders</u>	iii		Confidentiality	
03	<u>Making ethical decisions</u>	v		Data privacy	
04	<u>Our Code of Conduct: Doing the right thing</u>	1		Intellectual property (IP)	
	Purpose			Physical property	
	Applicability			Information security	
	Our shared expectations			Social media	
	Responsibilities of team leaders			External communications	
	Investigation of reports		07	<u>Committing to honest and fair business dealings</u>	15
	Anti-retaliation			Anti-bribery and anti-corruption	
	Consequences for violations			Political activities and contributions	
05	<u>Care for each other and our communities</u>	5		Gifts and hospitality	
	Workplace safety and health			Third parties and commercial intermediaries	
	Protecting the environment			Conflicts of interest	
	Community involvement			Fraud	
	Equal opportunity			Anti-money laundering and tax evasion	
	Harassment			Accurate financial books and records	
	Labour and wage laws			Accurate business records and business communications	
	Modern slavery and human trafficking			Inside information and insider dealing	

Our vision and values

Our vision is to:

Inspire with ingenuity • Partner with agility • Create new possibilities

Our values



A message from Roy Franklin, Chair

At Wood, we recognise that achieving a sustainable future is one of the biggest challenges facing our generation. Our vision - inspire with ingenuity, partner with agility and create new possibilities - is only sustainable when we embrace our values: care, commitment, and courage. These values are embodied in our Code of Conduct and our approach of doing the right thing.

The Code summarises how we are all expected to act and applies to everyone at Wood. Each of us is responsible for knowing, understanding and following our Code. We have a responsibility to conduct ourselves with the highest levels of integrity in every aspect of what we do. The trust we have built with our key stakeholders and each other can be damaged in moments by one of us making a decision that strays from our values. Equally, every good decision we make helps to maintain and enhance our company.

On behalf of our entire Board of Directors, I want to thank each of you for upholding our values.





Ken Gilmartin

Chief Executive

As Wood's CEO, I am committed to leading with integrity, ambition, transparency and pride. Together, we can build a trusted and successful business that is client-centric and people orientated with ethical practice, safety and sustainability at the core. Ethical practice means conducting business with honesty and being willing to speak up when we see behaviour that is not consistent with our Code of Conduct. I know this can take courage and is not always easy, and our commitment is to listen up when you speak up. We will never tolerate retaliation against anyone for asking questions or raising concerns in good faith, so if you become aware of any actual or suspected violations of the Code, please report your concerns immediately using one of our Speak Up resources.

Thank you for your commitment to Doing the Right Thing.



Martin McIntyre

General Counsel and Company Secretary

Our values of care, commitment and courage are the foundation of the culture we foster at Wood. Our Code of Conduct is our guide to upholding those values and ensuring integrity and honesty in all our business dealings. The Code cannot address every issue we may face, but it sets out our principles and provides guidance on how to handle ethical challenges and make the right decisions, and it contains links to policies with more detailed help.

Please take time to familiarise yourself with the Code and to ask questions if you are unsure of its meaning or applicability in a specific circumstance.

When deciding how to handle a work-related situation, ask yourself:

1

Is my action or my choice consistent with Wood's values and in compliance with our Code and company policies?

2

Is my choice honest, legal and ethical?

3

Is my action safe for me and others?

4

Would my action and its outcome be perceived positively by Wood, my team, my family and the community?

Getting to "Yes": How we make ethical decisions

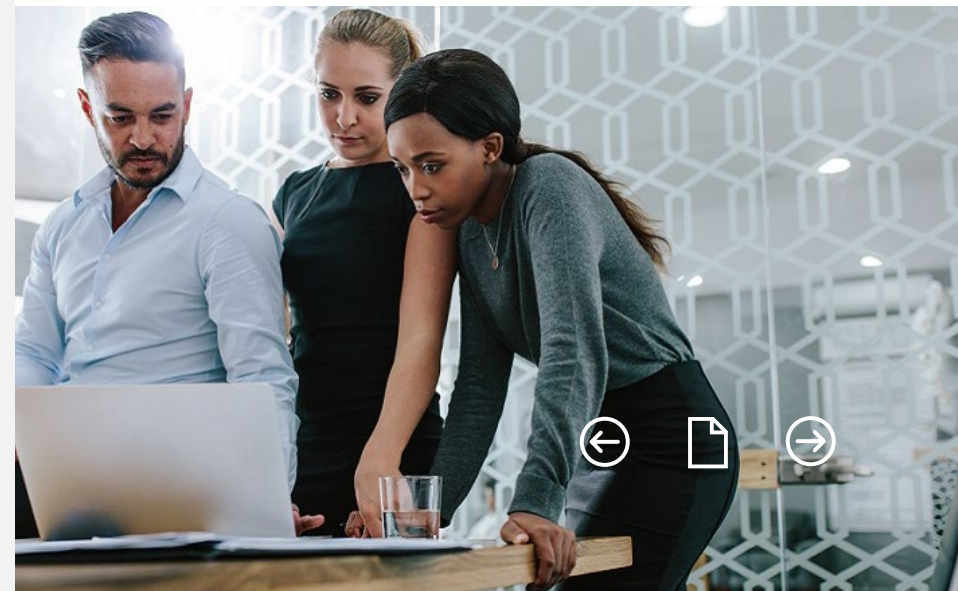
In order to inspire others and lead by example with colleagues, customers and communities alike, you are expected to exercise good judgment and do the right thing.

Our values set the tone for what is important to us as a business. They guide us in our behaviours and provide a common set of expectations wherever we are in the world.

Decisions are not always straightforward, and our Code is not a collection of every rule, nor can it cover every situation.

If the answer to any of the questions above is not "YES," or if it is "NO" or if you are uncomfortable with any of your answers, seek guidance using any of the Wood "Speak Up" resources.

v Wood Code of Conduct



Using Our Wood “Speak Up” Resources

1.

Can you speak to your team leader about your question or concern?

YES NO

2.

Can you speak to another team leader in your business?

YES NO

3.

Can you contact P&O, or Legal, Ethics & Compliance?

YES NO

4.

If none of these Speak Up options work for you, contact the Wood Ethics Helpline.



For any Code topic or Code violation, contact your team leader, your local People & Organisation (P&O) Business Partner, Wood Legal, Ethics & Compliance or the Business Ethics Helpline

For HSE&S issues, contact your service line HSE&S leader

For media inquiries, contact [**press.office@woodplc.com**](mailto:press.office@woodplc.com)

For investor inquiries, contact [**investor.relations@woodplc.com**](mailto:investor.relations@woodplc.com)

For social media inquiries, contact [**communications@woodplc.com**](mailto:communications@woodplc.com)

Our Code of Conduct:

Doing the right thing

Purpose

At Wood (“our Company”), doing the right thing guides how we work and live. Our Code helps us meet our ethical and legal commitments and stay on track when there are questions or situations where the right course of action may be unclear. By following the Code, you maintain, strengthen and protect our strong reputation for following the law and our values.

Applicability

Regardless of business or location, we all are responsible for maintaining compliance with this Code and Wood policies and procedures. In this Code, “we” or “our” refers to employees, including short-term workers and consultants working within Wood, officers and directors. We also expect our business partners, such as agents, suppliers, contractors, intermediaries, representatives and joint venture partners, to follow the principles set out in this Code and our Supply Chain Code of Conduct, and to share our commitment to our values.

You may face a situation where a local custom or a particular customer’s policy is accepted as normal but differs from our values, policies or applicable law. If this occurs, you must comply with the higher standard.

Our shared expectations

To be successful, we all must act with honesty, openness and fairness. We have a responsibility to ensure that our individual behaviour and our work meet legal standards as well as the high expectations of our Code, policies and values.

You are responsible for reading, understanding and remembering the information in our Code. Everyone must:

- Act in a manner that is safe, ethical and consistent with laws, regulations and Wood values and behaviours.
- Report concerns of any known, suspected or potential misconduct or Code violation, or ask questions about the right course of action using our Wood “Speak Up” resources.
- Complete all required Code training in a timely manner.
- Certify annually that you have acted in accordance with the Code.

Responsibilities of team leaders

Team leaders have the added responsibilities of both monitoring and enforcing compliance within their teams.

Team leaders must be committed to the highest standards for business conduct and demonstrate compliance with this Code and our values through their words and actions.

Team leaders must:

- Create an open-door environment where direct reports and other employees feel comfortable asking questions, voicing concerns and reporting known, suspected or potential misconduct.
- Ensure that team members understand and follow the standards in the Code and Wood policies and procedures.
- Ensure that team members are up-to-date with all required training and certification.
- Communicate Wood’s Business Ethics Reporting & Anti-Retaliation Policy clearly and effectively.
- Protect from retaliation employees, suppliers or any others who make a report.
- Promptly report all matters relating to ethical misconduct to the Business Ethics Helpline, Legal, Ethics & Compliance or P&O for investigation.

A team leader is the manager, supervisor or other individual to whom you report.

Investigation of reports

Wood is committed to answering all questions promptly and taking all reports and concerns seriously. Wood will investigate reports professionally and promptly. Our Business Ethics Helpline is independently operated and available in over 100 languages 24 hours a day, seven days a week in all the countries where we operate. Any concerns related to the Code are generally addressed by Legal, Ethics & Compliance or Internal Audit.

You may make a report anonymously, if preferred. Keep in mind, however, that it is helpful for you to identify yourself so that the investigation team may contact you for further information. If you are asked to contribute to an investigation or audit, you are expected to cooperate fully. Reported information is treated confidentially to the extent reasonably possible and allowable by local laws.

While we strive to resolve matters internally, nothing in this Code or any other Company policy or procedure should be interpreted as preventing you from reporting suspected unlawful conduct to governmental authorities at any time.



Question

Elizabeth overheard two team members plan a dinner at an expensive restaurant. One team member said, "I'll expense it. No one will know because we still have money in a project budget." Elizabeth knows that expensing a dinner like this is probably not allowed, but she is hesitant to say anything. What should she do?

Answer

Elizabeth's concerns are valid. It can be hard to speak up, but she should report the issue using the Wood "Speak Up" resources. If you know or honestly suspect that a member of our team will violate or has violated our Code, you should speak up as soon as possible.



Anti-retaliation

You must feel safe to report any suspected violation of our Code. Therefore, Wood does not allow acts of retaliation against any person for reporting a possible violation or participating in an investigation as long as the report was made in "good faith."

Those who retaliate against someone for reporting or cooperating with an investigation may face disciplinary action up to and including termination.

For more information, see our [Business Ethics Reporting and Anti-Retaliation Policy](#). For questions, or to report retaliation, consult our

[Wood "Speak Up" resources](#).

Consequences for violations

Violations of our Code, policies or the law may carry serious consequences for the individuals involved as well as Wood. Such behaviour may place individuals and Wood at risk of bodily harm, damaged reputation, fines and even possible civil or criminal liability.

Employees who violate the law, our Code or our policies may also be subject to disciplinary action up to and including termination. Violations committed by non-employees, including a third party working on our behalf, may result in the termination of any relationship with Wood.

Making a good faith report means providing all of the information we know, to the best of our knowledge, regardless of whether our report turns out to be accurate or not.



Caring for each other and our communities

Workplace safety and health

Why does it matter?

By taking personal responsibility for health and safety, we all ensure that everyone goes home safe and well.

What does it mean for me?

You can demonstrate care and commitment by:

- Always following the rules and procedures, including the *Life Saving Rules*
- Always behaving in accordance with our Safety Essentials
- Immediately reporting any injury or ill health that is related to our work
- Only performing tasks for which you are trained and competent to do
- Always reporting health and safety hazards and concerns to your team leader
- Always intervening and stopping the job if you believe that something is unsafe or a risk to health
- Never working under the influence of illegal drugs, alcohol or prescribed drugs that affect our ability to work safely
- Never bringing personal weapons that can harm others, such as guns, into the workplace

For more information, refer to the *HSSE&S Policy Statement and the Drugs and Alcohol Policy*.

Protecting the environment

Why does it matter?

We care about the communities in which we operate, and we strive to leave a positive legacy long after our operations have concluded. We are committed to minimising our impact on the environment through conserving resources, reducing waste and emissions and preventing environmental pollution.

What does it mean for me?

You can protect our environment by:

- Complying with relevant laws and regulations at all times
- Managing all environmental risks effectively
- Eliminating, or minimising where elimination is not possible, any negative environmental impacts resulting from our operations
- Working closely with Wood's personnel, regulators and other external stakeholders to promote continuous improvement in our industry

For more information, refer to the *HSSE&S Policy Statement*.

Community involvement

Why does it matter?

We care about the communities in which we operate and recognise our responsibility to respect, nurture and empower the people and locations we impact.

What does it mean for me?

Wood employees contribute time and talents to make a positive impact on the communities where we live and work. You can facilitate opportunities to partner with the community and ensure our commitments are transparent, ethical and always in alignment with Company values.

Equal opportunity

Why does it matter?

We are dedicated to fostering an inclusive work environment and treating everyone on the team equally, with respect and compassion. We care about our people and recognise that when people are cared for, they perform better.

What does it mean for me?

You play a part in creating a rich, inclusive work environment by working collaboratively to achieve our goals, embrace diversity, and encourage contributions from all of our colleagues. Wood has zero tolerance for discriminating for any reason.

You must never make employment-related decisions or discriminate against anyone based on a legally protected characteristic such as race or ethnicity, age or gender.

All employment decisions, including hiring, promotion and training, must be made on the basis of merit, talent and suitability and must comply with local laws.

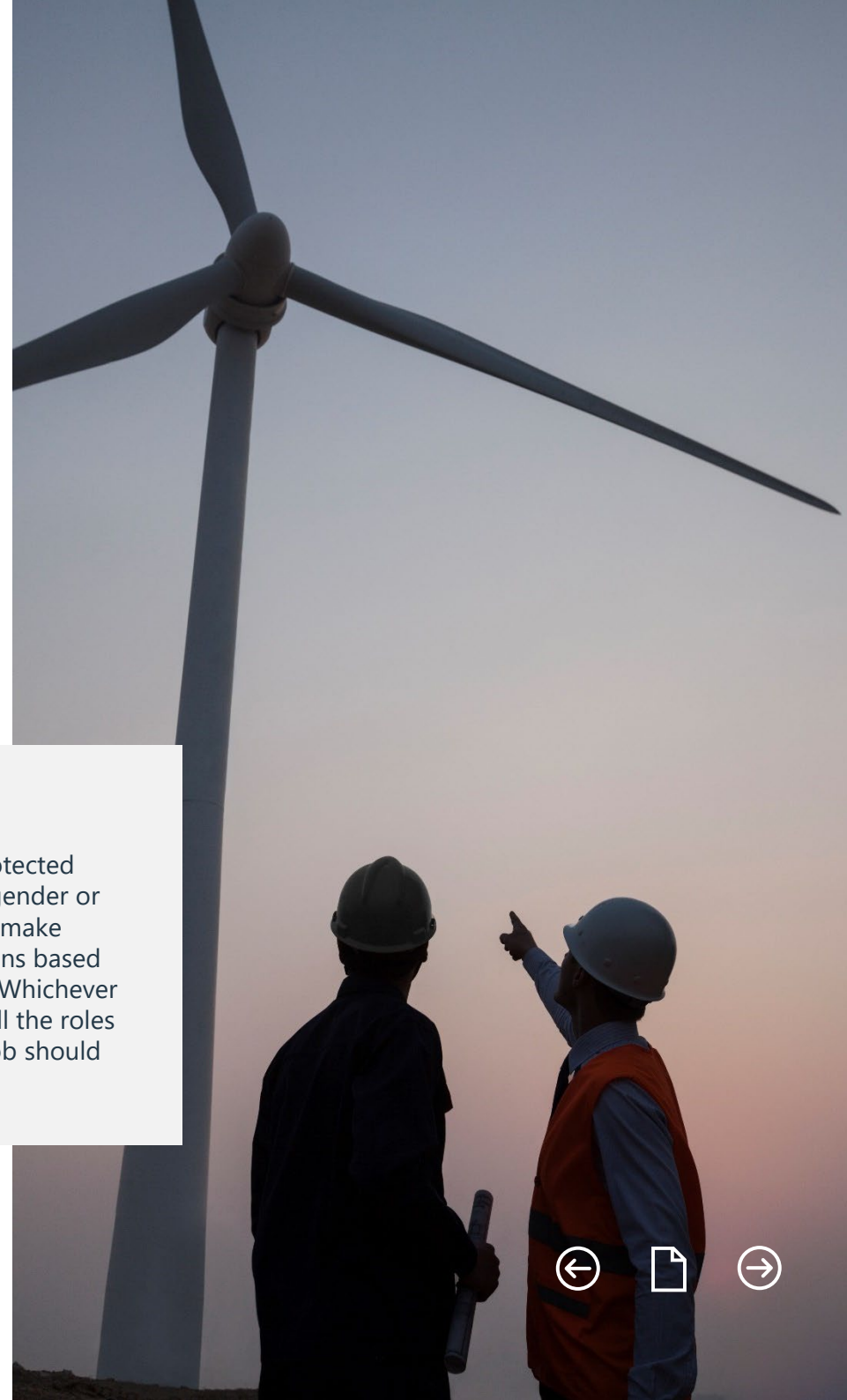
For additional information, refer to the [*Equal Opportunities Policy*](#).

Question

Rudi's team is hiring for a new position and deciding between two candidates. The first candidate is in her late 40s with children and the other is a recent graduate. Both are qualified for the position. Rudi believes the candidate who is older, with the responsibility of children, is more likely to be committed to Wood long-term and is probably the right choice. Is this reason okay?

Answer

No. Hiring based on any protected characteristic, such as age, gender or ethnicity is not allowed. We make employment-related decisions based on qualifications and merit. Whichever candidate best aligns with all the roles and responsibilities of the job should get the offer.



Harassment

Why does it matter?

We value and respect one another and believe everyone should be able to work in a welcoming environment without fear or intimidation.

What does it mean for me?

Contributing to an inclusive and welcoming work environment is part of our job. Harassment can come in many forms - including physical, verbal or sexual - and the intent behind the words or actions does not matter. Do not engage in behaviour that could be considered by someone as creating an unwelcome, intimidating or hostile work environment. Acts of violence, threatening remarks or gestures or other disruptive behaviour at Wood are unacceptable.

If you experience or witness any form of harassment or workplace violence, report it to your P&O representative.

For more information and examples of harassment, see our [Harassment Policy](#).

Some examples of harassing behaviour include:

- Bullying or threatening remarks or gestures
- Unwanted touching, gestures or leering
- Displays of sexually explicit materials
- Repeated requests for romantic dates when the other person has refused
- Disparaging or discriminatory jokes or slurs

Labour and wage laws

Why does it matter?

We are committed to promoting basic human rights by following applicable local labour laws, including those related to freedom of association and collective bargaining. We do this because we seek to conduct our business in a way that respects the dignity of people.

What does it mean for me?

Never exploit children or allow involuntary servitude or forced labour in Wood, and do not work with vendors or suppliers who do. Follow all applicable laws relating to wages and working time, including those governing minimum wage, overtime and maximum hours.

Modern slavery and human trafficking

Why does it matter?

Wood strives to protect and enhance the human dignity of our personnel and everyone who has dealings with our Company.

What does it mean for me?

You must respect and enforce the principles established in the Universal Declaration of Human Rights and commit to conducting our business in a manner consistent with all applicable employment and human rights laws and regulations wherever we have operations. You must commit to upholding employment standards in accordance with contractual arrangements. Wood has zero tolerance for human trafficking or slavery of any kind.

For more information, refer to the [Human Rights Policy](#) and [Modern Slavery and Human Trafficking Statement](#) on our website.

The **Universal Declaration of Human Rights** is an international document that states the basic rights and freedoms to which all human beings are entitled.

Protecting information and assets

Confidentiality

Why does it matter?

Trade secrets and confidential and proprietary information are valuable assets. Protecting them is vital to our success. Our customers and employees expect us to maintain strict controls on the confidential information we hold or use. Sharing or using confidential information incorrectly can have serious consequences, including significant fines and penalties, criminal charges and loss of customer trust.

What does it mean for me?

Do not reveal confidential information to anyone unless authorised or legally required to do so. Avoid discussing confidential information in places where you might be overheard, including restaurants, restrooms, taxis, airplanes or elevators. Do not disclose confidential information to anyone who does not have a business need to know it. Never accept or use the confidential information of our competitors; this may be illegal and would be considered serious misconduct. Do not take confidential information with you if your employment with Wood ends.

If you discover or suspect the unauthorised use or disclosure of confidential information, notify Legal, Ethics & Compliance immediately.

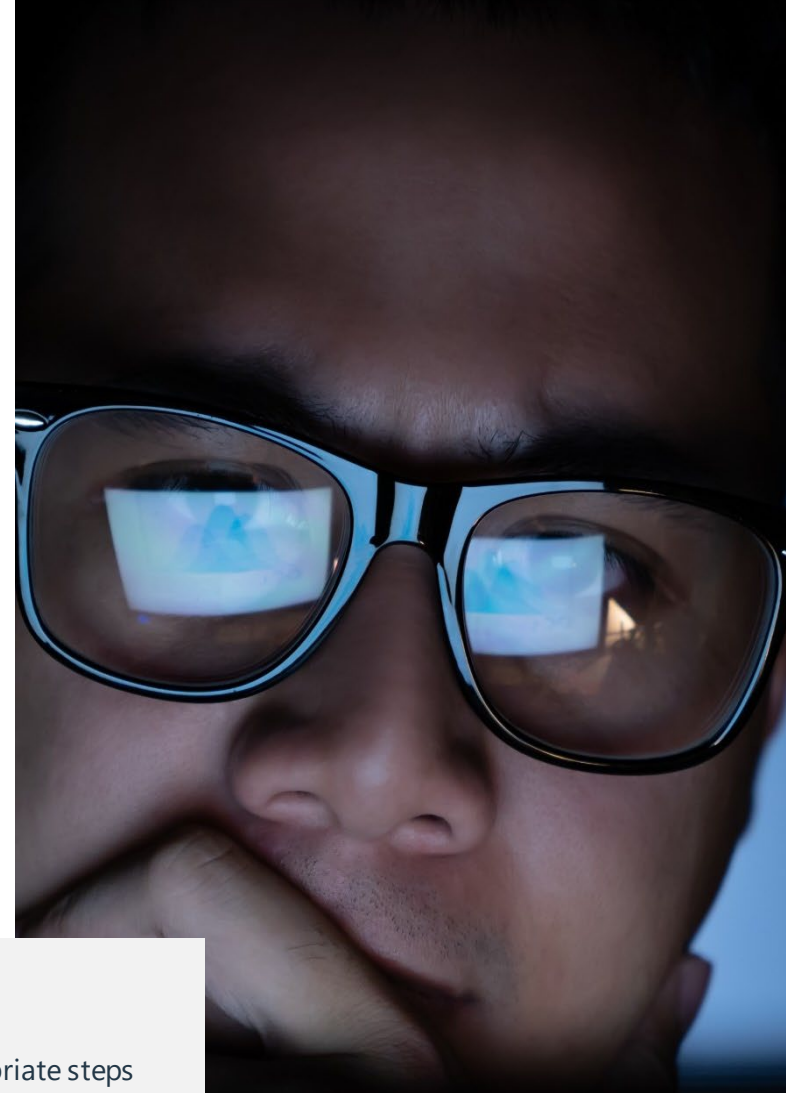
Confidential information can take many forms, such as technical information about our products and services, engineering designs, drawings and layouts, analyses and forecasts, customer and supplier lists, non-public financial information, employee information, company-specific know-how, and information relating to or supplied by our shareholders, customers and other business partners.

Question

The nature of Tatyana's work requires frequent travel, and she often finds herself reviewing information about customers and projects while at the airport or riding the train. What should Tatyana consider?

Answer

Tatyana should ensure that she is taking appropriate steps to protect the confidentiality of all business information in her possession, and she should avoid discussing confidential information in places where she might be overheard. By taking these steps, Tatyana will help us protect confidential information, maintain our customers' trust and protect our reputation.



Data privacy

Why does it matter?

Partners, shareholders, customers and other individuals often trust us with personal data and confidential information. Keeping personal data safe represents a fundamental element of maintaining the trust of our employees, customers and stakeholders. As a global company, we are obligated to comply with all data privacy laws around the world, such as the EU General Data Protection Regulation.

What does it mean for me?

Keep all data secure and do not give anyone access to personnel information without proper authorisation based on a business-related need. Treat third-party data with the same care you treat Wood's information, and respect our third parties' privacy policies and information security requirements. Know and comply with all data protection laws that affect the acquisition, maintenance and use of personal data, and uphold our policies and procedures for data protection and privacy wherever Wood does business. For more information refer to the [Data Protection Policy](#).

If you think that the [Data Protection Policy](#) has been violated, become aware of a data breach or have concerns about sharing or using personal data, please contact Legal, Ethics & Compliance or your Wood data protection ambassador.

Question

Peter, who works in our marketing department, received a request for a list of Wood contacts from the event coordinator of a trade conference Wood is co-sponsoring. Peter thinks it should be okay to provide the list because it is business contact information only. Is he right?

Answer

No, he's not right. An individual's business contact information is still personal data, and we must respect their data privacy rights and comply with all data protection laws.



Intellectual property (IP)

Why does it matter?

Our IP is a valuable asset and provides us with a competitive edge. Safeguarding our IP is one way we continuously improve, expand and protect our presence in the marketplace.

What does it mean for me?

Protect and enforce our IP rights at all times. Only disclose our IP for business purposes and under appropriate protections. Report any concerns regarding the misuse of our IP.

Under our standard employment terms and conditions, Wood will own the rights to all IP created during Company time, using Company materials or within the scope of our duties. Do not take Wood IP with you when you leave the Company, even if you created the IP.

For more information refer to the [*IT Acceptable Use Policy*](#).

IP includes intangible property such as copyrights, patents, trademarks, database rights, computer programs, design rights, service marks, logos and brands.

Physical property

Why does it matter?

We are responsible every day for the use, care and protection of physical assets belonging to Wood and our customers. This property includes equipment, vehicles, facilities, funds, customer tools and documentation.

What does it mean for me?

Be careful in how you use property belonging to Wood or our customers and use it for business purposes only while taking care to protect it against theft, damage or misuse.

Information security

Why does it matter?

We must keep our confidential information, IP and all other data safe because they are valuable Company assets. Following all security measures and internal controls for our computer system or systems, portable electronic devices, laptops and other storage devices helps us to ensure this happens.

What does it mean for me?

Use our network and computer systems ethically and in accordance with Wood policies. While occasional personal use of these systems is permitted,

Wood reserves the right to monitor your use, except when prohibited by local law. This includes all data and communications transmitted by, received by or contained in our Company email or voicemail accounts, as well as electronic documents maintained on Wood network drives, computers, laptops and other mobile devices.

Take care to properly secure computers, documents and other sensitive materials, including Company passwords or portable storage devices. At no time may you use the internet for unauthorised, illegal or unethical purposes or to download sexually suggestive or explicit material. Take care when communicating using email, and remember that electronic messages can be altered, forwarded and stored without our consent.

For more information, refer to the [*IT Acceptable Use and Information Security Policies*](#).

Social media

Why does it matter?

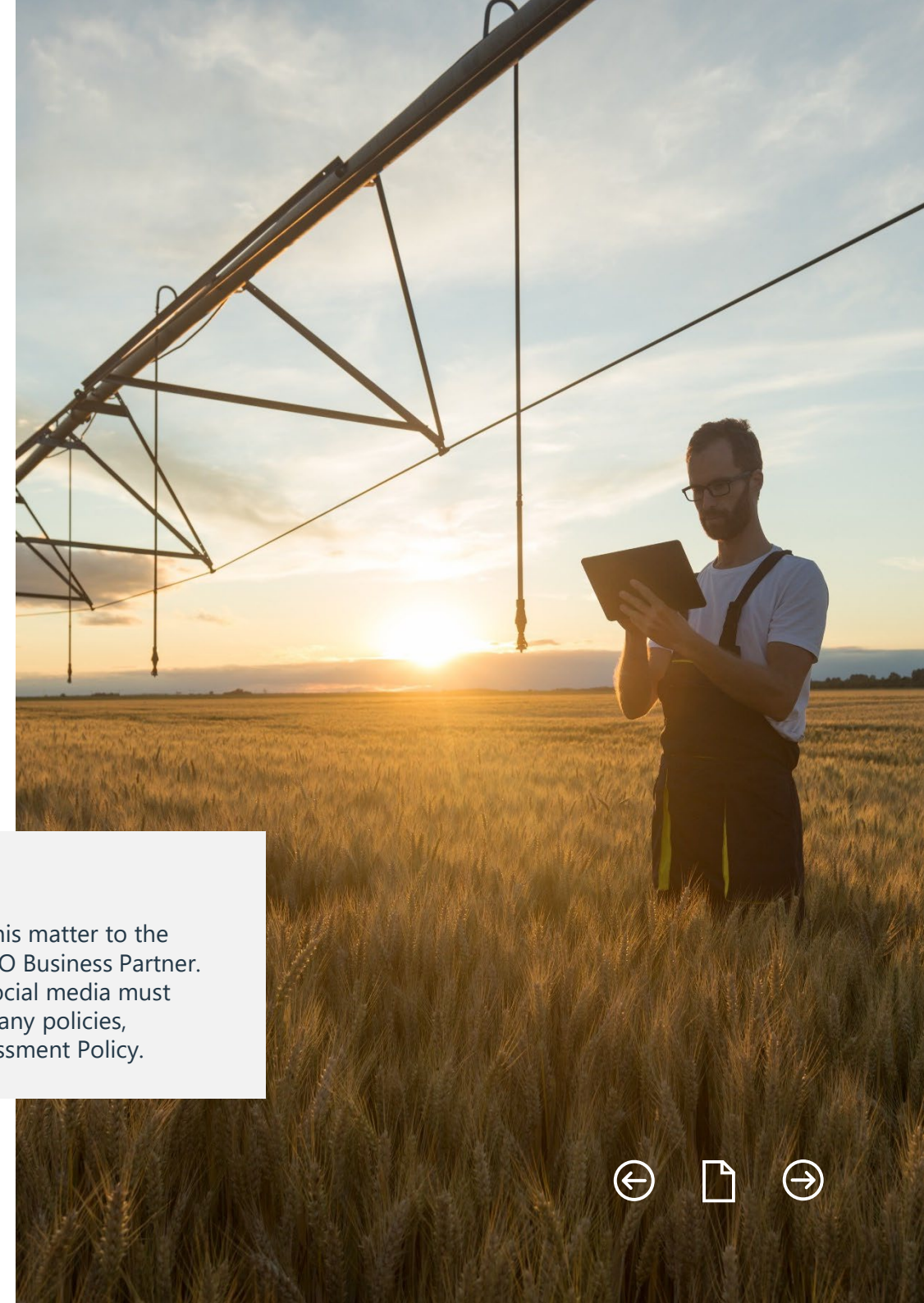
Social media is a powerful tool that can enhance our communications, business strategy and reputation, but it is essential that we use it thoughtfully, respectfully and appropriately.

What does it mean for me?

We use social media thoughtfully, respectfully and appropriately by:

- Following our [Social Media and IT Acceptable Use Policies](#)
- Remembering that electronic messages are permanent, transferable records - and those messages can greatly affect our reputation
- Using good judgment by thinking about what you are saying before posting and by considering how the content would impact the Company
- Never giving the impression that you are speaking or acting on the Company's behalf via social media unless specifically authorised to do so
- Never disclosing confidential information
- Respecting others by not posting discriminatory, harassing, inappropriate or embarrassing comments or images

If you have questions or notice anything improper on social media by or concerning a Wood employee, contact Legal, Ethics & Compliance immediately.



Question

Erik, a Wood employee, often visits blog sites when relaxing at home, and he recently noticed a racially offensive comment from his co-worker about his supervisor on a popular social media site. What should Erik do?

Answer

Erik should bring this matter to the attention of his P&O Business Partner. Employee use of social media must comply with Company policies, including our Harassment Policy.



External communications

Why does it matter?

You may be asked to respond to questions from external individuals or organisations, or receive inquiries from the media, analysts or the investment community. In order to preserve our reputation for integrity, all external communications must be accurate and made by an authorised Company spokesperson.

What does it mean for me?

Do not make public statements or respond to the media, analysts or the investment community unless designated as a company spokesperson authorised to speak on behalf of Wood. Cooperate fully with external audits and government investigations.

If you receive any inquiries or external communications requesting information, consult our [*Wood "Speak Up" resources*](#) for contact information.



Committing to honest and fair business dealings

Anti-bribery and anti-corruption

Why does it matter?

Bribery and corruption damages the communities in which we work. We will not take part in activities that do not support the areas in which we live and work. We will carry out all business dealings ethically, following all anti-corruption laws. We support initiatives that are designed to eliminate corruption, protect global markets and ensure that money is exchanged lawfully.

What does it mean for me?

Do not bribe or attempt to bribe anyone whether he or she is a government official or commercial partner. Do not give government officials or commercial partners anything of value with the intention of influencing them. Do not give or take kickbacks. Think carefully before making a charitable contribution or donating money, resources or time, as all of these things can be seen as a bribe. Immediately report to Legal, Ethics & Compliance any requests made by a government official or commercial partner for money or anything of value, including charitable or political contributions.

Anti-corruption laws are global and complex and the consequences of violating them are severe. Seek guidance if you have questions. For more information, review the [Anti-Bribery and Anti-Corruption Policy](#), or use the [Wood "Speak Up" resources](#) for guidance.

A **bribe** is anything that has a value to the person receiving it - including money, gifts, entertainment or favours — that may be seen as an attempt to influence that person's actions or decisions, obtain or retain business, or acquire any sort of improper advantage.

Government officials include federal, state or local government employees, political candidates and even employees of businesses that are owned by a government.

Question

Ishak is working on a big project with a customer in another country, and he needs approval from a government inspector before he can move forward. To move the process along, the customer suggests that we offer the inspector a gift, like a paid trip to a nearby beach resort. Ishak is not sure if this is the right thing to do, but he doesn't want to hold up the project. What should Ishak do?

Answer

Ishak should talk to his team leader or Legal, Ethics & Compliance immediately. This is not permitted under our policies, and it sounds like a bribe. That's not how we do business. We always act ethically and legally, and we never engage in bribery or take any action that could be seen as bribery.





Political activities and contributions

Why does it matter?

While we are free to *personally* participate in the political process lawfully, on our own time, with our own funds and equipment, Wood is politically neutral.

What does it mean for me?

Do not use Wood IT systems, printers, fax machines or facilities to spread a political message or support a political cause. Do not make contributions to political parties, leaders, or candidates using Wood funds or on Wood's behalf. If you choose to participate personally in political activities, make sure your participation complies with Company policies and make it clear that your personal views and actions do not represent Wood.

Political contributions include anything of value, including time, provided for the purpose of promoting, supporting or influencing political activities, organisations or elections at any level.

Gifts and hospitality

Why does it matter?

We strive to build healthy, lasting relationships defined by trust and integrity, based on our quality work and ethical reputation.

Exchanging business gifts or entertainment is often a way to build or strengthen good working relationships with customers or suppliers, but we must use common sense and good judgment to ensure we do not do anything that could be seen as inappropriate or as a bribe.

What does it mean for me?

Never give or accept gifts, favours, entertainment, cash or cash equivalents (such as gift cards or vouchers) that are meant to influence us or which could be seen as intending to influence us or suppliers, government officials or business partners.

Remember, the gifts and hospitality rules that apply to our interactions with government officials are stricter than those that apply to commercial partners. Follow the gifts and hospitality rules and the relevant legislation in the countries in which we operate. Be cautious of the timing of any gifts or entertainment; for example, never give or receive gifts during a tender process.

If you are in a situation where you are not sure whether an exchange is appropriate, consult the [*Gifts and Hospitality Policy*](#).

Question

A vendor who works with Norman's business unit just invited him to a weekend hunting trip. Should he accept the invitation?

Answer

He should consider whether the value is too much and whether accepting the invitation could create the appearance of bias or violate Wood policy. He should also ask himself whether accepting would influence any decision to give future business to this vendor. If the answer is yes to any of these questions, then he should not accept the invitation.



Third parties and commercial intermediaries

Why does it matter?

Third parties and commercial intermediaries play an important role in helping us conduct our business globally, including helping us arrange negotiations and services and representing our interests more efficiently than otherwise might be possible. However, they present a significant risk to our organisation. We are ultimately responsible for the actions of anyone acting on our behalf. What they do can adversely affect our reputation and result in criminal penalties for Wood.

What does it mean for me?

Throughout the lifespan of any business relationship, Wood must monitor our business counterparts to ensure we are collaborating ethically and safely. The rules around collaborating with third parties or commercial intermediaries are strict.

Wood collaborates ethically and safely with third parties and commercial intermediaries by:

- Engaging in fair and open competition
- Ensuring suppliers or other third parties are reputable and qualified
- Ensuring that the hiring of a supplier or other third party does not create an actual or apparent conflict of interest
- Evaluating and approving suppliers and other third parties in accordance with our *Supply Chain Code of Conduct*
- Evaluating and approving commercial intermediaries in accordance with our *Commercial Intermediary Policy*, including obtaining management and Compliance approval

Commercial intermediaries are third parties who carry out activities on Wood's behalf, including sales agents, resellers, distributors, introducers and national sponsors, as well as processing consultants such as freight forwarders, customs brokers and visa processing consultants.



Conflicts of interest

Why does it matter?

We believe in keeping our personal interests separate from Wood's interests. A conflict of interest can affect our judgment and damage our reputation and the Company's image.

What does it mean for me?

Avoid situations in which your personal interests are - or appear to be - incompatible with Wood's best interests. Avoid the types of situations where a conflict could arise by:

- Reading and understanding the [Conflicts of Interest Policy](#)
- Putting Wood's interests ahead of your own
- Remembering that having a conflict isn't necessarily a problem, but you must speak up if you know of an actual or potential conflict
- Disclosing the conflict immediately to your team leader, your P&O representative or Compliance

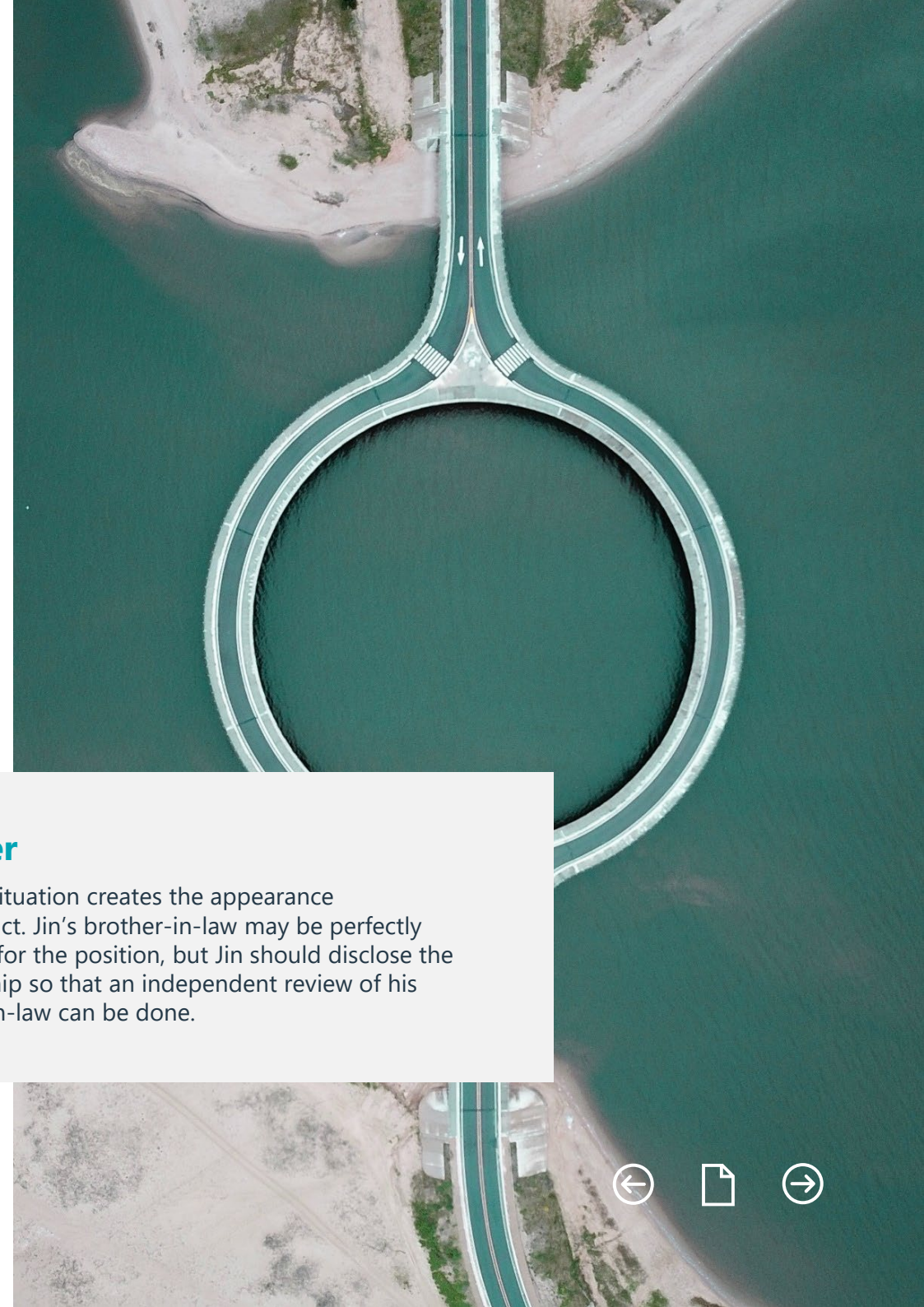
Once disclosed, Wood then has the opportunity to resolve any conflicts quickly and professionally.

Question

Jin is the lead supervisor on a new engineering project, and his brother-in-law, a qualified engineer, is looking for a job. Should Jin consider hiring his brother-in-law?

Answer

No. This situation creates the appearance of a conflict. Jin's brother-in-law may be perfectly qualified for the position, but Jin should disclose the relationship so that an independent review of his brother-in-law can be done.



Fraud

Why does it matter?

We are committed to operating our business with high integrity while never conducting or participating in dishonest or fraudulent activities. Our reputation depends on the integrity of our actions and our business dealings. Fraudulent activities are not only unethical but may also be a violation of law.

What does it mean for me?

Never engage in dishonest or fraudulent activity, such as deceit or theft, in the performance of your work at Wood. Recognising red flags is part of your job.

Examples of fraud include:

- Dishonesty and embezzlement
- Misappropriation of Wood, customer, supplier or contractor assets, including cash, supplies, equipment or any other assets
- Misuse of your position with Wood to make purchases for personal use
- Unauthorised handling or reporting of business transactions
- Falsification of business documents, inspection reports, records or financial statements

If you suspect fraudulent activity, immediately report your suspicion to Internal Audit, Legal, Ethics & Compliance or the Business Ethics Helpline.

Money laundering is the process by which people or groups try to conceal illegal funds or otherwise try to make the sources of funds generated through criminal activity such as terrorism, fraud, and drug dealing look legitimate.

Anti-money laundering and tax evasion

Why does it matter?

We are committed to helping in the global fight against money laundering and tax evasion. These activities are damaging to global communities around the world.

What does it mean for me?

Be diligent in your review of potential customers, suppliers and other partners who wish to do business with Wood. Look out for red flags that may signal money laundering or tax evasion activities, including:

- Customer or supplier information that cannot be verified
- Customers or suppliers that are not properly registered for tax purposes
- The willingness of a party to pay above market price
- Requests for payments to be made to a bank account not in the name of the customer or supplier
- Requests for payments to be made to a country other than the country of residence of the customer or supplier
- Requests for payments in currencies other than those specified in the invoice
- Payment approval given by someone who is not a party to the contract
- Payments made through channels other than normal business relationships
- Requests to make an overpayment or to make payments in cash

If you suspect a party you are dealing with is money laundering, immediately report your suspicion to Legal, Ethics & Compliance or the Business Ethics Helpline. In addition, if you suspect tax evasion activities, immediately report your suspicion to Group Tax.

Accurate financial books and records

Why does it matter?

Wood is legally obligated to provide investors and stakeholders with complete, timely and accurate information about our business. All of our business operations must be transparent.

What does it mean for me?

Everyone involved in creating, processing and recording such information in Wood's books and records is held responsible for its integrity. Our books and records must fully and accurately reflect our business transactions in accordance with our system of internal controls and applicable financial accounting standards. You must always submit appropriate contract documentation in accordance with the [Contracting Policy](#).

If you see accounting irregularities or internal controls violations, you should report your observation to Internal Audit, Legal, Ethics & Compliance or the Business Ethics Helpline immediately.

Accurate business records and business communications

Why does it matter?

Our records management, sales, bidding and marketing practices must be accurate, honest and ethical in order to maintain healthy business relationships and protect our reputation with our customers, the public and government.

What does it mean for me?

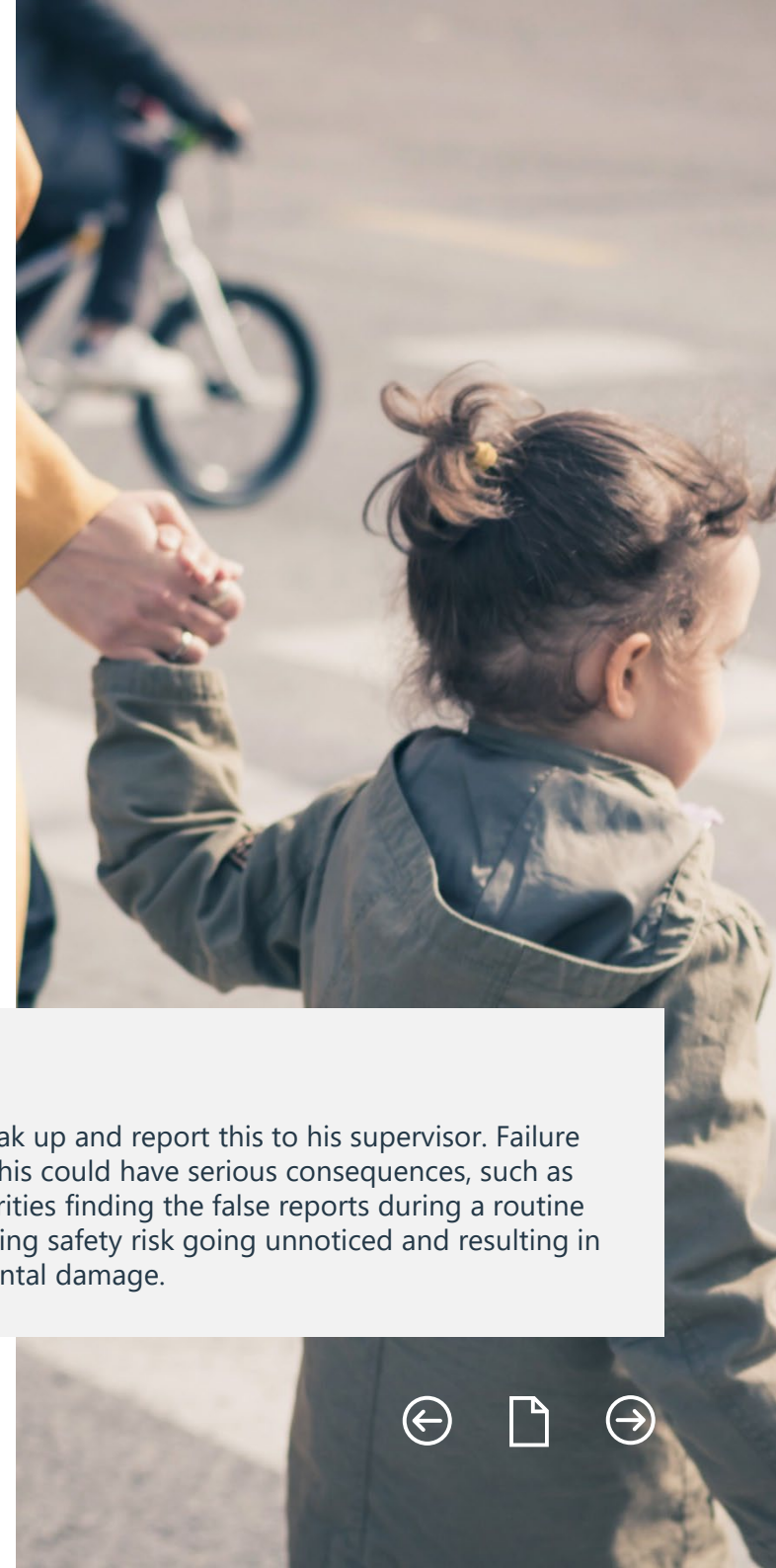
Own your signature. Never compromise the integrity of any business record by knowingly entering an untrue or inaccurate statement. Comply with all applicable laws and regulations and preserve any relevant records in case the Company needs them for litigation, audits or investigations.

Question

Thomas, who works offshore, has witnessed his colleague, John, complete and log inspection reports for work that was never done. What should Thomas do?

Answer

Thomas should speak up and report this to his supervisor. Failure to properly report this could have serious consequences, such as government authorities finding the false reports during a routine audit, or an underlying safety risk going unnoticed and resulting in injury or environmental damage.



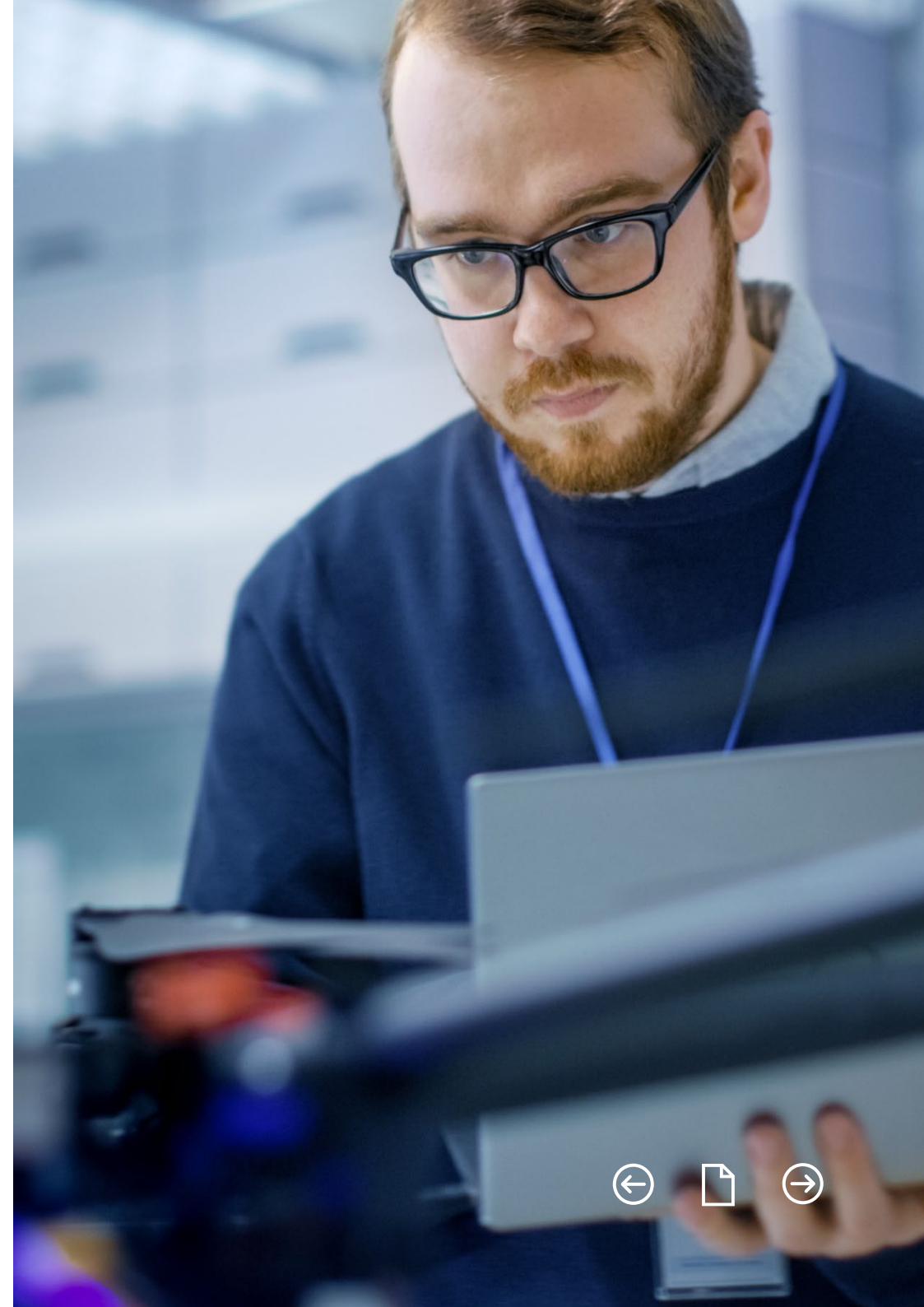
It is up to you to make sure every piece of data you submit into Wood's records - including personnel, time and expense documentation, and Wood or customer inspection test reports - is honest and complete. You must be truthful when representing the quality and details of Wood's products, services and capabilities.

Question

Janie, a project estimator, has recently been working on some project estimation costs. While putting together the costs, she noted some errors the customer made in the request for proposal documents that inflated the costs for the customer unnecessarily. She doubts that the customer will catch this issue, and since it will mean more income for Wood, she's not sure she should say anything.

Answer

Janie must report her discovery to the customer. We look out for the interests of our customers, and we always provide truthful and accurate information to them.



Inside information and insider dealing

Why does it matter?

Buying or selling Wood shares, or the shares of our partners, based on information which is not publicly known is illegal and can damage relationships with investors.

What does it mean for me?

During your work for Wood, you may learn information that is considered inside information. You must not buy or sell Wood shares or the shares of our partners when you have inside, non-public information relating to the value or profitability of Wood or any other company.

Inside information may relate to a variety of topics, including:

- Significant new products or discoveries
- New business relationships and contracts
- Termination of existing contracts
- Commercial disputes
- Projections of future earnings or losses
- News of a pending or proposed merger or sale
- Important changes in management

You must safeguard information learned about Wood as well as other companies, including our customers and partners.

Inside information is non-public information that is considered "material," or information a reasonable investor would consider important when deciding whether to buy, hold or sell stock.

Question

Diego has been working long hours on a bid for a potential, industry-changing project. He is so excited to share news of the proposal and all his hard work that he tells his friend Leticia. Did Diego do something wrong?

Answer

Yes. Telling a friend about material, non-public information is a violation of our Code and may violate insider trading laws. Leticia could buy stock in Wood and have an unfair advantage in the marketplace because she has information that other investors do not have. If you know or believe that insider trading has taken place, you should report what you know immediately to Legal, Ethics & Compliance.



Competition laws

Why does it matter?

We are subject to various competition laws in the countries where we do business. These laws are designed to ensure that businesses compete to provide quality services at fair prices. We secure the trust of our customers and the global business community by understanding and following all applicable competition laws.

What does it mean for me?

Ensure that you engage with our suppliers and customers lawfully in ways that reflect our values and comply with competition laws. Competition laws can be complex, and they apply to everyone at every level of our business.

Competition laws generally prohibit price fixing, dividing territories, and agreeing to contract terms with competitors that negatively impact the market. If a competitor attempts to discuss any of these topics with you, object immediately, stop the conversation and report the incident to Legal, Ethics & Compliance or a team leader.

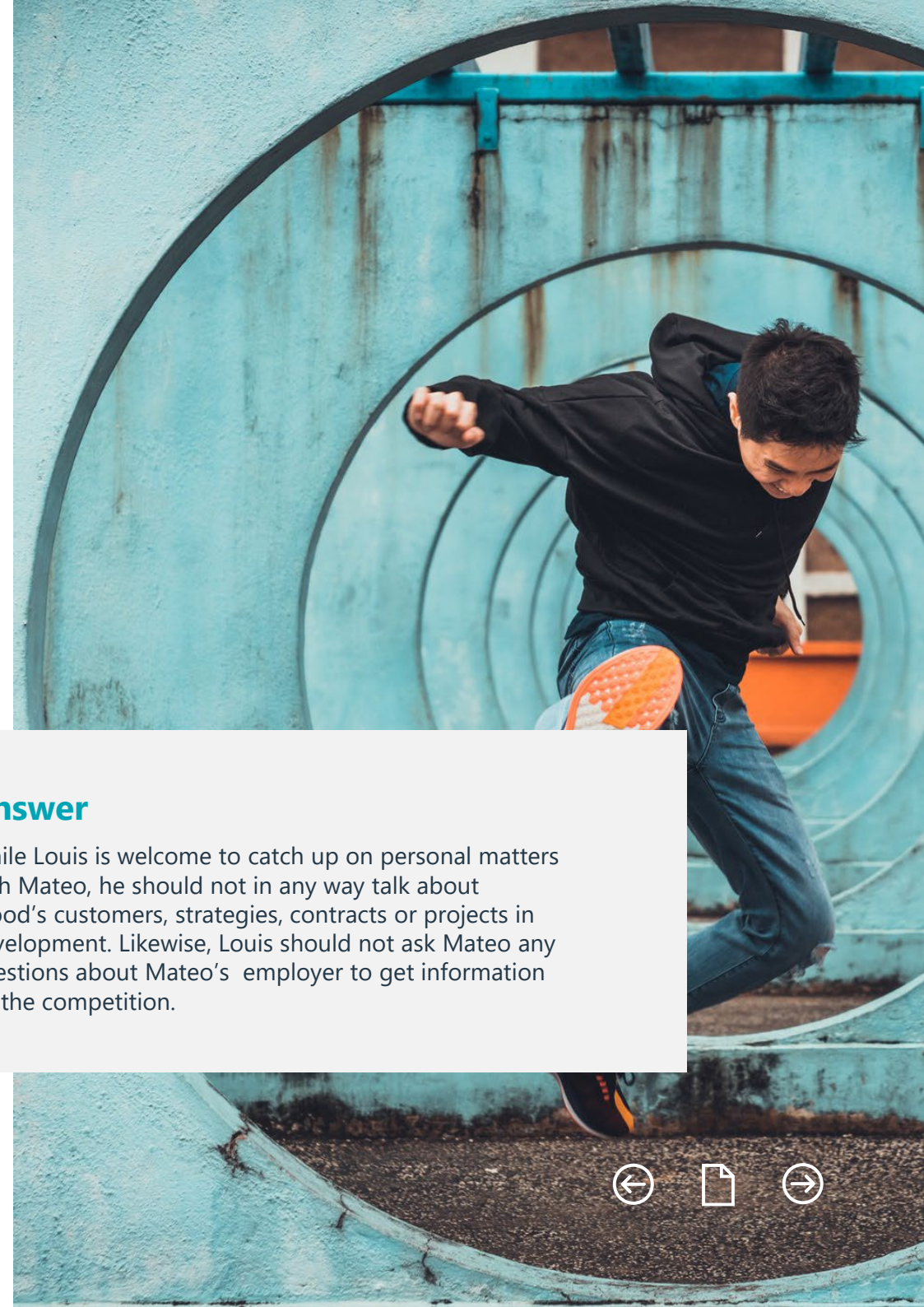
For further guidance, consult our [Competition Law Compliance Policy](#).

Question

Louis is excited to attend the SPE Offshore Europe Conference. When he arrives, Louis sees Mateo, a former Wood colleague who now works for a competitor. Louis invites him to dinner in hopes of catching up on life and their new projects. What should Louis bear in mind?

Answer

While Louis is welcome to catch up on personal matters with Mateo, he should not in any way talk about Wood's customers, strategies, contracts or projects in development. Likewise, Louis should not ask Mateo any questions about Mateo's employer to get information on the competition.



Trade regulations

Why does it matter?

We must be aware of export controls, trade restrictions, sanctions and anti-boycott laws when dealing with certain countries, entities and individuals, and comply with all local, national and international rules and regulations that govern our international trading activity. Failure to comply with these complex laws can have serious consequences for Wood.

What does it mean for me?

If your work involves the sale, shipment, electronic transfer or disclosure of technical information, software, goods or services across national borders within Wood or with third parties, you must know the relevant laws and regulations.

Sanctions may restrict or prohibit dealings with certain countries, companies or individuals. No work should be pursued with sanctioned countries, companies or individuals without prior written approval from Legal, Ethics & Compliance.

For more information, consult the *[Sanctions, Export Controls and Anti-Boycotts Policy](#)*.

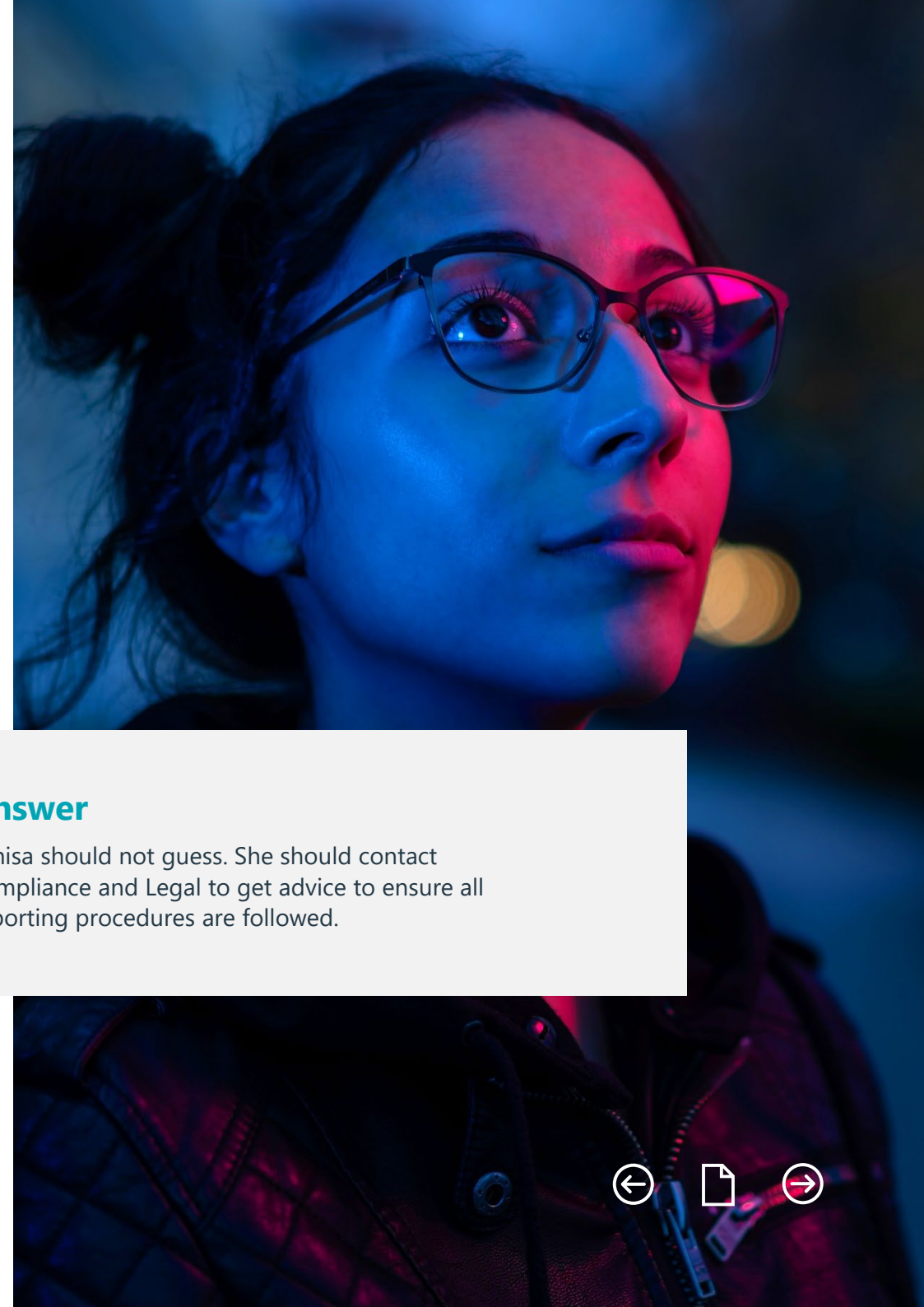
An “**export**” can occur when a product, service, technology, software or piece of information is shipped to a person in another country. An export can also occur when technology, technical information or software is provided in any way (including verbally or online, in the case of information), to a non-U.S. citizen located in the United States or another country.

Question

Yanisa’s manager has asked her to send technical documents for a new project to our commercial partner in the country where it is going to be completed. Yanisa knows that certain products and data must be licensed or approved before being exported, but she’s not certain this is the case with this project. What should she do?

Answer

Yanisa should not guess. She should contact Compliance and Legal to get advice to ensure all exporting procedures are followed.



Government contracting

Why does it matter?

When national, state or local governments or governmental entities are our customers or when government funds are involved in a project, we must abide by more restrictive rules.

What does it mean for me?

It is your responsibility to make sure you are familiar with Wood's policies and procedures.

You are also responsible for:

- Knowing and complying with all contract requirements.
- Ensuring all reports, certifications and statements to the government are current, accurate and complete.
- Understanding the rules when charging time and costs to a project
- Assigning all time allocations and costs to the proper category and appropriate contract.
- Retaining records in accordance with contract requirements.
- Retaining written records or other documentation until the required retention period has ended.
- Using government property for specified purposes only.

It is also important to protect any government-classified information you acquire. You should make this information available only to personnel who hold the appropriate government clearance on a need-to-know basis. For more information, consult the Government Supplement to the Code of Conduct or contact Legal, Ethics & Compliance with any questions.



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