



bhpbilliton
resourcing the future

Working with integrity

Code of Business Conduct



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A message from the CEO

Operating with integrity



I am proud to work as part of a team that sets and upholds high ethical standards; a team that thinks not just about what we do, but how we do it.

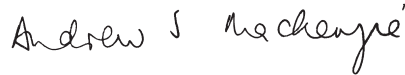
Our *Code of Business Conduct* outlines how to act when working for, or on behalf of, BHP Billiton.

It is a powerful document that brings to life *Our Charter* values and will help you maintain trust and build strong relationships with our communities, governments, suppliers, business partners, customers and your team.

Staying true to the Code supports a culture where we show real respect for one another, do what is right and do what we say we will do.

As you go about resourcing the future, please remember your shared responsibility to consistently apply the *Code of Business Conduct*. Also speak up and step up if you see a potential breach or if there is an opportunity for us to improve how we behave.

Every one of us should follow our Code, and I look forward to your continued support in upholding BHP Billiton's reputation and ensuring our long-term success.



Andrew Mackenzie
Chief Executive Officer



Our Charter

**We are BHP Billiton,
a leading global resources company.**

Our Purpose

Our purpose is to create long-term shareholder value through the discovery, acquisition, development and marketing of natural resources.

Our Strategy

Our strategy is to own and operate large, long-life, low-cost, expandable, upstream assets diversified by commodity, geography and market.

Our Values

Sustainability

Putting health and safety first, being environmentally responsible and supporting our communities.

Integrity

Doing what is right and doing what we say we will do.

Respect

Embracing openness, trust, teamwork, diversity and relationships that are mutually beneficial.

Performance

Achieving superior business results by stretching our capabilities.

Simplicity

Focusing our efforts on the things that matter most.

Accountability

Defining and accepting responsibility and delivering on our commitments.

We are successful when:

Our people start each day with a sense of purpose and end the day with a sense of accomplishment.

Our teams are inclusive and diverse.

Our communities, customers and suppliers value their relationships with us.

Our asset portfolio is world-class and sustainably developed.

Our operational discipline and financial strength enables our future growth.

Our shareholders receive a superior return on their investment.



Andrew Mackenzie
Chief Executive Officer

September 2016

1. Understanding and using the Code of Business Conduct

About the Code



Business conduct questions and concerns



The BHP Billiton Business Conduct Quick Test



Using the Code



What happens when a business conduct concern is raised?



Breaches of the Code



About the Code

The BHP Billiton *Code of Business Conduct* (the Code) is based on *Our Charter* values. The Code represents our commitment to uphold ethical business practices and meet or exceed applicable legal requirements. We believe that consistent and proper business conduct creates loyalty and trust with our stakeholders and each other.

The Code helps guide our daily work. It demonstrates how to practically apply the commitments and values set out in *Our Charter* and reflects many of the Group Level Documents (GLDs), standards and procedures which are applicable across BHP Billiton.

As a global company, we are subject to the laws and regulations of the countries in which we operate. We are also committed to upholding certain international standards and guidelines. These include the principles of the United Nations Global Compact, the United Nations Universal Declaration of Human Rights and the Voluntary Principles on Security and Human Rights.

The Code cannot describe or anticipate every law or example, so it is important you understand where to go for further support and information and apply your own common sense.

In many cases, breaches of the Code may also constitute breaches of law, such as fraud. Fraud is any intentional act of deception which is undertaken for personal or third party gain and which may result in loss to BHP Billiton or another party. Examples may include false statements, the obtaining of a personal commission for awarding work, falsification of records or expense claims, the misuse of BHP Billiton information or theft.

These actions may all constitute fraud, which is not only grounds for dismissal, but in some cases for criminal charges. It is extremely important that you understand that a number of the requirements of the Code if breached, will result in a fraud being committed and that such fraudulent behaviour is a serious matter.

Our expectations of you

All employees, directors, officers, contractors and suppliers (where under relevant contractual obligation) and controlled entities must adhere to the Code, regardless of location or role. Non-controlled joint ventures and minority interests are encouraged to adopt similar principles and standards.

Make sure you know the rules that apply to you and your work, and always apply them. Where differences exist due to local customs, norms, rules or regulations, the Code or local requirements need to be applied – whichever sets the higher standard of behaviour.

Zero tolerance for retaliation

BHP Billiton prohibits any form of punishment, disciplinary or retaliatory action being taken against anyone for raising or helping to address a business conduct concern. Retaliation is grounds for discipline, including dismissal.

If you have been retaliated against for raising a concern you should report it immediately.

The laws that govern our activities are often complex, but ignorance does not relieve you of an obligation to comply. If you have any questions, please seek advice.

Business conduct questions and concerns

Raising a business conduct concern protects BHP Billiton, our colleagues and our stakeholders.

If you think a decision or action does not reflect the Code and *Our Charter* values you have the right and responsibility to raise that concern. You do not need to be directly affected by an issue to raise it.

If you are unsure about interpreting the *Code of Business Conduct* or have concerns about how it is being applied, you can raise these in person, in writing or over the phone 24/7.



In person

Speak to your supervisor, manager or Human Resources representative



Email

business.conduct@bhpbilliton.com



Mail

BHP Billiton Business Conduct,
GPO Box 86 Melbourne, Victoria 3001, Australia



Facsimile

+61 3 9611 1056



Contact BHP Billiton EthicsPoint

BHP Billiton's EthicsPoint is a multi-lingual worldwide service designed to facilitate the resolution of business conduct queries and issues that are not raised and resolved locally. You may choose to remain anonymous when raising a concern through EthicsPoint.

EthicsPoint online

www.BHPBbusinessconduct.ethicspoint.com



EthicsPoint telephone

Australia/Asia

Australia	Free call 1800 423 473
China	Free call 1080 0610 0462
	Free call 1080 0261 1385
India	Free call 000 800 610 1130
Indonesia	Free call 001 803 61 159
Japan	Free call 0034 800 40 1212
Malaysia	Free call 1800 817 565
Pakistan	Direct 00 61 3 9639 1234
Singapore	Free call 800 616 7080

United Kingdom/Europe

Switzerland	Free call 0800 562 876
United Kingdom	Free call 0800 0015 314

Africa

Mozambique	Direct 00 61 3 9639 1234
South Africa	Free call 0800 998 230
Guinea	Direct 00 61 3 9639 1234
Liberia	Direct 00 61 3 9639 1234

Americas/Caribbean

Canada	Free call 1 844 297 4027
Chile	Free call 123 0020 1359
Colombia	Free call 01 800 915 5860
Trinidad and Tobago	Direct 011 61 3 9639 1234
United States	Free call 1 844 801 7783
Brazil	Free call 0800 892 3110

For the locations where a free call number is not available, a direct number has been provided that will incur minimal charges to connect to Australia. Connection usually takes a minute or two. The call will not incur any further charges once the connection is made.

The BHP Billiton Business Conduct Quick Test

If you are in doubt about whether you should speak up, try the Business Conduct Quick Test.



Values

Does it fit with the values in *Our Charter*?



Safety

Could it directly or indirectly endanger someone or cause them injury?



Law

Is it legal and in line with our policies and procedures?



Conscience

Does it fit with my personal values?



Newspaper

If the story appeared in the paper, would I feel comfortable with the decision?



Family

What would I tell my partner, parent or child to do?



Feel

What's my intuition or 'gut feel'? If it feels bad, then it probably is bad.

Feeling discomfort or difficulty when answering any of the questions in the Business Conduct Quick Test indicates that you should speak to someone about your concern.

Using the Code

As a BHP Billiton employee you are expected to understand the Code and apply it to your work every day. If you are unsure of how to apply the guidance, please speak up and ask.

Each section in the Code explains why a specified topic is important to our Company, our expectations of you and where you can go for further information or help. It provides simple examples of what is acceptable and not acceptable, along with real-life scenarios to help you understand how to apply the Code in a practical sense.

Regardless of your role, location or the level of decisions you make each day, you will find clear guidance on expected business behaviour within the Code. We all have a responsibility to work with integrity, respect and good judgement, as well as within the law.

Our expectations of you

When working for BHP Billiton you agree to uphold *Our Charter* values, the Code and the relevant GLDs, standards and procedures that apply to your work. If you are ever in doubt, please ask.

Many inappropriate actions occur because the person doesn't have the full information, doesn't understand the information or just wants to 'get the job done'. It is critical you understand the Code and how it applies to you. You should:

- take reasonable steps to ensure others who conduct business on behalf of BHP Billiton, including contractors, agents, consultants and business partners, do likewise;
- understand and meet all requirements within our GLDs, standards and procedures that apply to your work;
- raise all questions and concerns immediately;
- never encourage, allow or personally demonstrate retaliation for someone raising a concern;
- never ignore a breach or potential breach of the Code.

The Chief Executive Officer (CEO) is responsible to the BHP Billiton Board for the ethics and culture of our Company. We all have a responsibility to support the CEO in upholding a high standard of business conduct that we can all be proud of.

Our expectations of those who supervise

If you are a supervisor or manager you have an additional duty of care to understand your responsibilities in dealing with *Code of Business Conduct* concerns. Those who supervise others should also:

- Consistently demonstrate exemplary behaviour.
- Foster an inclusive culture where employees understand their responsibilities, feel comfortable and supported to raise concerns without fear of retaliation.
- Encourage and reward employees for demonstrating *Our Charter* values.
- Ensure GLDs, standards and procedures are accessible and understood.
- Embed the Code into existing processes, such as PEP, employment and supply contracts, induction and industrial agreements.
- Help people to understand the practical applications of the Code.
- Take or recommend appropriate action to address business conduct issues.
- Never ignore or dismiss a concern raised.



Where to go for help

- Supervisor or manager
- Human Resources representative
- Group Legal representative
- [EthicsPoint](#)



Tools and resources

- [Business Conduct GLD](#)

What happens when a business conduct concern is raised?

All queries about the interpretations and application of the Code will be treated seriously and respectfully and assessed in a timely manner.

If you raise a concern with your supervisor, manager, Human Resources representative or EthicsPoint, the course of action will depend on the nature and severity of the issue. If you are concerned about your Business's involvement, you can request that the matter is referred to Group Human Resources or Group Legal directly.

If you raise a concern through EthicsPoint you will be asked what Business you work for, the nature of the issue, who is involved, and what steps you have taken so far to address the issue. Your confidentiality will be respected.

In many cases, advice, support and guidance will enable you to resolve the issue yourself. If this is not possible or if it requires referral, mediation or investigation, you will be advised on the next steps, expected timeframes and the process for receiving feedback.

Our expectations of you

When you raise a concern, provide as much information as possible. Be as open and honest as you can as this will assist in a thorough and effective response.

You may choose to remain anonymous when raising a concern through EthicsPoint. It is preferable to provide your name and contact details in case further information, assessment or investigation is required.

Obligations of those responding to concerns

Employees who are responding to a concern are obliged to:

- treat all concerns seriously and, where possible, with confidence;
- respond to issues raised in a prompt and professional way;
- provide accurate information and advice consistent with the Code and our GLDs, standards and procedures, or seek the advice of experts with the right knowledge and objectivity;
- know where to go for further support or advice;
- report all concerns to their Human Resources representative for recording in EthicsPoint.



Some examples

Q I'm worried that my manager will find out and punish me if I contact EthicsPoint. Am I right?

A BHP Billiton prohibits any form of retaliation or victimisation being taken against someone raising a genuine concern. All allegations of retaliation will be fully investigated. Retaliation is grounds for disciplinary action, which may include dismissal. If you have any concerns about speaking up and are concerned about retaliation, you should speak to your Human Resources representative or contact EthicsPoint.

Q Peter has worked on-site for years. Lately, we have been so busy trying to reach our maintenance targets that I have noticed he sometimes doesn't bother to isolate equipment. I can't remember exactly what days he didn't do it, but am wondering if I should raise this anyway, given it could cause an incident. What should I do since I don't have all the specific details?

A Any safety breach should always be raised with your supervisor or manager immediately for further investigation. In this instance, Peter may be putting himself and the team in danger. Provide your supervisor with all the information you do have, so that the situation can be understood and addressed as quickly as possible. We all have a responsibility to make our workplace safe.

Breaches of the Code

Failing to comply with the Code is viewed as a serious matter that must be addressed and may lead to disciplinary action, including dismissal, and/or legal action.

Our supervisors and managers are held accountable for their own behaviour and also for the business conduct behaviour of their employees.

If a breach has occurred, the nature of any disciplinary or corrective action will be determined in consultation with appropriate experts, including Human Resources and Group Legal.

Corrective actions depend on the seriousness of the breach and other relevant circumstances.

Examples of disciplinary action include:

- discussions with supervisors or managers about desired behaviours;
- a verbal or written warning;
- suspension;
- dismissal.

An example of legal action may be the requirement to recover BHP Billiton assets.

Breaches which constitute criminal conduct may also result in criminal prosecution. If the breach includes a violation of the law, the matter may be referred to the appropriate law enforcement authorities.

Our expectations of you

Always abide by the Code, raise concerns promptly and fully cooperate with business conduct investigations.

In addition to failing to comply with the Code directly, misconduct which may result in disciplinary action includes:

- requesting others to breach the Code or *Our Charter* values;
- failing to raise promptly any known or suspected breaches;
- failing to cooperate in investigations of possible breaches;
- retaliating against another person for reporting a business conduct concern;
- failing to demonstrate leadership and diligence to ensure compliance with the Code, *Our Charter* and the law.



Some examples

Q I raised a concern in EthicsPoint last month, but nothing has happened. I'm really disappointed with the outcome. Why should I bother raising concerns in future?

A Each concern raised follows a process to analyse all available data. Some cases may take longer to investigate than others due to the need to gather extensive data. Due to privacy reasons, we cannot always fully update you on the exact outcome of a raised concern. If you think that the matter has not been addressed appropriately, you should again contact EthicsPoint to check on the progress of your initial concern.

Q A friend of mine was dismissed for a safety breach, but another guy I know was just given a warning. How is this fair?

A A safety breach or a potential breach is always treated seriously. Each case is treated on a case-by-case basis, the data available and past performance of individuals. While it may not look fair from your perspective, in each instance all information is considered using a fair, thorough and consistent process. This may include the consideration of information that is confidential or has not been disclosed to those not directly involved in the investigation.

2. Our people

Health and safety



Alcohol, drug
and tobacco use



Equality in
employment



Harassment
and bullying



Personal information
and privacy



Health and safety

Health and safety, social responsibility and environmental sustainability are crucial to maintaining a great place to work and our social licence to operate.

Safe operations depend on technically sound plant and equipment and on every person taking responsibility for preventing workplace-related injuries and illnesses.

We will only be successful when every employee and contractor goes home safe and well every day and lives a life free from illness caused by workplace exposures.

BHP Billiton is committed to achieving leading industry practice in health and safety. In all cases, we aim to meet or exceed applicable legal and other requirements as we believe all accidents and occupational illnesses and injuries are preventable.

Company-wide health and safety targets are set and performance against these targets is closely monitored, measured and reported on.

Our expectations of you

Across the organisation, health and safety practices are governed by GLDs, standards and procedures that apply to all employees.

For a safe workplace we can all enjoy, please be aware of all relevant GLDs, standards and procedures and adhere to them.

Managers are accountable for the implementation of these GLDs, standards and procedures and for ensuring that supporting systems are in place.

You must understand and follow site and Business health and safety requirements, and promptly report any circumstances that represent a threat to your safety or the safety of others.



Where to go for help

- Supervisor or manager
- Health, Safety and Environment representative
- Human Resources representative
- Group Legal representative
- [EthicsPoint](#)



Tools and resources

- [Environment GLD](#)
- [Safety GLD](#)
- [Health GLD](#)
- Refer to your site-based HSE plan

Health and safety



Always

- Know how to apply and always comply with our health and safety GLDs, standards and procedures and assist others to do the same.
- Identify, assess and take steps to control health and safety hazards associated with your work.
- Immediately stop any work that appears unsafe.
- Use the personal protective equipment required for the task you are performing and encourage others to do the same.
- Handle and dispose of all materials properly, safely and lawfully.
- Make sure you know what to do in the case of an emergency and that visitors are familiar with emergency procedures.
- Report to your supervisor or manager any accident, injury, illness, unsafe or unhealthy condition, incident, spill or release of material to the environment so that appropriate action can be taken.
- Give consideration to all complaints or warnings.



Never

- Undertake work unless you are trained, competent, medically fit and sufficiently rested and alert to do so.
- Undertake work when you may be influenced by alcohol or drugs (illegal, legal or prescribed).
- Use or tolerate threats, intimidation, harassment, bullying or violence at work.
- Bring weapons onto BHP Billiton premises, unless specifically and lawfully authorised to do so.
- Assume that someone else will report a risk or concern and that you therefore do not need to raise it.



Some examples

Q My supervisor told me we have to meet our new production targets and can only do so by breaking some of our safety procedures. What should I do?

A All of our safety procedures are necessary and must never be compromised. You should first consider raising your concerns with your supervisor. If you are uncomfortable doing this or are unsuccessful, you should discuss the matter with your two up manager or a Human Resources representative. If the matter remains unresolved contact EthicsPoint.

Q I have been called to service a broken down water truck, which I know will take several hours to repair. With the adjacent haulage road now dry, the area is very dusty and known to contain silica. I know the policy is to always wear a respirator under such conditions, but my truck has run out of disposable respirators. My supervisor indicates that the service is urgent, with no time to return to base to get replacement respirators. What should I do?

A This is a breach of our *Health* GLD, standards and processes, which are in place to protect you against potential health and safety risks. Explain to your supervisor that you cannot drive down the road in your current truck as it has no respirators on board. Work with your supervisor to discuss alternative options. If you are unable to resolve the matter with your supervisor, contact your two up manager or a HSE representative. If you are unable to contact either of these parties or resolve the issue, please don't start repair works until you have your respirators.

Alcohol, drug and tobacco use

Our Charter value of Sustainability identifies that we put health and safety first. Therefore, all BHP Billiton workplaces are to be free from the use of alcohol and illegal drugs and the misuse of other substances.

We are committed to providing our employees with a safe and healthy work environment and therefore expect all employees, contractors and visitors to any of our workplaces to be able to function at an acceptable level of performance and not to be affected by alcohol, legal or illegal drugs.

Alcohol must not be offered or consumed at any BHP Billiton workplace without prior approval. Approval is required for a 'wet mess' or to provide alcohol at an event in a designated area on-site. We also prohibit smoking in our buildings. At some workplaces, smoking is permitted in designated smoking areas.

The possession or use of illegal substances at BHP Billiton workplaces, functions or in conjunction with BHP Billiton business is strictly prohibited.

Alcohol and drug dependency is recognised by BHP Billiton as an illness. An employee with a dependency on drugs or alcohol should be treated in the same way as an employee with any other illness.

Our expectations of you

Always follow the *Code of Business Conduct*. If you consume alcohol at a 'wet mess' or an authorised designated area, or off-site during a workday or rostered period, you must not return to work until the next work day or the next rostered work period, or until you are fully fit for work.

To prevent passive smoking and prevent smoke entering work areas, a designated smoking area must be clearly defined, sealed off from adjacent areas and adequately ventilated. You should only smoke in these areas.

All people on-site should be alcohol and drug free. Therefore, all employees and visitors to BHP Billiton workplaces may be subject to drug and alcohol testing.

If you have a drug or alcohol dependency you are expected to seek help and undertake appropriate rehabilitation treatment.



Where to go for help

If you need support to address an alcohol or drug dependency or if you are concerned about a colleague, speak to your:

- Supervisor or manager
- Employee Assistance Program
- Human Resources representative
- [*EthicsPoint*](#)



Tools and resources

- [*Health GLD*](#)
- Refer to your site-based drug and alcohol program

Alcohol, drug and tobacco use



Always

- Report to work fit and ready to carry out assigned work.
- Recognise and take action on the early symptoms of a dependency condition in yourself or someone you supervise.
- Treat matters of dependency with respect and confidence. Raise concerns with your supervisor, manager or your Human Resources representative.
- Follow the notification requirements of your Business' alcohol and drug program if you are taking prescribed drugs or receive medical treatment for any dependency that has the potential to affect your ability to safely do your job.
- Advise your supervisor or manager if you have any doubts about your fitness to work.
- Cooperate with BHP Billiton drug testing programs.



Never

- Undertake work (including driving to and from work and attending work functions) when you are impaired by alcohol or drugs (illegal, legal or prescribed).
- Consume or offer alcohol to others at a BHP Billiton site or office except at a 'wet mess' or at an approved event.
- Possess, use or transfer illegal drugs or substances at a BHP Billiton site or office.
- Smoke at a BHP Billiton site or office except as permitted in a designated smoking area.
- Ignore substance abuse.



Some examples

Q I have been taking prescribed medication for a personal health concern that I have been working through. After speaking to my doctor, she said the medication should not affect my role. Do I need to advise my supervisor of my medication?

A You need to understand and comply with your Business' alcohol and drug program. If you in any way feel that your fitness for work may be impaired as a result of either your personal health concern or your prescription medication you must advise your supervisor or manager.

Q I am really looking forward to this year's Christmas party with the team. We have all been working very hard and it will be a good opportunity to have some fun together. I know we have zero tolerance for alcohol at work, but I plan to have a few drinks as the party is off-site. Is that OK?

A Christmas parties are a great opportunity for teams to celebrate their achievements during the year. If you are returning to a work site or office after the party then you must not consume alcohol. If you are not returning to work after the event then you may consume alcohol, but be mindful of getting home safely. You should maintain a responsible level of behaviour and respect for others. Always consider your personal reputation and the reputation of the Company.

Equality in employment

We are committed to developing and maintaining a diverse and inclusive workplace where every employee is treated fairly and with respect, has the opportunity to realise their full potential and contribute to our Company's success.

Employment, development opportunities and promotion at BHP Billiton are offered and provided on merit.

All employees and applicants for employment will be treated and evaluated according to their job-related skills, qualifications and capabilities. Decisions based on attributes unrelated to job performance, such as race, gender, sexuality or family responsibilities, constitute unlawful discrimination and are prohibited.

In some countries we are required to comply with legal obligations that are designed to redress historical issues of inequality and employment imbalance. For example, in South Africa BHP Billiton operates under Black Economic Empowerment legislation.

Where local laws may conflict with our Company standards, local managers are required to provide clear instructions to employees regarding acceptable behaviours and the application of laws. BHP Billiton will seek to meet both its Company standards and legal obligations. Where this is not possible, the law will take precedence.

Our expectations of you

Together, you and your supervisor or manager are responsible for ensuring that you:

- know what is required of you in your job;
- have open, constructive performance discussions;
- are supported to develop your work-related capabilities;
- are treated fairly, with respect and dignity and without discrimination.



Where to go for help

- Supervisor or manager
- Human Resources representative
- Group Legal representative
- [EthicsPoint](#)



Tools and resources

- [Human Resources GLD](#)

Equality in employment



Always

- Demonstrate fairness and respect in all your dealings, consistent with *Our Charter*.
- Ensure employment-related decisions, including recruitment, promotion, training and development, compensation and termination of employment are based only on merit and business considerations.
- Understand and act in accordance with local legislation and cultural considerations that may impact workplace decisions and actions.
- Respect the human rights of our employees, contractors and business partners.
- Speak up to your Human Resources or Group Legal representative if you have any questions about the application of laws.
- Report any evidence of child or forced labour or the inhumane treatment of employees in our operations or those linked to our Company directly to your supervisor, manager or Human Resources representative.



Never

- Tolerate unlawful discrimination of any type.
- Make decisions based on attributes unrelated to job capabilities or performance.



Some examples

Q I am recruiting for a job that involves a lot of travel. One candidate is a single parent and despite having excellent experience and qualifications, I don't believe they will be able to cope with all the travel. Should I just interview the candidate as a courtesy or exclude the candidate from the list now?

A By making this assumption you are violating our Code and, in many locations, possibly breaking the law. You must not discriminate or make assumptions about candidates based on personal attributes such as their family responsibilities. At BHP Billiton everyone is provided an equal opportunity for employment and hiring decisions are based on merit. In this instance you must give all candidates information regarding the travel requirement of the role. The decision whether they can meet this requirement must be made by the individual.

Q Jenny has just been promoted as a supervisor in our team and I am pretty sure that she got that role because her brother is a superintendent on-site. Is it fair that she got the job when there are others who seem more experienced?

A All promotions are based on merit, including demonstrated skills, performance, experience, behaviours and attitudes, and are supported by succession planning. All candidates are also able to seek and receive feedback on their applications. Any concerns about the recruitment process should in the first instance be raised with your Human Resources representative.

Harassment and bullying

BHP Billiton does not tolerate any form of harassment or bullying in any of our workplaces. *Our Charter* values support a culture where we treat people fairly, respectfully and with dignity.

Harassment is an action, conduct or behaviour that is viewed as unwelcome, humiliating, intimidating or offensive by the recipient. Bullying is repeated verbal, physical, social or psychological abuse by a person or group of people at work.

Harassment and bullying are illegal in many countries and may lead to penalties for individuals and for BHP Billiton.

Workplace harassment and bullying should not be confused with constructive feedback or coaching on work performance or work-related behaviour of an individual or group for development.

Our expectations of you

You must never engage in actions or behaviours that involve harassment or bullying.

You are expected to be inclusive, collaborative and supportive. It is important that you consider the implications of your behaviours, and support your colleagues to speak up and raise concerns.

BHP Billiton is governed and abides by each country's laws and regulations regarding the fair and proper treatment of others. Always be aware of cultural considerations and demonstrate respect, particularly when travelling to different operations or countries.



Where to go for help

- Supervisor or manager
- Human Resources representative
- Group Legal representative
- [EthicsPoint](#)
- Employee Assistance Program



Tools and resources

- [Human Resources GLD](#)

Harassment and bullying



Always

- Treat everyone with respect and dignity in line with *Our Charter* values.
- Speak up if you are uncomfortable or upset with someone's comments or behaviours, and talk it through.
- Be prepared to adapt your own behaviour in response to feedback or when considering cultural considerations of another operation or country.
- Feel comfortable speaking up, even if the behaviour is not directed at you.
- Encourage and insist on a workplace free of harassment and bullying.



Never

- Behave in a way that is offensive, insulting, intimidating, malicious or humiliating.
- Make jokes or comments about a person's race, gender, ethnicity, religion, sexual preference, age, physical appearance or disability.
- Assume acceptable behaviours are the same for every culture.
- Engage in sexual harassment.
- Distribute or display offensive material, including inappropriate pictures or cartoons.
- Use BHP Billiton resources to distribute offensive materials.



Some examples

Q At yesterday's team meeting, a member of my team, Dave, asked a question and our boss responded by saying that it was the type of stupid question that he would expect from Dave. It's not the first time I have witnessed this. I'm not sure how Dave felt, but the comment made me feel uncomfortable. I told my wife last night, but she suggested that it wasn't really any of my business. What should I do?

A If the comment by Dave's boss made you feel uncomfortable then there is a reasonable chance it made Dave feel uncomfortable too. If it feels appropriate to do so, take Dave aside and ask him how he felt about the situation, sharing that you thought it was inappropriate behaviour. Encourage Dave to speak to his boss, his two up manager, his Human Resources representative or to contact EthicsPoint. You also have a responsibility to report the matter. You should also speak to your two up manager, HR representative or contact EthicsPoint. We all have a responsibility to uphold our Code and you don't have to be personally impacted to report what you see.

Q My manager constantly moves my deadlines causing me to work long hours, speaks to me in a condescending manner when other people are not around and generally disregards my input. I'm feeling really anxious. What should I do?

A Our people are our Company's most important asset and it is critical that they feel respected and engaged. If this behaviour is making you feel anxious, it is important that you first consider raising your concern with your manager. If you are not comfortable to do this or the discussion does not resolve the matter, speak with your two up manager or a Human Resources representative. You can also contact your local Employee Assistance Program (EAP) for support.

Personal information and privacy

We respect your personal information and privacy, and expect you to respect the personal information and privacy of others.

BHP Billiton will only collect, use, disclose and retain personal information that is necessary to meet business requirements, as permitted by law in places where we operate.

Personal information means any information which could identify an individual, either from that information alone or in combination with other information which is reasonably likely to come into the possession of BHP Billiton.

Personal information will be collected in a lawful and fair manner and in a way which is not unreasonably intrusive. We will not use or disclose such information in a manner that is incompatible with the purpose for which it was collected, except as permitted by law.

To the extent permitted by law, BHP Billiton reserves the right to monitor or audit employee use of its information systems, and access electronic communications or information stored on systems, devices or equipment for maintenance, business needs or to meet a legal or policy requirement.

Our expectations of you

It is important you understand our standards and procedures on personal information and privacy.

If you have any doubts about the handling of personal information, consult your Group Legal representative.

Information on our computers and within emails may be accessed for legal or other reasons. If you do not want others to read an email, reconsider sending it.

Always treat the personal information and privacy of others with respect.



Where to go for help

- Supervisor or manager
- Group Legal representative
- [EthicsPoint](#)



Tools and resources

- [Information Management – Services GLD](#)
- [Information Management – Security GLD](#)

Personal information and privacy



Always

- Collect personal information directly from the individual concerned where reasonable and practical.
- Comply with all legal requirements that apply to the collection, use, disclosure and retention of personal information.
- Only collect, use, disclose and retain personal information that is necessary for legitimate activities and functions.
- Use personal information in a way that is consistent and compatible with the purpose for which it was collected, unless otherwise approved by the relevant individual.
- Utilise safeguards to help protect personal information against such risks as loss or destruction or unauthorised access, or the use, modification or disclosure of personal information.
- Ensure that personal information is not retained longer than legally required or necessary to meet the business reason for which it was collected.
- Maintain the accuracy of personal information.
- Check the legal requirements applying to personal information applicable to your region.



Never

- Access personal information unless you have appropriate authorisation and a clear business need.
- Provide personal employee information to anyone inside or outside of BHP Billiton without proper authorisation.
- Conduct reference or security checks without proper authorisation or the consent of the individual.
- Move personal information between various BHP Billiton legal entities or outside the country of origin without checking on the correct process. Speak to Group Legal if you are unsure.



Some examples

Q I received a phone call from someone I didn't know. They said they had a meeting with an employee, but that they were running late and wondered if I could just pass on the employee's contact details. What should I do?

A Employee contact information is confidential and should not be provided to an external party. Providing this information could be a breach of privacy laws. You should ask the caller if you could pass on a message to the employee yourself.

Q I've recently changed my address and phone number, but haven't informed anyone at BHP Billiton. Is this a problem?

A BHP Billiton is required by law to keep your personal information accurate and up to date to ensure that you or your next of kin can be contacted in an emergency. It is your responsibility to inform us of any changes to your personal information as soon as possible. You can do this through the Portal or by providing the information to your supervisor or manager.

3. Governments and communities

**Respecting
human rights**



**Working with
governments**



**Political
contributions
and activities**



Corruption



**Engaging with
our communities**



Environment



Respecting human rights

BHP Billiton supports human rights consistent with the United Nations Universal Declaration of Human Rights. We seek to build mutually beneficial relationships and opportunities for inclusion and to respect the rights of our employees and individuals contracted by us, members of our host communities and other stakeholders directly impacted by our operations.

We believe that our contribution to development and community programs can further contribute to the realisation of human rights.

We acknowledge our activities have the potential to impact on human rights and address this through our core business practices. This includes labour conditions, activities of security forces, resettlement and local community programs.

Our *Community* GLD is based on the UN Guiding Principles on Business and Human Rights.

We engage with communities and seek to understand the social, cultural, environmental and economic implications of our activities so that we can respond to concerns, reduce negative impacts and optimise benefits for the local community and the overall economy.

We undertake a human rights impact assessment at our assets to identify and understand our potential impacts and implement management plans to mitigate or eliminate them. We also have local complaints and grievance channels in place and undertake appropriate remedial actions where required.

We recognise the traditional rights of Indigenous peoples and acknowledge their right to maintain their culture, identity, traditions and customs. We encourage cultural sensitivity and recognise and respect sites, places, structures and objects that are culturally or traditionally significant.

Our commitment

BHP Billiton commits to the International Council of Mining and Metals (ICMM) Position Statement on Indigenous Peoples and Mining for engaging with Indigenous peoples in relation to new operations or major capital projects that are located on lands traditionally owned by, or under customary use of Indigenous peoples, and are likely to have significant adverse impacts on Indigenous peoples.

Our commitment is satisfied by the completion of host government processes or compliance with domestic laws where they are generally consistent with the principles of the ICMM Position Statement, including jurisdictions that follow International Labour Organisation Convention No. 169.

We are committed to maintaining the safety and security of our operations in a manner that upholds respect for human rights. Our security procedures are consistent with our commitment to the Voluntary Principles on Security and Human Rights.

Private security providers engaged by BHP Billiton must be signatories to, or agree in writing to align with, the International Code of Conduct for Private Security Service Providers. Written advice is given to our security providers outlining our commitment to the Voluntary Principles and our expectations of security providers.

If resettlement is required, it is undertaken in accordance with the International Finance Corporation Performance Standard 5: Land Acquisition and Involuntary Resettlement.

We have human rights related zero-tolerance requirements for suppliers of goods and services, including in relation to child labour, inhumane treatment of employees and forced or compulsory labour.



Where to go for help

- Supervisor or manager
- Human Resources representative
- Group Legal representative
- Corporate Affairs representative
- [EthicsPoint](#)



Tools and resources

- [Security and Emergency Management GLD](#)
- [Environment GLD](#)
- [Community GLD](#)
- [Human Resources GLD](#)
- [Supply 'Source to Contract' GLD](#)

Respecting human rights



Always

- Consider the human rights implications of all our Company activities.
- Be prepared to adapt your behaviour according to local behaviours, practices and customs, providing it does not breach human rights or *Our Charter*.
- Report evidence of any human rights breach to your Corporate Affairs or Human Resources representative.
- Investigate human rights concerns and complaints and report outcomes to relevant stakeholders.
- Undertake due diligence on our partners and contractors to assess their alignment with human rights.



Never

- Employ public or private agencies to provide security to a BHP Billiton site without confirming their compliance with the requirements and intent of the Voluntary Principles on Security and Human Rights.



Some examples

Q I'm aware that the local Indigenous community has strong connections to the land on which we operate and yet there does not seem to be any active engagement to ensure their significant sites are effectively identified and managed. I raised this with my team and they seem to think that they don't need to worry about it. Is this correct?

A All of our assets must implement a framework for identifying, documenting and managing aspects of cultural significance. You should raise your concerns with your supervisor or manager or contact EthicsPoint.

Q I work at a site where there are people from different cultural backgrounds. I sometimes hear derogatory terms and nicknames used towards these individuals. When I've raised this with my supervisor they told me that it's just a bit of fun and I'm overreacting. What should I do?

A This type of behaviour is not acceptable. At BHP Billiton we value diversity and inclusion and treating people in a respectful manner. Every employee is responsible for ensuring they consider the implications of their behaviour at all times and take corrective steps as required. You should first consider raising your concerns with your supervisor. If you are uncomfortable doing this or are unsuccessful, you should discuss the matter with your two up manager or a Human Resources representative. If the matter remains unresolved contact EthicsPoint.

Working with governments

BHP Billiton respects the authority of governments wherever we conduct business.

We will maintain honest relationships with governments and their agencies, officials and personnel.

Our ability to conduct business is directly affected by government decision-making, and it is important we have open and constructive relationships with governments.

BHP Billiton regularly shares information and opinions with governments on issues that affect our operations and on our industry generally.

Such exchange of information and opinions is essential to enable informed decision-making by both governments and BHP Billiton.

Our expectations of you

If you provide information to governments on behalf of BHP Billiton, you must ensure that all information is accurate and appropriate for the purpose. Errors or omissions may damage BHP Billiton's reputation and could be illegal.

If you are required to make representations on behalf of BHP Billiton on government matters and with government officials, you must comply with all applicable laws and regulations, and advise Group Corporate Affairs.



Where to go for help

- Supervisor or manager
- Group Corporate Affairs
- Group Legal representative
- [EthicsPoint](#)



Tools and resources

- [Corporate Affairs, Investor Relations and Brand GLD](#)
- [Anti-corruption GLD](#)
- [Community GLD](#)

Working with governments



Always

- Be truthful, accurate, cooperative and courteous when dealing with government officials.
- Consider potential corruption risks when dealing with government officials.
- Stand firm against possible corruption.



Never

- Authorise, offer, give or promise anything of value directly or indirectly to a government official to influence official action.
- Attempt to obstruct the lawful collection of information, data, testimony or records by appropriately authorised government or regulatory officials or hinder the lawful and proper provision of such information by another employee.
- Take action against anyone who lawfully and properly cooperates with government agencies.
- Accept information about a government's competitive selection of a supplier or competitor's bid or proposal (unless the government has specifically and lawfully authorised the release of the information).



Some examples

Q You have received a couple of corporate tickets to a high profile sporting event. You are also waiting for approval for an important licence extension for one of our operations and know that a government official involved in the approval supports one of the sporting teams. Can you invite the government official to the event?

A You should not offer tickets to the government official during this period, because to do so causes a conflict of interest for the official and may be a breach of our *Anti-corruption GLD*. The government official needs to make a decision regarding the licence and should not be influenced, or be seen to have been influenced, by any person associated with our organisation.

Q I attended a local fundraising event for a pro-business political candidate who generally has a favourable view of BHP Billiton. Can I have this expense reimbursed by the Company?

A You cannot have the expense reimbursed by the Company. Our approach to corporate participation in political activities is straightforward and applies globally: we will not make political contributions in cash or in-kind anywhere in the world. As an individual, you are free to support the political candidate of your choice, provided you make it clear that in doing so you are not representing BHP Billiton.

Political contributions and activities

BHP Billiton's approach to corporate participation in political activities is straightforward and applies globally: we will not make political contributions in cash or in-kind anywhere in the world.

We do not contribute funds to any political party, politician, elected official or candidate for public office in any country. It is acceptable for BHP Billiton to express our views to governments on subjects that affect the Company's interests and operations. This must be done in a way that demonstrates high standards of ethics and complies with the law.

Activities that require registration and approval in advance include:

- paying for tables at functions or events sponsored by or associated with any political party, politician or political candidate. For example, a political party business observer program;
- sponsoring research by 'think tanks' affiliated or linked to political parties;
- being involved with any event organised by or on behalf of a political party for which a fee is paid.

Examples of prohibited political activities or contributions include:

- sponsorship or hosting of functions or events organised by or associated with a political party, politician, elected official or candidate for public office with the purpose of raising funds;
- free or discounted use of BHP Billiton's premises or equipment as an in-kind donation to a political party;
- paying wages or salaries (including on-costs) of a BHP Billiton employee working for a party or candidate during normal working hours (but not if the employee takes paid leave to work for the party or candidate).

Our expectations of you

You may participate as an individual in political processes provided it is understood, and made clear, that in doing so you are not representing BHP Billiton.

You may also be involved in events or activities organised by a political party, politician, elected official or candidate for public office provided that:

- your involvement is for business briefing purposes only;
- the activity is formally registered with and approved in advance by your Corporate Affairs representative and pre-approval is obtained in accordance with BHP Billiton's *Anti-corruption* GLD.

We recognise employees' rights and respect their choices to participate as individuals in the political process. You will need to apply for leave if you are running for office or carrying out the duties of public office during normal working hours.

Such participation, including contributions of time and money, must be conducted entirely on your own account and your political opinions must not be presented as being those of BHP Billiton.



Where to go for help

- Supervisor or manager
- Corporate Affairs representative
- Group Legal Compliance representative
- [*EthicsPoint*](#)



Tools and resources

- [*Corporate Affairs, Investor Relations and Brand* GLD](#)
- [*Anti-corruption* GLD](#)

Political contributions and activities



Always

- Conduct business dealings on behalf of BHP Billiton with any political party, politician, elected official or candidate for public office in any country in accordance with the Code and all applicable laws and regulations relating to anti-corruption and corporate participation in public affairs.
- Seek appropriate approvals for involvement in any business-related event or activity organised by or on behalf of a political party or candidate and be transparent when undertaking such activities.
- Be mindful of BHP Billiton's reputation and how the public would perceive your actions when engaging with government officials.
- Make it clear that you are speaking on your own behalf and not on behalf of BHP Billiton.
- Discuss with your supervisor or manager in advance if you plan to seek or accept a role in public office. If this could give rise to a conflict of interest, you must document this in writing.



Never

- Make a cash or in-kind contribution or incur expenditure using a BHP Billiton account to any political campaign, political party, political candidate, elected official or any of their affiliated organisations.
- Use or allow others to use any BHP Billiton assets or resources for any political campaign, political party, political candidate, elected official or any of their affiliated organisations.
- Use charitable donations as a substitute for a political payment.
- Use your position in BHP Billiton to try to influence another person to make political contributions or provide support to any political party or politician.



Some examples

Q I'm at a party and people are discussing climate change and asking me what BHP Billiton's position is on climate change. What should I do?

A While you should not seek to respond on behalf of BHP Billiton, you can refer people to the BHP Billiton website for more detailed information on our climate policy. If you are familiar with the key points of that policy, you are free to highlight those – but still encourage people to check the website. If you have personal views on climate change, or any other public policy issue, you are of course free to express those – but it is important to ensure that you flag that these are your personal views, and not seek to speak on behalf of BHP Billiton.

Q There's a local barbecue for a political event and the organisers have asked if they could set up their marquee on a piece of land owned by our Company. We won't be supporting the event in any other way, just allowing them to set up their marquee on our land. Is that OK?

A The Code clearly states we cannot use our assets or resources for political campaigns or political activities. You will have to advise the party that they will need to find an alternative location for their event.

Corruption

Compliance with anti-corruption laws is essential to protect BHP Billiton's reputation and to preserve our social licence to operate.

Corruption misallocates resources, reinforces poverty, undermines the integrity of government and community decision-making and wastes opportunities that arise from resource development. Corruption is also a criminal offence under laws that apply to BHP Billiton worldwide. These laws also prohibit bribery of individuals in a position of trust, such as employees or officers of our suppliers and customers or some community leaders.

In keeping with local and international anti-corruption laws, we prohibit authorising, offering, giving or promising anything of value directly or indirectly (via a third party) to a government official to influence official action, or to anyone to encourage them to perform their work disloyally or otherwise improperly.

We must also take care that third parties acting on our behalf do not violate anti-corruption laws, since this may result in criminal liability for BHP Billiton.

Anti-corruption laws also require that all transactions are recorded accurately and in reasonable detail in BHP Billiton's books and records. Transactions which are recorded inaccurately or in a way that conceals the true nature of the transaction are impossible to monitor and may give rise to suspicion that the transaction is improper.

Facilitation payments are prohibited by BHP Billiton in line with the anti-corruption laws of most countries. Requests for facilitation payments must be reported to your supervisor or manager and Group Legal Compliance immediately.

The health and safety of our employees is our highest priority. If a payment has to be made as a result of a direct or associated imminent threat to the health or safety of any BHP Billiton employee, agency contractor or officer, or any accompanying person, it must be reported to your supervisor or manager and your Group Legal Compliance representative immediately.

A breach of anti-corruption laws is a serious offence, which can result in fines for both BHP Billiton and employees and the imprisonment of employees. Even the appearance of a breach of these laws can have a serious reputational impact on the Company. A breach of our anti-corruption requirements is also a serious offence, which can result in disciplinary action, including dismissal.



Where to go for help

Any concerns regarding anti-corruption must be reported immediately.

- Group Legal Compliance representative
- [EthicsPoint](#)
- Supervisor or manager
- Human Resources representative



Tools and resources

- [Anti-corruption GLD](#)
- [Community GLD](#)

Corruption

Our expectations of you

Ensure you read and understand our anti-corruption requirements and their importance. Our policies and procedures require pre-approval before:

- offering certain things of value to an external person;
- engaging a supplier who will interact with others on our behalf;
- offering to undertake a community donation or project;
- offering to provide sponsorship of an event.

When offering or providing anything of value to an external person, all of the following criteria must be met:

- It must be offered or provided only for a legitimate business purpose.
- It must not be offered or provided to influence or reward action taken by a government official or to anyone to perform work duties disloyally or otherwise improperly, or reward that person for doing so, taking into consideration any other things of value given to the recipient in the previous six months.
- It must be of an appropriate value and nature considering local custom and law, the position of the recipient and the circumstances.
- It must not be capable of causing embarrassment to BHP Billiton if publicised.

Any proposed thing of value must also be legal under local laws.



Always

- Obtain prior authorisation as required before offering, promising or giving anything of value, including sponsorships, community donations and community development projects.
- Obtain pre-approval as required before engaging business partners and conduct due diligence as directed.
- Ensure all expenditures are recorded accurately and in reasonable detail in BHP Billiton's books and records.
- Immediately report any corruption concerns so that appropriate action can be taken.



Never

- Authorise, undertake or participate in schemes which give an improper benefit, kickback or secret commission to anyone.
- Offer, promise or give a per diem (a daily allowance for expenses), cash or cash equivalent payment of any kind to a government official, unless prior authorisation is received.
- Establish a hidden or incorrectly recorded fund for prohibited payments.
- Personally pay for a gift, hospitality or other thing of value in order to avoid complying with BHP Billiton GLDs, standards and procedures.



Some examples

Q My manager and I have identified that we need to build a closer working relationship with officials in the local office of the ministry of mines and improve their understanding of our local operations. The officials mention that they have got to know people at other companies in the area when the companies fly them to the capital city for a sporting event, dinner at a nice restaurant and a night in a nice hotel. Is this appropriate?

A Providing flights, accommodation and entertainment may constitute an attempt to influence the officials improperly and should not occur in these circumstances. Improving the officials' understanding of our operations is a legitimate business purpose and could be achieved by a site tour at our local operation. Pre-approvals will be required under our *Anti-corruption* GLD and your Group Legal Compliance representative can advise you on what arrangements would be appropriate.

Q I speak regularly with a government official who is responsible for making decisions that will affect BHP Billiton. After one meeting he pulls me aside and asks if I could help his son get into a school in the United States. He needs a letter from BHP Billiton inviting his son to undertake work experience with our organisation in the United States so that his son can get a visa. He asks if I could use my United States bank account to pay the deposit to the school with a promise to pay me back. I would like to help him out as a friend and do not plan to seek reimbursement from BHP Billiton. What should I do?

A If you provide assistance with visas and school admission you are providing something of value to the government official. Given the official is currently making decisions which will affect BHP Billiton this could be a breach of anti-corruption laws and should not occur in these circumstances. Further advice is available from Group Legal Compliance.

Engaging with our communities

Our ability to build relationships and work collaboratively and transparently with our host communities is critical to our long-term success. BHP Billiton aims to be valued and respected by the communities in which we operate.

We build relationships with our communities by engaging regularly, openly and honestly with people affected by our operations and by taking their views and concerns into account in our decision-making.

We understand that our business can impact local communities both positively and negatively, either through our own activities or as a result of our business relationships with other parties. We seek to work with relevant stakeholders to identify and address concerns and expectations and to maximise potential opportunities from our Company.

We respect human rights, which means identifying and understanding any potential or actual adverse impacts of our operations on the rights of others and planning to eliminate or reduce them. We implement prevention, mitigation and, where appropriate, remediation processes.

We operate local level community complaints and grievance processes to acknowledge, investigate and document community concerns and complaints.

Community investment

Community-based activities and programs are undertaken at various stages of our projects. These activities and programs are designed to improve the quality of life of the people in the communities where we operate in a sustainable way.

While the majority of our community development projects are in countries where we have operations, it is acceptable to implement a community development project in regions where we do not currently have operations.

In such cases, particular care must be taken with their implementation so as to avoid a situation where undue influence could be alleged. If you are unsure, guidance can be sought from your Corporate Affairs representative and Group Legal Compliance representatives.

In all cases, community development projects and donations should be approved in accordance with applicable BHP Billiton standards and operate according to documented, approved and transparent procedures.

Our expectations of you

If you are responsible for community development projects or donations, you need to read and understand our *Community GLD*. This includes the conduct of appropriate due diligence before engaging any partner or agency to implement a program. This will ensure the organisation is reputable, aligned with the Code and has appropriate governance processes.

When accepting an international assignment, or if your job involves business dealings with other countries, you should always be aware of and understand the norms, laws and customs of those countries. As ambassadors for BHP Billiton, you must ensure that your behaviour always reflects positively on your own reputation and BHP Billiton.

Employees and contractors who engage with Indigenous peoples from a host community are required to undertake cultural awareness and competency training, which has been developed and delivered in consultation with Indigenous peoples.

Advice should always be sought from local management on questions about particular actions, words, customs and local practices.



Where to go for help

- Supervisor or manager
- Corporate Affairs representative
- Group Legal Compliance representative
- [EthicsPoint](#)



Tools and resources

- [Community GLD](#)
- [Corporate Affairs, Investor Relations and Brand GLD](#)
- [Anti-corruption GLD](#)
- [Supply 'Source to Contract' GLD](#)

Engaging with our communities



Always

- Respect the cultures and varying business customs of the communities and countries in which we operate, providing they do not conflict with the Code or the law.
- Seek to identify and consider the concerns and expectations of all stakeholders, especially those most affected by our operations and take their views into account in decision-making.
- Investigate concerns and complaints and report outcomes back to relevant stakeholders.
- When committing to a community development project or donation required for a tenement ensure:
 - there are clear and distinguishable obligations in the lease agreement;
 - there are appropriate governance arrangements and contractual protections in place;
 - the contributions do not inappropriately benefit any government official or close relative of a government official;
 - the Community Development Project or Donation Anti-corruption Form is authorised.



Never

- Offer, promise or participate in a community development project or donation to inappropriately influence anyone, including a government official.
- Intentionally favour individuals from one political, religious or ethnic group on the basis of their membership of that group. The exception is when such action supports a BHP Billiton approved or legally required program of positive discrimination (for example, to assist historically disadvantaged groups in the community).
- Contribute to any religious organisation for religious purposes on behalf of BHP Billiton.
- Provide a financial contribution to an individual/group of individuals, except for educational scholarship programs which have been approved by BHP Billiton.
- Implement a community development project that will intentionally, or likely replace, take over or destabilise the authority of any level of government (based on an assessment of the circumstances at the time of the decision to invest).



Some examples

Q Our community team has decided to fund major renovations at a skills development centre in a remote Indigenous community. I have seen a media report suggesting that one of the Indigenous leaders that we negotiate with on access rights to Indigenous land is part-owner of the skills development centre. I do not want to interfere in their area and I'm not sure I have any basis for suggesting they are doing something wrong. What should I do?

A Unfortunately even well intentioned community projects can sometimes provide a personal benefit to government officials or people in a position of trust (such as Indigenous leaders) in order to influence their actions in those roles. This is illegal under anti-corruption laws. This may or may not be the case in this situation, but the issue should be reported and reviewed by Group Legal Compliance or reported in EthicsPoint.

Q My asset is proposing to support the renovation of a local church. The asset is based in a highly multicultural environment and there are already tensions between various religious groups. I'm worried that our support for the renovation could create issues for the Company and our employees by appearing to favour one religion over another. What should I do?

A The Company's approach to community investment specifically excludes contributions to any religious organisation for religious purposes, as they may be considered socially exclusive. You should first consider raising your concerns with your supervisor. If you are uncomfortable doing this or are unsuccessful, you should discuss the matter with your two up manager or a Human Resources representative. If the matter remains unresolved contact EthicsPoint.

Environment

Our Charter value of Sustainability reminds us to put health and safety first, to be environmentally responsible and support our communities. We demonstrate environmental responsibility by minimising environmental impacts and contributing to long-term benefits to biodiversity, ecosystems and other environmental resources.

Our approach to environmental management is based on the identification, assessment and control of risks across all phases from exploration to development, operation and closure.

We aim to avoid or minimise and rehabilitate our environmental impacts. Where impacts remain, we implement compensatory actions to address impacts to biodiversity and ecosystems. In addition to our direct environmental management actions we pursue opportunities in conservation, to deliver lasting environmental benefits.

We accept the Intergovernmental Panel on Climate Change conclusions that warming of the climate system is unequivocal, the human influence is clear and physical impacts are now unavoidable. Limiting climate change will require substantial and sustained reductions of greenhouse gas (GHG) emissions. We recognise our responsibility to take action by focusing on reducing our emissions, building our resilience to physical climate impacts, investing in low emissions technologies and working with others to enhance the global response to climate change.

Our expectations of you

You must understand the potential environmental impacts of the tasks you perform and look at ways you can avoid and minimise these impacts, including GHG emissions. Where actual or potential environmental incidents or spills occur you must report these, irrespective of severity.

If you have a suggestion as to how BHP Billiton can contribute to enduring environmental benefits discuss them with your supervisor or manager.



Where to go for help

- Supervisor or manager
- Health, Safety and Environment representative
- Human Resources representative
- Group Legal representative
- [*EthicsPoint*](#)



Tools and resources

- [*Environment GLD*](#)
- [*Sustainability Report*](#)

Environment



Always

- Comply with BHP Billiton's *Environment* GLD and related standards and procedures.
- Identify, assess and take steps to minimise environmental impacts associated with your work.
- Identify and report opportunities to reduce GHG emissions, including improving energy efficiency.
- Immediately stop any work that may contribute to a significant environmental or community incident.
- Report to your supervisor or manager any actual or potential impact to the environment or communities from an accident, incident, spill or release of material so that appropriate action can be taken to prevent, correct and/or control those conditions.
- Encourage our suppliers, joint venture partners, customers and other third parties to engage in responsible practices to minimise their environmental impacts.



Never

- Ignore a potential or actual environmental incident or assume that someone else will report it.
- Undertake work that has the potential to impact on the environment unless you are trained and competent to do so and controls are in place to minimise environmental impacts.
- Engage contractors, suppliers or joint venture partners without an assessment that takes account of their environment and community impacts, risks, controls and performance.



Some examples

Q We had a small spill on the ground at our site – just a few litres. Do I have to report it?

A All spills or releases of hydrocarbons or chemicals need to be reported to your supervisor or manager as soon as you are aware of them. This will ensure the incident is reported to any regulatory agencies, as required, and immediately investigated to identify root causes and any corrective actions.

Q Our waste is disposed off-site by a licensed waste facility that is audited by our regulators. Do I also have to review their performance?

A You should review the performance of any vendors or contractors to ensure they manage their environmental performance appropriately. Direct, indirect and cumulative environmental impacts and their associated risks and controls need to be assessed by BHP Billiton. This includes environmental impacts associated with our direct operational activities, impacts from others as a result of activities on which our operations rely and impacts from others that may increase the severity of our own impacts.

4. Third party relationships

Conflict of interest



Accepting gifts,
hospitality and
entertainment



Business travel



Competition
and antitrust



Maintaining supplier
relationships



Use of business
partners



Trade controls



Conflict of interest

It is important to always be mindful of any relationship or association which may be, or appear to be, a conflict of interest with BHP Billiton.

BHP Billiton respects the privacy and choices of its employees. While on the job or in your personal time, nothing you do should conflict with your responsibilities to BHP Billiton or compromise the quality of your work performance, your commitment to your work, or your ability to make impartial business decisions.

A conflict of interest arises when an employee's position within the Company or their financial or other personal considerations or interests affect, have the potential to affect, or could have the appearance of affecting, their judgement, objectivity or independence.

Common examples of potential or perceived conflicts of interest include:

- pursuing, awarding or maintaining BHP Billiton business opportunities for personal gain or the benefit of close family or friends;
- holding investments directly or indirectly in businesses or assets that are contracted to do business for or on behalf of BHP Billiton;
- receiving money, property or services or other forms of financial personal benefits either directly or indirectly from suppliers or other third parties doing, or proposing to do, business with BHP Billiton;
- jeopardising or influencing the results of bid or tender activities;

- holding outside jobs and affiliations;
- offering jobs or affiliations to close relatives;
- offering or accepting gifts, hospitality and entertainment;
- accepting sponsorships from providers or third parties who are involved at your site or in your area of business.

Our expectations of you

You should avoid business dealings and personal relationships that cause or may cause conflicts of interest, or create the appearance of a conflict or potential conflict, with your relationship to BHP Billiton. Always excuse yourself from any decision-making process where you have an interest that influences, or may be perceived as influencing, your ability to make an objective decision and to fulfil your responsibilities to our Company.

Promptly advise your supervisor or manager in writing of any outside activities, financial interests or relationships that may involve you directly or indirectly either in an actual conflict of interest or the appearance of one.

Before providing approval, your supervisor or manager will ensure that the matter is properly reviewed. This will include considering whether it is appropriate for you to resume any discussions or activities that involve the conflict.



Where to go for help

- Supervisor or manager
- Human Resources representative
- Group Legal representative
- [EthicsPoint](#)



Tools and resources

- [Human Resources GLD](#)
- [Anti-corruption GLD](#)
- [Supply 'Source to Contract' GLD](#)
- [Business Conduct GLD](#)

Conflict of interest



Always

- Conduct all business relationships in a professional, impartial and competitive manner.
- Avoid business dealings and personal relationships that cause or may cause conflicts of interest (actual or potential) or create the appearance of a conflict.
- Advise your supervisor or manager in writing of any outside activities, financial interests or relationships that may involve you in a conflict of interest or the appearance of one.
- Obtain appropriate approval before accepting an officer or director position with another company or organisation.
- Use good judgement when deciding to offer or accept gifts, hospitality and entertainment and obtain approvals where required.
- Excuse yourself from any decision-making process where you have an interest that influences, or is perceived as influencing, your ability to make an objective decision and to fulfil your responsibilities to BHP Billiton.
- Apply consideration when investing in a competitor, customer, partner or supplier of BHP Billiton. While such activity would not automatically create a conflict of interest, a conflict could arise if an employee has a financial interest in a BHP Billiton supplier as well as having the authority to influence BHP Billiton contracts with that supplier.



Never

- Hold positions or investments (directly or indirectly) in organisations that have business dealings with BHP Billiton (including competitors, customers or suppliers, or your own or family business) if you are in a position to influence transactions or if the relationship itself creates an actual, potential or perceived conflict of interest.
- Hire, promote or directly supervise a relative, unless this has been specifically authorised.
- Offer gifts, hospitality or entertainment or accept them from an organisation or individual involved in a bid or tender with BHP Billiton.
- Request a personal gift, hospitality or anything of value from a supplier, customer or partner. This includes both direct requests and giving the impression that the offering of a gift, hospitality or item of value would be appropriate or desirable.
- Misuse BHP Billiton resources or your position of influence at BHP Billiton to promote or assist an external activity or party.
- Interfere in the fair and transparent operation of bid and tender activities in a manner that can inappropriately influence decision-making or give the perception of inappropriately influencing decision-making processes.
- Personally pursue or undertake any opportunities in which BHP Billiton could have an interest and that are identified through the use of BHP Billiton information, property or resources.
- Accept personal discounts or other benefits from suppliers, service providers, customers or other third parties due to your association with BHP Billiton that the general public or your peers do not receive, unless this has been otherwise approved.



Some examples

Q My father-in-law is the only car repairer in town and I am the manager in Supply who makes a decision on who our site uses to repair our fleet. Is this an issue?

A As you have a potential conflict of interest you need to report your conflict in writing to your manager. Your manager will provide you with acknowledgement of your conflict of interest and assign someone else to deal with your father in law's business.

Q I work shift work as an electrician, and on my days off I work for a friend on a casual basis doing some domestic work. Do I need to tell someone?

A If you intend to perform work for a third party that is outside your full-time employment with BHP Billiton you need to consider whether this could cause a conflict of interest with your responsibilities to the Company. This includes ensuring you are fit for work and your ability to work safely and productively is not compromised by fatigue. You should discuss your other work commitments with your supervisor who will help you to assess whether you have a conflict or a potential conflict of interest. If your supervisor feels that there is a potential conflict of interest, you need to put this in writing and your supervisor will respond in writing to confirm whether you can continue with the domestic work.

Accepting gifts, hospitality and entertainment

Accepting gifts, hospitality or entertainment must always be done in accordance with the law and local business practice.

Accepting gifts, hospitality or entertainment can be a legitimate way of building good business relationships. It is important that they are never used to unduly influence business decision-making or cause others to perceive that there has been improper influence.

Please exercise extreme care when accepting gifts, hospitality or entertainment in order to protect the reputation of third parties and BHP Billiton's reputation against allegations of improper behaviour, and to ensure that anti-corruption laws are not breached.

Gifts, hospitality or entertainment should only be accepted if they are occasional and of modest value. Determining what is occasional and modest is a matter of judgement and specific thresholds for approval are provided in our *Business Conduct* GLD. Gifts, hospitality and entertainment of any kind must not be requested from anyone BHP Billiton conducts business with, including suppliers, customers and business partners.

Giving gifts, hospitality or entertainment is covered in the Corruption chapter.

Our expectations of you

It is important you do not accept:

- product or service discounts that are not available to all employees, unless arranged by a BHP Billiton-approved social club;
- gifts, favours or any form of hospitality or entertainment in return for business services or information or a business advantage;
- gifts, hospitality or entertainment of an inappropriate value or nature (for example, sexually oriented) or at inappropriate venues;
- gifts, hospitality or entertainment not designed to further a valid business purpose or relationship.

As a general rule, you should reject offers of sponsored travel and accommodation. If there is a valid business purpose to attend an event or function, BHP Billiton will pay for any travel and/or accommodation costs. Frequent flyer redemption from an airline is not considered an offer.

Sponsored travel is not made acceptable by being undertaken during a period of leave.



Where to go for help

- Supervisor or manager
- Human Resources representative
- Group Legal representative
- [EthicsPoint](#)



Tools and resources

- [Business Conduct](#) GLD
- [Anti-corruption](#) GLD

Accepting gifts, hospitality and entertainment



Always

- Record any gift, hospitality or entertainment accepted, rejected or returned.
- Only accept gifts, hospitality and entertainment which are modest and comply with BHP Billiton GLDs, standards, applicable laws and regulations.
- Clearly articulate BHP Billiton requirements on accepting gifts, hospitality and entertainment at the beginning of new business relationships, especially where cultural norms may be different from those outlined in the Code.
- Assess the potential for a conflict of interest when accepting gifts, hospitality or entertainment.
- Be prepared to decline politely any offer not in line with our standards.
- Regard gifts, hospitality or entertainment received through an intermediary as being the same as those given directly.



Never

- Accept gifts, hospitality, entertainment or other favours from any organisation involved in a bid or tender with BHP Billiton. This does not include working meals provided by advisers or consultants acting for the Company.
- Request a gift or hospitality or entertainment of any kind from a supplier, customer, partner or other party with whom BHP Billiton does business. This includes both direct requests and giving the impression that the offer of a gift or hospitality would be appropriate or desirable.
- Retain a gift or accept hospitality or entertainment above a modest value without obtaining authorisation.



Some examples

Q I have received an invitation from a contractor to attend the football with my husband. The cost of one of the tickets is below the two-up approval limit. Does the value of the gift I received also include the cost of my husband's ticket?

A As your husband's invitation is an extension of your own, the total value of the gift also includes the cost of his ticket. The two-up approval limit therefore applies to the value of both tickets.

Q A supplier that I do a lot of business with has sent me a Christmas hamper. Can I keep it?

A Given you work a lot with this supplier, they should be well aware of our position on accepting gifts, and been given a copy of our *Code of Business Conduct* to ensure they understand our expectations. Be sure to register the gift and also provide the supplier with the latest copy of the Code to avoid any awkward situations next year. Then discuss it with your supervisor or manager to determine if you should reject or accept the hamper. You will need to consider the value of the hamper in determining whether to accept the gift and the approvals required should the gift be accepted, as per our *Business Conduct GLD*.

Business travel

BHP Billiton seeks to provide those travelling on Company business with a reasonable level of service and comfort that is cost-effective and convenient, and that protects the health and safety of the traveller.

All of our business travel bookings for flights, accommodation, ground transport (excluding taxi services) and passport/visa advice should be made through the BHP Billiton contracted travel provider. Subject to authorisation, charter flights or other travel services can be booked directly if the travel provider is unable to provide this service. This process ensures the service is cost-effective, efficient and meets our safety criteria. It also helps BHP Billiton locate all travellers in the event of an emergency.

BHP Billiton will reimburse an employee for all reasonable travel and entertainment-related expenses incurred in the conduct of business travel or entertainment that can be substantiated with valid invoices or other legitimate records. We do not provide employees with daily travel allowances (per diems) while travelling on BHP Billiton business.

Our expectations of you

Before travelling, review and act on the safety, security and health information in the International SOS Travel Advisory note emailed to the traveller when the booking is made. Make sure you follow any vaccination or other travel medicine recommendations (for example, anti-malaria tablets) and note the security risk rating of all planned destinations.

For your own safety, when travelling to a country with a high or extreme security risk, you must complete the International SOS online Travel Ready Form. If you have any questions before or during travel, call International SOS on +44 (0) 208 762 8395.

All business travel must be appropriately approved and booked in accordance with BHP Billiton requirements. A business trip can be extended for personal travel, providing this is approved by your manager in advance of the trip. Personal travel, other than as extensions to business trips, must not be booked through BHP Billiton's designated travel provider or charged to BHP Billiton credit cards.

Frequent flyer program benefits may be used by employees for personal travel.



Where to go for help

- Supervisor or manager
- Human Resources representative
- [EthicsPoint](#)

If you have any security concerns before or during travel, call International SOS on +44 (0) 208 762 8395.



Tools and resources

- [Aviation GLD](#)
- [Business Travel and Expense Management GLD](#)
- [Anti-corruption GLD](#)
- International SOS online Travel Ready Form

Business travel



Always

- Have your travel approved by the appropriate person prior to commencing travel.
- Use BHP Billiton's contracted travel provider for all business travel bookings.
- Prepare for international travel by seeking destination-specific travel safety and health advice, vaccinations and travel kits.
- Ensure all items claimed are legitimate business expenses, that they relate to approved business travel or approved entertainment activity and are supported by original documents where available (receipts or tax invoices).
- Comply with global immigration rules when travelling internationally, and ensure that employees who report to you also comply.
- Familiarise yourself with local behaviours, practices and customs, and be sensitive to actions or behaviours that may be acceptable in one culture but not in another.



Never

- Accept offers of sponsored travel or accommodation. If there is a valid business purpose for attending an event, BHP Billiton will pay any travel and/or accommodation costs. Where practical alternative means of travel or attendance at BHP Billiton's expense are not available, you should refer the matter to your manager for approval.
- Downgrade an employee's class of travel in order to purchase a ticket for a non-employee (such as a family member) at BHP Billiton's expense.
- Volunteer for denied boarding compensation from an airline when on BHP Billiton business. However, with an overnight delay due to issues with an airline, it is reasonable to accept offers of accommodation and transfers from the airline to compensate for the need to stay overnight to catch the next available flight.
- Travel if you have passed the 26-week stage of pregnancy, unless you have first obtained written approval from your own doctor or BHP Billiton medical staff.
- Authorise your own expenses or the expenses of an employee more senior than you, unless you are given a specific delegation of financial authority.
- Permit multiple employees who are critical to a site, work group or project team to travel together on the same carrier.



Some examples

Q I am travelling over a two-week period, but as my work commitment will be complete on the final Friday I could travel home Friday night. I would like to stay over the weekend at the work location to do some sightseeing and fly home Sunday night. Will BHP Billiton cover my accommodation and meal costs over the weekend? Will any other expenses be covered over the weekend?

A If your work commitment is complete on the Friday and it is possible to fly home on the Friday night then it is a personal choice to extend your stay in the location. BHP Billiton would not cover any additional accommodation and entertainment expenses incurred over the weekend. You will also need to seek advance approval from your supervisor or manager to extend your stay and ensure the business cost is not increased by any personal choice you make, such as more expensive flights. You will also need to clearly demonstrate the separation between your business and personal expenses when submitting your monthly expenses for reimbursement.

Q I'm waiting to board a flight to a conference overseas and the airline has overbooked. They have offered me cash to take another flight which I could put against my Amex. I would still arrive in time for the conference. What should I do?

A You should not accept the offer to change your travel plans. The health and safety of our employees is our number one priority. As all international bookings are tracked to monitor our employees' safety and security, changing flights would compromise this process and we would be unable to track your whereabouts if we need to locate you.

Competition and antitrust

BHP Billiton is committed to full compliance with competition laws.

Most countries in which BHP Billiton operates have developed competition laws, also known as antitrust or anti-monopoly laws. These laws are designed to prohibit a range of practices that restrain trade or restrict free and fair competition, such as price fixing, market sharing, bid rigging or abuses of a dominant position.

BHP Billiton is committed to full compliance with competition laws; active engagement and cooperation with competition authorities; and the enforcement of competition laws against those third parties who act in an anti-competitive manner towards BHP Billiton.

Our expectations of you

In all dealings with BHP Billiton's competitors (including competing joint venture partners), customers, suppliers and business partners, you are required to conduct yourself in a manner that does not breach competition laws.

Breach of competition laws can result in serious consequences for BHP Billiton and our employees, including fines and imprisonment. BHP Billiton regards any breach of competition laws as serious misconduct, which may lead to disciplinary action and ultimately termination of your employment.

In all dealings with competitors, in both formal and informal settings, you should be mindful of the perception and effect of these dealings.

Where BHP Billiton is the victim of anti-competitive behaviour, this can lead to unnecessary additional costs for the Company (for example, through paying higher prices to suppliers who have engaged in bid-rigging) and reduced productivity (for example, where supplies of a product used by BHP Billiton are being collectively limited by our suppliers).

If you suspect anti-competitive behaviour by a BHP Billiton employee, contractor or third party, you must report it immediately.



Where to go for help

- Group Legal representative
- [EthicsPoint](#)
- Supervisor or manager



Tools and resources

- [Competition GLD](#)

Competition and antitrust



Always

- Maintain BHP Billiton's independence of judgement in pricing, marketing and selling of any product.
- Consider the appearance and implications of interacting with a competitor, whether in a business or personal setting. Avoid any action which could imply illegal coordination with competitors.
- Contact Group Legal:
 - before exchanging competitively sensitive information, directly or indirectly, with a competitor;
 - before joining a trade association involving competitors;
 - when inappropriate contact is initiated by a competitor;
 - when considering new cooperation arrangements with a competitor, including joint production, joint marketing and shared logistics;
 - when a complaint is made about the competitive behaviour of BHP Billiton;
 - when you suspect that a third party is acting in an anti-competitive manner towards BHP Billiton.
- Obtain Group Legal approval before submitting any information to a competition authority.
- Comply with joint venture ring fencing protocols.



Never

- Collude with a competitor by:
 - fixing, raising, lowering or stabilising prices of goods sold or purchased;
 - fixing other competitive terms such as pricing formulae, discounts, margins, rebates, commissions or credit terms;
 - limiting production or agreeing to reduce or limit production capacity;
 - rigging a bid or otherwise illegally coordinating bidding or tendering activities;
 - allocating markets, customers, suppliers or geographic territories;
 - boycotting any customer or supplier.
- Obstruct a competition authority by providing false or misleading information, concealing or destroying documents or alerting any third party to the fact of a competition law investigation.
- Accuse a third party of anti-competitive behaviour without first consulting a Group Legal representative.



Some examples

Q I am attending an industry conference. A competitor approaches me and suggests that we exchange price forecasts with each other. Can I share this information?

A The exchange of competitively sensitive information, particularly forward looking information such as price forecasts, will breach competition laws in many countries. Care should be taken in any discussions with competitors, regardless of where you are having the discussion. If a competitor suggests an inappropriate course of conduct, or provides or requests competitively sensitive information (e.g. pricing, volume) you should immediately stop the conversation and say that you are uncomfortable with continuing the conversation. If the competitor persists you should walk away. You should also prepare a note of the discussion and report the incident to Group Legal.

Q I have been contacted by a competitor who proposes a benchmarking study involving both companies. The main focus of the study will be on productivity measures, such as truck utilisation. Referring to higher costs, she also proposes discussing the terms on which each company procures goods and services. Can I provide this information?

A Benchmarking exercises which result in productivity improvements can be beneficial. However, if the exercise involves the exchange of competitively sensitive information, such as supplier costs, competition law concerns can arise if the exchange is not managed properly. If you wish to engage in benchmarking which may involve the exchange of competitively sensitive information you should first speak to Group Legal.

Maintaining supplier relationships

We aim to have effective, streamlined processes with suppliers, and encourage suppliers to adopt standards similar to those of BHP Billiton.

Relationships with suppliers providing BHP Billiton with goods or services can make a significant contribution to the success of the Company.

Through their actions, suppliers can directly impact the financial performance and profitability of BHP Billiton, as well impacting our reputation.

We take great care in operating a fair and equitable procurement process. Our selection process aims to clearly inform potential suppliers of our expectations and standards and the requirements applicable to them.

Our expectations of you

Always seek suppliers who share our commitment to:

- lawful business practices conducted according to a high standard of business conduct;
- management practices that respect the rights of all employees and the local community;
- minimising the impact on the environment;
- providing a safe and healthy workplace.

If there is any doubt or concern in relation to the supplier or potential supplier's integrity or ability to perform the contract, you should ensure that these issues are addressed immediately.

All procurement decisions should be based on the best value received, taking into account the merits of price, quality, performance, history and suitability to meet BHP Billiton standards.

Always provide suppliers with access to the current edition of the *Code of Business Conduct*.



Where to go for help

- Supervisor or manager
- Group Legal representative
- [*EthicsPoint*](#)



Tools and resources

- [*Supply 'Source to Contract' GLD*](#)
- [*Supply 'Plan to Pay' GLD*](#)
- [*Contracts and Commitments GLD*](#)
- [*Business Conduct GLD*](#)
- [*Anti-corruption GLD*](#)

Maintaining supplier relationships



Always

- Seek to obtain a competitive bid in appropriate circumstances.
- Ensure that prior to entering into a contract or commitment with a supplier the following has been obtained:
 - an appropriate risk assessment and commercial review, including an assessment of the potential supplier's health, safety, environment and community performance, reputation, conduct, integrity, qualifications and experience, creditworthiness and ability to meet applicable BHP Billiton standards;
 - all appropriate internal approvals, including legal review.
- Help our suppliers understand BHP Billiton compliance and business conduct requirements.
- Ensure that agreements clearly state the services or products to be provided, the basis for earning payment and the applicable rate or fee.
- Conduct regular reviews of supplier relationships and performance.
- Verify that invoices clearly and fairly represent goods and services provided.
- Make payments only to the person or organisation that actually provides the goods or services. Payment must be made in the supplier's home country, where it does business or where the goods were sold or services provided, unless approval to do otherwise is obtained from your Group Legal Compliance representative.
- Be alert to, and report to your supervisor or manager any activity by a supplier that is inconsistent with our business conduct requirements.



Never

- Use suppliers who supply unsafe or environmentally irresponsible products or services, breach laws or regulations, use child or forced labour, or use physical punishment to discipline employees, even if it is allowed by local law.
- Give one supplier's confidential business information (for example, proposed rates, winning bid information and the like) directly or indirectly to another supplier.



Some examples

Q I have been using a supplier for years and they really understand our business. Lately their invoices seem to be quite expensive. Is this just inflation or do I need to do something?

A All supplier pricing must be agreed with vendors, through either quotations or contracts, and a purchase order must be issued prior to the commencement of any work. Where appropriate, your Supply team will source multiple quotes to ensure the pricing is competitive. All service claims for work performed must be checked for accuracy of scope and pricing, including supporting evidence, prior to being accepted for payment. If charges unexpectedly increase you should contact the Supply team immediately so that they can follow up with the supplier.

Q I'm a little concerned about the company that looks after our environmental waste disposal. They seem to be performing OK, but I hear that they are a little relaxed in meeting the necessary environmental regulations. What should I do?

A BHP Billiton only partners with suppliers who operate at the same level of integrity as we do. If you have concerns then you should raise these with your supervisor or manager. It is important that we know our waste is being disposed of sustainably and in accordance with any relevant laws and regulations.

Our contract with the waste contractor should set out the performance requirements that the contractor is required to comply with, including compliance with applicable laws and regulations. If we become aware of information that requires follow up with the contractor to ensure that they are meeting their performance requirements then this should be done promptly.

Use of business partners

You must always exercise care when selecting a business partner and encourage them to uphold our standards and contribute positively to our reputation.

Business partners is the term used to define joint venture partners or co-investors, or third parties who interact with others on behalf of BHP Billiton or BHP Billiton controlled entities. This includes agents, brokers, intermediaries, advisers, consultants, representatives, travel agents, freight forwarders, customs or visa agents, tax advisers, law firms, finders, lobbyists and accountants.

Any improper conduct by business partners could damage BHP Billiton's reputation and potentially expose the Company and individual employees to criminal or civil liability or other penalties.

Joint ventures

In joint ventures that BHP Billiton controls or operates, we will apply our GLDs, standards and procedures directly. Where we do not control the joint venture, we will seek to influence the joint venture to cause it to adopt similar standards and procedures.

Our expectations of you

You must exercise care when selecting a business partner. Do not engage any business partner if there is a risk they will violate anti-corruption laws when acting on BHP Billiton's behalf.

You must always obtain pre-approval as required under our *Anti-corruption GLD*. As part of that process, you need to provide all required background information truthfully and to the best of your knowledge and ensure you conduct the specific due diligence mandated by our procedures.

You should be satisfied that the business partner is reputable, competent and qualified to perform the work for which they are being hired and that the compensation sought is reasonable.

If you engage a business partner you need to take steps to ensure that the performance of the business partner is monitored and assessed. This will require, at a minimum, carefully checking invoices and raising queries with the business partner about any unclear or excessive charges.



Where to go for help

- Group Legal Compliance representative
- [EthicsPoint](#)
- Supervisor or manager
- Supply representative



Tools and resources

- [Anti-corruption GLD](#)
- [Supply 'Plan to Pay' GLD](#)

Use of business partners



Always

- Obtain all pre-approvals in accordance with our *Anti-corruption* GLD before engaging a business partner (including conducting mandated due diligence).
- Monitor the conduct of business partners including checking invoices and querying any unclear or suspicious amounts.
- Raise any concerns or suspicions about the conduct of business partners with Group Legal Compliance or EthicsPoint.
- Ensure all payments made by business partners on our behalf are appropriate.



Never

- Ignore warning signs that a business partner may be engaging in prohibited conduct. Warning signs include unusual claims for reimbursement, disproportionate remuneration or efforts by the business partner to conceal their identity or receipt of payment.
- Use or continue to use a business partner if you are aware of, or suspect, improper behaviour. Any issues must be thoroughly investigated and satisfactorily resolved and the resolution properly documented if the business arrangement is to be continued.



Some examples

Q The environmental consultant hired to work closely with us in a negotiation with local government officials is doing a great job, but his fees seem to be higher than I would have expected and he recently requested an advance payment. What should I do?

A You should familiarise yourself with the contract and ensure that the environmental consultant's fees are consistent with the contract terms. If you are aware of, or suspect, improper behaviour you should speak to the consultant and ask why an advance payment is necessary. Confirm that the consultant understands the anti-corruption provisions of their contract and what they mean. You should talk to your Group Legal Compliance representative for further advice on whether to make the advance payment. Also consult your Supply team to ensure the terms of the contract are competitive.

Q Our operation has engaged a consultant to assist with some environmental permits and approvals. My manager engaged the consultant and works with them regularly. I've seen an invoice from the consultant which includes an amount for 'miscellaneous' and an item described as a 'special fee'. Our operation is expecting a significant environmental approval shortly. I've raised some concerns with my manager and he said that this was the wrong time to offend the consultant by asking questions. He said they are doing a great job and we should just leave them to it. What should I do?

A Unexplained or suspicious items on invoices might suggest that a supplier is making improper payments. Ignoring these red flags could result in BHP Billiton breaching anti-corruption laws and cause significant damage to our reputation. You should raise this concern promptly with your two up manager, speak to your Group Legal Compliance representative or contact EthicsPoint. The issue will be investigated. All efforts will be made not to disclose your identity and you will not be the subject of retaliation.

Trade controls

BHP Billiton complies with all applicable national and international laws, regulations and restrictions relating to the international trade in goods, materials, technology, software and services, including trade sanctions and export controls.

Trade sanctions are laws that restrict trade with particular countries and/or individuals. For example, trade sanctions laws may prohibit:

- exports to a sanctioned country;
- imports or dealings in property originating from a sanctioned country;
- other transactions with sanctioned governments, individuals or entities, such as designated terrorist groups.

Export controls are laws which regulate the movement of specific items across national borders. For example, export control laws may require a licence to be obtained or otherwise prohibit:

- any export of specific items listed on various 'controlled lists' maintained by the United States, United Kingdom, Australia and European Union. These items are often capable of being used in military applications, which is why their export is restricted;
- transfer of restricted software, technical data or technology relating to export controlled items, including via email and other online or physical means.

These trade control laws are in place to implement the foreign policy and national security objectives of countries in which BHP Billiton operates. Any involvement by BHP Billiton in a transaction that breaches these laws may constitute a criminal offence by our Company or our employees, undermine the stated objectives of our host countries and cause significant embarrassment and damage to the Company's reputation.

Our expectations of you

In order to comply with trade sanctions laws, BHP Billiton has implemented software that screens all of our vendors and customers against government lists of sanctioned parties. If you are involved in international trading you should always comply with BHP Billiton's screening requirements.

Sanctions are subject to frequent change. Always check with your Group Legal Compliance representative if you are uncertain whether a transaction would breach existing laws, regulations or restrictions.

Before exporting equipment over country borders always check with your Group Legal Compliance representative if you are uncertain whether any equipment may be subject to export control laws.



Where to go for help

- Group Legal Compliance representative
- [*EthicsPoint*](#)
- Supervisor or manager



Tools and resources

- [*Country and Sanction Risk GLD*](#)

Trade controls



Always

- Ensure that BHP Billiton and its agents provide accurate and complete information to government authorities, including accurate and complete import and export declarations.
- Screen all your business partners, suppliers and other parties involved in international transactions against consolidated watch lists as required.
- Seek assurances, in conjunction with your Group Legal Compliance representative, from a counterparty (including information on the destination, end use or end user of an item) if you have concerns that the counterparty may be on-selling to a sanctioned party.
- Verify with Group Legal Compliance if you are exporting equipment over country borders and are uncertain as to whether such equipment is subject to export control laws.
- Seek advice from Group Legal Compliance if in doubt.



Never

- Engage in negotiations, discussions or transactions of any kind with entities in countries which are subject to trade sanctions under laws applicable to BHP Billiton. These countries include Cuba, Iran, Syria, North Korea and others from time to time. If unsure, speak to Group Legal Compliance before discussions commence.
- Take any action that undermines the integrity of vendor or customer data in our systems. This could compromise the operation of software which screens customer and vendor lists for sanctioned parties and blocks transactions which may otherwise potentially breach trade control laws.
- Proceed with an export or other business transaction if there is any doubt about whether the transaction might breach trade controls laws.
- Permit a transaction to proceed with a counterparty which is intended to conceal the identity of the true counterparty.



Some examples

Q I received a request from a customer to ship BHP Billiton goods to a country adjacent to a sanctioned country. However the customer has indicated that payment will come from an offshore entity incorporated in a tax haven and has refused to provide any information on the final destination of the goods. The customer is prepared to pay well above market price. What should I do?

A You should immediately contact your Group Legal Compliance representative for assistance. Sanctioned entities and entities in sanctioned countries often try to obtain goods by concealing their participation in the transaction and operating through a third party. The effect of sanctions means the sanctioned party is often prepared to offer above-market prices. If you proceed with the transaction, you and BHP Billiton could commit a criminal offence under trade sanctions laws applicable to BHP Billiton, especially since you are aware of warning signs. Group Legal Compliance can investigate further and advise.

Q I noticed that a colleague is planning to email design information for directional drilling technology to someone in another country. What should I do?

A Some technology associated with directional drilling is identified on lists of items subject to export controls by some countries, since the technology can have military applications. You should advise the employee to seek advice from your Group Legal Compliance representative before sending the email. If you are unsuccessful, you should raise this matter with your supervisor or manager or EthicsPoint.

5. Using Company resources

**Protecting
BHP Billiton
assets**



**Accuracy of data
and information**



Cyber security



Insider trading



**Communicating
externally**



Intellectual property



Protecting BHP Billiton assets

As employees of BHP Billiton, we all have an obligation to protect the Company's assets and use them for their intended purpose.

BHP Billiton assets exist in various forms and include physical and non-physical property, such as facilities, equipment, inventory information technology, funds, intellectual property and Company information and data.

Competitively sensitive and proprietary information must be treated as an asset and protected from unauthorised use or disclosure. This may include:

- strategic and marketing plans;
- information used in trading activities;
- operational data, such as production and maintenance data, master data and data related to our equipment, sensors and process control systems;
- research and other technical data.

You should not share any of this kind of information unless authorised to do so. If you are not sure what you can share, ask your supervisor or manager.

BHP Billiton assets should at all times be used for the purpose and in the manner intended, with all appropriate and accurate records kept.

Appropriate precautions should be taken to prevent theft, misappropriation, damage or misuse of any BHP Billiton assets. This includes not allowing physical assets to be destroyed, disposed of, sold, loaned or donated without appropriate approvals. Non-physical assets should also not be provided externally without appropriate approvals.

Our expectations of you

You are responsible for appropriately using and safeguarding BHP Billiton assets, both physical and non-physical.

You are also expected to respect both the non-physical and physical assets of others, and never knowingly damage or misappropriate those assets.



Where to go for help

- Supervisor or manager
- Human Resources representative
- IS representative
- [EthicsPoint](#)



Tools and resources

- [Information Management – Security GLD](#)
- [Human Resources GLD](#)

Protecting BHP Billiton assets



Always

- Comply with applicable Company requirements and laws regarding the use of our assets.
- Use BHP Billiton assets for their intended purpose.
- Protect our assets from waste, damage, misuse, loss, fraud or theft.
- Report any potential waste, damage, misuse, loss, fraud or theft of our assets.
- Ensure third parties (such as suppliers) follow the required GLDs, standards and procedures when dealing with BHP Billiton assets.
- Prevent non-authorised personnel from accessing our facilities, information, data or other assets, where possible and safe to do so.



Never

- Use BHP Billiton assets for personal gain.
- Enter into any fraudulent or illegal transactions involving our assets.
- Permit unauthorised entry to a BHP Billiton site or office or access to our information technology.
- Ignore security complaints or an inadequate security procedure that may present threats to either BHP Billiton employees or assets. Immediately raise any concerns with your supervisor or manager.



Some examples

Q I run a small home business selling artwork. I do most of the work at the weekend and it in no way conflicts with my work at BHP Billiton, as agreed with my manager. Often I finish lunch early and have some time where I can access my website on my work computer and process orders. The Code says limited personal use is OK and I'm not using BHP Billiton time or interfering with the productivity of my colleagues. Is this limited use OK?

A BHP Billiton assets, including its information systems and communication resources are only to be used for Company business purposes and moderate personal use. You are not permitted to work on your 'home' business from BHP Billiton premises or to use BHP Billiton property, including its information systems for these purposes.

Q Our site's materials waste pile has been getting bigger and all of the items will soon be destroyed. I took a few items to sell to the local scrap metal yard, but a work mate said I shouldn't. As no money is being lost, is this OK?

A Even though the items are waste products, they are still BHP Billiton property and should never be removed from site without the required authorisation. Although BHP Billiton does not choose to on-sell the scrap metal, if you haven't been given the authorisation to sell it on the organisation's behalf, it is considered theft. If you believe there is a viable option to sell the waste product, propose the fully costed solution to your supervisor for further exploration.

Accuracy of data and information

We should always demonstrate accuracy of BHP Billiton's data and information concerning BHP Billiton or its business activities. This may include financial, production, operational, project, health, safety, environmental, resource and reserve, time keeping or other information and in all formats.

Our employees, contractors and business partners performing work for BHP Billiton need to comply with all applicable financial, regulatory and other applicable reporting requirements, laws and regulations in each jurisdiction in which we operate, as well as our own BHP Billiton requirements.

All financial transactions must be evidenced by appropriate source documents, verified for their validity and accuracy, properly authorised and accurately and completely recorded in the relevant accounts and records as required by law and our BHP Billiton requirements. This applies to all financial information, including purchase orders, receiving documents, invoices, travel and expense records, journal entries and tax filings.

Once created, data must be appropriately retained, protected and disposed of according to BHP Billiton records and document management requirements and applicable laws and regulations.

Our expectations of you

All data created and maintained by our employees, contractors and business partners must accurately reflect the underlying transactions and events. There is never a justification for falsifying records or misrepresenting facts or engaging in any other fraudulent behaviour. Falsifying, concealing, altering, destroying or otherwise tampering with information, or creating misleading information will not be tolerated by BHP Billiton.

If you are responsible for reporting information, whether financial or non-financial, you have a responsibility to ensure that adequate internal controls exist to achieve truthful, accurate, complete, consistent, timely and understandable reports.



Where to go for help

If you have any concerns about the validity of any reporting process or record-keeping activity, or believe you are being asked to create false or misleading information, you must report it immediately.

- Supervisor or manager
- Group Legal representative

– [EthicsPoint](#)



Tools and resources

- [Accounting Interpretations](#)
- [Records and Document Management GLD](#)
- [Information Management – Security GLD](#)
- [Health, Safety, Environment and Community Reporting GLD](#)
- [Internal Audit GLD](#)

Accuracy of data and information



Always

- Cooperate with our internal and external auditors and disclose all pertinent information that could reasonably impact the results of an audit, whether favourable or unfavourable.
- Report any actual or suspected irregularities or weaknesses in relation to internal controls, accounting or reporting (whether financial or non-financial) matters.
- Immediately report any actual or suspected instances of fraud and misconduct.
- Keep accurate, complete and true Company books, records, accounts, documentation and reports in accordance with applicable laws, regulations, GLDs, standards and procedures.
- Protect BHP Billiton records from unauthorised access, change, dissemination or destruction.
- Accurately record work time relating to BHP Billiton and all leave taken.
- Ensure that no undisclosed or unrecorded account, fund or asset is established or maintained.
- Only submit and approve legitimate and reasonable expenses that are supported by valid receipts and invoices.
- Retain documents and records in accordance with applicable laws and our information management procedures.
- Return or transfer the custody of all relevant business records if you change your job within the Company or if you leave BHP Billiton. Do not keep personal copies.



Never

- Falsify any record or make a false or misleading entry (financial or non-financial), including omitting information that makes the entry false or misleading in a report, record, system or expense claim.
- Conceal information from internal or external auditors that could impact the results of the audit.
- Circumvent review and approval procedures.
- Influence or allow others to do anything that would compromise the integrity of BHP Billiton's records or reports.
- Conceal or tamper with Company records or documents.
- Disclose or otherwise disseminate confidential or commercially sensitive information internally or externally without prior authorisation.
- Dispose of documents and records without knowing what is being discarded or whether they must be kept for legal reasons.



Some examples

Q Every week we test the air quality in our workshop, and for as long as I can remember these tests have always come out the same. Sometimes when work is very busy we use last week's results, which helps manage our work load. Is there anything wrong with doing this?

A This is a very serious matter and may constitute fraud. Tests must be undertaken as and when required and the reports must accurately record the correct test results, including the actual test date. If your work load is making it difficult to conduct the test on time, discuss this with your supervisor or manager. An employee does not have the right to decide that required testing is not necessary or to create a record that is not accurate.

Q I am responsible for managing all aspects of reporting for a project and our current progress is falling behind the planned schedule. I have been asked by the project director to ignore this and report that the project schedule and costs are in line with the plan. The reason is that we don't want pressure to achieve the required deadline to ease off if people think we aren't going to make it anyway. There is contingency for costs built into the budget. What should I do, especially knowing that my colleagues' bonuses may be impacted?

A All reporting should be complete and accurate and the falsification of results is a serious matter and in breach of the Code. You should discuss your concerns with the project director and talk about other tactics to ensure that the project team remains engaged and focused on delivering. If this is not possible or unsuccessful, raise the concern with your manager, Human Resources representative or EthicsPoint.

Cyber security

BHP Billiton is committed to personal and corporate security by increasing employees' cyber security awareness and taking measures to protect our information systems and data.

Computer hardware, software and data stored on our BHP Billiton information technology, as well as BHP Billiton data stored on personal devices, are ultimately the property of BHP Billiton. The safeguarding of this information technology and data is the responsibility of all BHP Billiton employees.

Security controls are in place and reviewed continuously to protect against emerging cyber threats.

We provide employees with information technology to undertake work for BHP Billiton. These should be used in a secure and responsible manner and adequately protected against damage, loss, theft, alteration or unauthorised access.

The inappropriate use of information technology or data may expose our Company to risks, including virus attacks and security breaches of information technology. In the event that BHP Billiton information technology and data are used inappropriately or inappropriate material is accessed or stored using our systems, disciplinary action including dismissal may be taken and civil and/or criminal authorities may be notified.

BHP Billiton reserves the right to access, review and disclose data stored on BHP Billiton systems for the purposes of maintenance, business needs or to meet legal or policy requirements.

Our expectations of you

We understand that modest personal use of BHP Billiton information technology is sometimes required.

Please be aware your use of information technology will be monitored, reported and where required blocked for the purposes of mitigating risk and complying with laws, regulations and BHP Billiton GLDs and standards.

Inappropriate use of our technology and data may include:

- using it for purposes connected with cybercrime (e.g. theft, blackmail or fraud committed using BHP Billiton information systems);
- using it for the purposes of duplication or sale of software or media files, including portions of audio, video or electronic images;
- publishing BHP Billiton data without permission;
- using BHP Billiton information technology or data for non-BHP Billiton business purposes;
- removing BHP Billiton data or intellectual property without authorisation to do so.

Inappropriate material may include:

- pornographic or sexually explicit images or text;
- materials promoting violence, hatred, terrorism or intolerance of others;
- any material deemed obscene or abusive.



Where to go for help

- Supervisor or manager
- IS representative
- Human Resources representative
- Group Legal representative
- [*EthicsPoint*](#)



Tools and resources

- [*Information Management – Security GLD*](#)

Cyber security



Always

- Ensure hardware, software and data for which you are responsible are appropriately safeguarded and advise your IS representative if lost or stolen.
- Take necessary steps to prevent unauthorised access to materially sensitive data.
- Use caution when opening email attachments and clicking links which have been received from unknown senders or unfamiliar email addresses.
- Advise your IS representative of inappropriate unsolicited material, for example, a suspicious email that asks you to open an attachment or click a website link.
- Treat emails and other electronic forms of communication as official BHP Billiton records.



Never

- Share or divulge your password to anyone or reuse passwords across systems.
- Leave information technology or mobile devices unattended in public places while travelling.
- Engage in fraud or commit a crime online.
- Install software or connect hardware without licence and authorisation.
- Deliberately access, store, send, post or publish inappropriate material, or ignore others doing so.
- Distribute material that is likely to cause annoyance, inconvenience or needless anxiety to your colleagues.
- Access business applications or systems for which there is no business justification.
- Store, send, post or publish BHP Billiton confidential, commercially sensitive or otherwise proprietary information outside of any BHP Billiton systems or devices without prior authorisation.
- Disable BHP Billiton security measures.



Some examples

Q I just received a phone call from an unfamiliar person offering to help me install software which will improve the performance of my computer. What should I do?

A You should not accept this offer. Any unsolicited or suspicious phone calls should be treated with caution. The only individuals authorised to install software on a BHP Billiton computer are our internal IS services providers. Cyber criminals use this technique to gain trust and may ask you to go to a website to install software which will provide them access to your computer. Once you do this, it will provide them access to your system and the BHP Billiton environment.

In the event that you do receive a suspicious call or email from an unfamiliar person asking you to provide access to your computer, you should inform your IS representative immediately. If you can, take down the caller's phone number, which may show on your phone, and provide it to your IS representative.

Q I just received an email from a colleague which has spelling and grammatical errors in it and asks me to click on a website link. The email looks suspicious. What should I do?

A Cyber criminals may be attempting to impersonate someone you know to get you to open an attachment to either access personal information about you or potentially infect your computer. If you receive a suspicious email from a familiar person, check with the person directly before responding. Do not reply to the email that you received. If the email is fraudulent, you should inform your IS representative.

Insider trading

In the course of your job you may learn of information about BHP Billiton or other companies – for example, a competitor, joint venture partner, customer or supplier – before it is made public. Using this information for your financial or other personal benefit or conveying this information to others may be illegal.

Inside information is material information about a company that is not generally available to the public. Whether information is material is generally judged by whether it would affect a reasonable investor's decision about whether or not to invest in the company.

Examples of possible inside information include:

- the financial performance of BHP Billiton against its budget or forecasts;
- entry into or termination of a significant contract;
- actual or proposed mergers, acquisitions or joint ventures;
- actual or possible discoveries of or significant adjustments to ore bodies or oil reserves.

It is not an offence to possess inside information, but in many countries it is a criminal offence to buy, sell or otherwise deal in relevant securities while you have inside information. This is called insider trading.

It is also a criminal offence to encourage insider dealing or to disclose inside information with a view to others profiting from it. If you possess inside knowledge, you should not advise or encourage another person (for example, a family member, a friend or family company or trust) to buy, sell or otherwise deal in the relevant securities or pass the information to another person.

It may also be a breach of your obligations of confidentiality to disclose information, irrespective of whether the information is used to deal in the relevant company's securities.

A common misconception is that only directors and senior management can be guilty of insider trading. In fact, anybody – employees, contractors, family, friends and investment advisers – can commit such an act.

Our expectations of you

You should take particular care if you have been advised by Group Corporate Governance and Company Secretariat that you have been placed on an 'insider list' and must gain approval from a designated clearance officer before engaging in any transactions involving BHP Billiton securities.

If you are an employee participating in any executive share plan, you must not buy, sell or otherwise deal in BHP Billiton securities during any closed period, regardless of whether you hold inside information.

Trading in other publicly listed companies

Inside information may also be about another publicly traded company. For example, this may include information that you have obtained confidentially about another company during your work.

Where BHP Billiton has a business relationship with another company, you should exercise caution if you wish to trade in that company's shares, since the same insider dealing rules apply to all shares if you have inside information about the relevant company. Investments of this kind may also give rise to an actual or perceived conflict of interest.



Where to go for help

- Group Corporate Governance and Company Secretariat representative
- Group Legal representative
- [EthicsPoint](#)
- Supervisor or manager



Tools and resources

- [Securities Dealing GLD](#)
- [Business Conduct GLD](#)

Insider trading



Always

- Maintain the confidentiality of BHP Billiton information.
- Report any leaks of BHP Billiton information you become aware of to your supervisor or manager or through EthicsPoint.
- Seek advice from Group Governance and Company Secretariat or Group Legal if you are considering dealing in securities and have any doubt.
- Carefully consider the information you disclose about what you are working on, where you are going on BHP Billiton business, who visited the office or site or what you talk about with other BHP Billiton employees.



Never

- Buy or sell the securities of BHP Billiton (or any other company) either directly, through family members, other persons or entities while you are aware of inside information.
- Disclose inside information to anyone outside BHP Billiton, including family and friends, unless it is appropriately authorised, documented and is necessary for the Company's business activities.
- Recommend or suggest that anyone else buy, sell or deal in the securities of any company, including BHP Billiton, while you have inside information about the company.
- Spread false information or engage in other activities to manipulate the price of publicly listed securities.
- Trade in the shares of other companies when you have access to inside information that, if made public, could reasonably be expected to affect that company's share price.
- Accidentally disclose inside information. For example, avoid talking about confidential information in the elevator or leaving confidential information on a copy machine.



Some examples

Q I overheard my manager talk about a potentially big and unplanned major shutdown at another BHP Billiton site. I haven't seen this on the news or heard anybody else talk about it at my site. Can I tell my friends who also work at BHP Billiton?

A This may be inside information about BHP Billiton that is not generally available to the public and should not be shared with your friends. If you tell your friends and they use this information to deal in BHP Billiton securities, you and your friends may be guilty of insider trading. You should not assume that your friends already know, even though they also work at BHP Billiton, and should tell your manager what you overheard.

Q I have been told that I am on an insider list for a new BHP Billiton project. A family member who does not own any shares, but has a lot of friends who do, has asked me what I have been working on at work. How should I respond?

A Because you are on an insider list, this means you have been, or are likely to be, exposed to inside information about BHP Billiton that is highly confidential. Therefore, you should not reveal any details of the BHP Billiton project to anyone, including members of your family.

Your family may have good intentions to ask about your work, but there is a risk that they may inadvertently pass on this confidential information to another person who does deal in BHP Billiton securities.

Communicating externally

As a publicly listed company, BHP Billiton is required to provide timely, accurate, consistent, complete and fair disclosure of information to enable investors to make informed and orderly market decisions.

Our public disclosures must only be made by authorised spokespersons. Any public written or verbal communication that can be attributed to BHP Billiton or to one of our employees may amount to a public disclosure. Such communication includes:

- regulatory filings, such as annual reports, news releases, briefings on profit and business performance;
- interviews, speeches, articles and reports;
- information contained on the BHP Billiton website and other communications channels including social media.

BHP Billiton will immediately release through the relevant exchanges any information or major developments which a reasonable person would expect to have a material effect on the share price, or a reasonable investor is likely to use as part of the basis for making investment decisions, subject to any exceptions under the applicable laws.

This disclosure has to occur without delay and before the information is released to others. Public disclosures must only be made by authorised spokespersons and in accordance with our *Market Disclosure GLD*.

Determining whether information or an event is material and needs to be publicly announced is not always simple. At the same time, failure to inform the market of material events that may affect the share price could be a legal offence. Failing to disclose material information or disclosing inappropriate or inconsistent information also has the potential to damage our reputation.

Our expectations of you

It is important that you feel equipped to speak positively about BHP Billiton when asked by family and friends, as well as your wider circle of contacts in both formal and informal settings. It is natural to express pride in BHP Billiton's heritage and its broader social contribution.

However, in today's 24/7 networked world, care must be taken to ensure that you are not speaking on behalf of BHP Billiton unless authorised to do so by your Corporate Affairs representative or Group Investor Relations, in line with public disclosure guidance and our media standards. As a general rule, all external communication materials must be approved by your Corporate Affairs representative.

If you associate yourself with, or are likely to be associated with, BHP Billiton when you communicate externally, *Our Charter* and the Code apply, including provisions relating to harassment, privacy, our information technology, insider trading, intellectual property and this section on communicating externally. Apply the same principles of media to social media, and only respond on behalf of BHP Billiton if you are authorised to do so.

You should also behave in line with all applicable legal requirements including spam laws and the terms of any social media services (e.g. social networking services). It is also worth considering your personal security and the safety of others when disclosing specifics relative to your business travel plans or current locations on social media. This is especially relevant if you are working on a commercially sensitive project or traveling in high-risk areas.



Where to go for help

If you think you possess, or have released, material information that has not been disclosed to the public and that may affect the price of BHP Billiton shares, you must immediately report it to Group Investor Relations, a Disclosure Officer or Group Governance and Company Secretariat. Disclosure officers should also be alerted to information that may require future disclosure to the stock exchanges. A list of disclosure officers is available from Group Governance and Company Secretariat.

- Supervisor or manager
- Disclosure officer
- Corporate Affairs representative
- Group Investor Relations
- Group Governance and Company Secretariat representative
- [*EthicsPoint*](#)



Tools and resources

- [*Market Disclosure GLD*](#)
- [*Corporate Affairs, Investor Relations and Brand GLD*](#)

Communicating externally



Always

- Check the rules relating to who can make public statements on behalf of BHP Billiton.
- Ensure all public communication is complete, fair, accurate, timely and clear.
- Obtain all relevant approvals prior to publicly releasing material.
- Report media and investment inquiries promptly to your Corporate Affairs representative or Group Investor Relations, and take their advice before responding.
- Report the loss or theft of BHP Billiton information (for example, your computer or briefcase) to your manager immediately.
- Advise your supervisor or manager if you are attending an informal external event such as a trade meeting or professional network. In all cases, take care not to say anything that may disclose confidential information or cause harm to the reputation of BHP Billiton.



Never

- Disclose information to the public, including the media and members of the investment community, unless you are specifically authorised to do so.
- Divulge what may be confidential information, either internally or externally, unless you are specifically authorised to do so. If you are unsure about the degree of confidentiality assigned to information, contact the relevant manager.
- Conceal facts or omit information that may be relevant to a disclosure.
- Use any BHP Billiton trademarks, brand or the identity or images of colleagues and other individuals in external communications, including social media (and hashtags), unless you are specifically authorised to do so, and ensure you respect privacy laws.
- Post commentary about BHP Billiton or photographs of work locations and processes/activities on social media sites. Commentary on BHP Billiton should only be published to social media by those authorised to do so. Please do not feel comfortable to 'like' or 'share' stories published by BHP Billiton on social media if you wish to.



Some examples

Q A reporter for a local newspaper has asked me to answer some questions about BHP Billiton. I think I know the answers to their questions. Should I speak with them?

A You should not speak to the media on behalf of BHP Billiton unless you have been specifically authorised to do so by Corporate Affairs. If you do get a call from a journalist, explain that you are not authorised to comment, take their name and media organisation and speak to your Corporate Affairs representative.

Q My teammate took a great photo of me on-site with our open-cut mine in the background. I am in full PPE. Can I put this on Facebook?

A For safety and security reasons, only authorised people can use social media on behalf of BHP Billiton. Inappropriate posting of images or comments on Facebook regarding BHP Billiton or your work colleagues may be grounds for disciplinary action.

Also, any photos taken on-site must first be authorised by a Corporate Affairs representative to ensure they enhance and protect our reputation.

Intellectual property

We need all of our employees to safeguard BHP Billiton's intellectual property from unauthorised use by outsiders. We also expect our employees to respect the intellectual property rights of others.

Intellectual property (IP) can be an invention, trademark, original design or the practical application or expression of an idea that has commercial value.

IP is BHP Billiton property in the same way as physical assets belong to BHP Billiton. It is often highly valuable. As markets become increasingly competitive, protecting our IP is essential. Also, as it has been developed by BHP Billiton, it may be protected under law relating to copyright, patents, trademarks and the like.

Types of IP include:

- patents for new or improved products or processes;
- trademarks and service marks for letters, words, phrases, sounds, smells, shapes, logos, pictures, aspects of packaging or a combination of these to distinguish the goods and services of one trader from those of another;
- designs for the shape or appearance of manufactured goods;
- copyright for original material in customer lists, reports, geological interpretations, methods of work, internal guides, multimedia and computer programs;
- database extraction rights (exporting data);
- confidential or 'trade secrets', including know-how and other confidential or proprietary information.

Our expectations of you

You must protect IP in the same careful way that other BHP Billiton property is protected and never disclose BHP Billiton IP that is confidential. This expectation applies throughout your employment and continues after your employment ends.

On occasion you may need to share our IP with persons outside of BHP Billiton to allow a third party to work effectively with us. Even when there seems to be a legitimate reason to do so, you should never disclose this information without your supervisor or manager's prior approval and then under a written confidentiality agreement.



Where to go for help

- Supervisor or manager
- Group Legal representative
- [EthicsPoint](#)

Intellectual property



Always

- Regard the information obtained by participating in the development of processes or products for BHP Billiton, or the results of such work, as the property of BHP Billiton, both during and after your period of employment with BHP Billiton.
- Inform BHP Billiton of the results of all work done during or outside of working hours that relate to the Company. BHP Billiton is entitled to the exclusive benefits of any patents, copyright and other IP resulting from this work.
- Check that there are no third party IP rights that may prevent the deployment of new technologies or processes.



Never

- Load any unlicensed software on any BHP Billiton device.
- Accept or use anyone else's confidential information, except under an appropriate agreement.
- Bring to BHP Billiton any confidential information, including computer records, from prior employers or clients.
- Use copyrighted materials or third-party trademarks (for example, portions of audio, video and off-the-internet or off-the-air recordings) in materials you are producing, including internet or intranet sites, without permission from the copyright or trademark owner.
- Deploy or use new technologies without first ensuring that you do not infringe a third party's IP rights.



Some examples

Q When I leave BHP Billiton, can I take any of my work with me?

A As a general rule, any work created during or outside working hours that relates to the business or operations of BHP Billiton is owned by BHP Billiton and cannot be used outside of the Company. However, there may be limited circumstances where BHP Billiton will permit you to use that work or work product, but only with prior written permission and after any BHP Billiton information or confidential information has been removed. You should discuss the matter fully with your supervisor or manager prior to leaving the organisation.

Q I wish to use the BHP Billiton logo on an alumni social media site that is to be registered under my own name. Is this OK?

A BHP Billiton is the owner of the logo and permission is required for any third party to apply the logo due to the implied endorsement or connection that will be made. Our brand is an important part of our reputation and needs to be protected. If you would like to use the logo speak to your Corporate Affairs representative for authorisation.

Glossary

Agency contractor	A person employed through an external organisation, holding a BHP Billiton position and under the general direction of BHP Billiton. BHP Billiton does not exercise the same influence over an agency contractor as it does over its own employees but relatively more influence than a consultant or service contractor.
Agent	A person who is authorised to act for or represent another person or organisation.
Anything of value	Gifts, meals, entertainment, travel, promotional sponsorship, cash and cash equivalents, per diems, favours and business opportunities.
Asset	Comprising a grouping of one or more Operations in a single country operated by BHP Billiton.
asset	Anything a person, company or group owns, including money, investments and property, intellectual property including data, or anything of value that may be converted into cash.
Audit	A systematic, independent and documented process for obtaining evidence and evaluating it objectively to identify areas where risk management, control, compliance and governance processes require improvement.
Benchmarking	Rating a company's products, services and practices against those of other participants in the industry.
BHP Billiton	Applies to all Businesses (including Joint Ventures), Marketing and Group Functions.
Black Economic Empowerment legislation	Legislation introduced in South Africa to address historical inequalities, particularly the exclusion of black people from participating in the country's economy.
Brand	A design, mark, symbol or other device that distinguishes one line or type of goods from those of a competitor.

Breach	Any behaviour by a person that leads to disciplinary action resulting in a record of the outcome in their personnel file. Business conduct breaches include (but are not limited to) concerns over fraud, theft, dishonest business activities, misappropriation of Company resources, incorrect health and safety practices, conflicts of interest, corruption, harassment or bullying or any other unethical behaviour in the workplace.
Bullying	Repeated unreasonable behaviour directed towards an individual or group of individuals which creates a risk to health or safety.
Business	A product-based global business comprising one or more Assets for BHP Billiton.
Business Conduct Advisory Service	A worldwide advisory service for answering queries relating to the interpretation and application of the BHP Billiton <i>Code of Business Conduct</i> and for raising compliance concerns. Also referred to as EthicsPoint.
Business Conduct Case Management System	Also referred to as EthicsPoint. Online system for reporting and capturing business conduct concerns through EthicsPoint. EthicsPoint can be accessed via the BHP Billiton Portal and www.bhpbilliton.com . Your Human Resources representative will record the concern in EthicsPoint. Business conduct issues may be raised through EthicsPoint directly or by phone, fax or email.
Business partner	Business partners are joint venture partners or co-investors; or third parties who interact with others on behalf of BHP Billiton or BHP Billiton controlled entities, such as agents, brokers, intermediaries, advisers, consultants, representatives, travel agents, freight forwarders, customs or visa agents, tax advisers, law firms, finders, lobbyists and accountants.

Glossary

Child labour	Children less than 15 years of age are made to do work that is physically or mentally harmful and interrupts their education and social development.	Consultant	A consultancy (or service contract) agreement exists between BHP Billiton and the consulting company, and the person is providing specialist services not usually performed by an employee on a full-time basis. Work is for a defined period of time on behalf of a consulting company engaged by BHP Billiton.
Close relative	A close relative includes a spouse, partner, parent, step-parent, child, step-child, sibling, step-sibling, nephew, niece, aunt, uncle, grandparent, grandchild and partner of any of these.	Contractor	An individual, company or other legal entity that carries out work or performs services for BHP Billiton under a contract for service. This includes sub-contractors.
Close period	The period of 60 days immediately preceding the preliminary announcement of BHP Billiton's full year results or, if shorter, the period between the end of BHP Billiton's financial year and the preliminary announcement of the full year results; and the period between the end of BHP Billiton's half year and the publication of BHP Billiton's half year results.	Controlled entity	An entity in which BHP Billiton holds or controls, directly or indirectly, greater than 50 per cent of the voting, shareholding, participating interest or ownership interest; or has the capacity to determine the outcome of decisions about financial and operating policies, including (without limitation) by controlling the board.
Competition (antitrust) laws	Competition, antitrust, anti-monopoly or trade practices laws that prohibit agreements, understandings, decisions and concerted practices (whether formal or informal, written or unwritten) which prevent, restrict or distort competition. It also includes merger control rules which require approval of certain transactions from competition authorities and prohibits conduct by companies that (either jointly or independently) are in a dominant position in a given market and abuse that position. Competition law can have extraterritorial effect – actions taken in one country can violate the competition law of other countries if the conduct has an anti-competitive effect in that country.	Cultural norms	Expectations of how a person or persons will behave in a given situation based on local protocols, rules of conduct or accepted social practices.
Conflict of interest	Situations in which an employee's position within the company or financial or other personal considerations or interests have the potential to affect, or could have the appearance of affecting, their judgement, objectivity or independence.	Director	A member of the board that controls the affairs of a company. A board may consist of executive directors, who manage the company, and non-executive directors, who contribute advice.
		Discrimination	Behaviour that, intentionally or unintentionally, treats people unequally because of race, colour, religion, gender, disability, marital status or national origin, or other factors, such as age or sexual preference.
		EthicsPoint	The name for BHP Billiton's worldwide service for responding to queries relating to the interpretation and application of the BHP Billiton <i>Code of Business Conduct</i> and for raising anonymous compliance concerns. It is also the online case management system for reporting and capturing business conduct concerns. Also referred to as BCAS and BCCMS.

Glossary

Facilitation payments (prohibited by BHP Billiton)	A payment or thing of value (typically of low value) given to a government official to expedite or secure the performance of a routine government action (actions that are ordinarily and commonly performed). Examples include payments to expedite the issuing or processing of legitimate visas, the scheduling of inspections, or the connection of telephones or other utility services. Routine government action does not include discretionary decisions (including to award or continue business with a party) by a government official.
Forced labour	Work under threat of penalty and for which the worker has not offered her/himself voluntarily.
Fraud	Any deliberate act of deception which is undertaken for personal or third-party gain and which may result in a financial or non-financial loss to BHP Billiton.
Frequent flyer program	A service offered by many airlines to reward customer loyalty.
Government official	Includes: <ul style="list-style-type: none"> • any officer or employee of a government or public international organisation or any department or agency thereof or any government-owned or controlled entity (including state owned enterprises); • any person acting in an official function or capacity for a government or public international organisation; • any political party or party official, or political office candidate; • any individual who holds or performs the duties of an appointment, office or position created by custom or convention, including, potentially, some tribal leaders and members of royal families; • any person who holds themselves to be the authorised intermediary of a government official.

Group Level Document (GLD)	The documents that give effect to the mandatory and approved requirements within BHP Billiton. They describe the mandatory minimum performance requirements and accountabilities for definitive business obligations, processes, functions and activities across BHP Billiton.
Harassment	Harassment is an action, conduct or behaviour that is viewed as unwelcome, humiliating, intimidating or offensive by the recipient.
HSE	Health, safety and environment.
Human rights	Basic standards of treatment to which all people are entitled, regardless of nationality, gender, race, economic status or religion.
Illegal drugs	Drugs determined to be illegal and/or prescription drugs held without a valid prescription. Includes marijuana, LSD, other hallucinogens, cocaine, heroin, other narcotics, amphetamines, barbiturates or tranquillisers not under a doctor's orders.
Inappropriate material	Inappropriate material includes pornographic or sexually explicit or exploitative images or text; materials promoting violence, hatred, terrorism or the intolerance of others, and any material that is obscene and abusive.
Information technology	A technology system to capture, transmit, store, retrieve, manipulate, or display information. This includes computers, mobile devices, applications, database or infrastructure.
IS representative	Your information systems representative is your local IT person.
Inside information	Information that is not generally available and if made generally available, would be likely to have a significant or material effect on the price or value of BHP Billiton's or another company's securities (judged by whether it would affect a reasonable investor's investment decision). Such information may include matters of supposition, matters insufficiently definite to warrant being made public and matters relating to the intentions or likely intentions of a person.

Glossary

Insider trading	The use of inside information to profit from buying and selling stocks and securities of the company (or encouraging another to do so).
Intellectual property	Any creation of the mind or intellect or business data which has potential commercial value, and may have a right to protection under law relating to copyright, patents, trademarks and the like.
Investment	A commitment of resources (often monetary) with the expectation of receiving future benefits. The term investment includes both transactions and capital projects (and extends to finance leases, project closures, site rehabilitation, business systems projects, and long-term contractual commitments that are equivalent to capital investments).
Joint venture	A contractual association formed between two or more parties to undertake specific business together.
Licence to operate	Securing and maintaining the trust and confidence of a community and regulators in order to set up and conduct business.
Minority interest	Entities in which BHP Billiton holds or controls, directly or indirectly, 50 per cent or less of the voting, shareholding, participating interest, ownership interest, and does not control the Board and which BHP Billiton may or may not have joint management representation with other shareholders through Board positions or by virtue of the shareholders' agreement.
Modest value	A value that is limited in size or scope and could not be reasonably regarded as unduly influencing the recipient or creating a business obligation on the part of the recipient, providing that its actual value is less than: Gifts: <ul style="list-style-type: none"> • From a government or government official US\$50. • From a private individual US\$50. Entertainment: <ul style="list-style-type: none"> • From a government or government official US\$125. • From a private individual US\$250.

Occupational illness	Illness arising out of employment.
Operation	A substantially distinct production entity operated by BHP Billiton with defined boundaries and agreed points of handover for services and/or product. Includes entities such as: a mine; a port; or a group of processing or production facilities; a producing field.
Our Charter	Sets out BHP Billiton's purpose, strategy, values and success measures.
Patent	A legal document issued by a national government that grants exclusive rights for the production, sale and profit from the invention of a product or process for a specific period of time. Patents also grant the right to prevent others from copying the invention.
PEP	PEP stands for our Performance Enhancement Process which is our people system.
Personal information	Any information which could identify an individual, either from that information alone or in combination with other information which is reasonably likely to come into the possession of BHP Billiton.
Political contribution	A contribution made to a politician, a political campaign or a political party.
Political party	A group of people with similar ideas or aims, some of whose members nominate as candidates at elections in the hope that they will be elected to government.
Pornography	Verbal or visual material or acts that embody violence, coercion, discrimination, force or brutality on women, men, children or animals in sexual acts, and represent them in a degrading way.
Privacy	The ability of an individual or group to keep their lives and personal affairs out of public view, or to control the flow of information about themselves.
Public disclosure	Material that is considered disclosed in a manner sufficient to ensure its availability to the investing public.

Glossary

Record	Recorded information in any form or on any media, created or received and maintained by BHP Billiton (employee, contractor, consultant or third party) as complete and accurate evidence of business decisions, activities and transactions.
Requirements	In the Code, when we refer to requirements, we are referring to the standard mandatory minimum performance requirements as outlined in our Group Level Documents (GLDs) to meet our governance standards and stakeholder commitments.
Risk	The chance of something happening that will have an impact on objectives. Note: A risk is often specified in terms of an event or circumstance and the consequences that may flow from it. Risk is measured in terms of a combination of the severity of an event and its likelihood. Risk may have a positive or negative impact.
Sexual harassment	Any unwelcome sexual advance, request for sexual favours, or other verbal or physical conduct of a sexual nature directed at an individual or individuals.
Sponsored travel	Where transport, accommodation or living expenses are paid for or provided by someone other than BHP Billiton.

Stakeholders	Persons or groups who are affected by or can affect the outcome of a project. This may also include those who are interested in the outcome. Stakeholders may be individuals, interest groups, government agencies or corporate organisations.
Standards and procedures	In the Code, standards and procedures refers to the Company standards and procedures, including work instructions, required to be undertaken to meet our performance requirements and controls.
Supplier	A business entity that provides either goods or services to BHP Billiton.
Think tank	An organisation or group of experts researching and advising on issues of society, science or business.
Travel provider	The nominated company appointed to undertake and manage all bookings and transactions for business travel on behalf of BHP Billiton.
Working meals	In certain instances a working meal (breakfast, lunch or dinner) may be the only time that people can assemble for purposes of discussing BHP Billiton business. In order to qualify, a working meal must be called specifically for the purpose of discussing BHP Billiton business.

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