



Competition Law Compliance

Policy

Competition Law and Compliance Policy

1. Introduction

It is the policy of Keller to comply with all applicable competition laws in the markets in which we operate. No director or employee has any authority to give any order which would result in a conflict with this Policy.

2. Policy objectives

Keller is committed, together with all of its Directors and employees of all levels, to complying with all applicable competition laws in the countries in which we operate.

Serious breach of this policy may lead to disciplinary action being taken against you.

Breach of competition legislation can expose Keller to the risk of substantial fines of up to 10% of worldwide group turnover, civil claims, reputational damage, imprisonment of employees and directors' disqualification.

The purposes of this Policy (including its supporting information) are to:

- Raise awareness of competition law issues throughout Keller and to promote compliance;
- Avoid rendering agreements invalid;
- Avoid fines;
- Mitigate against the consequences of any breach;
- Avoid potential private actions from third parties who may suffer damage as a result of breach;
- Avoid potential personal liability;
- Reduce the risk of careless language leading to investigations of suspected anti-competitive behaviour;
- Avoid other risks associated with competition law infringement. These risks include the costs of handling a competition law investigation (in terms of diversion of management time and the cost of external advisors such as lawyers and economists) and the likelihood of associated adverse publicity; and
- Assist Keller in identifying situations where we may wish to take action against anti-competitive behaviour by others e.g. our suppliers and competitors.

3. Delivering our objectives

Keller will make arrangements to promote this Policy and make available adequate learning opportunities for its staff to understand and therefore comply with any competition law obligations.

Employees, who are directly involved in the following activities will be specifically trained on competition law compliance, as these staff members are potentially more at risk of breaching competition law by the nature of their role:

- Procurement / price setting / price setting policy / transfer pricing;
- Communication with customers and suppliers (verbal or written with respect to prices and services of any Keller Group company);
- Direct or indirect influence or input into customer and supplier agreements;
- Business sales;
- Technology and data licensing and transfers (including customer data);
- Trade association members;
- Antitrust clearance for joint venture and consortia;
- Public procurement law; and
- Exclusivity agreements.

Relevant employees will also be trained in dealing with general enquiries and calls and visits by officials of competition authorities.

4. Scope

This policy applies to all legal entities which Keller Group plc wholly owns, has a majority stake in or has overall operational control of. It is concerned with ensuring that the Group complies with the competition laws of all the jurisdictions in which we operate.

5. Governance

The Keller Executive Committee of the Keller Group plc Board provides oversight of this policy.

6. Responsibilities

This Policy applies to all individuals who are employed by, or carry out work on behalf of, any Keller Group company including contractors, temporary staff and agency workers.

7. Supporting information

- Code of Business Conduct
- Keller Group plc Competition Compliance Manual

8. Document change history

Policy status	FINAL
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Policy owner	Group Legal Function