

A Good Job on Time.



Willbros Conduct and Ethics Expectations for Suppliers and Contractors

Values are important to Willbros. We value our employees; we value our clients; we value our suppliers; we value our relationships with each. Willbros is also a values-based organization, focusing on:

- Safety
- Honesty and Integrity
- Our People
- Our Customers
- Superior Financial Performance
- Vision and Innovation, and
- Effective Communications

By living these values, we can achieve our goal to ALWAYS DO THE RIGHT THING.

“The Code”

Willbros’ Code of Business Conduct and Ethics, which is available online at www.willbros.com, acts as a guideline for how we should treat all those with whom we interact as we conduct our business. We expect our suppliers to do the same. The following information will give you an idea of what is important to Willbros as it relates to our employees, customers and suppliers. In addition, it will provide you the methods to report any activity you feel is not in compliance with any of these areas.

Bribes and Improper Payments Anti-Corruption Laws

At Willbros, we abide by the U.S. Foreign Corrupt Practices Act and all international anti-corruption laws, treaties and regulations. Willbros has a zero tolerance policy for bribery or any other improper payments, including commercial bribery.

A “bribe” is an offer to give, giving or promising to provide cash payments, gifts, travel, entertainment, favors or other business courtesies, to improperly influence decisions to obtain a business advantage.

A “kickback” is the return of a sum already paid or due to be paid as a reward for awarding or fostering business.

Furthermore, Willbros prohibits the use of agents or other third parties in order to circumvent Company policies or applicable laws and regulations.

Conflicts of Interest

To remain an ethical and compliant company, we must avoid anything that is, or appears to be, clouding our judgment.



This means that we must avoid any actual or apparent “conflict of interest,” which occurs when our personal interests take priority and interfere, or even appear to interfere, with our ability to perform our jobs.

The following sections describe examples of situations that may create conflicts of interest. Conflicts of interest can potentially be resolved in an amicable manner when disclosed to Willbros as soon as they are identified.

As such, contact your Willbros representative or the Willbros Compliance Officer immediately if you are aware of a situation which may represent a conflict of interest.

Giving Gifts and Entertainment

We sometimes entertain our clients and suppliers to build or strengthen working relationships, and understand that sometimes our suppliers wish to do the same with us. However, we must always use discretion and moderation in these situations. The use of gifts or entertainment to favor a certain supplier or influence a business decision is not allowed. You may only offer entertainment when it fits all of the following guidelines:

- It is incidental to a discussion of business
- It is in a setting that is appropriate for a discussion about business
- Its cost is reasonable (No more than \$150 USD)
- It was not solicited by a Willbros employee

The Company defines “gifts” as things of value, goods and services, meals or travel and entertainment that Willbros employees do not attend. Willbros does not allow the receipt of cash gifts or cash equivalents, such as gift cards and vouchers. You only may give gifts that meet all of the following criteria:

- It is occasional and of reasonable value (No more than \$150 USD)
- It will not be viewed as a bribe or payoff
- It is consistent with generally accepted business practices and ethical standards
- Public disclosure of the gift would not embarrass Willbros
- It is not cash or a cash equivalent

Financial Interests

Willbros employees having a significant financial investment in an actual or potential Willbros supplier

may create a conflict of interest. An example of an investment that may represent a conflict of interest include investing in a supplier if they have any involvement with the selection of, assessment of or negotiations with this supplier or type of purchase.



Business Relationships with Family and Friends

Willbros employees having business relationships with family members and friends may create conflicts of interest, or the appearance of them. This means Willbros employees may not hire nor recommend the hiring of a supplier, subcontractor or other service provider that employs a close family member or in which a close family member has a substantial ownership stake in the entity. In addition, Willbros employees should never be involved in Willbros' bidding, negotiating or contracting process with a family member or close friend or entity in which they are involved.



Raising Questions and Concerns

To maintain an ethical and compliant workplace, Willbros' employees and suppliers must feel comfortable raising questions and concerns, no matter how big or small. Reporting your concerns contributes to our ethical culture. We strongly encourage you to report any concerns you may have. If you feel uncomfortable discussing a matter with your Willbros representative, you should contact the Willbros Ethics Helpline.

The Ethics Helpline

The Ethics Helpline is operated by an independent third party, giving you the option to remain anonymous. The helpline is available 24 hours a day, seven days a week, with translators available to assist you. Contact information and country-specific access numbers are listed below and are also available through WG Connect or www.willbros.com.

- Toll free - 1 888 475 9499 (inside U.S.)
- Collect - 1 704 540 3799 (outside U.S.)
- <https://willbros.alertline.com>