



**Code of
Conduct**

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Introduction

Code of Conduct

Introduction



What is a code of Conduct?

Our business is complex. Every day there are thousands of interactions between colleagues, with customers, suppliers and with the public. Our Code of Conduct is here to remind you of our values and provide guidance for your everyday actions when needed.

The Code helps us to hold ourselves and our colleagues to account for our behaviour. It explains what you should do if you experience any behaviour that you believe is unethical, illegal or which falls short of the expected standards.

More detailed guidance on many of the issues covered in the Code of Conduct can be found by clicking on the hyperlinks in this document or in the specific policy documents available in Policy Hub.

Who does the Code Apply to?

The Code of Conduct applies to everyone representing the business, whether full or part time, permanent or contract. Managers and supervisors have particular responsibility to ensure that the letter and the spirit of the Code are observed at all times.

Specific sections of the Code also apply to subcontractors, suppliers, consultants and agents. Where we work in partnership with other organisations - whether as a joint venture or part of consortium or delivery team - this Code or comparable guidance must be jointly applied.

I am delighted to be sharing this Code of Conduct with you.

Andy Steele, Group Chief Executive

"In applying our Code of Conduct to all our actions, we will provide that essential consistency in our values and behaviours that differentiates us in the eyes of our customers and stakeholders."

Our Values

We are extremely proud of the fact that we are an ethical company, and of the way that our people conduct themselves day-in, day-out.

Respect, honesty, integrity and fairness guide everything we do: the way we treat our people, how we deal with customers, suppliers and partners, and how we interact with the communities and environments in which we work.

As an ethical company our beliefs and actions are shaped by core values:

- **Quality.** Be professional and do a job of which everyone is proud
- **Integrity.** Being honest, straightforward and treat others as you would expect to be treated
- **Openness.** Be prepared to listen and give constructive feedback and be open to new ideas and different points of view
- **Caring.** Encourage support, understand and respect each other
- **Progressive.** Continually adapt and improve to be the best

We will never knowingly do anything that risks causing harm to people or the environment.

Read more about Osborne Values [here](#).

We actively seek opportunities to do 'positive good' and leave a beneficial legacy from our activities.

No company can train or prepare people on how to react to every situation. That's why our values matter in shaping behaviours and attitudes based on doing the right thing. We all know the principles by which we operate. The Code of Conduct is here to provide specific guidance when needed.

Our values are the bedrock of our success and we expect everyone of us to live by them and have the confidence to challenge any behaviour that falls short.

Through our values we will continue to build a company that is a great business to work for, and a great business to work with.

Doing the right thing is important - doing the right thing is good for business.



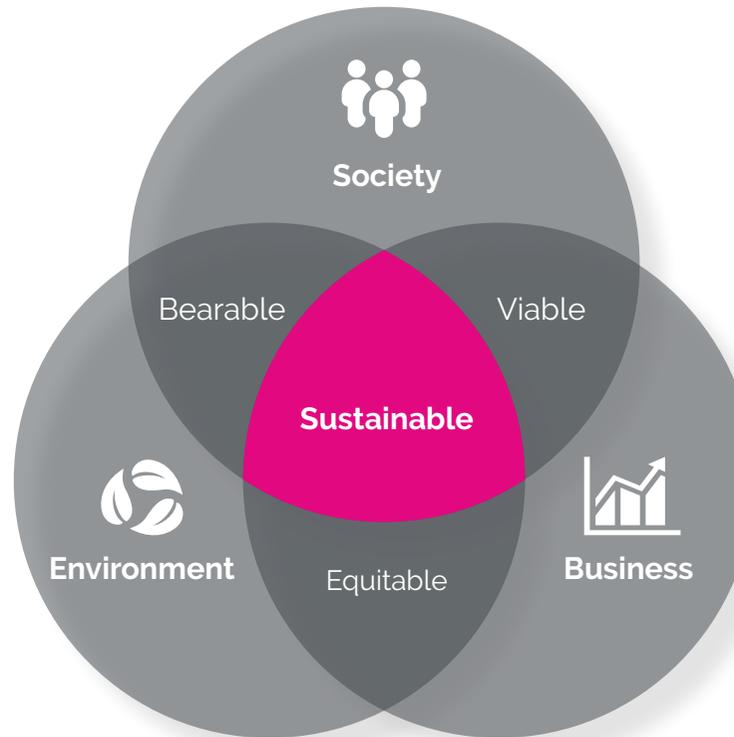
Sustainability

Our business cares about the natural environment. We seek at all times to minimise the environmental impact of our activities and to deliver environmental improvements alongside our projects.

We actively promote ways to improve the environmental performance of our operations and of the buildings and structures we create. Where practicable, sustainable methods and materials will always be given preference.

Environmental risks and opportunities are considered at every stage of each project, from tendering to delivery, whether or not there is a formal or contractual requirement.

We also recognise that sustainability is a collaborative commitment; we work with our supply chain and partners to ensure that sustainability targets are actively managed throughout our projects.



Growing and supporting our people to make a positive, lasting impact on the communities we serve.



To protect, manage and enhance our natural environment.



Delivering outstanding value to our customers and our shareholders.

If we get the balance right between all 3, we have a sustainable business; one which has an integrated approach to balancing social, environmental and economic impacts.

Read more about Sustainability [here](#).



Case study

Susan is working on an Osborne site, it is close to the end of the working day and most people have already gone home. Susan notices that hydraulic fluid has leaked out of some plant equipment. The leakage is extensive and has gone through the top soil, no one else has seen the leak. What should Susan do?

Susan should call the SHE Incident Hotline immediately and report the incident. The SHE team will arrange for a specialist company that we already have a contract with to come and clean up the leak. Susan should also report the incident to her line manager.

Guidance for Decision Making

We work in a high pressure industry and decisions often have to be made in challenging circumstances. This Code and Our Values will guide you to ensure you never take shortcuts or opt for an expedient or risky course of action.

Our reputation is very important to us. Whilst we must address Code of Conduct issues promptly it is vital that we also take a long term view. Sometimes we may observe things that might not damage our reputation right now but could affect us in the future, it is vital that action is taken on these potential problems as well as the more obvious, immediate challenges.

If you are faced with a difficult decision or ethical dilemma ask the following questions:

- Is it legal?
- Does it comply with our Code of Conduct and Our Values?
- Does it feel like the 'right' thing to do and could I explain my actions to colleagues or family without feeling uncomfortable?
- Could I justify my actions if they were on the front page of the newspapers?

If you have any doubts and cannot answer these questions with a confident 'yes' you should seek guidance. You will always be supported when you act in accordance with our collective values.



Reporting a Concern – Whistleblowing

We are committed to the highest standards of openness, integrity and accountability. If you encounter any activity that you suspect is illegal, unethical or unsafe it is your duty to report it.

We operate a strict 'no retaliation' policy. No individual who raises a concern in good faith will suffer any consequences in terms of their employment, career or working relationships.



Examples of suspected activity that must always be reported include (but are not limited to) the following:

- Criminal activity.
- Miscarriages of justice.
- Falsification of financial or other records.
- Instances of fraud, bribery or corruption.
- Failure to comply with a legal, professional or regulatory obligation.
- Danger to health or safety.
- Damage to the environment.
- Conduct likely to damage our reputation.
- Conflicts of interest.
- Actions intended to conceal any of the above.

All of our people and partners must feel confident that concerns they raise will be treated purposefully, seriously and in confidence.

Concerns should be raised initially with your line manager. If that is impractical you should contact the People Team, the Group Finance Director or the Chair of the Audit Committee.

We partner with an external organisation called Protect who can provide confidential and impartial advice on Whistleblowing and ethical matters.

Call: **0207 404 6609** or

Email: whistle@protect-advice.org.uk

Read more about Whistleblowing [here](#).



No Retaliation

All of our people are expected not just to act according to the Code of Conduct but to report any behaviour that they believe is illegal, unethical or which does not comply to our values or policies.

Under no circumstances will we tolerate any retaliation against an individual who raises a concern in good faith about behaviour they believe to be in breach of the Code. Any such retaliation must be reported and will be dealt with through our disciplinary procedures.

If you are worried about any form of retaliation please talk to your line manager, their line manager or the People Team.

Our People

Introduction

Everything we achieve as an organisation is achieved through our people. Collectively, we share a responsibility for acting in the best interests of our customers, our colleagues, the environment and the communities in which we work.

We are committed to promoting the development, health and wellbeing of our people and partners. We expect everyone to accept similar responsibilities for themselves and their colleagues.



Personal Development and Learning

Personal development benefits everyone. People who are encouraged to develop new skills and knowledge are more fulfilled in their careers and more engaged in their work. Together they create high performing teams that deliver superior results for our customers.



All of our people are supported to develop their skills and talents. We expect everyone to take shared responsibility and to engage positively with their own personal development planning.

Opportunities to enhance your skills will be provided through suitable training and development courses. Anyone who feels that they are being unreasonably excluded from development opportunities should raise the issue with their line manager or with the People Team.

As a learning organisation it is also important that everyone shares what they know and what they learn, if this will help improve the effectiveness of other individuals or teams.

Safety, Health and Environment (SHE)

To continuously improve our safety, health and environmental performance, everyone representing the Company must take individual ownership when they see things that could be improved.

We are committed to ensuring that everyone who works with and for us goes home safe every day. Our aim is to have zero accidents, zero health risks, and zero incidents that could harm the environment.

The principles behind these policies are as follows:

- Safety comes first. If something cannot be done safely, we don't do it.
- We do not cut corners or choose options that increase the risk of injury, ill health or environmental harm.
- We support our people to take better care of their safety and health through education, training and positive leadership by example.
- We are a learning organisation, committed to learning from all incidents and to sharing lessons and good practice as widely as possible through our Stop Think! programme.
- We have a collective responsibility to work in a safe way and to report any unsafe working practices.
- Being safe is good for business, no one wants to work for a company who is not safe.



We have a dedicated Safety Health and Environment (SHE) professional team to support customers, our people, subcontractors, suppliers or members of the public. We also operate a telephone-based SHE Advice and Reporting Hotline **0845 130 7966**.

We introduced our Cultural change programme Stop Think! in 2012 and it continues to grow and develop throughout our company.

Our Safety Health and Environmental Policies provide detailed guidance on how to protect yourself, your colleagues and the environment and must be complied with at all times.

We all have a responsibility for SHE. We all have the authority and responsibility to challenge any unsafe or risky activities we encounter.

Read more about SHE [here](#).

Wellbeing

Wellbeing is a sense of contentment and physical security. It is also the absence of anxiety, depression or other symptoms of poor mental health. It is extremely important to us that our people are healthy, happy and maintain a well-balanced work life.

We encourage our people to be friendly, open and supportive of their colleagues and those that they come into contact with through work. If you see someone that you work with who seems to be struggling with ill health, workload or problems we would encourage you to approach them and see if there is anything that you can help with. Sometimes just knowing that others are interested and want to be supportive makes people feel more positive.

If appropriate you can direct them to our Employee Assistance Programme (EAP) – Supporting You. This is a free, confidential advice service that is open to all of our people and their family members. The EAP covers a wide range of problems including health problems, help with financial issues and legal advice. The telephone number is **0800 072 7072**.



We recognise the impact that mental health has on wellbeing. This is why we are working with 'Mind', the 'Samaritans' and 'Mental Health First Aid England' to help raise awareness through the Health in Construction Leadership Group and the industry wide 'Mates in Mind' campaign. We are committed to normalising the conversation about mental health in the workplace and have put in place trained 'Mental Health First Aiders'.

We aim to provide a supportive environment where all of our people feel able to discuss concerns about their own or colleagues' wellbeing and are confident that appropriate help and support will be provided.

We aim to enhance health and wellbeing through informed healthy lifestyle choices to prevent illness.



Case study - Mental Health

If you notice a colleague acting differently, being irritable, aggressive, impatient or wound up, they might be finding it hard to make decisions, and not being able to focus properly, what should you do?

Firstly start a conversation; this is the first stage in providing support. Asking 'how are you' can go a long way. Simply giving someone space to talk, and listening to how they're feeling, can be really helpful in itself. If they're finding it difficult, let them know that you're there when they are ready.

If a colleague opens up about their feelings to you, you could suggest that they speak to their line manager about their concerns or one of the Mental Health First Aiders. In addition, you can signpost them to iGO Health and Wellbeing area, our People Team and also our EAP – 'Supporting You' **0800 072 7072** who can provide support and guidance.

One in four of us will experience a mental health problem and 9 in 10 say they have faced negative treatment from others as a result. By choosing to be open about mental health, we are all part of a movement that's changing the conversation around mental health and ensuring that no one is made to feel isolated or alone for having a mental health problem.

By working with Mind and Time to Change, we look forward to the day when mental health is perceived to be the same as physical health.

Equality, Diversity and Inclusion

We strive to create a welcoming environment for all. We are committed to the Fairness, Inclusion and Respect (FIR) agenda and to encouraging equality and diversity among our workforce and our subcontractors. We do not tolerate **any** form of discrimination (direct or indirect), victimisation, bullying or harassment.

Protected characteristics under the Equality Act 2010 are as follows:

- Age
- Disability
- Gender reassignment
- Marriage and civil partnership
- Pregnancy and maternity
- Race
- Religion and belief
- Sex
- Sexual orientation

There is a separate policy for each of the above available from the Policy Hub.

Equality means ensuring that our people, customers and suppliers are treated fairly and equally. Sometimes we have to treat some people differently for them to experience equal treatment with access to the same opportunities as other people.

We value the diversity of our people, customers and suppliers. It strengthens the company and helps us meet customer needs and our business goals.

All our people are expected to act at all times in a non-discriminatory way in the spirit of the FIR agenda. It is also your responsibility to challenge and report any inappropriate or discriminatory behaviour you encounter or witness on the part of one of our people or subcontractor.

All reports of inappropriate behaviour will be treated confidentially and in line with our No Retaliation Policy.

Read more about Equality, Diversity & Inclusion [here](#).

Read more about Bullying & Harassment [here](#).



Case study

During the course of John's work he overhears a senior level Osborne colleague verbally harassing a more junior, less experienced colleague from another department. The senior level person uses offensive language, raises their voice and then makes a joke that is racially offensive. The more junior colleague appears to be upset and John goes over to their desk and asks if the person is alright. John suggests that they may wish to complain to their manager but the person is unwilling to do so even though they are very obviously upset.

What should John do? We do not condone any sort of bullying or harassment. John should encourage the person to follow the guidance in the Bullying & Harassment Policy, which is, to attempt to resolve the problem with the senior level Osborne colleague in the first instance, if appropriate.

If not then John should remind the junior colleague of;

1. their right to make a formal written complaint, this would trigger an investigation into the matter
2. their collective responsibility to ensure we uphold the company values and addressing poor behaviour.

Additionally, John has a responsibility to report this matter to his Line Manager and the People Team, this forms part of John's role in upholding the company values and collectively addressing poor behaviour.

Our commitment to Fair Working Conditions

All of our people, customers, subcontractors and other partners will be treated fairly and with respect at all times. No form of harassment (sexual, physical or verbal), bullying, discrimination, or victimisation will be excused or tolerated under any circumstances. If you witness such behaviour from an Osborne colleague or subcontractor it is your duty to challenge and report it.

Modern Slavery

We have a zero-tolerance approach to Modern Slavery and human trafficking.

We are committed to our supply chain being free from any form of child, or forced labour. We will not do business with any organisation that appears to practice any of the following:

- Forced or compulsory labour.
- Withholding of passports, visas or other personal documentation.
- Debt bondage.
- Payment or benefits that do not comply with employment law.
- Unsafe or unhealthy working practices.

We ask all staff to be vigilant. Suspicions of Modern Slavery existing or being connected to our business or supply chain must be reported immediately and will be handled in accordance with our Whistleblowing Policy.

Read more about Modern Slavery [here](#).



Friends and Relatives; Co-Worker Relationships

It is important that all decisions are seen to be made in the best interests of Osborne and our customers. You must not take part in any management or decision making that would involve your relatives, spouse, partner or close friends. In particular you must not be involved in the selection process for employment if one of the candidates is a relative or close friend. You must not represent Osborne in any business dealings with a company associated with your spouse or partner. This affects relationships with our people, our customers, suppliers and business partners.

The fact that a relative, spouse, partner or close friend works for Osborne, a customer, competitor or business partner does not automatically create a conflict of interest. It can, however, create a sensitive situation. Be aware of any potential conflict of interest and ask yourself whether a reasonable person might suspect that decisions had been influenced by the relationship. If you think this is the case inform your manager and HR of your relationship. Take active responsibility for excluding yourself from any decisions that could be seen to have been influenced by personal relationships.

Workplace romances are a fact of life. Individuals who enter into a personal relationship should be sensitive to their work roles and the potential for an actual or apparent conflict of interest. You should be aware that we may insist on a change of job role to ensure there is no conflict of interest.

Data Protection (Protection of Personal Data) and GDPR

It may be necessary to hold personal data about our people or partners in connection with their employment or work with us. We comply with all relevant legislation and seek to employ best practice with the protection of personal data.

Personal data is anything that can be used to identify a specific individual and could include name, address, phone number, date of birth, personal email address, family information or photographs.

Our commitment:

- We will not hold any personal data beyond what is strictly necessary.
- We will use appropriate security measures to ensure personal data is protected and not compromised.
- We will only share personal data with any external organisations if required to do so by law and with legal & contractual safeguards for personal data.
- Select Osborne people will only have access to personal data where there is a clear and legitimate reason.
- We will not retain personal data for any longer than needed for the specific purpose for which it was provided.



All individuals who need to access personal data must respect the confidentiality of that data. They must protect the data from loss, theft or unauthorised access, and not access or use it beyond the limits of their job remit.

Everyone must respect the privacy of each individual and not seek to access personal data without good reason. If you see personal information about somebody that you believe you should not have seen, or you become aware of a data breach, you must report it to the Data Protection Officer at dataprotection@osborne.co.uk

Read more about Data Protection [here](#).

GDPR

Data protection and the General Data Protection Regulations are there to primarily protect people. Therefore, we take our obligations to protect data and the privacy of our people, customers and suppliers very seriously.

All of our people are expected to be sensitive to the security of personal data and ensure that along with other colleagues; personal data is not downloaded onto unsecured C: Drives, memory sticks or personal computers.

Confidentiality

Like all businesses we handle confidential information. This information can be our own, our customers' and our stakeholders'. Protecting confidential information is essential for our commercial success. Trust and confidentiality are essential for maintaining our valued relationships with customers and partners.

Safeguarding confidential information is something we take very seriously.

Producing an exhaustive list of confidential information is difficult and all of our people are expected to exercise appropriate judgement and discretion. Confidential information could include trade secrets, methods or technologies that are unique to Osborne, project tenders and pricing, business plans, customer information, personal data, financial information, or information related to investigations and complaints.

All of our people are expected to take appropriate steps to protect confidential information. Never use, store or share confidential information unless you are authorised to do so.

Confidential information must be protected from loss or theft, including mobile computing devices such as smartphones, laptops and tablets.

If you receive confidential information by mistake, contact the sender and notify your manager. Do not discuss or share the information with anyone else.



- Confidentiality is your personal responsibility.
- Never use, store or share confidential information without authorisation.
- Report confidential information you receive by mistake immediately and never share it.
- You must protect confidential information from loss or theft at all times.

Case study

Fiona works in the bid team and has spent many months helping put the bid together on a really key job worth millions of pounds. It's been a real challenge pricing the job to meet the client's budget. Finally the team are relieved at putting the price in as they really need the work and are hopeful of winning the job.

At the weekend Fiona always takes her son to the Sunday league football matches and often the parents talk to each other about their children, family and work. The very next weekend another parent noticed Fiona seemed a lot less stressed than usual, and asked her how she was. Fiona explained about the relief of getting the bid in after all the hard work, and innocently mentioned the value of the contract and some of the unique parts of the bid where we had value engineered it.

Unbeknown to Fiona the other parent worked for a competitor who was bidding for the same job. The very next day the details of our bid were shared with our competitors bid team, we lost the bid and were struck off the client's contractors list for sharing confidential information with other contractors.

It is really important not to share confidential information with anyone, even those people who would not appear to have any connection with our business.

External communications (including social media activity)

The way we communicate with the outside world directly affects our reputation and the way that Osborne and our brands are perceived. It is essential that all external communications, whether printed, digital, promotional, and through social media channels, reflect our brand identities and values.

Our brand identity document specifies the approved use of fonts, colours and logos. These guidelines must always be followed so that we project a consistent and professional image throughout all communications and materials.

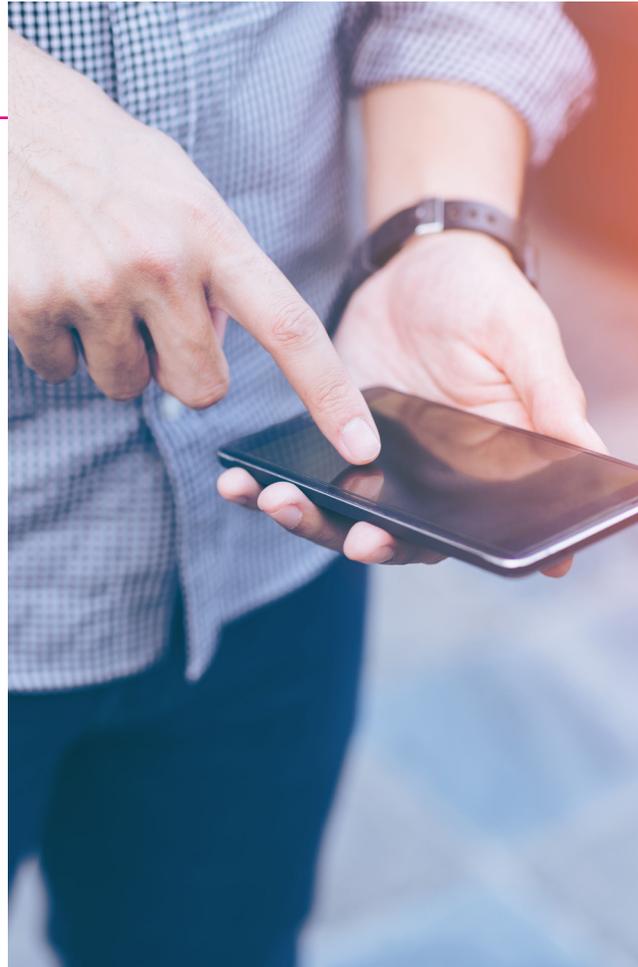
Queries, complaints or feedback from external individuals or organisations will always be handled politely, professionally and in keeping with our values and principles of confidentiality.

Only people with specific authorisation may speak to the media on behalf of Osborne. Media requests for information should always be directed to the media relations representative for your operating company or business unit.

Read more about Media Relations [here](#).

Be particularly careful with social media posts to ensure that your personal views do not become confused with those of Osborne. Any personal social media activity that could harm the reputation of Osborne could result in disciplinary action.

Read more about Social Media [here](#).



External communication also includes the way we conduct ourselves when we meet customers, suppliers, the general public and other stakeholders. All of our people are expected to conduct themselves in a way that corresponds to Our Values and reflects positively on Osborne.

Maintaining accurate business records

Transparency is a core value of the company. We expect all of our people, subcontractors and partners to uphold the highest standards of ethical behaviour.

In this respect we maintain, without exception, accurate and complete records to ensure that financial information provides an accurate portrayal of our trading position, and to ensure full accountability for Safety Health and Environment protection, employment law and other key business functions.

It is never acceptable to falsify any records. If anyone is asked to falsify a record, or suspects that this may be happening, they must report it immediately in line with our Whistleblowing Policy.



Our Customers and Supply Chain

Introduction

The simple truth is that without customers we have no business. More importantly, the better the experience we offer our customers throughout every project and every interaction with our business, the more they will want to work with us. Delivery on time, on budget and in line with quality expectations are the minimum expectations - we must continuously seek to do more.

Our success as a company depends on working closely with our customers, and with our supply chain to understand and share ownership of their challenges and objectives. At all times we must strive to be recognised as a partner that always acts with the utmost integrity and honesty and which puts the needs of the project and the stakeholders first.



Our commitment to our customers and the standards we set for ourselves must be reflected throughout our supply chain and external partnerships.

Conflicts of Interest

We are committed to the highest standards of ethical behaviour and openness. Any potential conflicts between the interests of Osborne, any of our individual people, our suppliers and our customers must be fully disclosed, without exception.

Hospitality, gifts, entertainment, political or charitable contributions or close personal or family relationships are typical areas that can raise the potential for a conflict of interest. All circumstances that could reasonably raise suspicion of a conflict should be avoided if possible, or disclosed if they cannot be avoided.

All of our people must always exclude themselves from any decision making process in circumstances where they might be seen to have a personal interest.

No individual should act or make decisions that are influenced by the potential for personal gain, whether financial or in kind.

- Report any potential conflict of interest to your manager immediately.
- Be cautious when accepting or offering hospitality, gifts, entertainment or donations.
- Think how your actions would look to a 'reasonable person.'
- Exclude yourself from decisions where it could be seen that you have a personal interest.

Gifts and Entertainment

Gifts and entertainment can be legitimate aspects of building positive relationships between businesses. These must never be offered or accepted where there is an explicit or implicit expectation of receiving something in return or more favourable treatment. Individuals must never request or solicit gifts or entertainment from suppliers or outside organisations in relation to their work with Osborne Group.

When considering whether to offer or accept gifts or entertainment ask yourself the following questions:

- Is it in the best interests of the company?
- Could it be suspected that something is expected in return?
- Is any aspect of it immoral, illegal or unethical?
- Is there a clear business-related purpose?
- How would this look to somebody else?

Many of our customers will have policies that govern the acceptance of gifts or entertainment. These policies must always be respected.

Promotional items such as corporate merchandise are considered as gifts. If they have a nominal value it is unlikely that they would result in a conflict of interest. Entertainment of moderate value is also unlikely to be considered as a potential inducement or conflict of interest.

Our people should exercise discretion. If you would not be happy for colleagues, customers or the general public to know about your actions, don't do it. Gifts of cash or cash equivalents must never be offered or accepted.

Events such as supplier-sponsored conferences should only be attended where there is a clear business purpose. Social events or activities organised around such conference should be avoided if they are unrelated to the purpose of the conference or could give the impression of improper behaviour.



Read more about Gifts, Entertainment & Fraud [here](#).

Fraud

We hold a zero tolerance policy towards any deliberate attempt to mislead in order to gain a financial or material advantage.

Fraudulent behaviour includes (but is not limited to):

- False claims such as inaccurate recording of costs for services or materials, whether by our people, our suppliers or partners.
- Concealing defects by, for example, falsifying test or inspection results.
- Any attempt to fabricate evidence or withhold material facts.
- Inappropriate, inaccurate or misleading expense claims.



All our people are expected to report any suspected fraudulent activity by colleagues and suppliers. Knowingly ignoring or failing to report suspected fraudulent activity, however minor, is contrary to this Code of Conduct and your Contract of Employment.



Relationships with External Providers

All of our people are representatives of Osborne. As such, we expect that everyone will uphold our values in their relationships with our supply chain partners, competitors and customers. These relationships will always be conducted in a way that is professional, ethical, open and honest. We will not work with organisations or individuals who do not share these values.

Any suspected fraudulent activity on the part of external providers must be reported. Issues raised will be handled in line with our Whistleblowing and No Retaliation Policies.

Commitment to Quality

We are committed to delivering high quality work that exceeds the needs and expectations of our customers. Being recognised as an organisation synonymous with quality and innovation is the best way to secure the future prosperity of the company and our people.

The principles behind our commitment to quality are as follows:

- We continuously seek better ways of working to deliver improved quality and lower costs for our customers.
- We work collaboratively with suppliers and partners to put the needs of the project and the customer first.
- We take ownership of our defects or errors to rectify them quickly, learn from the experience, and prevent recurrence.
- Quality improvement starts with each one of us: the attitude and commitment we bring to our work every day.
- We have the courage and confidence to hold each other to account and report any sub-standard or non-compliant work.



How we do
Business

Introduction

No company exists in isolation. The construction sector, in particular, is part and parcel of our society and needs a stable and healthy society in which to thrive. It is important that we play our full part creating this society by: upholding the highest standards of ethical behaviour in our business dealings; protecting and enhancing the natural environment; and making a positive contribution to the lives of others wherever possible.

Through our business activities and practices we seek to promote fair competition and avoid any actions that would support or promote illegal or unethical behaviour.



Anti-Corruption and Anti-Bribery

Corruption and bribery in any form are unacceptable. These practices have a corrosive effect on society and are bad for business. Any actions by our people or suppliers that might constitute, induce or encourage a misuse of power, or which could corrupt commercial activities (such as contract awards) will not be tolerated.

Offering or accepting of bribes or 'kickbacks', nepotism, cronyism, or undisclosed facilitation payments have no place in our company. Everyone has a duty not to engage in these activities and to report any instances of corruption or bribery they suspect to be taking place or solicited.

Remember, improper inducements may not always be financial. They could include large value gifts or offers to employ or provide internships to friends or family members.

Individuals must report any misuse of funds and resources.

Read more about Bribery & Corruption [here](#).

Money Laundering

Money derived from criminal sources and activities is often routed through offshore accounts and shell companies so that the source becomes difficult to trace. The money then appears 'legitimate.'

We will only work for or with legitimate businesses with legitimate business interests. Our people are expected to be highly vigilant. Osborne is committed to reporting any suspicious financial activity to the appropriate authorities.

We will always conduct due diligence to confirm the legitimacy of prospective customers and business partners. We must be satisfied that the origins and destinations of their money are legal, transparent and as claimed.

Suspicious activity includes:

- Payments by or to third parties not involved with the contract.
- Payments from offshore or foreign accounts.
- Requests for cash payments.
- Requests for overpayments or payments split into batches.

If you suspect suspicious activity speak to your line manager or the Finance Department.



Sponsorship and Charitable Donations

Osborne aims to be a good corporate citizen. We engage positively with the communities in which we work and are fully committed to delivering social value through our projects.

We encourage everyone to engage with community activities and each Osborne person has 2 days per year to devote to work in the community.

Read more about [Community Days](#) [here](#).

All charitable activities and donations must be given in line with our Anti-Corruption and Anti-Bribery policies. They must never be done with the expectation of receiving any kind of favourable treatment or reward in return.

Political Activities

Any form of political donation, activity or lobbying must be treated with the utmost caution.

Some of the charitable organisations we work with may have a political dimension if, for example, their work relates to equality and diversity or the environment. Any support offered must comply with our Code of Conduct and values and must always be authorised by an appropriate officer of the company.

Lobbyists are intermediaries who seek to influence policy on behalf of organisations or groups. From time to time it may be appropriate to engage with a lobbying organisation in relation to issues affecting our sector. We should always consider whether this activity may be more appropriately organized through a relevant industry body.

Any donations or lobbying activity must comply with our Anti-Corruption and Anti-Bribery policies. Any intermediaries must also comply with our ethical standards and values.

It is important to remember that no one at any level of the company must make a political donation or become involved in political activities on behalf of Osborne. Anyone wishing to do so should seek permission from the Group Board.

Fair Competition

We believe in free, open and fair competition as the best way to promote innovation and value in our industry. We do not participate in any form of price fixing, bid rigging, or market sharing with customers, competitors or suppliers.

Antitrust and competition laws and regulations carry strict penalties. Any breaches of these regulations could severely damage the reputation and financial prospects of our business. Any activity that you suspect may be contravening these regulations must be reported to your manager or an officer of the company.

Individuals engaged in tendering activities must never discuss upcoming or live tenders with competitors. You should report any attempt by a competitor to involve you in such discussions (even informally). We must never engage in any activity or agreements with external organisations that could have the affect or appearance of restricting competition.

Where we enter into joint ventures, the arrangements will always be transparent and ethical. In no way should they be an attempt to circumvent competition laws and regulations. The letter and spirit of our Code of Conduct will apply to all joint ventures and partnerships.



The next



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YEARS