



# Code of Conduct



INTERGEN<sup>®</sup>



**Dear Fellow Employee:**

Our goal is to be a company where ethical behavior and respect for everyone is the foundation. At InterGen, we are committed to conducting our global business with the highest ethical and legal standards. We have a responsibility to adhere to our core values and maintain our focus on safety, integrity, teamwork, community and entrepreneurship.

Your understanding and adherence to the InterGen Code of Conduct is essential to the achievement of this goal. This Code is developed to assist you in your work life at InterGen, where there may be times that you have concerns or questions regarding a situation.

From a business perspective, doing what is right means following our Code, speaking up, getting advice and complying with the law. Simply put, if in your daily work life, you encounter a situation that causes you to question its appropriateness and are unsure how to handle it, this *Code of Conduct* was written to give you guidance.

I thank you for reviewing and committing to carry out the Code of Conduct in your everyday work life.




Tim Menzie, President and CEO

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## The InterGen Code of Conduct

Our *Code of Conduct* explains our approach to business ethics, which is all about how we live by our values. Today's business demands greater openness and trust than ever before. In today's business world, it's not only about what you achieve, but also how you go about achieving it. This *Code of Conduct* helps us do just that. It explains our values and our standards of business conduct, including particular emphasis on operating safely, which is a core value.

The reputation of InterGen rests upon how we act on the job every day. By focusing on our core values, we will succeed in everything we do. Read the *Code of Conduct* carefully. It is your responsibility to know it and to live by it. The *Code of Conduct* offers you a practical and easy approach to understanding the basic rules that apply to our business and the personal responsibility each of us has for ourselves, to each other and to InterGen. You are personally responsible for understanding and following our Code. No one can do it for you.

- **Employees** — The key to our company's success is creating trust and respect for each other and becoming a place to work where the contributions of every employee are valued.
- **Customers** — Our customers are the reason we exist. Engaging our customers while meeting their needs and expectations is essential to our success.
- **Communities and Environment** — We want to improve the quality of life in our communities.
- **Suppliers** — We maintain good relationships with our suppliers. They are our partners.
- **Government Officials and Regulatory Agencies** — We work closely with government regulators so that our business practices are lawful.
- **Investors** — Our shareholders own our business. We must keep their respect and trust.
- **Competitors** — We practice fair, open, and lawful competition.

Every InterGen employee receives a copy of our *Code of Conduct*. Our *Code of Conduct* is a summary of how we do business. The Code applies to all full- or part-time and temporary employees of InterGen as well as all representatives, consultants and agents. If you are a member of a union and the collective bargaining agreement that governs your employment conflicts with any provision of the Code, your collective bargaining agreement controls.

This Code will not give you an answer for every situation. If you have questions, please seek additional guidance. If you have any doubt about the right thing to do, there are several ways to have your questions answered. For example, you can ask your supervisor, manager, HR or Legal Department. You can also call the *Integrity Helpline* using one of the toll-free country-specific numbers referenced on Page 17.

## Commitments and Responsibilities

The Code translates our core values into behavioral standards and sets out fundamental principles of business conduct expected from InterGen's Supervisory Board, officers, employees, business partners, suppliers, contractors and agents.

These guiding principles and standards of behavior are an integral part of all company policies and procedures developed at the corporate, regional and plant levels, describing how we operate on a day-to-day basis.

### OUR CORE VALUES

- **Integrity** — Our InterGen team makes a commitment not to allow business situations — in any form — to undermine or weaken our standards for integrity in dealing with employees, customers, shareholders or the communities we serve; integrity epitomizes the character of this company.
- **Safety** — InterGen is committed to a healthy and injury-free workplace and to the safety of our employees, contractors, visitors and the communities in which we operate. Safety is our most important performance metric and is fundamental to our overall operational and managerial excellence.
- **Teamwork** — InterGen is a global team of talented people deriving expertise from all levels of the company; our people are aligned, motivated and rewarded in contributing to this team and to the long-term value of the company. We are One InterGen.
- **Entrepreneurship** — InterGen actively nurtures a culture of empowerment and accountability in which our employees can thrive personally and professionally, enhancing creativity in every discipline of the company. We encourage our people to utilize intelligence, intuition and information to promote innovation, increase speed to market and create value.
- **Community** — InterGen is committed to contributing positively to the quality of life in the communities where we operate, and to respecting people and cultures; the continued, sustainable development of the economic, societal and environmental health of these communities is a key priority for the company and its employees.

## WHO DOES THE CODE OF CONDUCT APPLY TO?

The Code applies to all InterGen employees, Supervisory Board and agents working on behalf of InterGen. In the Code, InterGen, or the company, refers to InterGen and all of its subsidiaries.

Non-InterGen personnel with whom we do business, including partners, suppliers, contractors and agents, are expected to conduct themselves to the same standards.

## INTERGEN'S COMMITMENT TO YOU

InterGen is committed to providing a work environment that fosters a high standard of ethical behavior, and will:

- **Create and support a culture** that values honesty, transparency and accountability.
- **Communicate behavioral expectations** and provide appropriate training opportunities on ethical behavior in the workplace and the Code.
- **Provide resources for employees** to go to for advice on appropriate workplace conduct, or to report issues and concerns, including the *Integrity Helpline* for reporting known or suspected violations (anonymous or otherwise).
- **Investigate all reports of misconduct** in an appropriate and timely manner.
- **Consistently apply appropriate disciplinary actions** — up to and including termination of employment, if misconduct is substantiated through investigation.
- **Prohibit retaliation against anyone who reports a known or suspected violation of the Code**, internal policies/procedures or external laws and regulations or provides truthful information during an investigation.

## WHAT WE EXPECT OF OUR EMPLOYEES

All employees are expected to comply with the letter and the spirit of the Code and all company policies and procedures, as well as external laws and regulations that govern our business, and to:

- **Complete the Code of Conduct curriculum**, which includes reading the Code, and any other mandatory training assigned on an annual basis.
- **Ask questions** if you are in doubt or need guidance on how to handle a situation that could potentially conflict with the Code or other company policies.
- **Follow all rules, laws, and regulations** that govern our business and support and encourage other employees to do the same.
- **Avoid conflicts of interest** between work and personal affairs.
- **Keep protected information confidential.**
- **Report suspected or known violations of the Code**, other company policies or external laws or regulations.
- **Cooperate, with utmost honesty and full disclosure**, with all investigations, compliance assessments, reviews or audits conducted by internal and external parties.

## WHAT WE EXPECT OF OUR EXECUTIVE LEADERSHIP TEAM, MANAGERS AND SUPERVISORS

In addition to responsibilities as an employee, all managers and supervisors are expected to set an example by demonstrating a high standard of behavior, and to:

- **Implement and monitor compliance** with InterGen's Code of Conduct, and established company policies and procedures.
- **Be familiar with the resources available** to assist employees in resolving questions or concerns they may have related to standards of conduct.
- **Encourage employees to seek advice and guidance** about ethical behavior and conduct in the workplace without fear of punishment or retaliation.
- **Promote compliance with established standards of conduct** and ensure your direct reports are familiar with the standards of conduct expected of them.
- **Be approachable and available to all employees.**
- **Instill a culture of accountability and take action** to promptly address any suspected or known inappropriate behavior or conduct.

## HAVE QUESTIONS OR SOMETHING TO REPORT?

You are responsible for reporting actual or suspected violations of the Code, external laws or regulations, or internal policies/procedures and for seeking clarification and guidance on ethical, legal or compliance issues. To seek guidance or report an actual or suspected violation you may:

- **Speak to your supervisor or next level of management.**
- **Speak to your local human resources business partner.**
- **Contact the legal, internal audit or compliance department.**

If you prefer to remain anonymous, InterGen's *Integrity Helpline* is available 24 hours a day, seven days a week, 365 days a year. It is a convenient and confidential way to ask questions or file a report by calling the appropriate local number provided on *Integrity Helpline* posters displayed in common areas at all InterGen offices and plants, and on wallet cards which are available from your local human resources representative. Visit [www.InterGenIntegrityHelpline.com](http://www.InterGenIntegrityHelpline.com) for more information on available reporting channels or to submit your question or file a report online.

InterGen is committed to operating in an ethical business culture that promotes compliance with applicable international laws and regulations. InterGen will only associate and engage in business activities with individuals or entities sharing the same high ethical standards.

## Integrity and Ethics

### COMPLIANCE WITH U.S. AND INTERNATIONAL LAWS AND REGULATIONS

It is our policy to comply with all applicable legal requirements of each country and jurisdiction where business is conducted, to the extent that such compliance is not inconsistent or penalized under the laws of the Netherlands and the United States of America. There are laws that prohibit the countries and certain foreign government employees with whom we can do business. You should be aware of these and other laws and regulations that impact our business in the country where you work. And at all times, you must comply with such laws and refrain from any activity which is unethical, illegal or would endanger the safety of others.

All business conduct should be well above minimum standards required by law. Accordingly, you must ensure that your actions cannot be interpreted as being, in any way, in violation of the laws and regulations governing the company's global operations. The company will not condone the activities of employees who achieve results through violation of the law or unethical business dealings. This includes, but is not limited to, payment for illegal acts, indirect contributions, rebates, bribery or other corrupt activities.

We have policies addressing each of these issues. If you are uncertain about how to apply or interpret any legal requirements, you are encouraged to refer the matter to your manager or seek the advice of the legal department.

### CONFLICT OF INTEREST

A conflict of interest can arise when your personal interests (financial or otherwise) interfere or appear to interfere with your ability to act in the best interest (financial or otherwise) of the company. It is important to understand that appearances do matter. You should be aware of how your actions might be perceived — including but not limited to, our partners, suppliers and neighbors in local communities — and avoid acting in ways that could be interpreted as conflicting with the interests of InterGen.

You must avoid any situation that is or appears to be a conflict of interest, and to handle it in an ethical and honest manner. If in doubt about a conflict of interest, you should discuss it with your manager or the legal department.

You must promptly disclose any situation that may involve or appear to involve a conflict of interest to InterGen's General Counsel. A conflict of interest may arise from a number of activities including, but not limited to:

#### Outside Activities, Employment and Directorships

We all share a responsibility for the company's good relations, especially at the community level. Your readiness to help with charitable, educational and civic activities brings credit to the company and is encouraged, provided that such participation does not imply InterGen's endorsement or sponsorship of such organization. You must, however, avoid acquiring any business interest or participating in any other activity outside the company that does, or appears to:

- **Create an excessive demand upon your time and attention**, thus depriving the company of your best efforts on the job.
- **Create a conflict of interest that may interfere with the independent exercise of judgment** in the company's best interest.

Service on the Board of the Directors of a non-affiliated company must be approved by the President and Chief Executive Officer.

#### Relationships With Clients and Suppliers

You and your immediate family members should avoid investing in or acquiring a financial interest for your own accounts in any business organization that has a contractual relationship with the company, or that provides goods or services or both, to the company, if such investment or interest could influence or create the impression of influencing your decisions in the performance of your duties on behalf of the company.

#### Employment of Relatives

Due to potential for perceived or actual conflicts such as favoritism or personal conflicts from outside the work environment, employees are not permitted to directly work for or supervise a relative, or occupy a position in the same line of authority where an employee can initiate or participate in decisions involving a direct benefit to a relative (e.g., promotion, wages, retention, etc.).

A "relative" is defined as one of the following — relationships by blood (e.g., parent, child, sibling, aunt, uncle, niece, etc.); relationships by marriage (e.g., spouse, step-child, brother/sister-in-law, etc.); and co-habiting couples or significant others. If an employee enters into one of the above relationships, the affected individual must seek a change in the reporting relationship. Employees are responsible for immediately reporting such relationships to their supervisor.

### Conflicting Internal Business Goals

Conflicts of interest may also arise as part of our jobs. Occasionally, we may find our attempts to achieve incentive compensation goals are seemingly in conflict with larger corporate responsibilities. In such cases, your responsibility is to the company, and commitment to ethical behavior and legal compliance must come first. You should not compromise ethics for individual gain.

### Relationships with Government and Public Officials

As an employee of InterGen, you may occasionally contact government or regulatory officials to keep them informed about our operations and positions on issues. You are responsible for these contacts and must understand and obey the laws governing lobbying activities and reporting requirements. You should also be familiar with specific rules set by individual agencies or other governmental bodies.

In many instances, it is improper to have contact with public officials about a matter pending for consideration, because that contact may improperly influence or have the appearance of influencing the decision. You must preserve the fairness of the process by restricting contact with public officials about a pending matter to the formal proceedings, or in response to specific requests by a public official.

### Employee Political Activity

We encourage you to become involved in civic affairs and to participate in the political process. This is a way in which we all can practice good citizenship and make meaningful contributions to our communities. However, any political activity on your own behalf must occur strictly in an individual and private capacity and not on behalf of the company. Also you may seek public office as long as you do not use company property or equipment for this purpose. Your political involvement must be done strictly on your own time.

### Gifts and Entertainment

Gifts to and entertainment with individuals that we do business with can be a valuable way for InterGen to establish and maintain good working relationships. We must base our relationships with suppliers, customers and other third parties on sound business decisions and fair dealings. While business gifts and entertainment can build goodwill, they can also make the recipient biased or give the appearance of bias. As such, InterGen discourages employees from giving or accepting gifts or entertainment, except in limited circumstances.

We have policies on our internal Governance site that describe rules regarding what our employees can and cannot do, when providing gifts and entertainment to individuals with whom we do business.

## BRIBERY AND CORRUPTION

As it is our policy that we will conduct business in an ethical and fair way, InterGen has a zero tolerance for bribery, kickbacks and other forms of corruption. Never offer, give or take a bribe or kickback from anyone, anywhere, for any reason and never retain or permit a partner, agent or third party to do so. A bribe is simply an offer or promise to give or the giving of or authorizing to give anything of value to obtain an improper business advantage. A bribe can be used to improperly influence a business decision, to obtain or retain business or secure illegal or improper business favors.

A kickback is returning part of a business deal to an individual for the purpose of obtaining a business advantage or improperly influencing an individual in a business decision.

This policy applies to all third parties with whom we are doing business with, or seeking to do business with. There are a number of laws that make these activities illegal in the United States, the United Kingdom and in other places we do business.

You must report any actual or suspected bribery to the legal department or through InterGen's Integrity Helpline. This includes reporting suspect activities with whom InterGen has a business relationship with. All employees must also complete an annual training course through InterGen's learning management system, the Grid.

Any person who engages in bribery, kickbacks or other illegal or corrupt behavior will be terminated, and may be subject to criminal penalties. We have anti-corruption and anti-fraud policies on our internal Governance site that describe rules regarding what our employees can and cannot do in the performance of their duties.

## CONFIDENTIAL AND COMPANY PRIVATE INFORMATION

You are responsible for maintaining the confidentiality of proprietary and other confidential or privileged information acquired in the course of your employment with InterGen, and must comply with all applicable privacy and information protection requirements. We do not sell this type of information to anyone, and we expect those with whom we do business to similarly protect such information.



**Q:** An employee is tasked with soliciting bid proposals for equipment and materials to qualified suppliers for a significant outage. Supplier "A" who wants to win the contract suggests they would offer "tokens of their appreciation" if they are awarded the contract. Would it be appropriate for the employee to disregard other potential supplier bids, award the contract to supplier "A" and collect the gifts?

**A:** No — this represents a conflict of interest, specifically kickbacks. If the employee chooses the supplier based on the anticipated receipt of "tokens of appreciation," the motivation would be based on personal desires rather than a duty to secure a supplier contract through a competitive bid process. The Code prohibits such unethical behavior of accepting bribes or kickbacks from a supplier.

Confidential and Company Private Information includes but is not limited to, that which is developed internally or that is furnished by potential or actual partners, business associates, agents, suppliers, subcontractors or other under conditions or confidentiality.

Confidential and Company Private Information should only be disseminated to individuals outside the company with a need to know, such as a business purpose. Thus, do not:

- **Discuss** Confidential and Company Private Information with people outside the company, including family.
- **Acquire** Confidential and Company Private Information through improper means.
- **Leave** confidential records or documents out where they can be read by others.
- **Take** documents that contain Confidential and Company Private Information with you if you leave InterGen, without receiving prior approval from your manager and human resources representative.

InterGen respects the privacy of every employee, and collects and retains private personal information only as required by law or for the company's effective operation. We protect and limit access to personal information and comply with all legal requirements for privacy and information protection.

You must obtain the approval of the responsible member of the executive leadership team member prior to disclosing any Confidential and Company Private Information. Additionally, before disclosing such information, the individual or entity receiving the information must enter into a confidentiality or non-disclosure agreement with the company.

Inside information should only be disseminated to individuals within InterGen on a need to know basis, such as a business purpose. You should exercise care to keep such information secure from unnecessary or unintended disclosure, including adequate disposal of documents containing such information.

## INSIDER TRADING

While performing duties for InterGen, certain business transactions, including but not limited to, financings, mergers and acquisitions, etc., may expose you to material non-public information (inside information) about a company. Unless required in the course and scope of your regular work responsibilities, no employee, officer or director may disclose non-public information related to the business, operations or financial condition, without authorization from InterGen's Chief Financial Officer or General Counsel, prior to public disclosure of such inside information by the company.

Inside information should only be disseminated to individuals within InterGen on a need to know basis, such as a business purpose. You should exercise care to keep such information secure from unnecessary or unintended disclosure, including disposal of documents containing such information.

All employees, officers and directors are prohibited from engaging in securities transactions involving securities of any other affected company while in possession of material non-public information.

Violations of insider trading laws in the United States or other countries may result in civil and criminal penalties.

## INTELLECTUAL PROPERTY AND COPYRIGHT COMPLIANCE

InterGen recognizes and respects the individual property rights of others and will fulfill its ethical and legal obligations concerning use of intellectual property. InterGen reserves all rights to any intellectual property, including but not limited to, patents, trademarks and copyrights, developed by a director, officer or employee on company time or utilizing company resources during the course of their employment.

International copyright laws prohibit the copying, improper use or distribution of copyrighted work without the owner's prior permission. These restrictions apply to written materials, including material downloaded from the Internet, as well as computer software. Creating unauthorized copies of copyrighted material may result in violations subject to civil and/or criminal penalties. Violations can result in civil and criminal penalties for InterGen and its employees.

In the majority of cases, computer software is licensed to the company by the software developer, thus such software and related documentation is not owned by InterGen. Unless authorized by the software developer, we do not have the right to reproduce or copy the software or related documentation.

InterGen will comply with the copyright laws and software license agreements in all jurisdictions where we conduct business. If you have questions or need guidance on the interpretation of a law or license agreement, you should contact a member of the legal department.

## ANTITRUST REQUIREMENTS

It is InterGen's policy to comply with all antitrust laws applicable of countries where we operate, and to conduct business honestly and fairly. The purpose of antitrust laws is to assure the preservation of a free and competitive economy. These laws prohibit any agreement or combination among competitors that has the effect of unreasonably restraining trade. Antitrust laws impact many of InterGen's business decisions and as such, you must be familiar with applicable laws to develop awareness in complying with and refraining from violations of antitrust laws both in fact and appearance.

You must not take part in illegal, anti-competitive acts, including agreements to fix prices, manipulate or divide markets, limit production or otherwise unfairly restrict competition.

## ACCOUNTING AND RECORDKEEPING PRACTICES

The integrity of InterGen's books and records is crucial to operations and to maintaining the confidence and trust of our employees, shareholders and other stakeholders — as such, our recordkeeping and reporting systems must be valued at all times. It is your responsibility to ensure that company records and accounts under your care are accurate and supported. All transactions must be properly recorded, classified and summarized in accordance with established internal policies which comply with generally accepted accounting principles, and all applicable laws and regulations of the Netherlands, United States and all countries where we have operations. All accounts must be clearly identified on our books and records in the name of the appropriate company entity.

**Company records include, but are not limited to, time cards, expense reports, financial and operating reports, cost estimates, accounting entries, operations, engineering and safety records, contracts, etc.**

No false, artificial or misleading entries shall be made in the books and records of InterGen for any reason. Any payments made or received by InterGen must promptly and accurately be recorded in our books. No payment on behalf of InterGen should be approved without adequate supporting documentation, nor made with the intention or understanding that any part of such payment is to be used for any unlawful purpose.

Finance and accounting officers and personnel have a special fiduciary responsibility to ensure that finance and accounting practices support the full, fair, accurate, timely and clear disclosure of the company's financial condition and results of operations.

### INTERNAL CONTROLS AND PROTECTION OF COMPANY ASSETS

InterGen's policies and procedures describe internal business controls designed to guard against fraudulent activities in the handling of company assets, documents or other areas of potential misconduct addressed in this Code.

You have a responsibility to understand and to adhere to the internal controls described in the Code, *Delegations of Authority* and all associated policies and procedures. If you witness or secure documentation where internal controls are being circumvented or ignored, or you have concerns about the effectiveness of established internal controls, you should report them to your manager. Alternatively, you can report your concerns by contacting the *Integrity Helpline*.

You have a responsibility to protect the company's assets. Theft, carelessness and waste have a direct impact on the company's successful operations and profitability. As such, you must:

- **Acquire** assets in compliance with InterGen's *Delegation of Authority* and other related policies and procedures.
- **Use** company information and property only for business purposes conducted legally and ethically.
- **Safeguard** assets from damage, waste, loss, misuse and theft.
- **Dispose** of assets in accordance with established policies and proper approval.

Company assets — e.g., computers, telephones, cell phones, copy and fax machines, are meant for company business. Limited personal use of these assets is acceptable, provided the use does not interfere with your work duties, creates excessive costs and complies with applicable laws and regulations, as well as company policies. Use of all other company assets or property for personal business, including vehicles, construction equipment and tools, is permissible only if you have obtained specific approval for their use.



**Q:** My supervisor did not obtain proper approvals for a charitable contribution in accordance with InterGen's *Delegation of Authority*, and asked me to record it as a legal fee. What should I do?

**A:** You may not misreport any accounting transaction, regardless of who instructs you to do so. You should contact a member of the executive leadership team, the legal or internal audit and compliance department or contact the *Integrity Helpline*.

InterGen reserves the right to examine or search company and employee property that is on company premises. This includes accessing computer hard drives and other data storage media, monitoring and/or reading email, monitoring Internet activity and listening to voice mail or other activities related to the capture and monitoring of electronic communications. There is no expectation of privacy in the use of company computer systems. Communications made through our systems and company-owned devices may be subject to production in lawsuits or pursuant to requests via court order or subpoenas.

### INVESTIGATIONS AND ACCOUNTABILITY

All employees have a responsibility to comply with the Code and to promptly report any known violation or dishonest, unethical or illegal conduct to their managers, human resources or legal representatives, or by contacting the *Integrity Helpline*. Reported violations will be investigated in the most confidential manner feasible and appropriate action will be taken as warranted. InterGen requires all employees to cooperate fully and in good faith with audits and investigations.

Violation of the Code is grounds for disciplinary action up to and including termination of employment. Additionally, InterGen may pursue available civil or criminal actions against violators. Additionally, if you knowingly make false accusations or provide false information during an investigation, you are subject to disciplinary actions up to and including termination of employment.

InterGen prohibits retaliation against anyone who reports a known or suspected violation of ethical or business issues, or provides truthful information during an investigation. Retaliation on the part of anyone is grounds for disciplinary action up to and including termination of employment.

### RECORDS RETENTION

InterGen protects and maintains records necessary for complying with legal and regulatory requirements of the jurisdictions in which we operate, and for the financial and operating needs of our business. Destruction of pertinent records after an investigation has commenced or during the pendency of criminal charges may itself be a criminal offense. In civil litigation, destruction of pertinent records can result in severe sanctions imposed by legal and regulatory authorities.

Effective records management is necessary to ensure that the company's information assets are protected and readily available, and to control the costs associated with the storage and retrieval of records. Records can include all documentary material in any form — written, printed, typed, magnetic or electronic.

You are responsible for managing records under your control, including that records are maintained consistent with the company's retention requirements, avoiding the inadvertent disposal of required records while appropriately disposing of non-essential records or documents. Not all documents created or used in the course of business are considered official records. Unofficial records are documents that are not required to be retained — e.g., duplicate copies, reference files, drafts or notes taken at a meeting that are not used as a basis of a decision or action.

Further, you must always be mindful of costs of creating and maintaining unnecessary documents or duplicating official records for your own files. Everyone should understand that there is no such thing as your own private or confidential records — all company-owned information includes personal or convenience files, calendar appointments, diaries, telephone call memos and the like, including personal handwritten notes made in the course of work, and drafts of documents — regardless of whether they are maintained in files cabinets or computers in the office or at home.



## Safety

### HEALTH, SAFETY, SECURITY AND ENVIRONMENT (HSSE)

Health, safety, security and the environment are at the heart of our business — all employees are integral to the successful implementation of an effective HSSE program. InterGen is committed to providing a safe and healthy place to work, protecting the environment proactively by implementing environmental stewardship while protecting our employees, assets and reputation from potential threats. InterGen will operate all of its facilities worldwide in a safe manner that protects our employees, contractors, community and the environment.

Compliance with all international, federal, state and local laws, regulations and reporting requirements governing employee health and safety, as well as strict compliance with our policies and procedures are a requirement of employment. Every employee is required to work safely at all times to prevent injury to yourself or others and to prevent damage to property.

You are also expected to comply with applicable environmental laws of each state, country and locality where business is conducted. This applies to all operational aspects of our business including, but not limited to, plant operations, job site activities and transport of materials. When dealing with hazardous and non-hazardous substances, improper use, storage, handling, transportation or disposal may present serious health and safety risks. You are required to comply with all environmental laws and demand compliance from others doing business on our sites or on our behalf.

We will protect our employees, physical and intellectual assets, business operations, reputation and financial health against the risk of injury, loss, damage or impairment from criminal, unethical, hostile or malicious activities.

InterGen's HSSE program provides the minimum requirements for the safe execution of work activities where we work, in conjunction with other countries' laws if more stringent. The HSSE program is designed to identify and understand the requirements of safety and environmental laws that apply to our operations, and provide for regular assessments of our current level of compliance with respect to internal policies and applicable laws and regulatory requirements.

**Violations of laws governing safety and the environment can result in large liabilities to InterGen and serious civil and criminal penalties for both the company and responsible individuals. If you see a potential problem or violation or have questions, talk to your manager, a legal or HSSE representative or contact the *Integrity Helpline*. InterGen will investigate and bring legal action in cases of unlawful actions or where security breaches have occurred.**

## SUBSTANCE ABUSE

As safety is at the heart of our business, we value a safe workplace for all employees. To promote health and safety in the workplace, you are prohibited to work under the influence of substances that may affect the way you work and increase the risk to all employees, contractors and visitors at InterGen sites. The illegal or unauthorized use, possession, concealment, presence in the body or sale of drugs and alcohol is prohibited, as is reporting to work or working while under the influence of such substances.

InterGen encourages employees affected by drugs and alcohol to seek assistance through the Employee Assistance Program. We have a procedure on our internal Governance site that describes our Drug and Alcohol program.

## VIOLENCE IN THE WORKPLACE

InterGen will not tolerate any form of workplace violence by or against our employees.

Workplace violence includes, but is not limited to, harassment, stalking, physical violence, weapon use of any kind and direct or implied threat of physical violence toward any employee, contractor, customer or supplier of InterGen.

Any potentially dangerous situation must be reported immediately to a manager or human resources representative. An observed or reported form of workplace violence will be taken seriously and thoroughly investigated. Reports of incidents warranting confidentiality will be handled appropriately and confidentiality maintained to the extent possible.

Confirmed offenders of such violence behavior will be subject to the company's disciplinary process, and local law enforcement procedures, as appropriate.

## Entrepreneurship, Teamwork and Community

### ENTREPRENEURSHIP

Entrepreneurs not only have great ideas, but the drive to make them a reality. As good ethics makes good business sense, we encourage our people to uphold a high level of ethics, personal commitment, innovation, change and the creation of value over time. In a competitive environment we must maintain our reputation for trustworthiness, fairness and respect, while building and motivating a team of people and mobilizing human, material and financial resources.

### EQUAL EMPLOYMENT OPPORTUNITY

It is InterGen's policy to comply with the employment laws, including employment discrimination laws, in each jurisdiction where we operate or do business. We are committed to providing all employees with the same opportunities for success without regards to, among other things, race, color, religion, national origin, gender, sexual orientation, marital status, age, disability, etc.

### FAIR TREATMENT AND RESPECT

We are committed to creating and maintaining an inclusive work environment where the contributions of every individual are recognized, all people are valued and respected and have opportunities to reach their full potential. We expect you to do the same.

### UNLAWFUL DISCRIMINATION AND HARASSMENT IN THE WORKPLACE

As a global company, respecting and valuing cultural differences is critical to enhancing teamwork which contributes directly to the success and competitiveness of InterGen. All employees are expected to respect the employment rights of others to avoid unlawful harassment, discrimination or retaliation while doing business. We will not tolerate harassment or discrimination of our employees or the employees of others by one of our employees.

If you see or suspect possible discrimination or harassment at work, or if you believe you have been harassed or discriminated against either by an employee or non-employee during the course of your employment, immediately report the incident to your manager, human resources representative or contact the *Integrity Helpline*. All complaints will be investigated promptly in the most confidential manner feasible given the circumstances. Appropriate remedial or disciplinary actions will be taken in instances where it has knowledge that such violations have occurred.

### COMMUNITIES AND CHARITABLE CONTRIBUTIONS

We respect our local communities and strive to foster goodwill and broaden recognition of InterGen's capabilities to improve community relations in the communities where we operate. InterGen believes that contributions are important to the communities where we do business. Monetary charitable contributions must be approved in advance in accordance with the *Delegations of Authority*.

## Conclusion

InterGen upholds the highest possible standards of ethical and business conduct, and expects all employees to uphold those standards in the performance of their responsibilities on behalf of the company. We all share in the responsibility to encourage employees to ask questions, seek guidance, express concerns and report suspected violations of this standard of conduct.

Corporate policies may address ethics and business practices relative to various functions and operations. These corporate policies establish the global standards established by InterGen, with related regional and plant level policies and procedures describing additional details, as required to meet jurisdictional requirements.

InterGen's *Integrity Helpline* is available 24 hours a day, seven days a week, 365 days a year, providing an intake and reporting channel to raise concerns, anonymously if desired, regarding any areas covered in this Code and any other potential wrongful conduct.



## Integrity Helpline

[www.InterGenIntegrityHelpline.com](http://www.InterGenIntegrityHelpline.com)

<b>United States</b> <b>1 888 307 4035</b>	<b>Netherlands</b> <b>0800 022 6174</b>
<b>Australia</b> <b>1 800 339 276</b>	<b>United Kingdom</b> <b>0800 032 8483</b>
<b>Mexico</b> <b>01 800 840 7907</b>	

**HAVE SOMETHING TO REPORT?**

InterGen strives to create a positive and ethical working environment based on our values and further defined by our global Code of Conduct.

If you know of a possible ethical or compliance violation, you have a duty to report it.

We encourage you to address these issues with your supervisor, human resources or legal representative. If you prefer to remain anonymous, reports can be made to the Integrity Helpline confidentially (except where restricted by law), via phone and website.



The Integrity Helpline is a resource to report suspected unethical or illegal activity and is a platform for advice regarding ethics and behavior in the workplace.

**InterGen**

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