



Built to deliver a better world

Code of Conduct Policy

A Message from the Chairman and Chief Executive Officer

As we have grown and evolved as a global company, much has changed. But one constant continues to be a vital part of our culture — our commitment to integrity and ethical business practices.

We have succeeded in earning our clients' trust by delivering outstanding customer service and fully committing to acting ethically in all that we do. Integrity guides us as we conduct our business around the world. As employees, each of us is obligated to act with the highest degree of integrity and in full compliance with the law.

To help us understand the ethical and legal guidelines that must direct our business activities, we rely upon our Code of Conduct and update it periodically so that it remains timely and relevant to our work. Our Code is not a substitute for good judgment, nor does it cover every situation that you may encounter or every law that applies to us as a global company. It does, however, outline the basic legal guidelines that we must follow and the general ethical principles that will help each of us make the right decisions when conducting business worldwide.

If you find yourself in a situation in which you are unsure how to act, believe that a violation of the Code could or has occurred, or have a question about a particular issue, please seek assistance. Our Code contains a number of resources that you may use to resolve or report any issue related to ethics and compliance without fear of retaliation. You can be assured that the company will help and assist you in doing the right thing.

Continuing to conduct our business in an ethical manner will help ensure long-term success for our company, our clients, our shareholders and our nearly 100,000 employees around the world. You have my personal commitment that I will do all I can to ensure that the Code is observed and honored at every level of our great company.

Thank you for your continued dedication and commitment to our culture of integrity and ethical behavior.

Sincerely,

A handwritten signature in black ink, appearing to read "M. Burke". The signature is fluid and cursive, with a long horizontal stroke at the end.

Michael S. Burke
Chairman and Chief Executive Officer

Our Vision

Become the world's premier, fully integrated infrastructure firm.

Core Values

Safeguard

We operate ethically and with integrity, while prioritizing safety and security in all that we do.

Collaborate

We build diverse teams that connect expertise to create innovative solutions.

Inspire

We develop and celebrate our people, and elevate the communities we touch.

Anticipate

We understand the complexity of our clients' challenges and help them see further.

Deliver

We grow our business through operational excellence and flawless execution.

Dream

We transcend the industry by reimagining what is possible – and realizing it.

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Introduction

Integrity in Everything We Do

At AECOM, we are committed to doing the right thing in all that we do. We believe this commitment to integrity has made our company an industry leader, and will continue to serve our growth in the years ahead. This Code of Conduct ("Code") addresses our company's professional, ethical, financial and social values. It sets forth what is expected of all AECOM employees, wherever we conduct business. Our Code also represents our commitment to our clients, shareholders, partners and the communities in which we live and work.

Our Core Values are the foundation for this Code. The following principles set forth the guidelines of behavior that we must follow:

- Ethical behavior is the basis for everything we do.
- AECOM is committed to treating its employees fairly, and providing each of us with opportunity for advancement and growth.
- Teamwork, mutual respect and trust, and open communication are the foundations of AECOM's culture.
- AECOM strives to be a responsible corporate citizen in the communities in which we operate.
- Meeting clients' needs is of utmost importance.
- We are committed to compliance with the laws, rules and regulations applicable everywhere we conduct business.

Our Code is meant to provide guidance regarding these principles. However, one document cannot possibly address every law, rule, policy or scenario we may encounter in our daily work. Nor is our Code a substitute for exercising common sense and good judgment, or seeking guidance when we need it.

To help you determine whether a particular action is appropriate, ask yourself the following questions:

- Would my action comply with the spirit and purpose of AECOM's policies?
- Would I feel comfortable about doing this, or would it violate my personal standard of conduct?
- Is this action honest in all respects?
- How might this action affect others?
- Would this action embarrass me or AECOM if it became known to my clients, coworkers, professional colleagues, family or friends?

If you have any questions about this Code or any doubts about a particular course of action, you should consult with Management, Human Resources or an AECOM In-House Counsel. You may also visit the Ethics and Compliance webpage on the AECOM intranet, where you can find links to AECOM's policies and procedures as well as processes and guidelines.

One AECOM, One Code

We all have an obligation to read, understand and follow this Code of Conduct. It applies to all AECOM employees, officers and directors, including those of our subsidiaries and joint ventures, where AECOM has the majority interest. Further, we expect that our suppliers, agents, business partners, consultants and licensees will follow similar principles. Using our Code to guide our actions allows us to preserve our reputation for doing business the right way.

To this end, each of us must:

- Personally abide by the Code.
- Not assist others in violating the Code.
- Report any perceived violation or request that might constitute a violation, by following the procedures outlined in the "How Do I Raise Concerns?" section of this Code.
- Take action as requested to remediate any potential violations or violations of the Code.
- Complete training on the Code and other assigned learning in a timely manner.

You are responsible for reading and understanding the Code and expected to abide by it. Violations of the Code will result in disciplinary measures, including termination of employment.

AECOM also expects its consultants, subcontractors and other third parties to be aware of and adhere to these ethical standards as described in this Code. If you become aware of any activity involving the conduct of these individuals that violates the principles of this Code, you must disclose it to Management, Ethics and Compliance Office, or In-House Counsel.

What Laws Should I Know and Follow?

AECOM is a worldwide company with operations in more than 150 countries. Laws differ among the various locations where we conduct business. Wherever we are located, we must know and follow the laws and regulations that apply to our business and the countries where we operate. Many of our clients also have Codes of Conduct and may ask us to comply with them as part of our work. If you are ever unsure about whether a law, regulation or other obligation applies — or if there is a conflict between local law or another company's code and this Code — contact Management or In-House Counsel for additional guidance.

In addition, you must abide by AECOM's internal policies, particularly the Delegations of Authority, as it is the basis for our authority to act on behalf of the company. The Delegations of Authority are available on myAECOM.

It's Up to You to Ask Questions and Report Concerns

Why Is Reporting Important?

It is important to raise questions and come forward with our concerns. Doing so reinforces our commitment to act ethically in every business decision we make. Early detection also allows AECOM to address concerns before they become widespread problems, and to take corrective action if necessary. Above all, AECOM is committed to maintaining a culture where each of us feels comfortable asking questions, speaking up and working toward solutions.

How Do I Raise Concerns?

AECOM treats all reports confidentially to the extent our company is able to. We do so consistent with the law, company policy and the requirements for conducting a thorough investigation. Suspected violations may even be reported anonymously, where allowed by local law. To raise a concern or make a report, reach out to any of the following resources via email, phone, letter or in person:

- Your supervisor or someone in Management.
- The Human Resources Department.
- An AECOM In-House Counsel.
- AECOM's Chief Ethics and Compliance Officer.
- The Ethics and Compliance Office.

You can also contact the AECOM Ethics Hotline by emailing ethicsandcompliance@aecom.com or calling 1-888-299-9602 (within the U.S. and Canada) or 1-770-613-6332 (outside the U.S. and Canada). Please refer to the Ethics Hotline poster in your office for the number in your country or go to the AECOM Ethics and Compliance webpage on the AECOM intranet. The toll-free number is staffed by a third-party company operating 24 hours a day, 7 days a week with worldwide language capability. You do not have to give your name. An Interview Specialist documents your concerns and relays your concerns to AECOM.

What Happens Next?

AECOM promises to investigate all reports promptly, thoroughly and consistent with applicable law. Investigations will be kept confidential to the extent possible. If necessary, AECOM may report certain investigations to the appropriate authorities. Our company will take appropriate corrective or disciplinary action for Code violations whenever necessary.

Our Commitment to Non-Retaliation

AECOM does not tolerate acts of retaliation against anyone who makes a good faith report of a possible violation, or who participates in an investigation of possible wrongdoing. Acting in "good faith" means that you come forward with all of the information you have and believe you are giving a sincere and complete report. Simply stated, it does not matter whether your report actually uncovers

unethical behavior, but you must have honest intentions in making it.

At any time, you may in good faith report a suspected violation of our Code, company policy or the law without fear of retaliation or any adverse impact on your employment. Individuals who take action against a person for making a report or participating in an investigation will face disciplinary action, up to and including termination. Likewise, anyone who makes a report not in good faith will be subject to disciplinary action.

Q: Paulo, an AECOM technician, witnesses his supervisor, Suzanne, being particularly harsh to a few of his colleagues. Performance has been suffering lately, and Paulo assumes Suzanne is simply frustrated with recent mistakes his team has made. However, her behavior has become more aggressive and morale on the team is low. She has recently begun berating team members to charge less time to overhead and more time to projects, even though their billable work has slowed down.

Paulo feels that he should tell another member of Management about the environment Suzanne has created, but is worried that he will be the next person she punishes. What is his best course of action?

A: Paulo is right to be concerned about the instructions and hostile atmosphere his supervisor's actions have created. While Suzanne's actions may or may not be a direct violation of our Code, the result of her behavior is a problem. Paulo should take the matter to Suzanne's manager, or another resource with whom he feels comfortable, so that AECOM can investigate and resolve the issue. Paulo — and all other AECOM colleagues who make a good faith report of potential misconduct — will be protected from retaliation after making his report.

Waivers

In some cases, our company may waive compliance with this Code. This means that waivers to this Code may be permitted in certain instances. Such waivers will only be granted on a limited basis, and will be considered case by case. Only the Board of Directors may issue a waiver of this Code for a member of our Board or an executive officer. Any waiver of this Code for a member of our Board or an executive officer will be promptly disclosed as required by applicable law, Securities and Exchange Commission rules and regulations, and the New York Stock Exchange (NYSE) listing standards.

We Rely on Our Colleagues' Respect

Our Commitment to Diversity

AECOM is committed to fostering a workplace where we are all treated with dignity and respect. We believe our differing backgrounds, experiences and perspectives give our company the strength we need to lead in our marketplace and reflect our commitment to diversity. For these reasons, AECOM will not tolerate discrimination or harassment in the workplace. We all have the responsibility to treat our colleagues — as well as applicants for employment — with respect and in a fair, non-discriminatory manner.

AECOM offers equal employment opportunities for all applicants. This gives each of us equal consideration for employment, regardless of background. AECOM makes all decisions regarding recruitment, hiring, training, promotions, transfers and layoffs based on merit, and never on any trait protected by law. Such traits include, but are not limited to age, ancestry, color, sex, HIV status, marital status, medical condition, national origin, physical or mental disability, race, religion, sexual orientation, gender identity and veteran and citizenship status.

Maintaining a respectful workplace also means that we never engage in or tolerate any form of harassment. To be clear, "harassment" is any action that creates or seeks to create a hostile, intimidating or offensive work environment. Harassing behavior can be sexual or nonsexual in nature. In either case, it has no place at AECOM. Harassing conduct can include, but is not limited to:

- Verbal remarks (comments, suggestions, jokes or requests for sexual favors).
- Pictures (drawings, photographs or videos).
- Physical behavior (suggestive looks, leering or unwelcomed touching).

In any form, harassment is a violation of our Code and company policy. If you feel you or someone else is being harassed or discriminated against, report your concerns to Management, Human Resources or In-House Counsel right away.

Q: Shanique is an engineer at AECOM and has recently relocated to the Middle East to work on a large project. Most of her new colleagues have been welcoming and helpful, making it easy for Shanique to settle in. However, another AECOM colleague, Bruce, has expressed exasperation with the time it is taking Shanique to adapt to her new work environment. Many times, Bruce rolls his eyes and sighs when Shanique asks him a question.

Lately, Bruce has begun asking Shanique, "Don't they teach you anything in your country?" and implies that Shanique is ignorant and incompetent.

When Bruce invites her colleagues to go to lunch, he does not include her. Shanique now feels so uncomfortable around Bruce that she avoids asking questions altogether, causing her work product to suffer. What can Shanique do?

A: Learning to work in a new environment can be challenging — even more so when faced with impatience or hostility. Shanique, like all AECOM colleagues, deserves to work in an environment where she can be both comfortable and successful consistent with our commitment to diversity and inclusion. Bruce's behavior is depriving Shanique of that right. If Shanique feels comfortable speaking to Bruce directly, she should explain that his comments about her are hurtful, offensive and need to end. If Shanique doesn't wish to approach Bruce directly, or Bruce's behavior doesn't end, Shanique should reach out to her supervisor or Human Resources Representative for assistance.

Keeping Our Workplace Safe

Safety is an AECOM Core Value and the safety and security of our staff, our physical assets and the environment in which we operate is a shared responsibility of every AECOM employee. Each of us have both a moral and legal responsibility to comply with all applicable laws and regulations, as well as our own internal requirements, related to safety, health and environmental (SH&E) aspects of the work we perform and the facilities we control. In order to assist our staff with this responsibility we maintain SH&E management systems, programs and procedures specific to each of our businesses. In addition, we have published a global SH&E Policy Statement and SH&E Guiding Principles that apply to all of our operations. If you have any indication that we are operating outside of our established business-level programs, or outside the requirements of our global SH&E Policy and/or Guiding Principles, report your concern to Management, SH&E or In-House Counsel immediately.

A safe and secure work environment is one that is also free from violence. Threatening behavior — even if meant in jest — is never permissible at AECOM. If you witness or receive a threat or act of violence, report it to Management, Human Resources or In-House Counsel immediately. If you ever face an immediate threat to your safety or that of your colleagues, contact local law enforcement immediately, and then report the incident internally.

Further, substance abuse compromises everyone's well-being. Drugs and alcohol negatively affect our judgment and could interfere with our ability to do our jobs safely. We are therefore prohibited from working while under the influence of alcohol or drugs. This includes improperly used prescription medication that could diminish, or even raise questions concerning, our ability to perform at our best.

Meeting Global Employment Standards

As part of our commitment to our global community, we uphold individual human rights and follow employment laws in all the locations where we conduct business. In support of this commitment, we provide reasonable working hours and conditions. Further, AECOM has a zero tolerance policy regarding the use of forced labor or human trafficking. We will never knowingly conduct business with subcontractors, business partners, suppliers or third parties who violate these laws. If you have reason to believe AECOM is conducting business with an entity engaging in forced labor or human trafficking practices, report the misconduct to Management, Human Resources or In-House Counsel immediately.

Keep in mind that our company operates in countries where we do not have a permanent presence. Because of this, supervisors should seek guidance from In-House Counsel regarding the employment law standards governing these operations.

Leading with Integrity

Our leaders serve as resources and role models for proper business conduct. For that reason, supervisors have additional responsibilities when it comes to upholding our Code. They are expected to promote a positive working environment where people are treated with dignity and respect and feel comfortable raising concerns. Supervisors must also make an effort to create a culture of compliance. This can be done, in part, by:

- Acting as role models for Code compliance.
- Fostering an environment that encourages open discussion about legal and ethical concerns.
- Vigilantly preventing and detecting violations of our Code, company policy or the law.
- Appropriately responding to inquiries about our Code.
- Immediately notifying In-House Counsel of any matter reported to them.
- Ensuring training is completed in a timely manner by all employees.

Q: Li is a manager heading one of AECOM's key business initiatives. His team is preparing a bid to a new client, a government-owned company in a country where AECOM has not done major business before. At a meeting to discuss bid strategy, an employee of another company teamed with AECOM, asks detailed questions about how AECOM will handle compliance with anti-corruption laws and sanctions for the bid. Li shuts off discussion, saying it's okay to take a few risks now and deal with "the red tape" later once we win. Is this the right response?

A: No. Li should listen to the individual's concerns and ensure that his team is not pursuing a bid in a manner that could cause AECOM to jeopardize its reputation and compliance. When we are working on new projects in new areas, it is critical that we educate ourselves on the national and international restrictions that will apply. Anti-bribery laws can affect our selection of local consultants, while sanctions may restrict dealing with or transferring technology to certain entities and individuals. The Delegations of Authority set out requirements for management review that identify and mitigate these risks. Properly complying with these rules requires planning and oversight, but breaking them can create catastrophic risk for AECOM.

AECOM Relies on Our Honesty

Avoiding Conflicts of Interest

We each have a personal stake in acting in the best interest of AECOM. To ensure our continued success, it is crucial that we avoid conflicts of interest, whether actual, potential or perceived. A “conflict of interest” occurs when we use our position at AECOM, or information we have acquired during our employment, in a way that may create a conflict between our personal interests and those of our company or its customers. In other words, if a situation arises that makes it difficult to act in an unbiased, objective manner on AECOM’s behalf, a conflict of interest may be present. If a conflict of interest — or the potential for one — arises, you must disclose it to Management, Human Resources or In-House Counsel at once for review.

Of course, not all possible scenarios giving rise to a conflict of interest can be listed here. However, the following examples are some of the more common conflict situations you are likely to encounter in your daily work.

- **Business with Family and Friends:** Our decisions about selecting suppliers, customers and other persons doing or seeking to do business with AECOM must be impartial. The sole criterion of any business decision must be whether AECOM’s best interests are advanced. If a family member or close friend has an interest in a company with which we seek to conduct business, you must remove yourself from the selection process and disclose the conflict immediately.
- **Corporate Opportunities:** At times, we may learn of business opportunities through our employment at AECOM. We may not take personal advantage of those opportunities or refer them to a third party, unless AECOM has had a chance to evaluate the prospect and has decided not to pursue it.
- **Outside Employment:** Being employed by or consulting with another organization could also create a conflict of interest. In general, we may not accept another job that interferes with our ability to do our work for AECOM. This means we may never conduct outside business during designated work hours or use AECOM’s property, equipment or information for another business. Further, we cannot accept employment from a supplier or competitor of AECOM without an express written waiver from In-House Counsel. In any case, prior written approval from In-House Counsel is required before performing any outside work.

– **Investments:** AECOM does not seek to control our personal financial decisions. However, some outside financial interests may improperly influence — or could be perceived by others to influence — the decisions we make for AECOM. Investments in AECOM’s competitors, customers, suppliers or other business partners are generally acceptable. Further, the amount of the investment must not be so significant to you that it would affect your business judgment on behalf of AECOM.

If you, or a member of your household, own or seek to own any such financial interest, you must promptly disclose the matter and seek approval from In-House Counsel.

- **Personal Relationships:** Supervising anyone with whom you have a family or romantic relationship could give rise to the appearance of favoritism. Therefore, we should never be in a position where a personal relationship is also a reporting relationship. These personal relationships include your immediate family members (such as your spouse, children, stepchildren, parents, step-parents, siblings, in-laws and any other members of your household) as well as romantic or intimate relationships (such as a partner, fiancé or fiancée, or domestic partner). If you find yourself in a position to supervise or otherwise make employment decisions regarding family or partner, disclose the situation immediately.
- **Serving on a Board of Directors:** At times, we may seek to sit on a board of directors outside of AECOM. While impacting your community by serving on a board of directors for a non-profit organization is encouraged and does not require prior approval, you may only accept this position if it does not interfere with your ability to do your job. However, serving on the board of directors for an outside company that does business with AECOM requires advance approval. Always contact Management, Human Resources or In-House Counsel before accepting such a position, to include sitting on public commissions, or taking public service appointed positions.

Remember that prompt and full disclosure is required for all circumstances that you believe might constitute, or appear to constitute, a conflict of interest. If you are unsure, seek guidance. Never engage in any conduct involving a possible or apparent conflict of interest unless you receive prior written approval from In-House Counsel.

Q: Abdul is an accomplished civil engineer who has put in many years of design work for AECOM. As he nears retirement, Abdul is considering taking on part-time work as a design consultant. A current business partner of AECOM hears about this and immediately expresses interest in making use of Abdul's services if they will cost less than AECOM's rates. Does Abdul need to discuss this with anyone?

A: Yes. While Abdul is still employed at AECOM, he must not accept work from a business partner, supplier or competitor of our Company. Doing so could create a serious conflict of interest. Additionally, depending on the type of work Abdul is performing, he must be careful not to disclose any confidential AECOM information — an obligation that applies even after his employment with AECOM ends. Before pursuing any opportunities with this business partner, Abdul must first check with Management or In-House Counsel to ensure he is not entering into a conflict of interest situation.

Avoiding Organizational Conflicts of Interest

When we work with government clients, we must be particularly careful to avoid organizational conflicts of interest, as the guidelines and restrictions for government procurement are very strict. Just as we must avoid situations that could make us biased, we must also avoid working with others who could be unable to provide a client with impartial assistance or advice. In short, we must never hire contractors whose objectivity may be impaired, or who may have an unfair competitive advantage. We should exercise common sense, good judgment and sound discretion to assess whether a significant potential conflict of interest exists and work with Management, or In-House Counsel to develop an appropriate way to resolve it.

Organizational conflicts of interest primarily arise as a result of the following three situations concerning AECOM's work:

- **Biased Ground Rules:** Situations in which a firm, as part of fulfilling a contract, has set the ground rules for another contract, for example, by writing the statement of work or the specifications. In these "biased ground rules" cases, the primary concern is that the firm could skew the competition, whether intentionally or not, in its own favor. These situations may also involve a concern that the firm, by virtue of its special knowledge of the customer's future requirements, would have an unfair advantage in competing based on those requirements.
- **Impaired Objectivity:** Situations where a firm's work under one contract could entail evaluating itself, either by performing an assessment of work completed under another contract or by evaluating proposals. In these "impaired objectivity" cases, the concern is that the firm's ability to render impartial advice to the customer could appear to be undermined by its relationship with the entity whose work product is being evaluated.

- **Unequal Access to Information:** Situations in which a firm has access to non-public information as part of its performance of a contract and where that information may provide the firm a competitive advantage in a later competition for a second contract. In these "unequal access to information" cases, the concern is limited to the risk of the firm gaining a competitive advantage; there is no issue of bias.

Business Gifts and Entertainment

Accepting or giving occasional gifts, meals, or entertainment with business partners is allowed under some circumstances. However, we must act in a manner consistent with our core values, various laws that govern our actions, and contract requirements. Any gift that could create an obligation or influence the business relationship should never be offered, provided or accepted. Our customers, suppliers, and the public at-large should know that our employees' judgment is not for sale. For these reasons, we may only offer, provide or accept gifts, meals or entertainment in accordance with applicable law and our gift and entertainment policies or after first consulting with In-House Counsel.

We must never offer, provide, or accept these courtesies if:

- It is illegal under any applicable laws or regulations.
- It is to or from an organization with which we are involved in an active procurement.
- It is part of an agreement to do or accept anything in return.
- It could influence the recipient or the recipient's organization in any business dealings.
- It is cash or a cash equivalent, such as gift cards or certificates, loans, stock, stock options, etc.
- It is entertainment that is sexually oriented, offensive, in poor taste or otherwise violates AECOM's commitment to mutual respect.
- It would violate any law, regulation, rule or the standards of the recipient's organization.
- It could be construed to be a bribe or a kickback.
- It might reasonably be interpreted as a reward for preferential treatment, actual or perceived, or as creating an obligation on the other party.
- It is lavish or extravagant.
- It happens on a frequent basis.

Q: One of AECOM's vendors in the U.K. sponsors an annual golf outing for its major customers each year with all expenses paid at an exclusive resort in Scotland. Because I use this vendor's products on some of my projects at AECOM, the vendor has invited me to go. Can I accept?

A: No. This creates a conflict of interest, and you should decline the invitation. Accepting the golf outing may put you in a position of obligation to the vendor. In addition, you may be viewed as accepting a gift or unusual favor because of your position at AECOM.

Additional restrictions apply when interacting with a public official, whether local, regional, or national. We may never provide gifts, meals or entertainment to public officials or employees associated with an active procurement.

Q: Deepak is working closely with a government employee, Elba, on a contract. Next week, he'll be traveling to Elba's offices so that she can update him on the project and discuss next steps. Deepak also knows that AECOM has submitted a bid for another project and Elba is one of the officials evaluating the bid. Deepak would like to take Elba to lunch while he is visiting as a business courtesy. Is it okay to take her out to lunch?

A: The rules governing the types of gifts and entertainment we can offer government employees are much stricter than those governing our interactions with commercial contacts. Since Elba is involved in evaluating a bid from AECOM, taking her to lunch could raise questions under multiple anti-corruption laws, including the U.K. Bribery Act and may violate local laws. Deepak must check with In-House Counsel to evaluate whether this is permissible or wise.

Protecting Company Property and Data Privacy

We have worked hard to acquire our valuable assets, both physical and intangible. AECOM's physical property includes its buildings, facilities, vehicles, equipment, computer systems, resources and records. We are responsible for protecting such property from loss, damage, misuse, theft and waste. We can do this by using company resources wisely and only for business purposes.

It is also important to protect our intangible assets — things like our reputation and goodwill in the communities in which we operate. Such assets also include our confidential information, like business plans, intellectual property, proposals, technical innovations, designs, inventions, patents, financial information, client lists and other information we produce as part of our work for AECOM. We may never reveal our company's confidential information to any outside parties unless we are properly authorized or legally required to do so. In addition, we may not disclose such information to our colleagues who do not have a legitimate business need to know it. When you do have a business need to disclose such information to a colleague or third party, you must ensure that the appropriate confidentiality agreement is in place. Remember, the obligation to protect confidential company information continues even after your employment with AECOM ends.

We also have a duty to protect employee data in accordance with applicable legal requirements. No one should access prospective, current or former employee records—such as payroll, group insurance, benefits and working files—without proper authority.

If you discover or suspect the unauthorized use or disclosure of confidential information, you should notify Management or In-House Counsel of the situation immediately.

In addition to protecting the confidential information of AECOM, we must also afford this same respect to the confidential information of our employees, clients, partners and other third parties.

Q: May I provide the addresses of our employees to an outside organization that wants to offer them merchandise at a discount?

A: No, as this would violate our privacy policy. Employee records are confidential and there is no valid business reason to provide this information.

Using Company Computer Systems

Just as we have a duty to protect our company's assets, we share an obligation to use AECOM's computer resources, networks and Internet and email systems responsibly and securely. These resources are provided for business purposes, and are intended to be used for such. While AECOM allows incidental, occasional personal use of its Internet/email system, it must be kept to a minimum and not detract from our work. You must also take care to avoid improper use such as:

- Communicating inappropriate, sexually explicit or offensive statements that are not in line with our Core Values.
- Viewing or sharing sexually explicit or offensive materials.
- Spreading profanity, derogatory remarks, discriminating or harassing comments, or threatening or abusive language.
- Downloading unlicensed or illegal material.

We should never use AECOM's networks or Internet/email system to send, receive or store any messages we intend to keep private. All information, data and files belong to our company, and — to the extent permitted by applicable law — AECOM reserves the right to monitor or disclose any messages, documents or any other files on company or client computers without notice. We are expected to be familiar with our company's information resources policies. These include, but are not limited to, policies concerning the appropriate distribution of email and compliance with copyright laws.

AECOM understands the unique opportunity we have to engage with our stakeholders through social media. These include blogs, micro blogs (Twitter®), social networking sites (such as Facebook®, LinkedIn®), wikis, photo/video sharing sites and chat rooms. However, when utilizing these resources, we must keep in mind that electronic messages are permanent, transferable records of our communications. They can be altered without our consent, and can affect AECOM's reputation if released to the public. Therefore, we are expected to follow all AECOM policies and procedures when using social media and exercise good judgment and common sense. Never speak or act on our company's behalf unless authorized to do so.

If you are aware of or suspect the inappropriate use of AECOM technologies or electronic communications, notify Management, Human Resources or In-House Counsel immediately. If you have any questions about who may communicate on a given issue, or whether a communication is appropriate, please see our Social Media Policy.

Q: Rafaella is working on a major bid and traveled abroad with the rest of the AECOM team, preparing for a live presentation to the client at their headquarters. Everyone on the team is going to dinner at the hotel at which they are staying. Rafaella is in her hotel room working on the pricing details for the final presentation to the client. She saves her work, leaves her laptop in her room and locks the door before she goes to dinner. Has Rafaella done all she can to protect AECOM property and information?

A: No. While Rafaella has the right idea — keeping information locked up and out of plain view — even secure locations aren't perfectly safe. If someone enters her room and steals her laptop or downloads her data, they could have access to many of AECOM's bid details, proprietary design materials, business plans and other private information. The best, safest option is to carry her laptop and all of its confidential contents into the restaurant with her. What may be a mild inconvenience to Rafaella now could save her and AECOM from trouble later on.

The Global Marketplace Relies on Our Integrity

Honesty in Everything We Do

Our customer-centric ethic and mission orientation must never get in the way of complete honesty and accuracy in everything we say, do or write.

Obtaining Business with Integrity

In order to serve our business partners to the best of our abilities, we must always be truthful about what AECOM can and cannot achieve. Any time we discuss our capabilities, credentials, qualifications and corporate history, either verbally or in writing, we must make sure to be honest and accurate. Similarly, we will not make false statements about our competitors or their services, or use unfair practices against competitors, such as obtaining their confidential information.

It is also important to keep in mind that many of our clients have strict rules about how to prepare and submit proposals to obtain their business, as well as rules for what types of information relating to a proposal we may receive from the client's personnel. Each AECOM office is responsible for obtaining and maintaining copies of relevant rules, and we must make sure that we know and follow the rules that apply to our work.

Q: A long-standing and important client of AECOM has asked me to certify that improvements have been made to their health and safety system as part of obtaining a government permit. The improvements are in the process of being made, but would not be completed by the time of the certification. Can I do this?

A: No. If the improvements have not been made fully and completely at the time of the certification, you cannot certify that they have been made. Government and other entities rely upon certifications and representations we make as part of permitting and other approvals. False certifications or representations directly violate AECOM's commitment to integrity.

Competing Fairly

Because AECOM competes based on the quality of our products and services, we are committed to promoting fair competition at all times. We must never engage in or support unfair or predatory business practices or any activities that would improperly restrain trade. Similarly, it is critical that we abstain from any activity that may violate or give the appearance of violating competition laws. While competition laws vary between the different countries where we conduct business, these types of conduct are generally prohibited:

- Agreeing on the prices, terms or conditions of sale for competing services or products.
- Dividing or allocating customers, bids, markets or territories for competing services or products.
- Agreeing to refuse to do business with particular third parties.

These rules apply to informal understandings as well as to formal agreements. In order to make sure that we are competing fairly, we should refrain from discussing any of these activities with our competitors — or from discussing any other matters that could be seen as an attempt to limit competition. Behavior that violates these rules should be reported.

Handling Competitive Information

We strive to outperform our competition fairly and competitively. Advantages over our competitors are obtained through superior performance of our products and services, not through unethical or illegal business practices. At times, we may need information about our competitors. We may use publicly available information, but must always make sure that we only acquire information about our competitors in a legal, ethical and responsible manner. For example, we must never pressure anyone to breach a confidentiality agreement, such as by asking a colleague to reveal confidential information about a previous employer. We also should never attempt to gather information about our competitors through deceptive or misleading actions. If confidential information about a competitor is deliberately or inadvertently disclosed to you, discuss the issue with In-House Counsel, and do not use it without express permission from In-House Counsel.

Q: I am submitting a proposal and a friend at the client organization has offered to share information about the client's selection criteria. May I receive it?

A: No, unless doing so is consistent with the client's rules. Typically, such rules would require the individual to obtain appropriate authorization to provide this information and that the information is being made available to all who are submitting proposals on the job. In some cases, accepting or reviewing such information can invalidate our bid. You should consult with your In-House Counsel before accepting any such selection criteria or similar information.

Avoiding Corrupt Practices

AECOM is proud of the work we do throughout the world. We believe that our ability to continue to foster good working relationships with companies, communities and governments around the world depends on acting ethically in all our business dealings. This means we never give, offer or accept improper payments in any form.

Numerous countries, including the United States, United Kingdom, Canada, Australia, Russia and other countries in which we conduct business, have enacted laws that strictly prohibit the giving, receiving, offering or soliciting of bribes, kickbacks or other improper payments to government officials. A "bribe" is anything of value given in an attempt to influence an official's actions or decisions, obtain or retain business, or acquire any sort of improper advantage (such as obtaining information that is normally unavailable or being allowed to submit a late bid or proposal).

To be clear, "government officials" include federal, state, provincial or local government employees, political candidates and even employees of businesses that are owned by a government. At AECOM, we also prohibit acts of "commercial bribery," or offering or accepting a bribe to or from our customers, suppliers or anyone working on their behalf with the intent of obtaining or retaining business.

Similarly, we must never offer or accept a "kickback," which is the return of a sum already paid (or due to be paid) as a reward for making or fostering business arrangements. We may not retain a third party or enter into a joint venture or other business association to engage in any activity that we are prohibited from participating in ourselves.

Anti-corruption laws also address facilitating payments. "Facilitating payments" are small, infrequent payments made to a government official to expedite the performance of routine government actions such as issuing visas and work permits. However, these payments are prohibited in many countries. Our company does not permit facilitating payments except in cases of clear and present danger when they are necessary to prevent immediate harm to employees. In such instances, it may not be possible to consult with In-House Counsel. Any such payments must be accurately reported to In-House Counsel immediately to ensure accurate books and records. Any exceptions to this policy must be pre-approved by the Ethics and Compliance Office in writing.

Anti-corruption laws are complex, and the consequences for violating these laws are severe. Remember never to give anything of value, even something you think is nominal, to a government official without first receiving permission from In-House Counsel. Additionally, you must report any requests made by a foreign government official for money or anything of value.

Q: Julio, an AECOM employee in Latin America, was told that he could hire a consultant to acquire all of the necessary permits AECOM needs from a foreign government to start a new project. However, the consultant requested a U.S. \$25,000 retainer and said that he would use the money to "speed up the process." Since Julio doesn't know where the money is going, and isn't the one using it, does he need to say anything?

A: Yes. Julio must know where that money is going and for what purpose it is being used and the qualifications and reputation of the consultant. Moreover, he is required to take steps to ensure that this money is not used as a bribe. Julio must seek the advice of Management and In-House Counsel and comply with the Delegations of Authority before proceeding with this consultant.

Conducting International Business

With operations throughout the world, AECOM is truly a global company. For this reason, it is critical that all of our activities fully comply with the export control laws and regulations of the United States, the United Kingdom and other jurisdictions where we do business. Laws governing trade are complex, but if we do not follow them, we risk losing our ability to conduct business internationally.

An "export" occurs when a product, service, technology or piece of information is shipped to a person in another country. In the U.S., an export can also occur when technology, technical information or software is provided in any way (including verbally, in the case of information) to a non-U.S. citizen, regardless of where that person is located. In this regard, an "export" of technical data can occur during meetings, telephone conversations and facilities inspections and by memoranda, letters, faxes, email and other written materials.

Other examples of items controlled by host country laws that may require an export license or a re-importation license include:

- Computer software containing certain encryption or performance standards.
- Military products, technology or know-how.
- Any materials considered classified for purposes of national security by the United States or other government.

If your job involves any of the following responsibilities, you have an obligation to ensure that you are aware of and comply with the laws that pertain to our international trading activity:

- Accepting or processing client contracts and orders.
- Authorizing or processing the international movement of goods or technology.
- The performance of defense services.
- Any other activity that affects AECOM's compliance with export control laws.

If you have any questions regarding export controls, you should seek guidance from the Ethics and Compliance Office.

International Sanctions

Many countries where we conduct business sometimes impose sanctions, or adhere to sanctions imposed by multi-national organizations such as the United Nations or the European Union, that restrict or prohibit dealings with certain countries or individuals. Because AECOM is a U.S. corporation, we must all adhere to the economic sanctions administered by the Office of Foreign Assets Control (OFAC), which include, but are not limited to, restrictions on financial transactions, travel, and imports and exports. We also adhere to those imposed by other countries and multi-lateral institutions such as the European Union or World Bank. Make sure you understand the most up-to-date regulations if you handle international business.

International sanctions may also apply to activities such as providing services and exporting sensitive technology. Because each sanctions program is based on different foreign policy and national security objectives, the prohibitions vary between programs. Please check with In-House Counsel or Ethics and Compliance Office regarding such requirements.

Boycott Requests

Due to our global operations, we must also be alert for illegal boycott requests. U.S. law prohibits us from cooperating with unsanctioned boycotts, regardless of where we are located. This applies to boycotted companies as well as boycotted countries and their nationals. We must take care that nothing we do or say could be seen as participating in an illegal boycott. For example, we may not certify that an entity is not blacklisted, or provide information on a company's activities with a boycotted entity.

Our company must report any boycott requests to the U.S. government. Therefore, if you believe you have received a boycott request or have any questions about boycott activities, it is crucial that you notify In-House Counsel.

Our Shareholders, Business Partners and Customers Rely on Our Excellence

Providing Quality Products and Services

The foundation of AECOM's reputation is the high quality of the products and services we provide. In order to keep our standards high, we must each comply with all quality control procedures and follow contract specifications at all times. Make sure to familiarize yourself with the standards and specifications that apply to the projects you work on. We must each be aware of and follow these company policies and procedures designed to protect the quality and safety of our products. For guidance, consult Management, Human Resources or In-House Counsel. Raise any quality or safety issues you spot with your supervisor immediately. We further guarantee quality services to our customers through proper supply chain due diligence, monitoring and enforcement. AECOM takes great care in choosing our suppliers, contractors, agents, consultants and other business partners. We aim to do business only with companies that match our high standards of ethical business conduct. Ultimately, our goal is for all of our business partners to comply with our Code and operate in an ethical and lawful manner.

For these reasons, we conduct due diligence when selecting our suppliers and other business partners. We firmly hold our suppliers accountable for assuring the quality of the goods and services they provide us. If you have reason to believe that a supplier has failed to provide quality products and/or services, contact Management, Human Resources or In-House Counsel immediately.

Licensing

We are responsible for maintaining appropriate licenses. Our Company is committed to providing professional services only in jurisdictions where we are licensed to do so, unless otherwise exempted by applicable law. We must inform In-House Counsel in a timely manner if there is any change to the status of our individual licensing, including circumstances where we are qualifiers on our corporate licenses. Furthermore, we will represent our credentials in a forthright way.

Q: We have been asked to submit a proposal for a project in a jurisdiction where AECOM has never worked before. How do I know if we are licensed in a particular jurisdiction?

A: Check with In-House Counsel or the Corporate Secretary. They maintain the licenses and registrations.

Charging Time

Each of us has a responsibility to ensure that our weekly time reports accurately reflect the hours worked on a specific work order or project. Time worked on a project must be charged to that project and no other. Government regulations and many clients' contracts also mandate complete and accurate records. All employees are required to complete time sheets in accordance with the requirements established by Company policies. Supervisors are responsible for insuring that the timesheets they approve are accurate and reflect the hours worked by the employees who report to them.

Mischarging time is a serious offense which can subject AECOM and the responsible individual to criminal and civil liability. If anyone directs or suggests that time be charged in a manner other than in accordance with this policy, it is the responsibility of the employee to inform In-House Counsel immediately.

Q: Right now I don't have any client work to do, but am concerned that my job may be at risk if I charge too much time to overhead. Is it okay to put time down on a fixed price contract, since it won't hurt the customer?

A: No. In all situations, time must be charged accurately. You should discuss your work availability with your supervisor.

Accurate Books and Records

We must each do our part to make certain that the financial documents our company discloses to the public are accurate and honest. Even if maintaining financial data is not your primary job duty, each of us contributes to record keeping in some form, such as by completing timecards, submitting travel and expense reports or keeping safety records. The information we record provides an accurate view of our operations and allows our company to make well-informed business decisions. Therefore, every piece of information that we submit in company records of any kind must be absolutely honest, accurate and complete. Each of us is responsible for knowing and following AECOM's internal controls and any applicable accounting requirements when recording this data. We also must submit appropriate contract documentation at all times.

Our commitment to ethical business conduct requires our business transactions to be authorized and legitimate. To be clear, we may not engage in any of the following activities:

- Making false representations on behalf of our company, either verbally or in writing.
- Hiding company funds.
- Circumventing internal controls.
- Mischaracterizing company transactions.
- Creating undisclosed or unrecorded fund accounts.
- Knowingly allowing similar illegal activities to occur.

If you notice any accounting or auditing irregularities, or incidents of fraud by individuals responsible for our company's accounting or financial reporting, you should report your observation to Management, the Ethics and Compliance Office or In-House Counsel. Please keep in mind that you will be protected from any retaliation that results from a good faith report.

Record Retention

Keeping our records in order helps us to build trust with our clients, regulators and shareholders. This commitment applies to both paper and electronic documents, including files such as email and images. In short, we must take care with all the records we create, receive or maintain in order to do our jobs. Effectively managing these records allows us to ensure they are available when needed. In addition, it helps us comply with all applicable laws and regulations and preserve any documents that may become relevant in audits, investigations or litigation.

Make sure you know and follow the records management policies and retention schedules that apply to your work and your location. These documents will tell you how long you should maintain business records, and procedures for compliance with legal holds. (A legal hold applies to records connected with actual or anticipated litigation.) If you believe that anyone has improperly concealed, altered or destroyed a record, you should report it to In-House Counsel. For more information, please refer to our Electronic Communications Policy.

Audits and Investigations

During your employment, a company or government official may ask you to take part in an audit or investigation of AECOM or certain employees. It is important to cooperate with such a request, but if a government official requests information or documentation, contact In-House Counsel before providing any records. As with all our activities, we must be forthright when we deal with audits or investigations. At no time may we conceal, alter or destroy any requested records. In addition, we must never attempt to exert improper influence on the results of an investigation or audit.

Q. Alberto is a financial controller who learns that his AECOM business unit is going to be reviewed by Audit Services for the first time since it was acquired a year ago. He becomes upset and defensive when the audit team reviews expense report reimbursements and petty cash processes and asks him questions about some of the payments. He tells his supervisor that the auditors are not treating him with respect and do not understand the local culture by questioning his work. How should his supervisor respond?

A: Alberto needs to appreciate that audit is one of the key means by which AECOM meets its responsibilities to its shareholders, management and employees as a public company. The company relies on accurate and complete records as the basis of our financial system and in order to access capital markets. All of us have a duty to cooperate fully and completely with audits and investigations and integrate any lessons learned as a result into our work.

Financial Integrity

Protecting Inside Information

In our work for AECOM, we sometimes have access to information about our company and our business partners that is not available to the general public. In order to avoid unfair and illegal transactions, we must never buy or sell the stock of any company (including AECOM) about which we possess inside information. For information to be considered "inside", it must be both material (meaning that it would affect the decisions of a reasonable investor) and non-public (meaning that it has not been released to the public). Information becomes public only after two full trading days have passed since the public release of the information. Inside information can be either positive or negative, and commonly includes the following examples:

- Projections of future earnings or losses.
- News of a pending or proposed merger.
- News of a significant sale of assets.
- Declaration of a stock split or offering of additional securities.
- Changes in executive management.
- Significant new products or discoveries.

If you have any questions as to whether the information you possess qualifies as inside information, please consult our Insider Trading Policy or contact In-House Counsel.

Preventing Money Laundering

AECOM is committed to helping in the global fight against money laundering. "Money laundering" is the process by which a person or group tries to conceal illegal funds or attempts to make the sources of their illicit funds look legitimate. In order to keep AECOM from becoming inadvertently involved in this type of misconduct, we should always perform due diligence on customers, suppliers, intermediaries and other business partners who wish to conduct business with our company. Look out for "red flags" that may signal money laundering activities. For example, make sure that the party with whom you are conducting business maintains a physical presence, is engaged in legitimate business and has proper compliance processes in place. If you need more information about how to identify money laundering, you should consult In-House Counsel.

Additional Expectations

Certain company officers and the directors of AECOM have a special responsibility to promote integrity within our company. Their role requires them to ensure that our company's public disclosures are accurate and complete. In order to do so, these individuals are required to know and understand the financial disclosure laws that apply to their work.

Violations of financial disclosure laws will be viewed as a severe offense that may result in disciplinary action, up to and including termination. This includes failing to report potential violations by others. If you believe that a violation has occurred, contact Management, the Ethics and Compliance Office or In-House Counsel. If you prefer to report on an anonymous basis, where allowed by law, you may submit a report by contacting the AECOM Ethics Hotline. Keep in mind that it is against company policy to retaliate against anyone who makes a good faith report of violations.

Our Communities Rely on Our Integrity & Innovation

Environmental Sustainability

As good corporate citizens, we comply with all environmental laws, rules and regulations in effect wherever we conduct business. We strive to be a leader in environmental stewardship, and look to exceed these rules whenever possible. To this end, we constantly strive to maximize the efficient use of natural resources in our workplaces and reduce our environmental footprint. We also account for these considerations when we design our business products and processes. You are encouraged to submit your suggestions and ideas on bringing our practices closer to these goals to Management, Human Resources or In-House Counsel.

Political and Charitable Contributions

Although AECOM encourages us to participate in political and charitable activities, this must always be on our own time and at our own expense. We must never attribute our personal activities (such as campaign work, fundraising or speech making) to AECOM. Similarly, we may never use AECOM resources (such as funds, facilities or supplies) in connection with our personal political or charitable activities, and should never expect AECOM to reimburse us for any political contributions or other expenses. We should be prepared to report any political contributions if required to do so in accordance with applicable law and in limited circumstances, may be prohibited from making contributions due to local law. If you need information, you should consult with In-House Counsel.

Responding to Media Inquiries

Providing our communities with an accurate picture of our operations, transactions and intentions helps us to preserve AECOM's integrity. In order to do this, we need to make sure that our company speaks with one consistent voice. Therefore, only those who have been designated to communicate on AECOM's behalf should make public statements about our company. For example, if a member of the media contacts you for any reason, you should refer the request to Corporate Communications.

Similarly, requests for financial and legal information must always be directed to the appropriate channel. If an investor, security analyst or other key public contact contacts you to request information, even if the request is informal, please refer them to Corporate Communications. Inquiries from government officials or attorneys should be referred to In-House Counsel. For more information, please see our External Communications Policy.

It's Up to You

AECOM's reputation and success as a good corporate citizen of the world depend upon each of us meeting our obligations under this Code. If you have any questions or do not understand what is expected of you, it is your duty to raise your concern with your Manager, Human Resources, In-House Counsel or Ethics and Compliance Office.

About AECOM

AECOM is a premier, fully integrated professional and technical services firm positioned to design, build, finance and operate infrastructure assets around the world for public- and private-sector clients. With nearly 100,000 employees — including architects, engineers, designers, planners, scientists and management and construction services professionals — serving clients in over 150 countries around the world, AECOM is ranked as the #1 engineering design firm by revenue in Engineering News-Record magazine's annual industry rankings, and has been recognized by Fortune magazine as a World's Most Admired Company. The firm is a leader in all of the key markets that it serves, including transportation, facilities, environmental, energy, oil and gas, water, high-rise buildings and government. AECOM provides a blend of global reach, local knowledge, innovation and technical excellence in delivering customized and creative solutions that meet the needs of clients' projects. A Fortune 500 firm, AECOM companies, including URS Corporation and Hunt Construction Group, have annual revenue of approximately \$19 billion.

More information on AECOM and its services can be found at www.aecom.com.

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