

Clough's Supplier Code of Conduct



2024

CLOUGH'S SUPPLIER CODE OF CONDUCT

WITH A PROJECT DELIVERY SERVICE SPANNING OVER 105 YEARS, CLOUGH HAS WORKED ON SOME OF THE WORLD'S LARGEST AND MOST TECHNICALLY AND LOGISTICALLY CHALLENGING PROJECTS IN THE ENERGY, RESOURCES AND INFRASTRUCTURE INDUSTRIES.

Following the acquisition by global construction leader, Webuild, in 2023 Clough became the Australian subsidiary of the Webuild Group. Our workforce of over 4,000 people across Australia and Asia Pacific is committed to delivering exceptional projects that support our communities, as a partner for a sustainable future.

We engage with businesses of all sizes across our national supply chain to successfully deliver our projects.

Our strict application of the highest standards of integrity, fairness, reliability and sustainability are at the basis of our capacity to create shared value and to establish solid relationships of trust with our stakeholders. We have built our reputation on the constant application of those principles in our daily activities.

This is why we ask our suppliers to share these principles with us, working side by side to offer to our customers and all our stakeholders the best solutions and performances from the pre-procurement stages and throughout the entire implementation cycle of our projects.

The principles indicated in this document illustrate the commitment of our company and the commitment we expect from you, our suppliers, from the very start of our collaboration, together with the principles of conduct that must be respected when we work together.

It is essential for your personnel and those of your own suppliers to be informed of the contents of this document and to ensure that it is understood and disseminated.

QUALITY AND PERFORMANCE EXCELLENCE

Ethics and Responsibility – We adhere strictly to all ethical and legal standards, employing a risk-based approach to quality.

Excellence and Innovation – We lead with safe and innovative project solutions, consistently exceeding client expectations.

Resource Management – We ensure sufficient human, technological, and financial resources for effective Clough Management System implementation, supporting project management and business operations.

Quality Culture and Leadership – Our behaviours drive long-term success and client satisfaction, valuing contributions from each other and suppliers, with a focus on celebrating team achievements. Our leader's commitment to quality is visible and our teams make it personal and always do what's right.

Employee Competencies – We enhance employee performance through information, training, and workshop programs, fostering professional growth and competence.

Supply Chain Integration – We engage suppliers and subcontractors aligned with the Group's commitment to quality principles and values.

Client Relationship – We maintain ongoing communication with clients to ensure satisfaction throughout service provision and project delivery.

Transparency – We prioritise transparency for all shareholders and stakeholders with regard to the Clough Management System.

Continuous Improvement – We consider the effect of Climate Change on the ability to achieve the intended results of the management system. We continuously enhance the Clough Management System, fostering global-to-local knowledge sharing and leveraging lessons learned for improved performance across the Webuild Group.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Align with the Group's commitment to quality principles and values.
- Fulfill the contracted services and alert Clough to as soon as reasonably practicable when issues (foreseen or unexpected) arise.

OCCUPATIONAL HEALTH AND SAFETY

THE COMMITMENT OF CLOUGH

Ethics and Responsibility – We adhere strictly to all ethical and legal standards, employing a risk-based approach to health and safety.

Excellence and Innovation – We collaborate with our partners to ensure that safe, state of the art and innovative technologies are considered when designing and implementing work activities.

Achieve Zero Harm – Our workers' Health and Safety are non-negotiable priorities. Our target is Zero accidents.

Safety Culture and Leadership – Leadership is a key lever for safe behaviours across the organisation. We value safety contributions from each other and suppliers, with a focus on celebrating team achievements. We believe zero harm is achievable.

Employee Safeguard and Development – Priority is given to preventing harm to our people. All employees are trained and assessed to ensure an adequate level of competence is achieved to perform high-risk tasks. Implement procedures and apply them consistently to achieve the health and safety objectives and targets across all operations.

The Right to Intervene – Our people have the right to intervene. We are empowered to protect everyone's right to live and work in a healthy and safe environment.

Supply Chain Integration – We engage suppliers and subcontractors aligned with the Webuild Group's commitment to health and safety principles and values.

Transparency – We prioritise transparency for all shareholders and stakeholders in regard to safety and health reports, data and other information pertinent to demonstrate the performance of our Occupational Health and Safety Management System.

Relationships – We maintain ongoing communication with all stakeholders involved in our workplace and on our projects. We continually evaluate the Health and Safety conditions of the work environment and consult with stakeholders on changes to safety processes and decisions that can affect working conditions.

Continuous Improvement – We consider the effect of Climate Change on the ability to achieve the intended results of the management system. We continuously enhance the occupational health and safety component of the Clough Management System, fostering global-to-local knowledge sharing and leveraging lessons learned for improved performance across the Webuild Group.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Align with the Group's commitment to health and safety principles and values.
- Ensure human, financial and technological resources are provided for the active management and maintenance of their own management system, aligned with the requirements of ISO 45001
- Participate in reporting, training and awareness programs, where the Group requires the supplier's involvement.

ENVIRONMENT

THE COMMITMENT OF CLOUGH

Ethics and Responsibility – We adhere strictly to all ethical and legal standards, employing a risk-based approach to environmental protection.

Excellence and Innovation – We strive for tangible and lasting environmental solutions by developing innovative environmental protection solutions throughout our value chain.

Resource Management – We manage resources following circular economy principles, aiming to minimize biosphere drawdown by reducing non-renewable use and promoting material repurposing. We influence sustainable water, raw material, and excavation management, reducing hazardous substance use, waste, and emissions (greenhouse gases, dust, noise, light pollution). Our teams prioritise efficient energy use, preferably from renewable sources.

Environmental Culture – Our behaviours drive long-term success and client satisfaction, valuing contributions from employees and suppliers, with a focus on celebrating team achievements. We foster sustainable behaviours and facilitate education and training programs to promote a learning and growth environment. We prioritise the environment and communities in which we operate.

Environmental Preservation and Safeguard – We mitigate adverse effects on the environment to preserve and safeguard the biodiversity, natural and cultural heritage, surrounding ecosystems, and landscape. We aim to reduce emissions throughout the value chain.

The Right to Intervene – Our people have the right to intervene. We are empowered to protect everyone's right to live in a healthy environment.

Transparency – We prioritise transparency for all shareholders and stakeholders in regard to environmental reports, data and other information pertinent to demonstrate the performance of our Environmental Management System.

Client Relationship – We maintain ongoing communication with clients to ensure satisfaction throughout service provision and project delivery.

Continuous Improvement – We consider the effect of Climate Change on the ability to achieve the intended results of the management system. We continuously enhance the environmental component of the Clough Management System, fostering global-to-local knowledge sharing and leveraging lessons learned for improved performance across the Webuild Group.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Align with the Group's commitment to health and safety principles and values.
- Ensure human, financial and technological resources are provided for the active management and maintenance of their own, aligned with the requirements of ISO 14001 to drive continual improvement
- Participate in reporting, training and awareness programs, where the Group requires the supplier's involvement.



FAIR AND FAVOURABLE WORKING CONDITIONS

THE COMMITMENT OF CLOUGH

- We protect the integrity and dignity of everyone who collaborates with us and maintain working conditions where human rights are recognised and respected.
- We protect workers from harassment and violence, both physical and mental. We do not tolerate any form of illegal, child, forced, or bonded labour, including any practices that constitute modern forms of slavery and human trafficking.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Maintain working conditions and labour practices that comply with all applicable regulations including but not limited to those governing occupational health and safety, compensation, payment of wages, deductions, hours worked, overtime, reasonable accommodations, and paid leave.
- Ensure all your employees are legally eligible to perform their work, confirming that all your employees are of legal age to work, and complying with all special restrictions placed on the employment of minors.
- Reject any form of illegal, child, forced, or bonded labour, including any practices that constitute modern forms of slavery and human trafficking; workers must not be asked to pay recruitment or employment fees, asked to deposit money or identity documents, or subjected to restrictions on their freedom of movement and resignation.
- Respect your employees' freedom of association and collective bargaining right

DIVERSITY AND INCLUSION

THE COMMITMENT OF CLOUGH

- We ensure equal opportunity employment in all employment practices, regardless of race, colour, religion, sex, age, disability, national origin, sexual orientation, gender identity, genetic information, or any other trait protected by law, and take affirmative action to prevent and eliminate discrimination.
- We do not tolerate behaviours that seek to offend, ridicule, harm, intimidate, bully, coerce, or disadvantage anyone involved in company operations.
- We promote the creation of inclusive workplaces where people, ideas, and beliefs from every background are considered, treated, and valued based on their own individual merits and contributions.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Guarantee equal opportunity to all employees and applicants, regardless of membership in a protected class, during all stages and in all aspects of the employment relationship, including recruitment, training, promotions, compensation, layoffs, etc.
- Prevent offensive, discriminatory, violent, and intimidating behaviours in the workplace and remove anything that triggers such behaviours, even unintentionally.
- Promote a culture that values diversity and inclusion by conducting training and raising awareness

COMMUNITY ENGAGEMENT

THE COMMITMENT OF CLOUGH

- We ensure respect for the rights and the cultures of the communities impacted by our operations by maintaining an open dialogue with them to mitigate any issues or inconveniences our activities may cause.
- We aim to enrich the communities where our projects are located by creating employment and training opportunities, using the services of local businesses, and encouraging our employees to engage in local charitable and community building initiatives.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Respect the local cultures, traditions, and regulations in the communities where you operate.
- Minimise inconveniences to local communities and collaborate in the development and prompt implementation of solutions to such issues.
- Support the local economy by looking for opportunities to use local personnel and suppliers to the extent possible.

COMBATING CORRUPTION AND FRAUD

THE COMMITMENT OF CLOUGH

- We uphold the highest ethical standards by running our business with integrity, transparency, and fairness, and by complying with all applicable laws in the jurisdictions where we operate.
- We prohibit all forms of fraud and bribery, active or passive, whether involving public officials or private entities.
- We have adopted a dual-governance approach in our operations and designed our systems to minimise the risk that our employees will engage in fraud, bribery, or other unlawful practices.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Operate in compliance with applicable laws, ethical principles, and Clough's Anticorruption Model.
- Apply the principles of fairness and impartiality when choosing your own suppliers.
- Refuse to offer, pay, give, or accept any bribes in any form, whether personally or through a proxy, even where such practices are considered normal or customary.
- Report any incident of bribery, even if only attempted or suspected.
- Report any other fraudulent conduct involving the employees or operations of either your company or Clough.

CORRECT MANAGEMENT OF FINANCIAL FLOWS

THE COMMITMENT OF CLOUGH

- We guarantee that our financial and nonfinancial reporting is transparent, complete, and comprehensible in order to protect Clough's credibility and reputation.
- We respect all rules and provisions, both national and international, on money laundering and terrorist funding.
- We maintain business relationships exclusively with counterparties of high standing which satisfy certain requirements in terms of integrity and professional reliability.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Ensure all financial, accounting, and billing information provided during the business relationship is correct, truthful, and complete.
- Refrain from double billing and work with Clough to correct any billing errors or mistakes.
- Refuse to use untraceable payment methods, such as cash and virtual currencies.
- Refrain from doing business with natural or legal persons sanctioned for ties to organised crime, terrorism, and money laundering.
- Maintain all insurance policies required by laws or contract provisions.

UNFAIR COMPETITION

THE COMMITMENT OF CLOUGH

- We support fair and sustainable competition as a way to help us identify the best suppliers and improve the quality of the goods and services we procure.
- We respect the laws and regulations governing competition in the jurisdictions where we operate and forbid all collusive practices, including rigging bids, dividing markets, fixing prices, and abusing a dominant market position.
- We prohibit collecting information on competitors through unlawful or unethical means.
- We prohibit new employees from using any confidential or proprietary information from previous employers in their new roles at Clough.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Refrain from using unfair tactics, including abusing market position, creating cartels, or bribing or corrupting Clough employees to win any contracts or to get any benefit.
- Refrain from issuing false, fraudulent, or poorly supported claims to seek additional compensation or for any other illegitimate reason.
- Keep any business information you may obtain about Clough or our competitors during your operations confidential, including the offers you make.
- Prohibit former Clough employees from using any proprietary information they have about Clough.
- Report any known or suspected anticompetitive practices and always conduct business in a fair and transparent manner.

CONFLICT OF INTEREST

THE COMMITMENT OF CLOUGH

- We ensure business decisions are made solely based on Clough's best interest, avoiding any actual and potential conflicts of interest, in order to maintain the highest level of integrity in business operations.
- We design company procedures to guarantee that the conduct of directors, managers, employees, and collaborators is appropriate, correct, and transparent. We require everyone working with us to report and avoid conflicts of interest and other situations that could impair the independence of their judgments or choices or give them cause to act contrary to their duties and responsibilities toward Clough.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Avoid any situation that may lead to conflicts of interest or that may interfere with your firm's ability to make impartial decisions. These are occasions when the behaviours or decisions of your directors, managers, employees, or collaborators may generate an immediate or deferred benefit for themselves or others to the detriment of the business' interest.
- Report any actual or potential conflict of interest situation you become aware of at any point during your relationship with Clough, including initial negotiations.



PRIVACY

THE COMMITMENT OF CLOUGH

- We guarantee that the processing of the personal data of our employees and the persons who enter into contact with us occurs in respect of the fundamental rights and freedoms, as well as the dignity of the data subjects, as required by the regulations.
- We process personal data fairly and lawfully, use collected data for specific and legitimate business purposes, and store data only as long as it is needed for our operations or necessary records.
- We protect personal data with suitable security measures during collection, use, and storage to avoid risks of destruction, loss, or unauthorised access or processing.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Process any personal data in accordance with the agreed upon methods.
- Collect only data that is necessary for specific purposes and strictly linked to the conduct of your activity.
- Ensure that any and all collected data is stored carefully and only for as long as it is needed for the expressed purposes by adopting suitable storage measures and updating them as appropriate.
- Protect any and all data from unauthorised access and use the most suitable technical and organisational tools to guarantee its integrity and confidentiality.

INFORMATION SECURITY

THE COMMITMENT OF CLOUGH

- We assure our suppliers that their information is appropriately protected, stored, and handled. We follow best practices and operate in full compliance with laws and regulations.
- We uphold an efficient, risk-based Information Security program to tackle the ever-evolving cyber threat landscape.
- We promptly report security breaches affecting our suppliers and collaborate during security incidents involving both parties.

THE COMMITMENT OF SUPPLIERS

As a Clough supplier, you agree to:

- Meet specific security requirements, where deemed necessary and comply to Australian regulatory laws for Information Security and Privacy.
- Swiftly report security breaches affecting Clough's Information and/or services and engage in effective collaboration to minimise disruption of Information and/or services impacting Clough's operations.

APPLICATION

RECIPIENTS

This document is binding for all Clough suppliers and, together with the Code of Ethics, constitutes an integral part of your contractual relationship with the Company. In particular, in carrying out contractual relationships with Clough, you must guarantee that you, your staff, your suppliers, and their staff are all adequately informed of the contents of this document and operate in compliance with its principles of conduct.

COMPLIANCE WITH LAWS

As a Clough supplier, you must strictly respect the applicable laws and the principles contained in this document, even when the latter establishes standards that are more stringent than, but not in contradiction of, the applicable regulations. If you have any doubt about the meaning of anything in this document, please ask your contact person with Clough for clarifications.

MONITORING

Clough regularly monitors its activities and performance, including activities carried out by its suppliers, by way of reporting systems, inspections, audits, periodic performance assessments, etc. As a Company supplier, you must collaborate fairly and transparently in the conduct of those activities. Similarly, you must assess your suppliers and guarantee that they respect the contents of this document. Any noncompliance with the principles and requirements contained in this document must be promptly resolved, at no additional cost to the Company. As provided by the Compliance Clauses included in your contract agreements with the Company, Clough reserves the right to terminate the contractual relationship and/or to interrupt the commercial relationships.

REPORTS

Constant and constructive dialogue forms the basis of the relationships between Clough and its suppliers. Any known or suspected violations of the contents of this document must be appropriately communicated to Clough.

Reports can be made by emailing Compliance@clough.com.au or by contacting the Clough Ethics Hotline, available at **+61 2 5114 2052** access pin 1806 or <https://webuild.integrityline.io>. The Company treats such communications confidentially, and only those individuals involved in investigating and correcting issues will have access to them. Anyone reporting through the Clough Ethics Hotline may also choose to remain anonymous. Clough does not tolerate any form of retaliation against whistleblowers who raise concerns in good faith.

USEFUL REFERENCES

Company documents:

- Code of Ethics
- Modern Slavery Statement
- Sustainability Policy
- Quality Policy
- Occupational Health and Safety Policy
- Environmental Policy
- Diversity and Inclusion Policy
- Data Retention Policy
- Anticorruption Policy and Model
- Information Security Policy
- Privacy Policy



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