

# *PGESCo Business Ethics*

## ***OUR CODE OF CONDUCT***



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Refer to the electronic documents in Management PGESCo Portal for current revisions.*

## Vision + Values

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### Our Vision

- Become A Leader In The Region In Power Generation and industrial Services.
- Be The Leader In The Region In Engineering And Delivering Conventional And Non-conventional (Renewable, Co-generation And Nuclear) Complete Power Solutions.
- Regionally, Be Second To None in Safety, Quality, Technological Edge, Value Delivered, and Integrity.
- People in Focus (Employees, Clients And Community).

### Our Values

- Fairness: We Are Fair To Clients, Contractors, Competitors And Employees.
- Ethics: We Maintain the Highest Standard of Integrity, Honesty, Loyalty and Social Responsibility to the Society where PGESCo operates
- Excellence: We Perform Our Work With The Most Advanced Technologies To Provide The Best Added Value. We Grow & Expand on Challenge and Accomplishment.
- Safety/Quality: Zero Accidents, Zero Failures.
- Equal Treatment: All Departments And Employees Are Equally Important And Receive The Same Care And Development.
- Sustainability: We Plan For Long-term Growth And Development

## PGESCo Covenants

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- 1 Treat PGESCo colleagues with mutual respect, trust, and dignity** and believe they are acting in the best interest of the company.
- 2 Help each other; ask for and give help and welcome it freely (it is not a sign of weakness).** Go out of the way to provide extra support to fellow employees. **Share experiences and lessons learned**, both successes and failures.
- 3 Communicate early, honestly, and completely** with all who have a direct interest in the subject. Listen to others' points of view.
- 4 Earn trust** by accepting and honoring agreements, keeping promises, and discussing needed changes before acting.
- 5 Work to understand PGESCo goals and strategies** and proactively support them through discussions, communications, and actions (for example, sharing resources).
- 6 Never undermine colleagues** directly or indirectly.
- 7 Work jointly to resolve disagreements** in good faith. If necessary, go to a higher authority together, then accept and support the solution.
- 8 Contribute constructively** by exercising the highest level of professional and ethical behavior.
- 9 Promote continuous use of the covenants.**

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## Introduction

### **What is PGESCO's Code of Conduct?**

PGESCO's Code of Conduct is designed to help you recognize and resolve the ethics and compliance issues that may arise in your daily work. It provides general information and practical advice about the behavior that is expected of PGESCO employees both on and off the job. This Code of Conduct has been endorsed and adopted by PGESCO Executive Committee.

### **To Whom Does It Apply?**

Our Code of Conduct summarizes the standards of conduct that guide our actions and applies to all PGESCO employees, and to members of the board of directors, agents, consultants, contract labor, and others when they are representing or acting for, or on behalf of, PGESCO. We expect our partners, subcontractors, and suppliers worldwide to be guided by these principles as well. We seek out customers and partners who share our values and standards of conduct.

### **How Do I Use This Booklet?**

Please familiarize yourself with this Code of Conduct. If you have questions about the appropriateness of a particular act or contemplated course of conduct, look through the Table of Contents to find the section that most likely applies to your issue. Each section contains a summary of the relevant PGESCO Policy.

### **Common Questions**

#### **What should I do if I still have questions after consulting this booklet or I need an interpretation of the applicable PGESCO policy?**

There are several resources you can turn to for further guidance. Consider talking with your manager or supervisor. You can also contact the PGESCO compliance committee at [compcom@pgesco.com](mailto:compcom@pgesco.com)

## Conducting PGESCo Business

**This section deals with ethics and business conduct issues you may encounter when dealing with people and organizations both inside and outside the company. It also contains information about certain legal issues that may arise in your daily work.**

### General Standards

#### **Summary of PGESCo Policy**

PGESCo is committed to the highest standards of ethical business conduct and seeks to do business with customers and partners who share these values. The company conducts all of its business transactions properly, fairly, impartially, and ethically, and avoids even the appearance of impropriety. Honesty is an integral part of ethical behavior, and trustworthiness is essential for strong, lasting relationships. This ethical standard is one PGESCo's most valuable assets and is a direct result of the conduct of its employees.

PGESCo has developed ethics and compliance education and awareness programs in many subject areas in order to provide employees with job-specific compliance training and raise their level of awareness and sensitivity to key issues. All employees are expected to participate in ethics awareness workshops annually and complete compliance training as assigned.

#### **What behavior is expected?**

- Apply the highest standards of ethical business conduct, in both spirit and conduct, in your day-to-day work.
- Treat all persons with whom PGESCo does business fairly and avoid situations that could create the appearance of bias or favoritism
- Communicate honestly; if you believe someone may have misunderstood you, try to clarify the situation immediately.
- Do not misrepresent yourself or PGESCo to anyone.
- Report any observed conduct that is potentially unethical, unlawful, unsafe, or otherwise at odds with PGESCo standards of conduct or company policy.
- Cooperate fully with any company investigation regarding an allegation of behavior that potentially violates PGESCo's ethical standards.

- Participate in ethics awareness workshops annually and complete all assigned compliance training.

### **Common Questions**

#### **What does it mean to conduct all business transactions in a proper, honest, fair, impartial, and ethical manner?**

We should always treat our customers, suppliers, competitors, and fellow employees with respect and fairness. No PGESCo employee should ever take unfair advantage of anyone through manipulation, concealment, misrepresentation, abuse of proprietary information, or any other unfair business practice.

#### **If I see something that violates the Code of Conduct, do I have to report it?**

Yes. We all have an obligation to inform the company of any incidents of unlawful or unethical conduct or violations of company policy. PGESCo wants to do things right, and we can't resolve a problem if we don't know about it. Failure to report observed misconduct may result in disciplinary action.

#### **What if I'm not sure about the facts or don't have enough information to conclude that a violation has occurred?**

We are all responsible for raising questions if we are concerned that the PGESCo standards of conduct are not being met. Please send e-mail to the compliance committee. They can help you determine whether there is an ethics issue.

#### **Further Guidance**

If you find yourself in a situation where you are unsure of the proper business practice or are confused about any PGESCo Policy, consult Corporate Policy 102, Standards of Conduct. If you still have questions, ask for help. Please send e-mail to the compliance committee.

## Diversity and Fair Employment

### Summary of PGESCo Policy

Under the PGESCo Covenants, we encourage openness, teamwork, and trust. Our success depends on our ability to build dynamic, diverse, mobile teams whenever and wherever they are needed. We respect each other and value the diversity that comes from our different backgrounds, experience, and views.

PGESCo is an equal opportunity employer and bases employment decisions on merit, experience, skills, and potential. Employment decisions are made without regard to race, color, gender, age, religion, national origin, ancestry, physical or mental disability, veteran status, sexual orientation, and other grounds for discrimination prohibited by applicable law.

PGESCo maintains a work environment that is free from unlawful discrimination, harassment, and/or retaliation. We do not tolerate harassing conduct that affects tangible job benefits; interferes with an individual's work performance; or creates an intimidating, hostile, or offensive work environment, regardless of workplace location, which may include a customer's premises or an off-site business meeting.

PGESCo does not tolerate activities that support trafficking in persons or the use of child labor or forced labor in the performance of PGESCo contracts by our employees or our subcontractors.

### What behavior is expected?

- Think and act globally by attracting, developing, and retaining a diverse workforce that generates innovation and promotes inclusion.
- Maintain a work environment that promotes respect for all employees and for the human rights of co-workers, partners, suppliers, customers, and community neighbors.
- Work productively with employees, customers, and contractors in order to leverage the talents, skills, and experiences of everyone to meet individual and organizational goals.
- Support PGESCo's commitment to diversity in our global workforce.
- Never engage in inappropriate sexual banter or make inappropriate sexual advances to employees or others in the workplace.
- Tell no off-color, stereotypical, or offensive jokes that may violate our policy.
- Never use derogatory references to any race, age, gender, religion, ethnic group, or disability.



- Never send e-mails or notes that are sexually suggestive or contain comments, jokes, or pictures that are offensive based on race, age, gender, religion, ethnic group, or disability.

## **Common Questions**

### **How does PGESCo benefit from diversity?**

PGESCo's commitment to maximizing the unique talents and perspectives of our workforce gives us a competitive advantage because we can leverage those differences to achieve better results. This enables PGESCo to better understand and meet the diverse requirements and expectations of our global customers. Diversity and inclusion also helps PGESCo attract and retain highly talented employees around the globe.

### **What should I do if I experience or witness an incident of discrimination or harassment?**

Promptly report any such incident to the compliance committee by sending e-mail.

## Commitment to the Environment, Safety, and Health

### Summary of PGESCo Policy

PGESCo conducts all business with the greatest care for the environment and for the health and safety of its employees, partners, contractors, and customers, as well as the people in the communities where we work. We are committed to achieving and sustaining "Zero Accidents" performance, and to working with all appropriate stakeholders to improve ES&H effectiveness in our business. Maintaining that commitment demands that the company and its employees understand and comply with all applicable environmental, safety, and health laws and regulations.

### What behavior is expected?

- Perform all work with a commitment to eliminating and/or mitigating environmental, safety, and health hazards and impacts.
- Conduct all activities in a manner that protects PGESCo employees, customers, subcontractors, and local communities, and also respects the rights of neighbors to community safety and security.
- Make sure that you and others in your area of responsibility understand and comply with PGESCo standards and applicable regulations on environmental, safety, and health laws and community health, safety, and security.
- Understand the environmental, safety, and health conditions and the associated hazards of your work area.
- Notify your manager and ES&H of any serious and/or potentially serious safety and health incidents.
- Ensure that lessons learned with regard to environmental, safety, or health incidents; new technologies; and changes in laws and regulations are communicated to others in your work area.

### Common Questions

#### How do I find out about the safety and health conditions in my work area?

All PGESCo projects are required to develop and keep current an ES&H Plan containing a listing of all safety and health requirements and hazards. The plan is also a source for identifying how the requirements apply at the site and how the hazards are mitigated. In addition, the plan contains a listing of responsibilities for the site personnel with regard to safety and health requirements.

#### How can I learn about the environmental requirements for my project work site?

All PGESCo projects are required to develop and keep current a Construction Environmental Control Plan (CECP) containing a listing of all environmental

requirements and how they apply at the site. The CECP also develops a listing of responsibilities for the site personnel with regard to environmental requirements.

### **How do we try to avoid adverse impact to community health, safety, and security?**

We seek to engage in our EPCM activities in a way that does not negatively impact the physical or mental safety of our neighbors, infringe upon their security of property or economic activities, or contribute to the deterioration of their community by way of increased crime or social disruptions caused by our activities or their immediate side effects.

#### **Further Guidance**

If you are unsure of the proper environmental, safety, and/or health requirements or procedures, regardless of whether they are external or internal requirements, ask for clarification and/or help.

First, consult with your supervisor or manager, then with the site ES&H supervisor. If further clarification is needed or a concern remains, contact the ES&H manager.

## Proper Use of Confidential and Proprietary Information

### Summary of PGESCo Policy

PGESCo employees may have access to various types of proprietary, confidential, or private information belonging to PGESCo or its customers, suppliers, employees, or others (confidential information). Employees must use confidential information only for its intended purposes and as part of their duties at PGESCo. Such information may be shared with employees or other persons only on a need-to-know basis, as authorized by the PGESCo person responsible for such information.

**Confidential information includes business, financial, business development, and operating information that is sensitive to PGESCo, its customers, or others, including:**

- Engineering and construction procedures and know-how
- Personnel data, such as health and salary information
- Client-or supplier-provided information marked "Confidential"

### What behavior is expected?

- Never use company, customer, supplier, or employee confidential information other than for its intended business purpose.
- Comply with nondisclosure agreements to which PGESCo is a party.
- Do not accept confidential information unrelated to your job.
- If you receive information that is not marked confidential, but you believe it is confidential, bring it to the attention of the person who gave it to you and follow up if necessary to make sure the information is properly classified and protected.
- If your duties require you to perform research to gain an understanding of competitors' business and strategies, use only legitimate resources and avoid actions that are illegal or unethical or that could cause embarrassment for PGESCo.
- If someone tries to give you confidential information you are not authorized to receive, do not accept it and notify your supervisor or manager.
- Remember that your obligation to protect confidential information learned at PGESCo continues even after you leave the company.

## Common Questions

**I used to work for a PGESCo competitor, and I have unique insight on their business that could be very useful to PGESCo. Can I share this information with my manager?**

No. You are expected to maintain the confidentiality of proprietary or confidential information that you received while working for your former employer.

**I received a copy of a competitor's proposal in the mail from an unknown source. What should I do?**

Stop reading the document immediately. Do not make any copies or show it to anyone else. Consult with your manager or the compliance committee immediately to determine the next steps.

**I possess customer information that is marked confidential. I think it would be very helpful to my project and the customer if I were to share this information with one of our suppliers. How do I find out whether I may do so?**

There should be a PGESCo person on your project who is responsible for administering PGESCo's confidentiality obligations to your customer. It may be your project manager, but if not, he should be able to tell you who the responsible person is.

**I am about to transfer to another PGESCo project. May I take with me information from my current project that would be useful on the next project?**

If the information contains customer, supplier, or PGESCo confidential information, consult with your manager first to determine what use.

### Further Guidance

If you have a question about proprietary or confidential information, ask for help. Consult with the compliance committee for guidance. You can always contact the PGESCo compliance committee by e-mail.

## Accurate Recording and Reporting of Information

### Summary of PGESCo Policy

PGESCo employees are expected to use utmost care to accurately record and report information in business records and reports. In some cases, the omission of necessary information can render a report or record inaccurate. The accuracy of PGESCo's business records is essential to the operation of the business.

### What behavior is expected?

- Accurately and honestly provide information in business reports and records
- Pay attention to detail to ensure that records are accurate
- Do not mislead or misinform others by supplying inaccurate information in business records

### Examples of information that must be reported accurately on business records and reports:

- Educational qualifications or work history on an employment application
- Work hours and the correct charge code on a time record
- Test reports created by engineers
- Safety incidents, near misses, and lost work days
- New work booked reports by business development representatives
- Revenue and cost information in financial reports
- Expense reports
- Invoices

### Common Questions

#### What are some examples of inaccurate or dishonest reporting on a business record?

Some examples of dishonest reporting are:

- Approving a time record when you know the person did not work that day
- Submitting an expense report for meals not eaten, or airline tickets not used
- Signing off on plant test results (e.g., performance or material certification tests) when the test was not actually conducted

#### What should I do if I become aware that a fellow employee has put inaccurate information on his or her expense report?

Talk to your manager about the situation. If you are not comfortable talking to your manager or the compliance committee.

### **What consequences can flow from dishonest reporting on company records?**

Providing false information on a company report can lead to discipline up to and including termination. It can also lead to civil or criminal liability for you and PGESCo

#### **Further Guidance**

If you are concerned about potential false reporting on any PGESCo business record, you should alert your supervisor or manager. You can also seek guidance from the compliance committee.

## Copyright Compliance

### Summary of PGESCo Policy

PGESCo is committed to fully complying with the provisions of applicable law and licensing agreements pertaining to copyrighted materials, including written material, photographs, and software. The company licenses or subscribes to necessary software and reference material such as industry codes and standards for use within PGESCo. PGESCo does not infringe upon the intellectual property rights of others. Unauthorized reproduction or transmission of written material or software is illegal, harmful to PGESCo's interest and reputation, and against PGESCo policy.

### What behavior is expected?

- Place an appropriate PGESCo or customer copyright and/or intellectual property notice on written, photographic, or graphics materials generated by PGESCo employees
- Obtain permission from the copyright holder before making copies of copyrighted written, photographic, or graphics materials originating outside PGESCo, including any content found on the Internet
- Before making a copy of any software, make sure that the applicable software license permits copying (e.g., for backup or archival purposes)

**"Written material" can be textual or graphic and in printed or electronic form. The term includes:**

- Newspapers, trade journals, and books
- Drawings and specifications Images available on the Internet

### Common Questions

**I am writing a technical report for our customer on a project. How do I know what copyright notice to place on my report?**

An Engineering Department Procedure on Intellectual Property Protection (3DP-G03-00004) details the form of notice to use in various contexts. A project-specific instruction usually clarifies the notice appropriate to your project. Consult your project engineering manager.

**I found a great graphic on the Internet. May I copy it into a PowerPoint presentation I am giving at an upcoming business meeting?**



The graphic that you found may be copyrighted. If so, you need to obtain permission to use it in a business presentation. Consult with your manager or the Human Resources for advice on how to obtain permission to use it.

**I was e-mailed a link to an amusing video on YouTube that would be perfect for a safety presentation at an upcoming PGESCo meeting. May I use it?**

Generally, we may not use videos downloaded from YouTube without the permission of the copyright owner, which is usually the person or entity that made the video. Sometimes it can be difficult to identify the copyright holder, but that doesn't justify an impermissible use. On the other hand, it is perfectly acceptable to distribute the link by e-mail to a PGESCo work group if it would serve a business purpose.

**I do a lot of PGESCo work on my computer at home. May I put a copy of PGESCo software on my home computer?**

The answer depends on the software and the terms of the PGESCo license agreement. Consult with your IS&T representative for guidance.

**If software is installed on one PGESCo computer, is it OK to make a copy for use on another PGESCo computer?**

This is not OK unless the software license specifically permits such copying. Consult your IS&T representative.

**Further Guidance**

If you have a question regarding copyright compliance, ask for help. Consult with IS&T and the Compliance Committee for guidance. You can always contact the PGESCo compliance committee by e-mail.

## Offering Business Courtesies

### Summary of PGESCo Policy

PGESCo business should always be won or lost on the basis of merit. PGESCo employees may only offer or approve business courtesies that are legal, proper, and in full compliance with PGESCo policies and instructions and do not give rise to the reasonable perception that they are being offered for the purpose of gaining an unfair business advantage. An employee may never use personal funds or resources to avoid reporting or seeking approval for a business courtesy that could not be provided by PGESCo.

Gifts and business courtesies to some individuals, such as government employees, officials, and representatives, as well as employees of government-owned entities, are subject to complex laws and regulations. Anti-corruption laws may also extend to employees of public international organizations and private individuals. Employees who are in the position of offering or approving such business courtesies must familiarize themselves with company policies and the applicable laws.

### What behavior is expected?

- Ensure that all gifts or entertainment are appropriate, properly approved and accounted for, and in full compliance with PGESCo policy and all applicable laws.
- In geographic areas where exchanges of business gifts are customary, ensure that gifts are limited in value (at the level of common courtesies), are not in excess of generally accepted local business practices, are free of any implication of obligation, and are approved by the appropriate level of management.
- Offer only those business courtesies that the recipient is permitted to accept under the gift acceptance rules of his or her organization.
- When unsure of the rules, seek guidance from your manager, your ethics and compliance committee, or the Human Resources.

### Common Questions

#### Are there any categories of gifts or business courtesies that can never be offered?

You must never offer any gift or entertainment that would be illegal, including anything offered to a government official in breach of local or international bribery laws. Other gifts that are always unacceptable include:

- Any gift of cash or cash equivalent (such as discounts, loans, stock, stock options)
- Any gift or entertainment that may imply an obligation to the donor or that may be considered excessive or in poor taste

- Any gift or entertainment that is a quid pro quo (offered for something in return)
- Any entertainment that is indecent, sexually oriented, does not comply with PGESCo's value of mutual respect, or that might otherwise adversely affect PGESCo's reputation

**Before offering a business courtesy, ask yourself the following:**

- Is the gift intended to build a business relationship or offer a common business courtesy, or are you hoping to influence the recipient's objectivity in making a business decision?
- Is the timing such that it could cause others to doubt the recipient's objectivity or your intentions?
- Are you sure that the gift or entertainment is legal both in your country and in the country of the other party?
- Is the receipt of gift or entertainment allowed by the recipient's organization?
- Are you offering a gift that you would not be allowed to accept?

**Further Guidance**

If you're facing an issue about offering business courtesies, consult your manager, compliance committee, or the Human Recourses.

## Antitrust Compliance

### Summary of PGESCo Policy

Many countries have laws prohibiting anti-competitive behavior. PGESCo is committed to conducting its business activities in full compliance with the antitrust and competition laws of the jurisdictions in which it works. In general, these laws prohibit agreements or actions that may restrain trade or reduce competition. Violations include agreements among competitors to fix or control prices or to rig bids; to boycott particular suppliers or customers; to allocate products, territories, or markets; or to limit the production or sale of products or services. In some instances, antitrust laws may prohibit price discrimination in the sale or purchase of goods.

### What behavior is expected?

- Be aware of the antitrust requirements of the laws in the jurisdictions in which PGESCo works and understand that such laws apply to both formal and informal communications
- If you are involved in trade association activities or in other situations involving informal communication among competitors, customers, business partners, or suppliers, do not discuss prices, pricing policy, terms and conditions, marketing plans, and similar matters of competitive interest
- If a competitor tries to initiate improper discussions regarding these topics with you, disengage from the discussion immediately and contact your supervisor or manager and the Human Resources Department

### Common Questions

#### **I have friendly relationships with colleagues who work at other companies in this industry. What's wrong with having occasional informal discussions about what's going on in the marketplace?**

Even casual conversations with competitors could be viewed as an attempt to send "signals" about PGESCo's bid strategy or pricing practices. You must be careful to avoid any conversations or activities that might be viewed as questionable or could lead to allegations of anticompetitive activity. This is not intended to prohibit strategy discussions on specific projects or prospects that occur as part of normal teaming to provide a customer with enhanced capability.

**What are the possible penalties that may be imposed due to actions that violate antitrust or competition laws?**

Antitrust violations expose the company and any participating employee to civil lawsuits or criminal prosecution.

**Further Guidance**

If you have any questions or concerns regarding antitrust compliance, alert your manager or supervisor and consult the Compliance Committee.

## Special Considerations for a Global Business

### Anti-Corruption

#### Summary of PGESCo Policy

PGESCo is committed to full compliance with all domestic and international anti-bribery laws, regulations, and conventions that prohibit corrupt actions in obtaining or retaining business or obtaining any other improper advantage. Corruption is against the law and contrary to everything that PGESCo stands for. PGESCo policy prohibits making facilitating payments, i.e., payments to secure performance of routine government actions

#### What behavior is expected?

- Comply with all applicable laws and regulations prohibiting payment or giving anything of value, either directly or indirectly, to a government official or family member of a government official, a private individual, or employees of companies wholly or partially owned by a government entity
- Be aware that PGESCo policy prohibits making facilitating payments; make no payments to ensure or expedite the performance of ministerial or clerical duties by government functionaries
- Ensure that all interactions and transactions with government officials, or employees of companies wholly or partially owned by a government entity, are clearly and accurately recorded
- Never allow joint venture or consortium partners, subcontractors, suppliers, agents, consultants, intermediaries, or others to make prohibited payments on PGESCo's behalf.
- Seek advice in advance from the Human Resources, ethics and compliance committee, or the Ethics Helpline before offering any gifts, entertainment or other hospitality, meals, travel expenses, or charitable donations to a government official
- Report any observed conduct that potentially violates any anti-corruption law to the Human Resources, your ethics and compliance committee, or the Ethics Helpline

#### Common Questions

##### Why is compliance with anti-corruption laws important?

Compliance is a key underpinning to maintaining confidence in our company and our reputation. Corrupt actions do not help PGESCo, our customers, or the people who will benefit from our work. A violation may subject PGESCo and PGESCo employees to criminal or civil liability, or both, including imprisonment and substantial penalties and fines.

## What are some examples of facilitating payments and who is likely to request them?

Facilitating payments are small payments to secure routine actions to which PGESCo or its employees, customers, subcontractors, or suppliers are otherwise entitled such as processing government paperwork, providing police services, issuing licenses or visas, and processing goods through customs. These requests are likely to come from government employees such as customs agents, tax collectors, permitting authorities, mail carriers, and police officers, all with regard to providing personal benefit to the individual for the performance of services that they are in any event required to perform as a consequence of their position.

### Further Guidance

If you're facing an issue about anti-corruption compliance, consult the Compliance committee.

## On the Job

**This Section focuses on some of the behaviors expected of employees in the workplace and discusses some of our key responsibilities and obligations as PGESCo employees.**

### Records and Information Management

#### **Summary of PGESCo Policy**

Company records must be managed in a manner that supports the conduct of PGESCo's business efficiently, economically, securely, and in compliance with applicable laws.

PGESCo business records must be separated from other information and retained in an appropriate repository for at least the period of time stipulated in the Corporate Records Retention Schedule, and may need to be kept for longer periods outside Egypt to comply with local country law. Information that is no longer of value should be deleted or discarded, as long as the information is not subject to a preservation hold from PGESCo Legal or Risk Management and there are no other circumstances (such as pending, threatened, or anticipated litigation, or government audit or investigation) that would warrant retention.

#### **What behavior is expected?**

- Identify, classify, protect, and control PGESCo information
- Use appropriate technologies for records management
- Upon becoming aware of possible litigation or a government investigation or audit, ensure the preservation of all information (both record and non-record) that may potentially relate to the matter and promptly inform the Legal Department
- Destroy business records as part of our normal course of business according to the Records Retention Schedule, or applicable law, and information that is no longer of value, unless it is under a preservation hold
- If you are outside Egypt, check the Records Retention Schedule (paying particular attention to jurisdiction-specific requirements) or consult with the Legal Department as to what legal requirements apply to the relevant record



## All PGESCo information, whether in hard copy or electronic form, falls into three categories:

- Business Record - A document or other record of information that evidences significant project or other PGESCo business activity or otherwise has long-term value to PGESCo
- Work in Progress/Reference -A document or other record that is not in final form, constitutes reference material available in the public domain, or has only temporary value to PGESCo
- Information No Longer of Value -A document or other record that is to be deleted if not subject to a preservation hold.

## Common Questions

### Who is responsible for determining if a document or data qualifies as a PGESCo business record?

The PGESCo person who is the "owner" of a document or other PGESCo information (usually the originator) is responsible for determining if it should be classified as a business record. If information comes from external sources, the person within PGESCo who receives it should determine whether it constitutes a PGESCo business record. In such cases, care must be taken to ensure compliance with any applicable agreements between PGESCo and its customers, suppliers, or other entities governing the protection and handling of their information.

### How can I tell the difference between a business record and a non-record?

In general, a business record is a document with legal or compliance significance; or that is required to be retained by law or regulation; or that reflects a decision or commitment by PGESCo or others regarding deliverables, schedule, cost, design, construction, procurement, payment of funds, or other business transactions. If you are uncertain about whether a document is a business record, consult compliance committee or the Legal Department.

## Confidential Information and Employee Inventions

### Summary of PGESCo Policy

PGESCo's continued success depends on the protection of confidential information and other intellectual property belonging to the company. The ideas, inventions, and work products developed by employees within the scope of their employment or through the use of PGESCo resources or facilities are company property, including plans, drawings, reports, process improvements, and computer software. PGESCo confidential information and trade secrets may not be disclosed to third parties without proper authorization. Even after an employee leaves the company, PGESCo owns the proprietary information created or learned during employment.

### PGESCo's four levels of information security generally determine access and disclosure restrictions:

- Level 1: Strictly Confidential -Very sensitive PGESCo information
- Level 2: Confidential - Sensitive information of PGESCo, a customer, or another entity
- Level 3: PGESCo Internal - Information private to PGESCo but not sensitive
- Level 4: Public - Unrestricted information for purposes of access

### What behavior is expected?

- Protect PGESCo confidential information from unauthorized disclosure to third parties
- Properly designate PGESCo confidential information as either Strictly Confidential or Confidential, according to the level of security required to protect the information
- Comply with company guidance on confidentiality protection and with any applicable contractual requirements
- Never use PGESCo ideas and information for your own personal gain or personal use

### Common Questions

#### **I developed an invention entirely at home and on my own time. Does PGESCo have any rights to it?**

It depends on the facts; for example, how close the invention is to your job duties at PGESCo. The safest course would be to request a written confirmation from PGESCo that PGESCo will not assert ownership rights.

**A former co-worker recently contacted me to request that I send him copies of some materials he developed when we worked together at PGESCO. In the course of this conversation, I learned that this former employee has copies of many of the PGESCO work procedures we developed on a project. I told him that I would get back to him. What should I do now?**

You should not under any circumstances provide him with the requested documents because they are most likely PGESCO confidential information. Your former colleague may have breached the confidentiality agreement all new employees sign when they join PGESCO. The obligation to maintain the security of PGESCO confidential information continues when an employee leaves the company. Tell your manager immediately so that he or she can contact the Human Resources to determine what action should be taken to protect PGESCO's proprietary confidential information.

**What are some examples of "Level 1: PGESCO Strictly Confidential" and "Level 2: PGESCO Confidential" information?**

Examples of Level 1 information include PGESCO entity financial statements, Business Development strategic plans, prospect "win plans," and project financial status reports (PFSRs). Examples of Level 2 information include materials marked "Confidential" by a client or supplier, general Business Development correspondence, most personal employee information, and most internal procedures.

## Proper Use of PGESCO's Time and Assets

### Summary of PGESCO Policy

In today's world, as the demands of business have steadily increased, the boundary between work life and private life has become increasingly blurred. PGESCO understands that employees are often on travel or working at home during time that was traditionally considered "free time" and that they may need to handle personal matters during traditional "work hours." Employees must keep in mind that all PGESCO company resources, including time, personnel, material, equipment, and information, are provided for business use. However, the company recognizes that occasional, reasonable personal use of company resources by employees can occur without adversely affecting PGESCO employees are trusted to use good judgment to conserve company resources and make sure that any personal use of company resources does not result in increased costs to PGESCO or interfere with company business processes.

PGESCO managers are responsible for the resources assigned to their organizations and are empowered to resolve issues concerning their personal use.

### What behavior is expected?

- Ensure that any personal use of company resources does not adversely affect PGESCO's job performance or cause disruption in the workplace
- Never use PGESCO assets, such as equipment, cell phones, laptops, or printers, in order to reduce your personal expenses
- Be familiar with company policies and management instructions related to company resources, and ask your manager for guidance before making any other personal use of company assets
- Make sure that your use of company equipment will not compromise the integrity of PGESCO information, equipment, or systems or violate company software licenses
- Never use company time or resources to work on an outside business interest without management approval
- Make sure that any use of PGESCO resources to support outside organizations is authorized by your manager.
- Make sure that your manager is aware of your personal use of assets and avoid any use that you would be reluctant to discuss openly at a staff meeting

### Common Questions

**I work on a project that has several vehicles available for business use during the day. My brother-in-law is moving to a new apartment and my truck is in the shop. May I borrow a project truck overnight to transport his furniture?**

No. Project vehicles are provided solely for use on company business and may not be used for personal activities. There are many reasons for this policy, including the fact that the vehicle insurance policy may be limited to business use.

**May I identify myself as a PGESCo employee on Facebook, MySpace, LinkedIn, or other social and career networking websites and blogs?**

PGESCo recognizes that you may choose to participate in social and other networking websites on your own time and that you may discuss your personal life, including the fact that you work at PGESCo. However, if you decide to identify yourself as a PGESCo employee or discuss your work at PGESCo, you should make sure your Web activities are consistent with the behavior expected of PGESCo employees as expressed in this Code of Conduct. If you write about

current political or social issues, or provide a personal reference for a LinkedIn colleague, make it clear that you are expressing your personal views and are not speaking for PGESCo. Whenever you use the PGESCo name in any media, you should follow the PGESCo policies (see Corporate Policy 114, Public Statements) and avoid any conduct that could cause embarrassment to the company.

**I own several vacation condos that I rent out as a side business. May I use my PGESCo voice mail number to receive reservations?**

No. Even where your outside business activity presents no conflict of interest, you may not use company resources—including communications equipment—to support the business. On the other hand, it would be acceptable for you to use voice mail to receive messages from friends about planned personal activities, such as an upcoming camping trip.

**Further Guidance**

If you have any questions about the proper use of company, customer, or supplier resources, you should talk to your manager. You can also contact Compliance committee for Guidance.

## Use of e-Mail and Internet

### Summary of PGESCo Policy

PGESCo information systems, communications facilities and systems (such as e-mail, interoffice mail, and voice mail), networks, and databases are provided for conducting PGESCo's business. The use of these systems is subject to all PGESCo policies, including those covering intellectual property, misuse of company resources, harassment, information and data security, and confidentiality. Use of PGESCo systems to send fraudulent, illegal, harassing, offensive, or obscene photographs, messages, or files—including racial or sexual slurs—is strictly prohibited.

Occasional personal use of PGESCo's e-mail, network, and Internet systems is acceptable, provided that such use is limited in nature and does not interfere with PGESCo's business operations or with an employee's work obligations. Personal use of systems, networks, and Internet connections supplied by government or other customers may be restricted, in which case project guidelines should be followed.

### What behavior is expected?

- Keep personal use of company-provided e-mail, networks, and Internet access to a minimum and routinely separate personal e-mail from work-related e-mail
- Delete personal e-mails that you do not wish to retain and forward what you wish to keep to your home or other personal e-mail account
- Use professional, businesslike terms in all written communication, no matter how familiar or controversial the topic
- Avoid putting anything in writing that you would not want disclosed, or that would cause embarrassment if disclosed, to a customer or business partner, opponents in court, a judge or jury, or the media
- Be sure you have the proper authority before sending PGESCo confidential (Security Level 2) or strictly confidential (Security Level 1) material outside of PGESCo, and be sure the information is protected using the appropriate technology

### Common Questions

#### **I have a good friend who often sends me jokes and amusing photographs. May I use my PGESCo e-mail to share these with my friends at work?**

This is a matter of common sense and good judgment. It would be OK to forward an occasional message, but frequent personal use ties up the company's computing resources and could also result in a waste of company time. Remember that not everyone shares your sense of humor, and you must be careful not to send anything that could be considered offensive. And, of course, you must never use company

computers to access, store, or send pornographic or sexually explicit images or anything that promotes violence, hatred, or intolerance.

**How do I tell the difference between occasional personal use that is OK and excessive personal use that is not permitted?**

Use your good business judgment to make this call and make sure that any personal use of company resources does not interfere with company business processes. Ask your manager if you are unsure whether your level of personal use is acceptable.

**Is the volume of personal data on PGESCo's system an issue?**

Yes it is. The PGESCo system should not be used to store large personal files, such as those containing photos, videos, and music. Also, if PGESCo is required to collect information for a legal matter, your personal information will be co-mingled with the PGESCo-specific information, and it is very possible that it would be turned over to an outside party.

**Can I expect the personal information I do have on the system to remain private?**

No. E-mail, network, and Internet communications are not private, and confidentiality cannot be ensured. PGESCo reserves the right to monitor all e-mail messages, as well as network and Internet connections. PGESCo also may disclose specific use of these systems to others.

Further Guidance  
About proper use of PGESCo's systems can be directed to your supervisor, Human resources , IS&T, or Compliance committee .

## Other Issues at Work

### **Safe and Supportive Environment**

PGESCo strives to provide all employees with a healthy, safe, and supportive work environment—one that is free from intimidation, unlawful discrimination, and harassment of any kind, including sexual harassment. Any behavior that is not conducive to a professional work environment, such as harassment, violent acts, threats of violence, possession of weapons, or violations of the company's drug and alcohol policy, is strictly forbidden.

### **Workplace Security**

All employees are responsible for adhering to PGESCo's security procedures and for protecting company and customer property. Paying attention to security and to situations that could lead to the loss, misuse, or theft of company or customer property is the best way to help ensure a secure workplace and protection of the company's assets. Employees must be sure to promptly report any unusual or suspicious situation to their supervisor, manager, or security personnel.

### **Searches at Work**

PGESCo strives to maintain a balance between business needs and personal rights, including safety and employee privacy. Expectations of privacy at the workplace are different from those at home or elsewhere. PGESCo therefore reserves the right, for security or other business reasons, to conduct searches of any company premises or any property on PGESCo premises, including e-mail, computer hard drives and networks, and any electronically stored information. You should not keep personal property or information that you wish to remain private on company premises, on your PGESCo-issued computer, or on the company's network.

### **Requests for Information**

It is PGESCo's practice to respond truthfully as well as to be consistent with the company's business objectives when third parties request information. To that end, designated departments and individuals are authorized to provide information in response to such requests.

Employees who are asked to provide information to someone outside the company should refer the question to those within PGESCo who are responsible for providing such information. For example:

- If a bank calls requesting employment verification about one of your co-workers, refer the caller to Human Resources.
- If a hiring manager from another company asks about the job performance of a former employee, refer the caller to Human Resources.



- If a reporter or member of the news media contacts you, refer that person to the Human Resources.
- Any question from a lawyer should be referred to the Human Recourses.
- Similarly, if you become aware of a government agency investigation in connection with your work, immediately notify the Human Recourses.
- All requests for financial information regarding PGESCo entities should be referred to Finance.

## On Your Own Time

**This section focuses on activities in your private life that, because of your PGESCo employment, might lead to a conflict of interest or other problem.**

## Conflicts of Interest

### Summary of PGESCo Policy

PGESCo employees must avoid any interest, relationship, or outside activity that could affect the employee's objectivity in making decisions concerning his or her PGESCo duties and responsibilities. A conflict of interest may exist when an employee or a member of his or her family is involved in an activity or has a personal interest that could impair, or even appear to impair, the ability to make objective and fair decisions, or could create an incentive to act in a manner that would advance personal interests at the expense of PGESCo

Full disclosure and approval is required for any activity, transaction, or relationship that could create the appearance of conflict of interest by employees before they or their family members undertake the activity. If the activity is already taking place, disclosure is still required. Unless formally approved in writing, such activities are prohibited.

### What behavior is expected?

- Avoid situations where personal, social, financial, or political activities interfere with or have the potential of interfering with your duty to and objectivity concerning PGESCo
- Never work for, or provide services or advice to, current or potential customers, competitors, or suppliers that you must deal with as part of your job at PGESCo
- Never invest in a supplier, competitor, or customer if you (or those you supervise) have direct dealings with; involvement in the selection or assessment of; or negotiations with the supplier, competitor, or customer

- Obtain a conflict of interest determination from ethics and compliance committee before you or a family member undertakes any outside activity that could create the appearance of divided loyalty or conflict of interest
- Disclose and resolve any existing situations that potentially create a conflict of interest or the appearance of a conflict

## Common Questions

### What kinds of situations are most likely to create potential conflicts of interest?

Each situation is different and requires individual consideration. A conflict of interest may occur without any deliberate action on the part of the employee. At times employees may be faced with situations where the business actions they take on behalf of PGESCo may conflict with their own personal or family interests because the course of action that is best for them personally may not also be the course of action best for PGESCo some of the most common conflict of interest situations involve:

- Taking on an outside job (by either you or a family member) for a PGESCo customer, competitor, supplier, or contractor while you are employed by PGESCo
- Hiring or supervising family members or relatives
- Serving as a board member or consultant for an outside commercial company or not-for-profit organization
- Owning or having a substantial financial interest in a competitor, supplier, or contractor
- Having a personal interest or potential financial gain from any PGESCo business transaction
- Accepting gifts, discounts, favors, or services from a current or potential customer, competitor, or supplier when that benefit is not equally available to all PGESCo employees

### What size investment is considered a "substantial financial interest"?

A substantial financial interest is an investment of an amount that is more than 1% of the total outstanding class of securities/capital value of an entity or represents more than 5% of the personal net worth of the PGESCo employee, the employee's family members, or others with whom the employee has a close personal relationship.

### **My son works for a PGESCo supplier and my sister works for a competitor. Is this a problem for me in my job? I can't control where they decide to work.**

Probably not. Many conflicts of interest can be resolved in a mutually acceptable way, but they must be disclosed so that steps can be taken to provide assurance that potential conflicts do not affect or appear to affect company decisions. Failure to disclose a conflict may lead to disciplinary action.

**Is it OK to buy stock in a corporation that is one of the owners of the project I work on? I've been very impressed with its employees and think this would be a good investment.**

It may be OK. The answer depends upon your job, the size of the investment, and its relationship to your net worth. Ask ethics and compliance committee if you need to obtain a conflict of interest determination. Also, you must not invest if you are in possession of material inside information.

#### Further Guidance

Questions about whether an activity could create an actual or apparent conflict of interest should be directed to your organization's compliance committee..

## Accepting Business Courtesies

### Summary of PGESCo Policy

Gifts, entertainment, and other business courtesies are commonly offered to create goodwill and strengthen working relationships, but care must be taken to ensure that they do not create conflicts of interest or give rise to the perception of impropriety. PGESCo employees may generally accept modest, unsolicited business courtesies, other than cash, that promote successful working relationships and goodwill with the firms with whom PGESCo maintains or may establish a business relationship.

Any gift or business courtesy that could appear to be excessive or lavish or that could create a feeling of obligation to the donor is unacceptable. Such gifts could be perceived as bribes and damage PGESCo's reputation or even break the law.

Employees who award contracts or who can influence the allocation of business, who create specifications that result in the placement of business, or who participate in negotiating contracts, must be particularly careful to avoid actions that create the appearance of favoritism or that could adversely affect the company's reputation for impartiality and fair dealing. The prudent course is to refuse a courtesy from a supplier or contractor when PGESCo is involved in selecting or reconfirming an award or contract under circumstances that could create an impression that offering courtesies is the way to obtain PGESCo business.

### What behavior is expected?

- Recognize that most business courtesies offered in the course of your employment are offered because of your position at PGESCo; as such, they are the property of PGESCo, and you should not feel entitled to accept and keep them for your personal use
- Accept only those business courtesies that conform to the reasonable and ethical practices of the marketplace and that create neither an actual conflict of interest or divided loyalty, nor the appearance of an improper attempt to influence business decisions
- Never use your position at PGESCo to obtain business courtesies and never ask for gifts or anything of value
- Use good judgment in deciding whether to accept a business courtesy and seek guidance when in doubt

### Before accepting a business courtesy, ask yourself the following questions:

- Is the gift or entertainment modest or infrequent or could it make you feel obligated to the donor?
- Are you trying to justify accepting the gift or entertainment because you really want it?

- Are you reluctant to ask your manager if it is OK to accept the gift?
- Would you be willing to write a "thank you" note for this gift and send a copy to PGESCo General Manager?

## Common Questions

### Are there categories of gifts or business courtesies that are always unacceptable to receive?

- Gifts or entertainment involving parties engaged in a proposal or competitive bidding process
- Gifts of cash or cash equivalent (such as gift certificates, discounts, loans, stock, stock options)
- Gifts or entertainment that is a quid pro quo (offered for something in return), or that could give rise to the perception that it is a quid pro quo, or that could create a feeling of obligation to the donor
- Entertainment that is indecent, sexually oriented, does not comply with PGESCo's value of mutual respect, or that otherwise might adversely affect PGESCo's reputation
- Gifts or entertainment that you would not feel comfortable discussing with your manager or reading about on the front page of the newspaper

### What should I do if I am offered an unacceptable gift by a customer or business associate under circumstances where it would be insulting to decline?

First, politely make every effort to decline. If the person persists and you feel certain that refusal would cause insult or embarrassment to the donor, you should politely accept the gift but promptly report it to your manager. Management, in consultation with your organization's ethics and compliance committee, will determine the proper disposition. However, you must not accept any cash or cash equivalent, such as a gift certificate, bank check, money order, investment security, or negotiable instrument.

#### Further Guidance

If you have questions about accepting a business courtesy, contact compliance committee by e-mail for guidance.

## Proper Relationships with Suppliers

### Summary of PGESCo Policy

PGESCo employees may not accept any money or any benefit from a supplier or potential supplier for advice or services performed as a PGESCo employee that relate to the supplier's business. PGESCo employees are prohibited from representing a PGESCo supplier, being a part of a supplier's operating management, or knowingly working on anything a supplier offers to PGESCo. Although exceptions can be granted by the Corporate Manager, PGESCo employees may not, as a general rule, be a supplier to PGESCo or knowingly work for a current or potential supplier while they are employed by PGESCo. In all cases, appropriate advance approval must be obtained for an employee to deviate from standard practices or when an exception under special company programs applies.

### What behavior is expected?

- Do not, while employed at PGESCo, work for or provide services or advice to any supplier currently supplying material or providing services to PGESCo or to any supplier that may be likely to supply material or provide services to PGESCo
- Refuse any form of compensation or benefit from a supplier—even if such practices are acceptable in the culture where the work is being performed
- Obtain a conflict of interest determination from compliance committee before undertaking any outside employment that could create the appearance of divided loyalty, or disclose and resolve any existing situations that could potentially create a conflict of interest or the appearance of a conflict

### Common Questions

#### What kind of advice or services might a supplier be willing to pay a PGESCo employee to provide?

Some of the most common situations involving advice or services are:

- Helping a supplier fulfill a contractual obligation by assisting the supplier to develop its Quality Assurance Program, Environmental Compliance Plan, or other contractual submittals (e.g., by writing actual sections of such documents)
- Serving as a board member on a supplier's board of directors
- Having a personal interest in, or potential financial gain from, any PGESCo business transaction with a supplier

**I am a part owner in a small company that provides janitorial services in an area where PGESCo has an office. Can this company bid to supply services to PGESCo?**

If the company is otherwise qualified and provides quality services at a good price, it may be acceptable for PGESCo to do business with the company. However, it would not be right for you to be involved in the procurement process. As in the case where a relative or close family member works for a potential supplier or competitor, you should disclose this fact to your manager and obtain a conflict of interest determination from your compliance committee.

**Further Guidance**

If you have questions about the proper relationships with suppliers, you should talk to compliance Committee for guidance.

## Public Service

### Summary of PGESCo Policy

Many PGESCo employees participate actively in civic life. From time to time, PGESCo's interest and the employee's obligation to the civic organization may pull in opposite directions, placing the employee in a difficult or awkward situation. In such cases, PGESCo employees must abstain, indicating that they are doing so to avoid a conflict of interest or the appearance of one, and notify their supervisor or manager of the abstention.

### What behavior is expected?

- When speaking out on public issues, make sure to do so as an individual— not as a PGESCo employee
- Avoid giving the appearance that you are speaking or acting on PGESCo's behalf if you have not been authorized to be an official PGESCo spokesperson
- If you believe others have misunderstood or are under the impression that you are speaking for PGESCo, immediately take steps to clarify the situation
- Take any additional measures required by applicable laws to ensure that there is no conflict of interest

### Common Questions

**What if an employee is a member of a board or committee confronted with a decision involving PGESCo? For example, it could be a decision for an engineering study, a decision by a board of tax assessors, or a decision by a zoning board that affects PGESCo property.**

The employee should disclose the situation to the board or committee. In such cases, PGESCo policy requires the employee to abstain and notify his or her manager of the abstention.

**I am active in several civic and professional organizations and am proud to say that I am a PGESCo employee. I have strong personal views on a variety of public policy issues. May I freely share them with others?**



This is not a problem, provided you make it clear that, even though you are a PGESCo employee, you are speaking as an individual and are not speaking or acting on PGESCo's behalf.

#### Further Guidance

If you are unsure of the proper business practice or are confused about any PGESCo policy, ask for help. Consult your supervisor or manager or compliance Committee.

## Insider Information

### Summary of PGESCo Policy

During the course of business, PGESCo employees may learn of material non-public information—known as "insider information"—about our customers, partners, or suppliers. PGESCo employees may not buy or sell the stock or other securities (e.g., notes or bonds) of those companies or their competitors while in possession of such insider information, nor otherwise use the information for their own personal advantage or the advantage of others. PGESCo policy also prohibits discussion of such information outside or within the company, other than that which is necessary for the purposes of day-to-day employment with the company.

### What behavior is expected?

- Be diligent in maintaining the confidentiality of information if it is not affirmatively known that it is already public
- Do not use any information received in the course of employment for any personal purpose whatsoever

### Common Questions

#### What is material non-public information?

Material non-public information is information that is not available to the public at large that could affect the market price of a security and that a reasonable investor would consider important in deciding whether to buy, sell, or retain such security.

**I am working on a project and I know that we are about to place a large supply order with a particular company. May I buy stock in the company? I had been thinking of investing in this company before I learned this information.**

You cannot buy or sell any stock in that company until several days after the information becomes public. Information is considered to be public only when it has been released to the public through appropriate channels and enough time has elapsed for the marketplace to absorb the information. You should also be sure that you do not discuss this information outside the scope of your employment. It is particularly important that you do not discuss the information if you are in a public space where you might be overheard. Even if you had already decided to buy this stock, you cannot make the purchase while in possession of insider information.

**If, while at a customer meeting, I overhear that the customer is about to sign an exclusivity arrangement with a large company, am I precluded from buying stock in the company?**

The information is not public, even if you were not told about the deal directly. You should treat this information in the same way as any other confidential information you receive in the course of your employment, which means you are precluded from discussing it with others or acting upon the information.

**I was meeting with a potential supplier today, and during our discussion their sales manager told me "off the record" that their business was not doing well and that they might not be able to fulfill an order if we placed it. I recommended that we not place the order with them, but my best friend owns some stock in the company. May I suggest to him that he sell it if I don't tell him why?**

Assuming that the downturn in the supplier's business is not publicly known, you should not make this suggestion to your friend based on this information until several days after the information becomes public.

#### Further Guidance

If you think you may be in possession of some material non-public information and you are not sure what, if anything, you need to do (or not do) as a consequence, ask for help. Seek guidance from compliance Committee.

## Raising Questions and Concerns

**This section describes the resources available for employees to seek guidance on the PGESCO standards of conduct and raise questions if they are concerned that those standards are not being met.**

### How to Raise a concern

#### **Summary of PGESCO Policy**

PGESCO depends on its employees to report violations or potential violations of the PGESCO Code of Conduct so that the company can take appropriate action and remedy the situation.

Several different channels of reporting are available, depending on the issue, including:

- Your supervisor
- A higher level of management
- Compliance Committee
- The Environmental, Safety & Health Department
- The Human Resources Department
- The Internal Audit Department
- The PGESCO Ethics Helpline

#### **The PGESCO Ethics Helpline**

The Ethics Helpline is a confidential resource available to employees to discuss any ethics or compliance question or concern, to seek clarification or guidance about the PGESCO standards of conduct, or to report potential wrongdoing or inappropriate conduct in the company.

If you believe you have been subjected to retaliation, you should immediately contact the Ethics Helpline or Human Resources.

#### **What to Expect When You Contact the Ethics Helpline**

- You will be treated with respect.
- Your concern will be treated seriously.
- Your report will be kept confidential to the extent permitted by law and PGESCO's need to fully investigate the matter. (If PGESCO discovers criminal or otherwise improper activity, the company may be required to report such activity to appropriate government enforcement authorities.)

- Only those with a need to know will be involved in or know of the investigation.
- Threats or acts of retaliation against you for reporting unethical or illegal conduct will not be tolerated.

The Compliance Committee may be contacted by e-mail [compcom@pgesco.com](mailto:compcom@pgesco.com)

## Consequences for Violations

### Summary of PGESCo Policy

A violation of the rules and standards set forth in Our Code of Conduct and PGESCo policies and instructions may be grounds for termination or other disciplinary action. Disciplinary action may be taken against any individual who:

- Authorizes or participates in a violation of the Code of Conduct rules and standards or PGESCo policies or instructions
- Improperly or negligently supervises a person who commits a violation
- Fails to report a violation or withholds relevant information about a violation
- Attempts to retaliate against an employee who reports a suspected violation

### Common Questions

**I understand I have an obligation to report violations, but what if I'm not sure about the facts or don't have enough information to conclude that a violation has occurred?**

We are all responsible for raising questions if we are concerned that the PGESCo standards of conduct are not being met. Talk to your manager or compliance committee or call the Ethics Helpline. They can help you determine whether there is an ethics or compliance issue that should be reported.

**Why do you investigate anonymous allegations? If people are unwilling to give their name, aren't they just trying to get someone else in trouble?**

Some employees with genuine concerns are not comfortable identifying themselves. All reports of violations must be taken seriously. If it is determined that an employee has attempted to use the Helpline to harm or slander another employee or PGESCo through false accusations, the employee may be subject to disciplinary action.

**Will I find out what happened when the company investigated my report?**

You will be informed of the outcome when the investigation is completed if you identify yourself. If you have reported anonymously, you can send e-mail to the compliance committee later to learn the outcome of the investigation. However, due to privacy

considerations, you will not be told the details of any discipline that results from the investigation.

**Can I get in trouble for reporting a suspected violation to the Ethics Helpline if it turns out I was mistaken or my allegation is not substantiated by the investigation?**

No. There is never a penalty for contacting the compliance committee in good faith. PGESCo investigates all allegations of retaliation and takes appropriate corrective action if retaliation is found to have occurred.