



Our Code of Business Conduct and Ethics

Culture of Integrity

Using This Code

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Who is covered by our Code?

- Ferguson Board
- All associates (full-time, part-time, interns and temporary associates)
- Ferguson subsidiaries

You are accountable for following the Code and failing to do so may result in disciplinary action, up to and including termination of employment.

Who should follow our Code?

- Anyone who works on behalf of Ferguson
- Our agents, consultants and contractors

Waiver: In the unusual circumstance that a waiver to the Code is required, requests should be made in writing to the Group General Counsel.

Additional Resources:

Viewing this Code online? Click any linked text to find additional resources. Please note that some content is only accessible when you are connected to the secure Ferguson network.*

[→ Our Values](#)

[→ Ethics Helpline](#)

[→ Corporate Policies](#)

[→ “What If” Scenarios](#)

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*Please note that information contained in the linked materials, except for the policies located in Policy Central, are not incorporated by reference into this Code or considered to be part of this Code.

Message from Kevin Murphy, CEO

Why ethical culture is important to us.

At Ferguson, our values guide our decisions and our actions. Innovation, integrity, people, results, safety and service are more than just ideas—they define who we are and what we stand for. These values transcend geographic borders, brands and products.

These shared principles also give our customers confidence in the excellence and integrity of our products and services. When we do the right thing, we don't just avoid risk—we achieve outstanding results that we can all be proud of.

As one Ferguson, our Code applies to all associates globally and is a resource dedicated to helping us live our values on a daily basis in all our decisions and interactions.

Take this time to review the Code and referenced policies so you are equipped with the knowledge in how to always do the right thing. The Code will not cover every situation we may face. Follow the principles in the Code and if you have questions, ask your supervisor, a manager, your HR/Finance Business Partner, the Legal Department or Group Ethics.

Use the interactive features of this Code to supplement your knowledge about corporate policies and resources, which are posted on **Corporate Policies**.

Thank you for living our values, leading by example and helping us maintain a culture of integrity at Ferguson.



Our Values:



Innovation

Encourage innovation to improve our customers' solutions.



Integrity

Act fairly, honestly and with integrity.



People

Recruit passionate people and provide excellent development opportunities.



Results

Have high expectations and drive performance to deliver excellent results.



Safety

Be accountable for our own safety and the safety of others.



Service

Source great products, provide unrivaled service and build enduring relationships to deliver value to our customers.

Our Responsibilities

We are all ethical leaders and responsible for maintaining a culture of integrity.

Everyone's Responsibilities

Follow all applicable laws, our Code and corporate policies.

Always do the right thing.

Ask questions if policies are unclear.

Report misconduct.



Leaders' Responsibilities

Communicate the importance of doing the right thing.

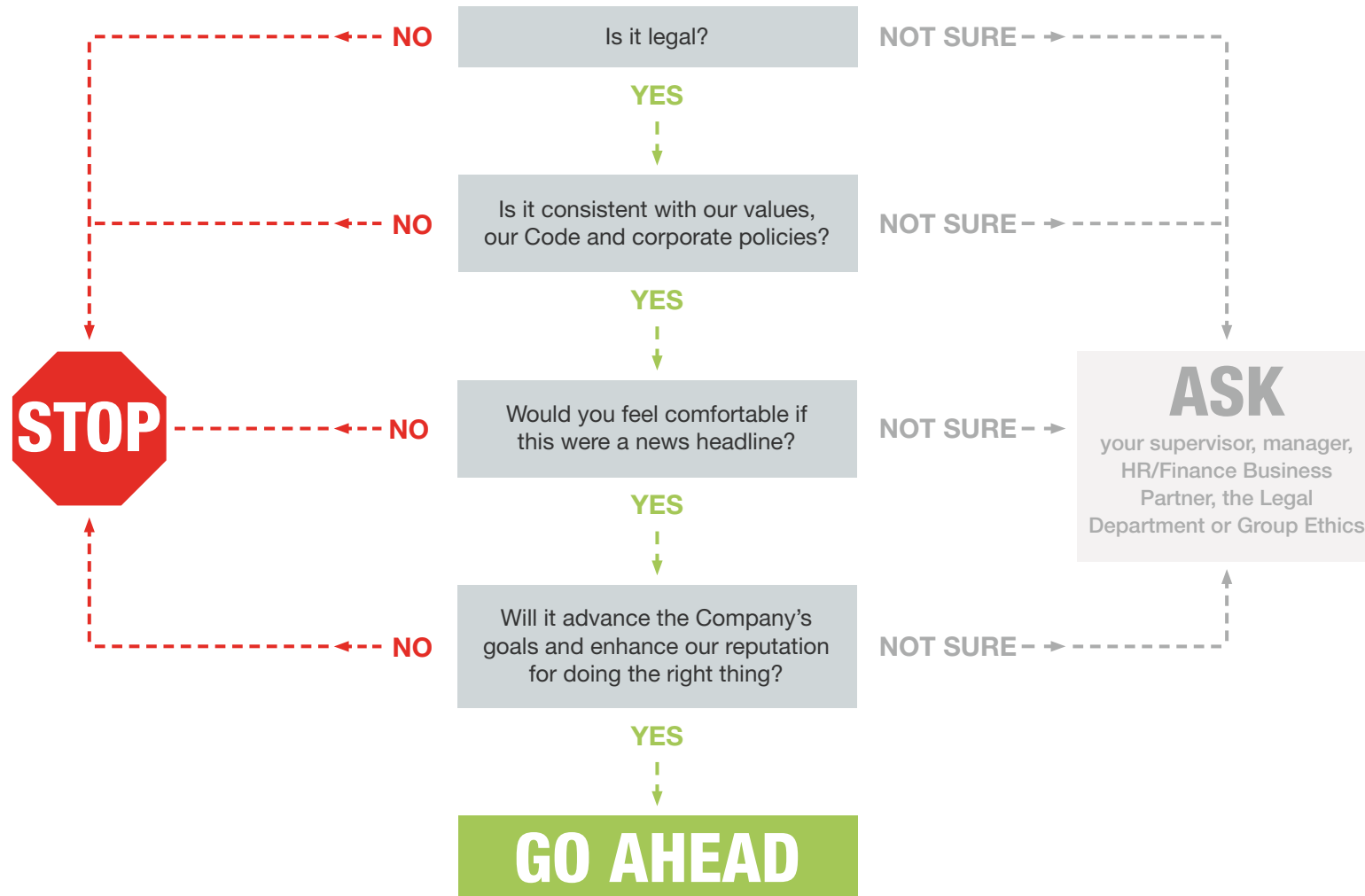
Model appropriate behavior.

Be accountable and hold others accountable for their conduct.

Prevent retaliation against those who report misconduct.

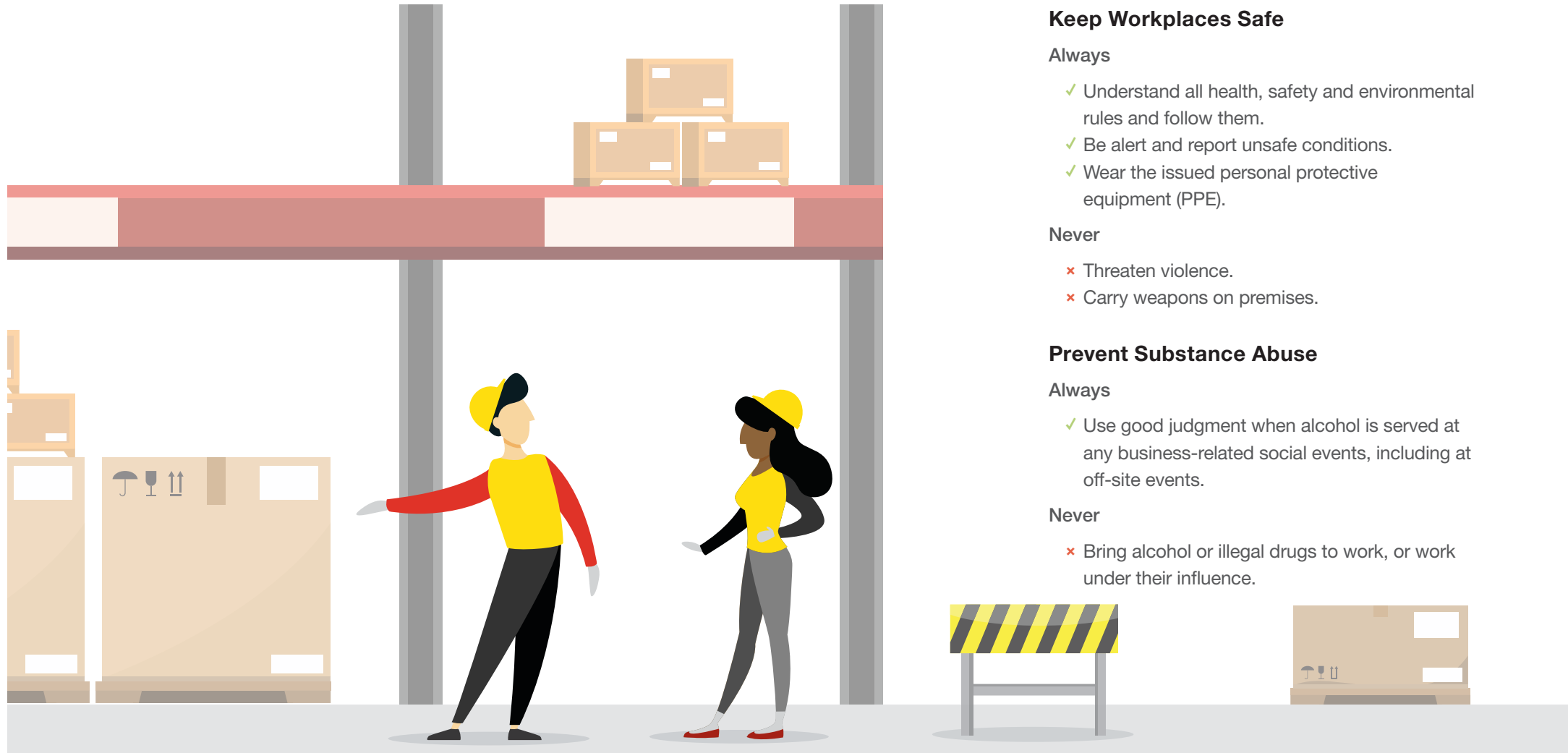
Ethical Decision-Making Chart

Not sure which way to turn? Use this chart to help you decide.



Engaged Associates

We are an equal opportunity employer and are at our best when we treat everyone with respect and dignity.



Keep Workplaces Safe

Always

- ✓ Understand all health, safety and environmental rules and follow them.
- ✓ Be alert and report unsafe conditions.
- ✓ Wear the issued personal protective equipment (PPE).

Never

- ✗ Threaten violence.
- ✗ Carry weapons on premises.

Prevent Substance Abuse

Always

- ✓ Use good judgment when alcohol is served at any business-related social events, including at off-site events.

Never

- ✗ Bring alcohol or illegal drugs to work, or work under their influence.

Be Truthful and Respectful

Always

- ✓ Be fair, courteous and treat everyone with dignity and respect.
- ✓ Act and communicate professionally.
- ✓ Be inclusive, value differences and maintain a positive work environment.

Never

- ✗ Lie, steal or cheat on the job.
- ✗ Intimidate, bully or belittle others.

Prevent Discrimination and Harassment

Always

- ✓ Base all work decisions—like hiring, discipline and promotion—solely on merit.
- ✓ Avoid sexually explicit, racist and other inappropriate discussions or jokes.
- ✓ Comply with equal employment, anti-discrimination and anti-harassment policies.

Never

- ✗ Discriminate or harass anyone.
- ✗ Sexually harass anyone.

Avoid Conflicts of Interest

Always

- ✓ Act in the best interest of the Company.
- ✓ Disclose actual or perceived conflicts to supervisors.
- ✓ Avoid related party transactions (e.g., comply with the Related Parties Policy).

Never

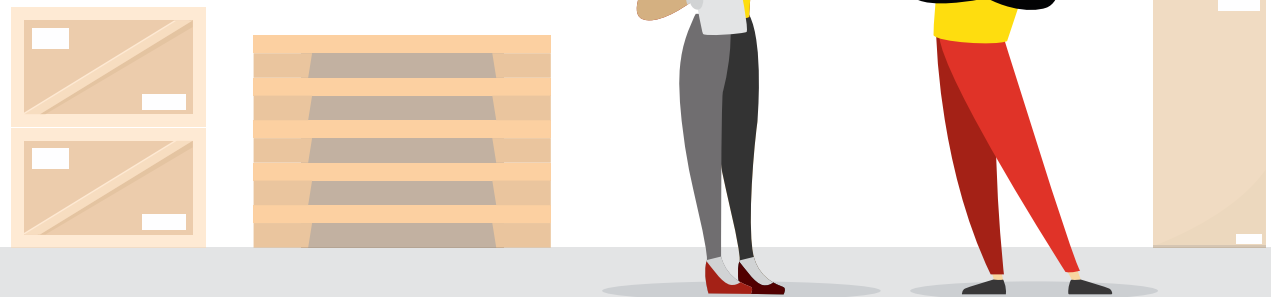
- ✗ Allow second jobs to interfere with our work performance (e.g., work for a supplier, customer or competitor) without your supervisor's approval.
- ✗ Allow family relationship interests to conflict with the Company's interest.
- ✗ Exploit company opportunities for your personal gain.

Foster a safe, secure, healthy and respectful workplace:

→ **Health and Safety**

→ **Professional Development Courses**

→ **Corporate Policies**



Customer Excellence

Our values give our customers confidence in the excellence of our products and services.

Prevent Bribery

Always

- ✓ Accurately record all payments.
- ✓ Submit accurate information to customers, vendors or business partners.

Never

- ✗ Offer or accept a bribe or kickback.
- ✗ Promise or offer anything of value to gain an improper business advantage.
- ✗ Offer to pay facilitation payments to government personnel.

Be Diligent with Government Customers

Always

- ✓ Be mindful that gifts to and entertainment with government customers have special rules.
- ✓ Ensure certifications are accurate, complete and truthful.

Never

- ✗ Submit false claims, documents or information.
- ✗ Promise or offer anything of value to gain an improper business advantage.

Be Mindful About Gifts and Entertainment

Always

- ✓ Make sure that gifts/entertainment have a clear business purpose.
- ✓ Obtain proper approval for gifts/entertainment above the applicable monetary limit.

Never

- ✗ Give or receive cash, gifts cards, securities or loans.
- ✗ Give or accept lavish gifts/entertainment.
- ✗ Allow gifts/entertainment to influence business decisions.

Help Ensure Product Quality

Always

- ✓ Follow vendor screening processes.
- ✓ Ensure products meet standards.
- ✓ Report product quality or safety issues.

Never

- ✗ Bypass controls or take shortcuts.
- ✗ Allow compromised quality to go to the customer.

Deal fairly and honestly with our customers:

- Gifts and Entertainment
- Corporate Policies



Marketplace Leader

Each one of us shares responsibility for the strength of the Company's reputation.

Compete Fairly

Always

- ✓ Avoid talking to competitors about product prices, contract terms and business strategies.
- ✓ Be truthful when discussing competitors.

Never

- ✗ Seek to obtain improper business advantages by lying or hiding facts.
- ✗ Use a competitor's information inappropriately.
- ✗ Use our market strength unfairly.

Source Responsibly

Always

- ✓ Encourage suppliers to adopt fair labor practices and other ethical standards.
- ✓ Conduct vendor due diligence to help ensure that our products are not produced using child, forced or prison labor.

Never

- ✗ Offer or accept a bribe or kickback from suppliers.
- ✗ Give or receive anything of value (e.g., gifts/entertainment) from suppliers to gain an improper business advantage.

Market Truthfully

Always

- ✓ Market products we sell in accordance with applicable law.

Never

- ✗ Intentionally describe our products or services in a misleading way.

Protect Human Rights

Always

- ✓ Provide fair working conditions, hours and compensation.
- ✓ Report human rights violations or human trafficking immediately.

Never

- ✗ Use child, forced or prison labor in our operations or in our supply chain.

Always do the right thing:

→ **Supply Chain Network**

→ **Corporate Policies**



Protecting Our Company

We put the goals and interest of the Company before our own personal gain.

Follow the Law and Regulations

Always

- ✓ Follow all applicable laws and regulations in the location in which we work.
- ✓ Follow importing, exporting, procurement and supply chain transparency laws, and comply with all applicable restrictions, sanctions or embargoes on trade.
- ✓ Comply with wage and hour laws (e.g., accurately record time worked).
- ✓ Protect the Company's intellectual properties (e.g., logos, trademarks, copyrights).

Help Prevent Insider Trading

Always

- ✓ Share sensitive information only with those authorized to receive it.
- ✓ Comply with securities law disclosures.
- ✓ Comply with the Share Dealing Policy before dealing in Company stock.

Never

- ✗ Share material non-public financial information with anyone outside the Company without authorization.
- ✗ Discuss sensitive business matters in public places.
- ✗ Trade on inside information as defined in the Share Dealing Policy.

Keep Accurate Records and Accounts

Always

- ✓ Make sure reporting of financial information is complete, accurate, timely and understandable.
- ✓ Secure, maintain and destroy documents in accordance with policies and retention schedules, including complying with "Legal Hold" requirements (e.g., preservation notices).
- ✓ Accurately record customer orders and accounts.

Never

- ✗ Take any part in activities that involve theft, fraud, embezzlement or extortion (e.g., do not help conceal, alter, falsify or omit information).
- ✗ Misrepresent or falsify financial information, including falsifying travel and business expenses.
- ✗ Provide false information to auditors.

Follow all applicable laws, regulations and corporate policies:

- Finance Business Partners
- HR Business Partners
- Legal Department
- Corporate Policies



We are diligent in protecting our Company's information and assets.

Protect Company Information

Always

- ✓ Store and exchange sensitive information (e.g., non-public financial information, associate medical and personnel records, business strategies) using Company-approved systems and methods.
- ✓ Share sensitive information with other associates only as needed for business purposes.
- ✓ Contact your Legal Business Partner before sharing sensitive information with third parties.

Never

- ✗ Discuss sensitive information in public.
- ✗ Use sensitive information for personal gain.
- ✗ Share sensitive information without having a confidentiality or non-disclosure agreement in place.



Protect Company Assets

All Company-approved equipment and communication systems may be monitored.

Always

- ✓ Protect assets from damage, abuse, waste, loss or theft.
- ✓ Protect computers and devices from theft, damage and unauthorized access regardless of work location (e.g., same standard of use and care when working remotely or from other non-company locations).
- ✓ Keep passwords safe and change them if they may be exposed or compromised.

Never

- ✗ Provide unauthorized access to IT systems or share your password with others.
- ✗ Use Company equipment to view, transmit or store inappropriate or illegal information.
- ✗ Misuse Company assets or remove for unauthorized personal use.

Protect Privacy

Always

- ✓ Only collect personally identifiable information (PII) from associates, customers, vendors and other third parties that is necessary for legitimate business purposes.
- ✓ Use PII only for the agreed purposes, store and exchange PII securely and ensure proper destruction of PII.
- ✓ Immediately report suspicious requests for PII and privacy breaches to Compliance.

Never

- ✗ Provide PII to someone without verifying their identity and authorization to receive the information.

Properly secure Company information and assets:

- [Security Best Practices](#)
- [Corporate Policies](#)

Community Champions

We are dedicated to contributing to and strengthening our communities.

Engage with the Community

Always

- ✓ Only speak on the Company's behalf if authorized.
- ✓ Refer all external inquiries to **Communications**.

Never

- ✗ Represent personal views as the Company's position on an issue.

Be Mindful About Politics

Always

- ✓ Make sure personal political views are clearly your own and associated activities are done on your own time and using your own resources.
- ✓ Tell supervisors if running for political office.

Never

- ✗ Contribute Company money to political campaigns or ask others to contribute to campaigns.
- ✗ Pressure others to participate in political activities.



Be Responsible on Social Media

Always

- ✓ Be appropriate, accurate and honest when posting Company-related activities on personal social media sites.

Never

- ✗ Share sensitive information about the Company.
- ✗ Post any information that is known to be false about the Company.
- ✗ Post as a representative of the Company unless authorized.

Protect Our Environment

Always

- ✓ Provide information to customers about sustainable and renewable products.
- ✓ Immediately report spills, leaks, accidental discharges or other hazards.
- ✓ Try to minimize waste.

Make a positive impact through our work:

- **Communication Resources**
- **Social Media Resources**
- **Corporate Policies**



Ethics Helpline

Want to ask a policy question or report misconduct? Use this chart to help you.

Who can we contact?

You can talk to your supervisor, a manager, your HR/Finance Business Partner, the Legal Department or Group Ethics, or you can ask questions or raise concerns **anonymously** through the Ethics Helpline.

What support is available?

Seek Advice

Seek advice if you have questions about our Code, corporate policies or have an ethical business dilemma.

Speak Up

Speak up if you suspect violations of law, our Code, corporate policies or if you see unethical business conduct.

What happens next?

The Company will not tolerate retaliation against associates who report concerns or participate in the investigation process. Reports of concerns must be made in good faith.

When you seek advice, all questions are answered in a timely manner.

When you speak up, all concerns raised are investigated fairly and in a timely manner. Substantiated concerns result in corrective actions.

Access the Ethics Helpline, available 24/7:

Call the Ethics Helpline:

- Canada: 800-235-6302
- China: 400-120-3062
- South Korea: 070-4732-5023
- Switzerland: 0800-838-835
- Taiwan: 00801-14-7064
- Thailand: 001-800-012-657
- United Kingdom: 0808-189-1053
- United States: 800-461-9330
- Vietnam: 122-80-390

Text the Ethics Helpline:

- United States and Canada: (757) 530-5506

Visit the Ethics Helpline site:

→ ferguson-ethicshelpline.com

“What If” Scenarios

What would you do?

Engaged Associates

What if we notice associates not wearing fall harnesses while on an order picker?

Even if the associates explain it's OK as long as they are careful, you should talk to your supervisor because not following safety requirements can cause injury or death. Supervisors should review safety policies with the team.

What if you heard an associate making jokes about someone's accent?

You should ask the associate to stop and explain that such behavior is inappropriate. If the associate doesn't stop, then you should inform your supervisor, HR Business Partner or contact the Ethics Helpline.

Customer Excellence

What if you find out a Showroom Consultant offered, when selling a high-end appliance package, a non-standard discount to the spouse of a local city official while the official was evaluating a bid?

You should contact your Legal Business Partner because not only is this a clear violation of Company policy, it could also be perceived as an inappropriate incentive to win a contract with the city.

Marketplace Leader

What if, during a meeting of a supply association, other supply house participants start talking about changing prices to prevent new entrants to the market?

You should make it clear that you are not part of the conversation and make a noisy withdrawal that is memorable so others will recall your objection and departure. Afterwards, immediately report the incident to your supervisor and Legal Business Partner because conversations with competitors about fixing pricing is illegal.

Protect Our Company

What if an associate took a damaged toilet home for personal use without proper authorization, then later decided to sell it on eBay?

Even though damaged, the toilet is still a Company asset and should not be used for personal use without proper authorization. You should ask the associate to take the listing off eBay and return it to the Company for proper disposal. If the associate does not, then report this matter to your supervisor or designated HR Business Partner because the associate is making a personal profit off a business asset.

Community Champions

What if an associate confides in you that he accidentally spilled hazardous materials and quickly cleaned them up without help?

You should report the spill to your supervisors. Even though the other associate took initiative to clean up the spill, hazardous materials are harmful to the environment and legally regulated, and the Company must make sure the cleanup was done correctly.

→ More “What If” Scenarios



Ethics Helpline

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