

BBA Aviation

**DISCLOSURE OF
UNETHICAL CONDUCT
POLICY**

December 2015

DISCLOSURE OF UNETHICAL CONDUCT POLICY

BBA Aviation plc and its subsidiary companies (collectively “**BBA Aviation**”) are committed to preserving a stable and secure working environment for all employees. BBA Aviation takes any form of unethical business conduct very seriously. BBA Aviation expects all employees to operate within the law and apply the highest standard of business ethics at all times.

BBA Aviation has established a procedure to enable anyone working in or for a BBA Aviation company who suspects that any unethical business practice is occurring (or is likely to occur), to raise the matter with the appropriate person without fear of recrimination. This Disclosure Procedure applies to any person who works with or for any BBA Aviation company including contractors and employees supplied through employment agencies.

REPORTABLE FORMS OF MISCONDUCT

BBA Aviation employees must report any of the following forms of misconduct under BBA Aviation’s Disclosure Procedure where it is reasonably believed that the misconduct has occurred or is likely to occur:

- A criminal offence;
- The breach of a legal or regulatory obligation;
- A miscarriage of justice;
- A danger to the health or safety of any individuals;
- Damage to the environment;
- Actions inconsistent with policies or practices set out in BBA Aviation Policy Manuals; or
- Deliberate concealment of information relating to any of the above.

You will not be expected to produce unquestionable evidence to support your concern. All that is required is that you have a genuine concern in relation to the matters highlighted above and that you raise it in good faith.

This Procedure is not intended to address personal complaints, matters covered by an existing grievance procedure, or issues that would normally be addressed under existing BBA Health Safety & Environments (HS&E) review or other reporting procedures. Rather, this Procedure relates to the disclosure of serious offensive or harmful conduct that, in the best interests of BBA Aviation and its workforce, should be disclosed and addressed on an expedited basis. It shall be a violation of this policy for anyone in a position of authority to discourage such disclosure.

DISCLOSURE PROCEDURE

- 1 It is hoped that you will feel able to raise any concerns over a legal or business conduct issue with the Manager to whom you report. If you feel you are not able to approach your Manager or that he or she has not dealt with your concern properly, you should approach your Human Resources contact to disclose your concerns. Failing a timely or effective response from Human Resources, you should contact the appropriate Division Head.
- 2 Should you fail to receive an appropriate or timely response or should you reasonably determine that it would be futile or unduly threatening to you or to your employment status to progress your disclosure through any of the management ranks noted above, you should immediately call 1-888-708-0803 (if from Canada or the United States) or the appropriate number for your location as set out on the attached schedule. Please note that this is a dedicated private “hot line” established for the purpose of supporting this Disclosure Procedure. This line is manned by an external, confidential Monitoring Service engaged by BBA Aviation for this purpose. It is operated 24 hours a day, 7 days a week.
- 3 In the event you utilize either of the referenced hotline numbers, your contact details will be taken, however your identity will only be released to those with a direct need to know. Details of the nature of the suspected misconduct will be noted. Further information will be gathered, depending on the nature of the suspected misconduct and an investigation undertaken. The initial investigation shall be conducted in accordance with an established investigative protocol and any

findings may be used in order to put in place appropriate remedial measures to help prevent the same or similar incidents occurring again at the same or sister locations.

- 4 BBA Aviation's Legal Department, in conjunction with the Head of Internal Audit, will determine whether it is necessary to inform any person or organisation outside of BBA Aviation, such as a government or law enforcement agency. If you feel the matter should be drawn to the attention of an outside body, you should mention this to us as part of your disclosure.
- 5 Timely feedback will be provided to the disclosing employee and, where appropriate, the individual or individuals suspected of being involved, including proposed action and what further steps that may be taken, subject to obligations of confidentiality.
- 6 Suitable action will be taken depending on the nature and outcome of the investigation, including disciplinary action up to and including summary dismissal in accordance with the applicable BBA Aviation company policy and procedure.

Employees will suffer no detriment of any kind for coming forward in good faith, and any disclosure will be dealt with in the utmost confidence by BBA Aviation. You are protected from any adverse action by BBA Aviation or its management in making disclosures under this Disclosure Procedure when you make the disclosure in good faith, and you reasonably believe that the information, including any allegation, is true. BBA Aviation will not tolerate retaliatory conduct. Allegations of retaliation will be investigated and anyone responsible for retaliating against individuals who have reported suspected misconduct or risks to BBA Aviation's business will be disciplined, up to and including summary dismissal.

This Disclosure Procedure is intended to provide all employees with a secure, confidential and expeditious means of addressing real concerns within our business, and should only be employed in that spirit. *Any disclosure presented under this Procedure made in bad faith, motivated by malicious intent or otherwise known to be untrue by*

the disclosing employee, will be dealt with appropriately by the applicable BBA Human Resources management in conjunction with BBA Aviation's Legal Department, including possible disciplinary action, up to and including summary dismissal.

COMPLIANCE

Compliance with this Policy will be treated in the same manner as other BBA Aviation-wide policies. All Managing Directors will be required to sign a disclosure statement twice each year (mid-year and year-end) acknowledging their receipt of a copy of this Policy; their dissemination of the Policy to their direct reports; and their disclosure of any known violations of the Policy, to the extent not previously reported as required under the Policy.

This policy and compliance with it will be the subject of review as part of the BBA Aviation Internal Audit Programme.

First Implemented: 2004

Last Revised: December 2015

Owner: Group General Counsel

BBA Aviation Dialing Numbers

Country	Type of Service	First Dial	Followed By
Armenia	Direct Access	0-800-10-111	888-708-0803
Bahamas	Direct Access	1-800-872-2881	888-708-0803
Belgium	Direct Access	0-800-100-10	888-708-0803
Bosnia	Direct Access	00-800-0010	888-708-0803
Brazil	Direct Access	0-800-890-0288 OR 0-800-888-8288 (Northern) 108-888	888-708-0803
China	Direct Access	to place calls from northern China, the Beijing region (Southern) 108-11	
France	Direct Access	to place calls from southern and central China, the Shanghai and Guangzhou regions	888-708-0803
Germany	Direct Access	0-800-99-0011 0-800-225-5288 800-96-1111 OR	888-708-0803
Hong Kong	Direct Access	800-93-2266	888-708-0803
Italy	Direct Access	800-172-444 00-539-111	888-708-0803
Japan	Direct Access	to place calls using KDDI 00-665-5111	
Luxembourg	Direct Access	to place calls using Softbank Telecom 00-441-1111	
Mexico	Direct Access	to place calls using Softbank Telecom	
Panama	Direct Access	800-201-11 01-800-286-2872 OR 001-800-462-4240 800-0109	888-708-0803
Peru	Direct Access	0-800-50-288 OR 0-800-70-088 800-011-1111	888-708-0803
South Africa	Direct Access	or 800-001-0001	888-708-0803
Sweden	Direct Access	020-799-111	888-708-0803
Switzerland	Direct Access	0-800-89-0011 0-800-89-0011 OR 0-500-89-0011	888-708-0803
United Kingdom	Direct Access	Unknown	888-708-0803
Madagascar	Collect		1-704-731-0173
Canada	Domestic Toll-free	1-888-708-0803	n/a
United States	Domestic Toll-free	1-888-708-0803	n/a
US Virgin Islands	Domestic Toll-free	1-888-708-0803	n/a