

Code of Conduct

The Breedon Group of companies (**Breedon**) are committed to high standards of ethical conduct in all its business dealings in all jurisdictions in which it operates. It is essential that whenever Breedon interacts with its key stakeholders - colleagues, customers, business partners and suppliers, regulators, communities, society and/or the environment around it - Breedon does so professionally and with integrity.

This Code reinforces Breedon's values and sets the standards of conduct expected of all employees and ensures they provide the highest professional standards and act ethically whilst working for Breedon.

This Code applies to all companies within the Breedon Group, located in either England, Scotland, Wales, Northern Ireland or the Republic of Ireland, and any other jurisdiction in which Breedon operates.

This Code applies to all employees of Breedon, working at all levels, grades and roles whether permanent or temporary, full or part time.

Any breach of this Code will be regarded as a serious matter by Breedon. If you are an employee this is likely to result in disciplinary action up to and including summary dismissal.

Business Ethics

- Breedon aims to conduct its operations on sound business principles with trust, honesty and integrity and with respect for the human rights and interests of its employees and all other stakeholders.
- Breedon respects the legitimate interests of all those with whom it has business relationships.

Business Integrity

- All Breedon business must be conducted in an open, honest and ethical manner as required by its *Anti-Bribery and Corruption Policy*.
- Breedon does not permit the offering, giving or receiving of anything which may be construed as a bribe by any person involved with Breedon business or any customer, supplier or business partners of Breedon. Bribes are against the law, no matter what "local custom" may be.
- Any gifts or entertainments offered, given or received must be in line with the *Gifts and Hospitality Policy*, incapable of appearing to interfere with the impartial discharge of duties, and must be authorised and recorded in accordance with the appropriate Breedon rules for such matters and in the *Gifts and Hospitality Register*.
- All expenses must be reclaimed in accordance with Breedon's *Expenses Policy*.

Compliance with Law

- Breedon must comply with all applicable laws and regulations, and conduct its operations in accordance with accepted principles of good corporate governance.

Conflicts of Interests

- All Breedon employees must avoid personal activities and financial interests that could conflict, or be perceived to conflict, with their responsibilities to Breedon. They must not engage in any business similar to or competing with any business undertaken by any Breedon company and must at all times comply with the *Conflicts of Interest Policy*.
- Breedon employees must not seek gain for themselves or others through misuse of their positions. Any circumstances that could give rise to a potential conflict of interest must be disclosed in full to Breedon and recorded in the *Conflicts of Interest Register*.

Customers

- Breedon aims to provide quality, high value goods and services which meet all applicable safety standards. Breedon must also safeguard the information provided to it by them in accordance with relevant laws and contractual commitments.
- Breedon values the trust its customers place in Breedon and all Breedon employees must comply with the *Quality Policy* in relation to their day-to-day activities.

Data Privacy

- Breedon is committed to protecting the privacy and security of personal data for all employees, customers and suppliers.
- Breedon's *Data Protection Policy* is designed to assist in ensuring it uses personal data in accordance with applicable laws and manages any data protection risks arising out of its activities.

Discrimination, Bullying and Harassment

- Breedon is committed to diversity in a working environment, where there is mutual trust and respect and where everyone is accountable for their actions and feels responsible for the performance and reputation of Breedon.
- Breedon aims to recruit, employ and promote employees on the sole basis of their ability to fulfil the requirements of the job. Breedon is committed to developing and enhancing each employee's skills and capabilities. Breedon employees must comply with Breedon's *Diversity and Inclusion Policy*.

Environment

- Breedon is committed to making continuous improvements in the management of its environmental impact to promote sustainability and environmental care and awareness.
- Breedon employees must seek to produce and enhance biodiversity at all sites and protect ecosystems, biodiversity and habitats to maximise Breedon's contribution to nature conservation.
- Breedon employees shall ensure waste is not deposited in a manner which may cause harm, optimise prudent water usage, maximise waste prevention via re-using, recycling, co-processing and energy recovery; and maximise use of sustainable, responsibly sourced or alternative materials.
- Breedon shall seek to reduce carbon emissions, optimise energy efficiency, and where practicable use alternative and renewable energy sources.
- Breedon employees must understand and implement the principles in each of Breedon's *Biodiversity Policy*; *Circular Economy Policy*; and *Energy and Carbon Policy*.

Fair Competition

- Breedon employees must practice fair competition in an open and honest manner and not engage in any agreement which may breach applicable competition laws.
- Breedon's *Competition Law Policy* sets out guidance to all employees on competition law and how it applies to Breedon's day-to-day activities. Any circumstance(s) in which a Breedon employee has direct interaction with a competitor must be recorded on the *Competition Register*.
- Where Breedon collaborates with another business, all Breedon employees must ensure any competition concerns are addressed and comply with any relevant guidance notes both before and during the course of any joint venture or other collaboration.

Fraud and Tax Offences

- All employees must ensure they do not engage in or facilitate tax evasion in their dealings with Breedon or its customers or suppliers and must comply with Breedon's *Prevention of Facilitation of Tax Evasion Policy*.
- Breedon employees must not knowingly, dishonestly or recklessly misrepresent matters, falsify records or fabricate evidence in relation to a claim.
- Breedon employees must not dishonestly abuse their position nor engage in extortion, coercion, embezzlement, misappropriation, false representation, theft, forgery or concealment of material facts or collude with others to do so.

Health, Safety and Wellbeing

- Breedon will provide its employees with safe and healthy working conditions and practices and its employees must recognise and comply with Breedon's *Health, Safety and Wellbeing Policy*.
- Breedon will strive to achieve zero harm due to work activities and recognise that all employees have a right and an obligation to stop unsafe work; and
- Breedon monitors and reports its health and safety performance and shall not compromise the health or safety of any individual.

Insider Dealing

- Any Breedon employee who is in receipt of non-public confidential information about Breedon which may cause the price of its shares to go up or down (inside information) must not use that information to trade in shares in Breedon.
- Breedon employees must comply with the *Securities Dealing Code* whenever they wish to buy or sell shares if and are in receipt of inside information.

Modern Slavery

- Breedon is opposed to slavery and human trafficking wherever it might occur and expects all employees to be aware of any signs of modern slavery in its business dealings.
- Further guidance can be found in Breedon's *Anti-Slavery Policy*.

Money Laundering

- Whilst Breedon does not undertake regulated activities for the purposes of anti-money laundering, it adopts best practices and implement controls to ensure, so far as possible, money laundering is not taking place within Breedon's organisation.

Suppliers and Business Partners

- Breedon expects its suppliers and business partners to uphold the same standards as its employees. In Breedon's business dealings it expects its partners to respect Breedon's business principles and comply with its *Supplier Code of Conduct*.
- Be vigilant in watching for any external parties who may be on a sanctions list or operate in a country subject to sanctions.

Sustainability

- Breedon acknowledges the interdependency between the success of Breedon's business and the well-being of the communities in which it operates.
- Breedon is committed to making a positive social contribution within those communities and acknowledge Breedon's responsibility to engage with the communities in which it works. Further details can be found in Breedon's *Sustainability Strategy*.

Systems and Communications

- Breedon will communicate openly with all stakeholders within the bounds of commercial confidentiality, competition and other regulatory constraints.
- Breedon will ensure that all announcements are accurate, fair, timely and understandable, taking into account applicable standards and regulations.
- Employees must comply with all relevant policies in relation to their use and access of Breedon IT systems and social media.

Whistleblowing

- All employees are encouraged to raise promptly any actual or suspected breach of Breedon's policies and any other matter of concern. Further details are contained in Breedon's *Whistleblowing Policy*.

WHERE DO I GO FOR HELP OR ADVICE?

If you have any questions or concerns, immediately contact the Compliance Team or you can report them anonymously via the whistleblowing hotline, the details of which are set out below:

Name	Telephone and e-mail
James Atherton-Ham Group General Counsel	D: 01332 694404 M: 07514 315949 james.atherton-ham@breedongroup.com
Lorna Coxon Head of Legal	D: 01433 622323 M: 07802 873723 lorna.coxon@breedongroup.com

Safecall details:
Telephone: from England, Scotland, Wales and Northern Ireland call the freephone number 0800 915 1571 or from the Republic of Ireland call 1800 812 740. Your call will be transferred to a specially trained person who will assist you further.
Online: leave a message on the Safecall website at www.safecall.co.uk/report .