

**CODE OF ETHICS FOR
BWG Homes ASA**

(Adopted at the meeting of the Board of Directors on 6 December 2006)

1. INTRODUCTION

- 1.1 This code of ethics has been adopted by the board of directors of BWG Homes ASA.
- 1.2 The objective of this code is to establish a healthy corporate culture and preserve the company's integrity by providing the employees with guidelines on good business practice standards. The code of ethics is also intended to act as a tool for self-assessment and further development of the company's identity.
- 1.3 The code of ethics applies to the board of directors, the CEO, the executive management and other employees of BWG Homes and the Group's subsidiaries ("BWG"), and anyone else who acts on behalf of the company. All employees in BWG must abide by this code.

2. ETHICS

- 2.1 BWG's regulations dictate that the board of directors and the employees must maintain a high standard of business ethics and conduct when performing their duties for the company. The board of directors and the employees shall demonstrate fairness, honesty and integrity in all their dealings with other employees, business associates, customers, suppliers, shareholders, competitors, the general public and government authorities.
- 2.2 When acting on behalf of the company, the board of directors and the employees shall not seek to achieve unreasonable advantages by means of manipulation, withholding information, abuse of confidential information or misleading presentation of essential facts, nor shall they engage in any other dishonest practices.
- 2.3 BWG's regulations prohibit discrimination of board members, employees, shareholders, customers and suppliers on grounds of ethnicity, nationality, religion, age, sex or sexual orientation. Respect for individuals is the cornerstone of BWG's philosophy. Everyone shall be treated with dignity and respect, and no-one shall be exposed to unreasonable involvement in connection with performing their work and fulfilling their duties.
- 2.4 Neither the board members nor the employees shall allow themselves to be misled, out of loyalty to or with a view to benefitting BWG, into violating applicable laws or guidelines for BWG.
- 2.5 Any violation of BWG's rules and regulations will be met with disciplinary action, including termination of employment.

3. CODE OF ETHICS

3.1 Values

- *Pride*
"Pride is a feeling you get when you have done something to the best of your ability – the pleasure of seeing all the pieces come together, seeing that our customers are satisfied, knowing that the product exceeds expectations. Good work will always yield a sense of satisfaction. However, pride can also be seen as haughtiness or arrogance; believing that we are without competition. We must therefore make sure we never stop focusing on our professional pride. We must continue to build houses it is good to come home to."
- *Loyalty*
"Loyalty is all about respect and consideration. It is a matter of listening and taking

each other seriously, having the same ethical norms – and sharing the same values regardless of whether you are an apprentice or a director. Loyalty is based on trust, openness and being part of a team. However, loyalty is also about standing united on decisions that have been made and implementing them. Loyalty is in all of us. It is something we feel, part of our soul, something personal. At BWG we want to nurture loyalty.”

- *Accountability*
“Accepting responsibility is a serious business; denying responsibility can be even more serious. It is therefore essential that we keep our promises and comply with legislation and rules. Each and every one of us must be willing to accept responsibility for our mistakes and do what we can to rectify them. At the same time, we do not want to instil fear of accepting or assuming responsibility. In practice, responsibility must therefore be organised properly and positively so that we all regard accountability as one of our duties and accept it with pride. Our continued success depends largely on our willingness to assume responsibility.”
- *Security*
“Good homes will always be attractive. We ensure our own future by surpassing our customers’ expectations and setting high standards for ourselves whilst producing profitable houses. Security means always ensuring the interests of health, safety and the environment are taken into account. Security also means being able to trust each other – knowing that you have the trust you need, and that you will get the support and follow-up necessary for you to fulfil your tasks. BWG shall always be a safe, secure workplace.”
- *Modern*
“BWG is a modern company. BWG is forward-looking – an innovative company that adopts a long-term approach, that is able and willing to adapt to changes in the market, that is visionary and different. However, an important aspect of being a modern company is also being able to preserve and draw on traditional values and experience. BWG shall be a company that gives priority to health, safety and the environment and that regards its employees as its most valuable asset and our main competitive advantage. BWG changes with the times. But our goal remains the same: we will always build houses it is good to come home to. Our vision is that we are a profitable company that offers secure, interesting, developing workplaces”.
- *Management*
“BWG has many types of management. Common to all of them is that the people who have been entrusted with this responsibility shall be an example to their co-workers – in word and deed. Their areas of responsibility may vary, but the goals are the same. Work shall be defined clearly and carried out. Our managers also have a duty to identify weaknesses and correct them. Management is also about communication and inspiration. In this respect, management is as much a matter of guiding and motivating employees and ensuring they acquire the skills and knowledge they need. Management means assuming responsibility.”

3.2 Legislation and regulations

BWG shall abide by all the applicable legislation and official instructions and regulations in the countries the company operates in. The members of the board and the employees have a personal duty to comply with the laws and regulations, including those related to accounting and auditing. Similarly, the board members and employees must also comply with the company’s internal guidelines, as long as they are not in contravention of the applicable legislation.

3.3 Working environment

- 3.3.1** BWG shall be known as a professional, positive workplace with an inclusive working environment.

- 3.3.2** BWG shall focus on achieving maximum yield in its operations and shall continuously seek working methods that foster a good, safe working environment.
- 3.3.3** BWG shall comply with all the requirements defined in relevant legislation.
- 3.3.4** All employees shall contribute to creating a working environment where no-one is discriminated because of their ethnicity, nationality, religion, age, sex, sexual orientation or disability.
- 3.3.5** BWG does not tolerate behaviour that can be perceived as derisive, humiliating or threatening.
- 3.3.6** Neither BWG nor executive management or employees shall make use of child labour.
- 3.4 Relationship with contractual partners, competitors and government authorities**
- 3.4.1** Contractual partners shall be treated with due respect.
- 3.4.2** BWG shall maintain a constructive, open dialogue with the public authorities.
- 3.4.3** BWG wants fair, open competition in all markets. Under no circumstances shall BWG or any of the company's employees participate in activities in contravention of the applicable law on competition.
- 3.4.4** BWG is firmly opposed to all forms of corruption. The employees of BWG shall neither directly nor indirectly offer, promise, give or accept bribes. The same applies to illegal or inappropriate gifts or other unreasonable advantages or benefits in order to obtain gains for BWG or oneself.
- 3.4.5** BWG is firmly opposed to all forms of money laundering and will take whatever action necessary to avoid being involved in financial transactions that may involve money laundering.
- 3.5 Loyalty, conflicts of interest and duty of confidentiality**
- 3.5.1** BWG requires that all employees are loyal to the company and that they refrain from acts and having interests that may impede their ability to perform their work objectively and effectively.
- 3.5.2** Conflicts of interest should be avoided. If a conflict of interest arises, it is up to the employees to assess the situation and if necessary notify their superiors. This applies to all conflicts of interest that may involve customers, suppliers, current or future employees, competitors or other contacts.
- 3.5.3** All employees shall keep secret all confidential information about BWG in order to avoid unauthorised parties gaining access to it and show due caution in conversations about internal matters in order to avoid being overheard by unauthorised parties.
- 3.5.4** Only the CEO and the chairman of the board or persons to whom they delegate this task, may make public statements on behalf of BWG.
- 3.6 Trading BWG shares, accounting and reporting**
- 3.6.1** Those of BWG's employees who have access to information that may affect the value of the company's shares shall not disclose this information and shall act in accordance with the applicable legislation and BWG's rules on insider trading.
- 3.6.2** BWG employees may only trade BWG shares if it is done in accordance with the applicable legislation and BWG's rules on insider trading. All employees must familiarise themselves with the applicable legislation and BWG's rules on insider trading before buying or selling BWG shares.

- 3.6.3** BWG shall establish accounting procedures and ensure that all transactions are registered in accordance with the applicable legislation and regulations. All employees have a duty to comply with BWG's guidelines on registration of transactions and proper documentation. Employees shall also ensure that business transactions are reported in full and documented and that they are in accordance with generally accepted accounting principles.
- 3.6.4** All reporting by BWG shall be in accordance with the applicable legislation and regulations, and all reports shall be complete, accurate, comprehensible and timely.
- 3.7 Compliance and sanctions**
- 3.7.1** As an integral part of the internal and external audits, BWG shall regularly ensure that all aspects of this code of ethics are being complied with.
- 3.7.2** Any violation of the code of ethics shall be reported immediately to the managing director of the relevant subsidiary or, as appropriate, to the chairman of the board of the subsidiary.
- 3.7.3** Any questions or uncertainty concerning interpretation or application of the code of ethics should be addressed to the managing director of the relevant subsidiary or, as appropriate, to the chairman of the board.
- 3.7.4** The managing director or board of the relevant subsidiary shall investigate all instances of violation of the code of ethics reported to him or her without undue delay. All serious violations of the code of ethics shall be reported to the board of directors of BWG Homes ASA.
- 3.7.5** In the event of proven violation of the code of ethics, the managing director or board of the subsidiary in question shall implement all the necessary and preventative measures.