A supplement to Fluor’s
Code of Business Conduct and Ethics
for employees working on projects where the U.S. Government is involved.
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INTRODUCTION
This is a supplement to Fluor’s Code of Business Conduct and Ethics (“Code”). It is intended to provide special guidance and information to those of us who are involved in marketing to, selling to, contracting with and working on projects where the U.S. Government (Government) and its agencies and other entities are involved.

Many federal, state and local governments also have special rules for contracting that may vary from the standards outlined in this supplement. You must comply with applicable rules for all Government contracting, regardless of the source.

If you are involved in Government contracting, you should read, understand and follow the standards outlined in this document and Fluor’s Code (available at www.onefluor.com and www.fluor.com). Our Code covers many of the common business policies, regulations and laws that apply to all Fluor employees. Since they are addressed in our Code, they are not necessarily restated here. Therefore, it is critical that you understand and follow our Code and this supplement.

Our subsidiaries, including Fluor Federal Solutions LLC, Fluor Federal Petroleum Operations LLC, Fluor Idaho LLC, may have more stringent policies in place. If you are working for a Fluor subsidiary, please review and follow any supplemental materials it may provide.

The topics covered here are only intended as a guide. Be sure to also familiarize yourself with our Code and any federal procurement laws or regulations that pertain to your projects. If you are working on Government contracts, you must know and abide by all of these applicable policies and laws.

If you work in both the Government and commercial sectors, you must clearly understand the different rules, regulations and procedures that apply in each sector. If you have any questions or concerns about any of these materials, contact the Government Contract Manager (GCM) for your project or Fluor Government Group (FGG) Compliance, or FGG Federal Cost and Pricing. Please see the “How Can I Get Help and Report Concerns?” section at the end of this supplement for helpful guidelines and contact information.

Violations of Government contracting requirements are very serious and can result in serious consequences for Fluor and the employees involved, including civil and/or criminal sanctions, and suspension or debarment of Fluor from doing Government work.

Updates and Revisions to this Code Supplement
This supplement to our Code may occasionally be updated or amended to reflect changes in laws and Fluor policies and practices. The most current and authoritative version is available at www.onefluor.com and www.fluor.com.

Choosing Third Parties Who Adhere to Our Values
Fluor only selects subcontractors, temporary workers, consultants, agents and suppliers and other third-party providers who act in a manner consistent with the standards contained in our Code and this supplement, as described in our Business Conduct and Ethics Expectations for Suppliers and Contractors available on www.onefluor.com and www.fluor.com. In addition, the Government requires Fluor, as a Government contractor, to ensure we do not hire or contract with parties prohibited from doing business with the Government.
Procurement Integrity

Sometimes you may inadvertently obtain or receive confidential information related to Government procurement. You may never use this information, whether verbal or written, unless the information is publicly available or provided officially by the Government.

If you receive such information, promptly notify your supervisor and the FGG Law Department.

Single/ Sole Sourcing. Sometimes Fluor is the only bidder on a Government procurement. Special rules apply to preparing bids and proposals in single and sole-source situations.

Fluor Subcontracting. The same rules that apply to Fluor’s prime contract also apply to our subcontracting process if the work is to be done under a Government contract. Our subcontractors must abide by the same rules that we are held to as the prime contractor. Fluor is required to flow down certain Government clauses to our subcontractors and suppliers.

Organizational Conflicts of Interest

Fluor is subject to special rules related to organizational conflicts of interest (OCI) as a Government contractor. Basically, an OCI occurs when, because of a pre-existing business relationship or project, Fluor has a potential unfair competitive advantage or could be seen as biased (having impaired objectivity) in obtaining or performing Government work. For example, Fluor might help a state government develop specifications for a project that will be funded and managed by the Government. Fluor could be perceived to have an unfair competitive advantage if it were to bid on the federal contract, since it helped develop the specifications. Our company must promptly disclose all actual or potential OCI situations to the Government, so be sure to alert your supervisor promptly if you become aware of an OCI. Often, safeguards can be put in place to mitigate potential OCI issues and allow us to perform that work.

It can be difficult to identify an OCI. Generally, an OCI may arise when, because of its other pre-existing activities or relationships:
- Fluor is unable or potentially unable to render impartial assistance or advice to the Government.
- Fluor’s objectivity in performing the contract work is or might be otherwise impaired.
- Fluor has an unfair competitive advantage.

It is important to note that we must avoid even the appearance of any of the above elements. These rules apply to all of our business activities, including work performed by or bid on by different groups of Fluor.

Areas where we need to exercise caution include:
- Where Fluor is:
  - performing a design and then bidding on the follow-up construction
  - performing constructability evaluations and then seeking to do the construction work
  - developing a scope of work and then seeking to bid on the work

FFG maintains a database of all customers for which Fluor performs work. Fluor must certify that our subcontractors have no OCI. If you have any OCI-related questions or issues, should consult the FGG Law Department or the GCM for your project.

Q: I just received an email that was sent to a long string of Government procurement officials. My email address appears to have been buried in the list and not deleted, because I am the only non-Government addressee. The message’s subject line reads: “DRAFT SSEB Report.” What should I do?

A: First, do not open the email. There are clear indicators in this message that it contains competitive-sensitivity source selection information, which means it is restricted for authorized Government personnel. You should not reply to or forward the message, and promptly notify your supervisor and the FGG Law Department for proper handling instructions.

Q: We are preparing a proposal to assist the City of Biloxi, Miss., in the preparation of disaster relief grant applications to FEMA. I know that another group within the company is also considering a proposal to provide grant application evaluation services to FEMA. Does this present any problems?

A: These two contracts might create an “impaired objectivity” OCI. That is, FEMA may believe that one part of the company can’t be relied on to be objective in evaluating the work of another part of the company. If there is an OCI, we may need to make a business decision as to which contract to seek, or to develop a plan to neutralize or avoid the OCI. You should consult with your supervisor, the FGG Law Department, and the leadership of the other group that is interested in the FEMA support contract immediately.

Q: We have signed a contract with the U.S. Department of Transportation (DOT) to design a major new interchange on the Capital Beltway. Will our design work preclude from competing to actually build the interchange?

A: It may. The Government contracting officer may believe our design work gives us an unfair competitive advantage in the build phase of this project. If so, we need to be prepared to demonstrate that our design does not favor us in the competition, or to show how the playing field can be leveled to neutralize any advantage that we might derive from our design work. In future procurements of this type, you should consult with the FGG Law Department before seeking the design contract in order to make an informed decision as to whether the design work will create an unacceptable OCI.

Q: We have an opening for a management position in FGG. One of our Government customers would be perfect for the job, and it would likely be a significant pay increase for her. Can I talk to her to see if she has any interest?

A: No. You may not even mention or hint at the possibility to the Government employee. Check with the FGG Human Resources Department and FGG Law Department for advice first.

Accuracy of Information and Reports

Never provide inaccurate or misleading information in reports to a Government customer.

All the reports we give to the Government must be complete and accurate. Carefully review all the reports, information and invoices you send to Government customers.

Time Charging and Unallowable Costs

While different federal contracts may prescribe special time-charging practices, we can never charge a customer for hours not actually worked, or charge time worked on one contract when we worked the hours on a different contract. These fundamental rules always apply, regardless of the type of contract (fixed price or cost reimbursable).

We must properly, accurately and precisely report all of our time. If someone encourages you to charge time in a manner contrary to these rules, you should report the matter to your supervisor or to FGG Compliance immediately.

Generally, we can charge reasonable costs that we incur in connection with reimbursable cost Government contracts to the Government as allowable costs. However, certain costs on Government contracts are “unallowable” and cannot be charged. Examples include alcohol, political contributions and first-class travel costs (in most circumstances). In addition, certain overhead costs not directly charged may be allowable and allocated to Government contracts.

Hiring Current and Former Government Officials

Federal, state and local governments that contract with Fluor have strict rules and regulations on hiring or even discussing the potential hiring of their employees. These rules are based on the concern that such offers or discussions about hiring could improperly influence the government employee’s ability to treat Fluor objectively. Many senior government and contracting officials have rules prohibiting them from working for a private sector contractor, like Fluor, for a period of time after they leave the government. These rules also apply to hiring a former Government official into the commercial part of Fluor.

While it may be possible to hire Government employees in certain instances, proper precautions must be taken. Before engaging in any preliminary suggestions to, or discussions with, a Government employee, you must get detailed advice from the FGG Human Resources Department and FGG Law Department on whether and how such discussions should occur.

It is also critical that you understand and strictly adhere to the limitations applicable to former or recent Government officials when they become Fluor employees. Once employed by Fluor, a former Government official may be subject to restrictions on the type of work they can perform, or communications they can make to Government officials. For example, if a former Government official had been personally and substantially involved with a particular action, such as a contract award, she cannot communicate with the Government on behalf of Fluor about that contract.

THE U.S. GOVERNMENT’S RULES ARE OFTEN DIFFERENT
Gifts, Entertainment and Business Courtesies

U.S. federal and state government agencies have strict rules prohibiting giving business courtesies to government employees. What are considered normal business courtesies in the non-government world can be illegal when government employees are involved. Giving a “business courtesy” is defined as offering something of value for which the recipient does not pay fair market value. Such courtesies may include gifts, meals and other favors (whether we bill the Government for them or not). Permitted gifts, meals and favors vary by agency, so it is our responsibility to know and follow the specific rules that apply to us. Violations of these rules can result in loss of the contract, loss of Fluor’s ability to do other Government work and even criminal prosecution of our company and the individuals involved.

Common areas of concern:

- Business meals where we pay
- Business trips for pleasure (for example, a ski trip to Colorado)
- Entertainment (for example, tickets to a sporting event or show)
- Gifts of more than nominal value (with or without Fluor’s logo)
- Courtesies offered with the intent to influence official action

We must follow the “20/50 Rule” when providing entertainment to Government officials, such as meals and refreshments. Under this rule, providing simple refreshments such as coffee and pastries at a business meeting is typically acceptable as long as the meal does not exceed $20. However, meals should never exceed $50 in a calendar year to any single Government official from all aggregated sources within Fluor. Some agencies require their employees to pay for their portion of the refreshments themselves. In such situations, we must make every effort for the food to be modest and provide a “contribution” basket through which the Government employee can cover the cost of their refreshments. Keep in mind that even giving a ride to or from the airport to a Government customer may be too much.

We must also follow the “20/50 Rule” when giving gifts to Government officials. You should never give a gift to a Government official unless it is a promotional item with Fluor’s name on it or another item of nominal value. Since a gift is anything of value received without the recipient paying the full market price, you will need to determine the fair market value for any items you offer to Government employees. It is also critical that you document the basis for this assessment.

This helps us to avoid placing Government officials, as well as Fluor, in awkward situations. It is important to point out that, even when the value of a gift is within the 20/50 Rule, you may not offer any gift to a Government employee with the intent to influence official action.

We should never offer gifts or entertainment to Government employees if we know that these courtesies violate his or her agency’s rules. This is true regardless of whether he or she is willing to accept the gift. Even if it is an inexpensive logo item, you should first ask the Government employee if the agency’s rules allow him/her to accept it. Offering inappropriate gifts can put the Government customer in the awkward position of having to refuse.

Again, there is no substitute for a thorough knowledge of agency ethics rules related to business courtesies. If you have any questions, ask the GCM for your project, FGC Compliance or FGC Law Department.

Supplier Relationships

We must be careful to avoid any influences that could conflict with the best interests of Fluor or harm Fluor’s reputation to influence an acquisition decision. To that end, the same business courtesy concerns and guidance identified above for dealing with Government employees; apply to Fluor employees when dealing with suppliers and subcontractors as well.

Do not accept gifts exceeding “de minimus” value, personal loans, entertainment or other special consideration from an individual or business organization doing business with Fluor on a project involving the Government. If you are offered, or receive, such a gift, refuse it, or return it to the giver, in a tactful manner, advising the giver of our policy prohibiting acceptance. Any offer or receipt must be reported to FGC Compliance.

Lobbying and Political Activity in the Government Context

Government projects and customers have strict prohibitions against using Government appropriated funds and or resources—such as computers, email accounts, phones, fax machines and copiers—for conducting any lobbying or political activities. In addition, please note that lobbying and political activities are not allowable costs and may not be charged to a Government contract. Please see our Code for additional limitations on lobbying and political activity.

Background Checks

Background checks are performed by Fluor to verify personnel are not barred from performing Government-contracting work. When hiring subcontractors for Government projects, Fluor verifies that the subcontractor is not barred from Government contracting. Check with FGC Human Resources for specific requirements and procedures, as well as to obtain proper clearance.

Insider Threats

We must be vigilant of insider threats. These occur when a malicious insider—a current or former employee, contractor, or business partner with authorized access to an organization’s network, system, or data—exceeds or uses that access in a manner that negatively affects the confidentiality, integrity, or availability of the organization’s information or information systems.

Client Sensitive Information

Government agencies entrust us with Controlled Unclassified Information and Classified Information. You must treat such information with utmost care and in compliance with our Government contracts.

- Controlled Unclassified Information (CUI): Examples of CUI include personally identifiable, export control, financial and nuclear information; Government projects address handling of CUI in the project Technology Control Plan (TCP)
- Classified Information is covered by a specific security program

Trafficking in Persons

The Government and Fluor have no tolerance for obtaining forced labor or services through any means, including but not limited to coercion, physical threats or restraints, or withholding of passports. Fluor strictly prohibits the use of misleading or fraudulent practices during the recruitment of employees or offering of employment, and the procurement of commercial sex acts. Furthermore, the charging of recruiting fees is forbidden in connection with Government contracts.

Accompanying U.S. Armed Forces Outside the United States

Fluor and its subcontractor personnel may be authorized to accompany or support U.S. Armed Forces for contingency operations, humanitarian or peacekeeping operations, or other military operations or exercises. Personnel will be required to comply with:

- U.S., host country and third country national laws
- Treaties and international agreements
- U.S. regulations, directives, instructions, policies and procedures
- Orders, directives and instructions issued by the Combatant Commander, including those relating to force protection, security, health, safety or relations and interaction with local nationals.

In a military or such contingency operation, Fluor and its subcontractor personnel authorized to accompany U.S. Armed Forces in the field are subject to the Uniform Code of Military Justice. All personnel must complete appropriate training on the theater-specific policies and procedures prior to deployment. Deploying personnel must have all necessary passports, visas or other documents required to enter and exit the country, or countries, involved.

Anti-Corruption

All employees are prohibited from accepting, soliciting or offering bribes or kickbacks in connection with Government or any customer’s work. Bribes or kickbacks may include money, gifts, travel or other expenses, hospitality, below-market loans, discounts, favors, business or employment opportunities, political or charitable contributions or any other direct or indirect benefit or consideration to improperly influence someone. Please see our Code for additional information on anti-corruption.

Mandatory Disclosure of Violations

When working on Government projects, you must promptly disclose to FGC Compliance or FGC Law Department to help make a determination whether or not Fluor has a disclosure obligation if you have reason to believe we may have violated laws prohibiting bribery, conflicts of interest, fraud, gratuities, or false claims, or received overpayment for our work.
Company Experts for Government Work
If you have an ethics or compliance question regarding contracts or projects where the Government is involved, you may call the FGG Compliance Question Line at 1.864.281.4357.

Or you may contact a Company Expert who is knowledgeable in each listed area for Government work. These Company Experts can help clarify policies, laws and business practices in their particular area.

If you send an e-mail to the address that corresponds to the subject area, it will be routed to the Company Expert in that area. A list of the names of Company Experts and their telephone numbers is also available on www.onefluor.com.

FGG Subject E-mail
Audit Response fgggovernmentaudits@fluor.com
Compliance and Ethics fggcompliance@fluor.com
Confidential and Proprietary Information fggcompliance@fluor.com
Cyber and Data Security fggcyber@fluor.com
Acquisition Management (Subcontracts & Procurement) fggcontracts@fluor.com
Discrimination fggdisc@fluor.com
Document and Records Management fggdoc@fluor.com
Environmental fggenviro@fluor.com
Estimating fggestimating@fluor.com
Export Control fggexports@fluor.com
Financial Costs and Timekeeping fggfinance@fluor.com
Government Property fgggovtprop@fluor.com
Health fgghs@fluor.com
Information Services fggis@fluor.com
Investigations fgginvestigations@fluor.com
Lobbying, Political Activity and PACs fggcompliance@fluor.com
Organizational Conflicts of Interest fggcontracts@fluor.com
Presentation Outside Fluor fggpresentation@fluor.com
Project Controls fggprocontrols@fluor.com
Project Management fggpm@fluor.com
Radiation Safety fggrad@fluor.com
Safety fgghs@fluor.com
Security fggsecurity@fluor.com
Small Business/Subcontracting fgsb@fluor.com

Fluor Compliance and Ethics Hotline
If, after you have raised a concern with the contacts suggested in this Code supplement, you are uncomfortable using one of the other resources identified in our Code or this supplement, or you wish to raise an issue anonymously, contact Fluor’s Compliance and Ethics Hotline at your country’s hotline number, www.fluorhotline.com or collect at 1.704.540.2248.

Country Toll-Free Numbers
United States, Canada, Afghanistan or Iraq toll-free 1.800.223.1544
United Arab Emirates toll-free 800.441.6990
United Kingdom toll-free 0808.234.4002

U.S. Government Hotlines
Agencies that investigate waste, fraud or abuse on Government contracts:

— DOD — Department of Defense 1.800.424.9098
— DDC — Department of Defense Contract Audit 1.800.347.3756
— GSA — General Services Administration 1.800.234.4002
— DOI — Department of Interior 1.800.424.9271
— HUD — Department of Housing and Urban Development 1.800.323.8603
— EEOC — Equal Employment Opportunity Commission 1.800.849.4230
— DOI — Department of Energy 1.800.424.9183
— NASA — National Aeronautics and Space Administration 1.800.424.9138
— NRC — Nuclear Regulatory Commission 1.800.233.1544
— OIG — Office of Inspector General 1.800.767.0385
— USAID — U.S. Agency for International Development 1.800.242.9121
— FTC — Federal Trade Commission 1.800.382.4287
— GAO — Government Accountability Office 1.800.424.9121
— OPM — Office of Personnel Management 1.800.767.0385
— OMB — Office of Management and Budget 1.800.424.9121
— OMB — Office of Management and Budget 1.800.767.0385
— SBA — Small Business Administration 1.800.223.1544
— USDA — U.S. Department of Agriculture 1.800.223.1544
— SEC — Securities and Exchange Commission 1.800.767.0385
— USDOJ — U.S. Department of Justice 1.800.849.4230
— USDOD — U.S. Department of Defense 1.800.849.4230

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— DOI — Department of Interior 1.800.424.9271
— HUD — Department of Housing and Urban Development 1.800.323.8603
— EEOC — Equal Employment Opportunity Commission 1.800.849.4230
— DOI — Department of Energy 1.800.424.9183
— NASA — National Aeronautics and Space Administration 1.800.424.9138
— NRC — Nuclear Regulatory Commission 1.800.233.1547
— OIG — Office of Inspector General 1.800.767.0385
— OMB — Office of Management and Budget 1.800.767.0385
— USAID — U.S. Agency for International Development 1.800.242.9121
— FTC — Federal Trade Commission 1.800.382.4287
— GAO — Government Accountability Office 1.800.242.9121
— OPM — Office of Personnel Management 1.800.767.0385
— OMB — Office of Management and Budget 1.800.767.0385
— SBA — Small Business Administration 1.800.223.1544
— USDA — U.S. Department of Agriculture 1.800.223.1544
— SEC — Securities and Exchange Commission 1.800.767.0385
— USDOJ — U.S. Department of Justice 1.800.849.4230
— USDOD — U.S. Department of Defense 1.800.849.4230

Speak up and make misconduct disappear.

unethical
unethical
unethical
ethical

Report unethical activity.
It's the right thing to do.
der your country’s toll-free number
— or —
www.fluorhotline.com
— or —
1.704.540.2248
call collect