

HONEST AND ETHICAL BEHAVIOUR POLICY

1 Introduction

- 1.1 This policy sets out Bazalgette Tunnel Limited and its group companies ("BTL") commitment to conducting all aspects of business in an honest, open and ethical manner on the Thames Tideway Tunnel project (the "Project").
- 1.2 Our parent companies, stakeholders and the community are entitled to expect BTL to comply fully with its legal responsibilities, as well as its core business values and ethical principles.
- 1.3 The Board has ultimate responsibility for setting, reviewing and enforcing this policy and mandates the Audit and Finance Committee and Risk Committee to manage it day-to-day.

2 Application

- 2.1 This policy applies to BTL and Jacobs Engineering Group¹ including all employees, consultants and direct contractors of each company working on the Project ("Tideway").
- 2.2 BTL expects that its main work contractors, framework providers, independent contractors and sub-contractors, suppliers and partners working for and on behalf of Tideway have a similar policy and procedure within their organisation to which they will comply.

3 Principles and rules

- 3.1 BTL seeks to promote a culture of honesty and integrity in all its dealings, and it will not tolerate acts of fraud, dishonesty, bribery, corruption or theft of assets or data from the business. BTL is also committed to ensuring that neither Tideway's integrity nor reputation is put at risk. It expects everyone working on the Project to be open, honest and fair in dealings with colleagues, staff, business partners, suppliers and the community at large and treat them with respect.
- 3.2 Tideway achieves this through the effective use of systems and processes to help identify and manage:
 - a. **Conflicts of Interest (COI)** – BTL expects to be advised of any relationships which may potentially or do give rise to a conflict of interest. Full details are located in the *Conflicts of Interest Policy*.
 - b. **Offers of Inducements, Gifts and Hospitality** – Anyone working for Tideway must not receive, give or accept any benefit to or from customers,

¹ Providing services through CH2M Hill UK Limited

suppliers, officials or regulatory bodies as a result of their work on the Project, unless this has been properly authorised by their Line Manager/Head of team/department and/or the Tideway Conflicts Committee. In all cases, hospitality given or received must be in order to build and develop relationships to the benefit of the Project and should not be for the primary benefit of individuals. Full details are located in the *Gifts and Hospitality Policy*.

- c. **Fraud and Dishonesty** – Acts of fraud, dishonesty, bribery, corruption, theft of assets or improper disclosure of confidential information will not be tolerated, whether committed by Tideway employees, (sub) contractors, consultants, suppliers and partners working for and on behalf of BTL. BTL will therefore treat these issues very seriously and expects all occurrences to be reported immediately, failing which those responsible may be subject to the *Tideway Disciplinary Policy* or the applicable disciplinary policy.

All individuals are reminded that it is a criminal offence to offer, promise or give any financial or other advantage to any other person (including business partners, suppliers, officials or regulatory bodies), if your intention is to induce them to act improperly in their business or public function. In addition, any contravention of the Bribery Act 2010 by an individual associated with BTL may expose BTL to criminal liability. Full details are located in the *Anti-Fraud, Corruption and Bribery Policy* and *Anti-Money Laundering Policy*.

- d. **Whistle-Blowing** – BTL is committed to maintaining the highest standards of honesty, openness and accountability. It is essential that everyone working on the Project shares this commitment and feels able to raise concerns confidentially, so that appropriate and timely steps can be taken. Any persons failing to take any action could lead to them being viewed as negligent or complicit in any inappropriate acts and may lead to them being subject to disciplinary action. The Whistle-blowing Officer, the Programme manager and the Line Managers are required to communicate the *Whistle-Blowing Policy* to everyone affected across the entire Project and the Director of Legal is responsible for the development, review and amendment of the relevant policies, procedures and guidance documents. Whistle-blowers are protected from any detrimental treatment as a result of raising a concern in line with the Public Interest Disclosure Act 1998. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. Full details of what constitutes whistle-blowing, how to raise a concern and protections offered to whistle-blowers are located in the *Whistle-Blowing Policy*.
- e. **Modern slavery** – BTL does not tolerate modern slavery (as defined by the Modern Slavery Act). It has a zero tolerance approach to modern slavery and is committed to acting ethically and with integrity in all its business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in its own business or in any of its supply chains.

4 Overview of Tideway's approach

- 4.1 Responsibility of ethics issues falls to the Director of Legal who will monitor the implementation of this policy. This includes promoting and communicating the policy to relevant business functions, examining disclosures of possible violations of the policy, initiating the checks deemed necessary and, where necessary, the consequent improvement actions, and monitoring their actual implementation.

- 4.2 All Tideway employees (full-time and part-time) and contractors will receive training on our ethical standards upon commencement of their engagement and refresher training will be provided on an annual basis. A compliance register is maintained to ensure all current Tideway employees and all new starters receive this training.
- 4.3 This policy is made available to all Tideway employees, and all employees are expected to:
- a. Know and abide by the principles of this policy and other policies that refer to ethical standards, including but not limited to the *Anti-Fraud, Corruption and Bribery Policy, Anti-Money Laundering Policy, Conflicts of Interest Policy, Gifts and Hospitality Policy, Whistle-Blowing Policy, Procurement Policy, Health Safety and Wellbeing Policy, Corporate Responsibility and Sustainability Policy, Stakeholder Engagement Policy and Volunteering Policy*.
 - b. Refrain from any conduct contrary to the principles and policies relating to ethical standards.
 - c. Immediately report to their direct superior any observations of their own or information provided to them concerning potential violations of ethical standards. Such reports are to be escalated to the Director of Legal and the Internal Audit team.
 - d. Participate in any investigation into potential violations of ethical standards undertaken by the Internal Audit team.
 - e. Adopt prompt corrective actions whenever necessary and advised.
- 4.4 Furthermore, Tideway commits to conducting ethical due diligence before entering into a relationship with third party suppliers.
- 4.5 Compliance with this policy is essential to the protection of Tideway's reputation. Any person who is found to have acted in contravention of this policy or its principles may be subject to disciplinary action, and/or removal where the breach amounts to gross misconduct.
- 4.6 Audits of ethical standards will be undertaken by the Internal Audit team at minimum on a three-year basis and reported to the Audit and Finance, and Risk Committees of the Board.



Andy Mitchell

Chief Executive Officer

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