

# CODE OF CONDUCT

PERFORM WITH INTEGRITY



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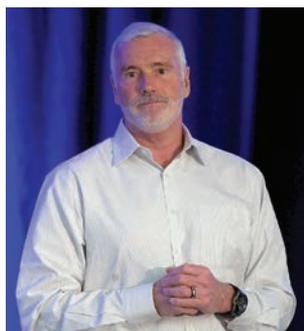
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***“We should all be good at the jobs we do. However, competence is not enough. We must perform our jobs safely, legally and ethically.”***

## ***Dear Fellow Employee,***

PCC’s Code of Conduct reflects our values and defines what conduct is expected from every employee of a Precision Castparts Corp. company. I expect you to act with integrity, and you have every right to expect the same from me and from each other.

While we must strive to meet our operational and financial goals, we first must operate safely, produce high-quality products that meet our customers’ expectations, and always act in a legal, ethical, and moral way. This is my expectation of how you will perform your job duties, whatever role you play. Ultimately, we should be able to concurrently accomplish all of the above – but in any particular circumstance safety, quality, and ethics should never be compromised to meet production goals. We must also respect each other in the workplace. PCC will strictly enforce our policies against harassment and discriminatory behavior. These behaviors have no place in our organization and must be promptly reported if observed.

This Code of Conduct is not a set of suggestions. Rather, it sets out our basic responsibilities as PCC employees. If you are uncertain about how to behave in a particular situation, or if you believe that someone else is not strictly adhering to the Code, the Company provides effective and confidential avenues for you to raise your concerns.

I expect all employees to come forward and speak up if they see someone crossing the line. There will be no retaliation—period. A working environment based on trust and mutual respect is the best way for this Code of Conduct to work effectively for all of us.

PCC’s Code of Conduct aligns with Berkshire Hathaway’s expectations, and we will never compromise. No matter where we work or where we live, nothing justifies stepping outside this Code.

Please read this document carefully. If you do not understand a concept detailed in this Code of Conduct or the expectations of you as an employee, ask your supervisor or manager or Human Resources for clarification. If you have questions or concerns, please make them known. Thank you for your continued contributions to PCC’s success.

A handwritten signature in black ink, appearing to be 'M Donegan', followed by a long horizontal line that extends across the width of the signature area.

**Mark Donegan**

*Chief Executive Officer and President  
Precision Castparts Corp.*



*Ethical behavior is the cornerstone of integrity and is everyone's responsibility, from members of senior management to the newest employee.*

## **WHY WE HAVE A CODE OF CONDUCT**

At PCC, we strive to perform with integrity—every day and in everything we do. Ethical behavior is the cornerstone of integrity and is everyone's responsibility, from members of senior management to the newest employee. This Code of Conduct, which applies to all of us, provides important principles and guidelines for ethical behavior. It expresses our intent and expectation to uphold the highest standards of integrity.

### **Your Responsibilities**

As an employee in a PCC company, you need to review this Code thoroughly and refer to it when work issues arise and you are unsure how to proceed. Your business unit or division may issue its own policies and procedures, as may PCC itself. You must follow those policies and procedures in addition to those found in this Code.

You must also comply with all laws that apply to your business.

The Code applies to all employees, including those who work under collective bargaining agreements. We believe it is consistent with positive labor relations and our mutual commitments under those agreements. However, if anything in this Code should conflict with any provision in a local law, the local law will govern. In all other instances, the Code applies.

## **Deciding How to Act**

We all need to “think before we act,” and we must always use good judgment. Before you act, ask yourself the following questions:

- Is it the right thing to do?
- Is it legal?
- Is it safe?
- Do I have the authority to act?
- Does my action comply with the Code of Conduct?
- Would I be upset or embarrassed if other people, such as my coworkers or family members, found out about this action or if it were published in the news media?

And remember, if you are unsure about the right thing to do, PCC encourages you and expects you to ask someone on your management team or another company resource listed on Page 30. A lack of knowledge is not an excuse!

## **Managers and Supervisors Responsibilities**

If you are a manager or supervisor, you are responsible for knowing, applying, and abiding by the Code and helping the people who report to you to become familiar with its contents. You are also responsible for preventing violations of the Code, as well as detecting violations that may occur and reporting them appropriately. You are expected to:

- Lead with integrity and ensure those around you act in compliance with these expectations
- Encourage employees to ask questions and help them get answers
- Create an environment where employees can raise concerns without fear of retaliation
- Protect the health and safety of PCC employees
- Protect the quality of PCC’s products
- Protect the accuracy of financial records
- Never compromise PCC’s reputation

*We all need to “think before we act.” If you are unsure of the right thing to do, PCC expects you to ask someone on your management team. A lack of knowledge is not an excuse!*



*Safety is much more than just how we maintain equipment or keep work areas clean. All of us should proactively address safety concerns before they cause an accident or injury.*

## **WE MAINTAIN SAFE AND RESPONSIBLE WORKPLACES**

PCC is committed to creating and maintaining a safe working environment and preventing workplace injuries. Through management leadership and employee commitment, we work to conduct our operations in a safe and healthy manner.

### **Safety First!**

To maintain a safe and healthy work environment for all PCC employees, we need everyone's help. As PCC employees, we must take responsibility for observing all safety and health rules, policies and procedures, including the Cardinal Rules of Safety. This includes taking precautions necessary to protect yourself, your coworkers, and any onsite visitors. You must always use the personal protective equipment that is required for your job, such as safety glasses, hard hats, safety shoes and protective clothing, and you should never enter a designated area without the necessary authorization, training, and equipment. You cannot knowingly allow yourself or co-workers to work in an unsafe manner or participate in activities that may endanger your health and safety or the health and safety of others. You must always report immediately any workplace accident, injury, occupational illnesses

or unsafe practices to your supervisor or manager. Safety is much more than just how we maintain equipment or keep work areas clean. As PCC employees, we are all obligated and committed to proactively address safety concerns before they cause an accident or injury by bringing them to the attention of a supervisor, safety representative, a member of the plant safety committee, or human resources.

Suggestions to improve workplace safety are welcome and should be reported to your plant or general manager, safety representative, or safety committee for consideration and evaluation.

### **Work Environments Free from Unlawful Discrimination or Harassment and Violence**

We respect people for who they are and what they are capable of doing. PCC does not tolerate unlawful discrimination in the workplace or from any of its employees, representatives, vendors, customers, or suppliers. We must always deal with coworkers, job applicants, and third parties without regard to their race, color, religion, gender, sexual orientation, gender identity, national origin, age, disability, veteran status or other protected status. Any suspected violations of this policy must be reported immediately to a supervisor, manager, or human resources representative for prompt investigation.

We are also committed to providing you with a safe, secure work environment, free from unlawful harassment and violence.



*PCC does not tolerate any type of unlawful harassment based on individual characteristics, such as race, color, religion or cultural background. Notify your supervisor, manager or human resources staff immediately to report any concerns.*

Sexual harassment by employees or others, including vendors, customers, and suppliers is strictly prohibited.

Workplace violence or the threat of violence is unacceptable. Violent behavior or threats should be reported to your supervisor or the human resources staff, and they will be investigated. Employees who engage in violence or threats of violence may be subject to disciplinary action or termination, as well as criminal prosecution.

If you experience or become aware of unlawful harassment or discrimination, you must notify your supervisor, manager, the human resources staff, or PCC's corporate legal department immediately. We strictly prohibit retaliation against employees who report concerns in good faith.

### **A Drug-Free Work Environment**

Because safety comes first, you must remain free of the influence of alcohol, drugs (including legal or prescription drugs), or any other substance that may impair your ability to perform your duties safely and efficiently.

You must know and follow the drug and alcohol policies of your workplace whenever you are conducting business for PCC, both on company premises and when you are representing PCC away from the workplace. Those who violate these policies may be subject to discipline or termination.

*Because safety comes first, you must remain free of the influence of alcohol, drugs, or any other substance that may impair your ability to perform your duties safely and efficiently.*



*Because we manufacture products for critical aerospace, power, medical and industrial applications, we must always act with the highest degree of competence and personal integrity.*

## **WE MANUFACTURE QUALITY PRODUCTS**

We have achieved leadership in our product markets through a constant focus on quality, cost, and delivery. We strive to be the best in each of these categories. Certainly, our customers expect no less. Because we manufacture products for critical aerospace, power, medical and industrial applications, we must always act with the highest degree of competence and integrity. There is absolutely no middle ground; there is no compromise.

### **Customer Requirements**

Our reputation depends on our ability to meet our customers' requirements. We all need to strictly follow the work instructions and product specifications provided to us by our customers. Under no circumstance should a departure from the specifications occur without being reported and authorized through the appropriate channels.

We insist on the highest quality of work from our suppliers as well. Our suppliers must pay the same strict attention to product specifications as we do. Therefore, we must clearly communicate to our suppliers the importance of following customer specifications, contract requirements, and PCC-imposed production requirements.



*Audits, inquiries and investigations are beneficial for PCC because they uphold product integrity and provide us with insight for process improvements.*

## **The Importance of Inspections**

Inspections tell us whether or not our products meet our customers' specifications and contract requirements. PCC employees involved in the product testing and inspection process play a critical role in product integrity. We rely on you to give us and the customer confidence and faith that our products meet specifications.

Inspectors and testers must conduct their work with the highest integrity. Under no circumstance should any required test or inspection be skipped. All records relating to testing and inspection must be 100 percent accurate and disclose all required information fully. Any nondisclosure of information, unauthorized departure from testing or inspection requirements, or falsification of records will be grounds for discipline or termination.

## **Maintaining Accurate and Complete Records**

The importance of maintaining accurate and complete records of our products and manufacturing processes cannot be overemphasized. Our customers must be assured that our records will always represent a complete and accurate history. These records may be vital in the event of an aircraft incident or unexpected escape or departure in the manufacturing process.

The same principles apply to our suppliers. We must be diligent in demanding that our suppliers maintain accurate and complete records in accordance with our requirements and those of the customer.

## Customer and Government Audits, Inquiries, and Investigations

Audits, inquiries, and investigations are a valuable process for upholding product integrity. They are beneficial for PCC because they validate our processes and provide us with insight for process improvements. Audits benefit our customers by reassuring their faith and confidence in the quality of our products.

To handle an audit, inquiry, or investigation with integrity, we must follow these guidelines:

- Always cooperate courteously with customers or government officials conducting an audit, inquiry, or investigation.
  - Where a request is not a routine one, or you are unsure of what the actual question is, notify and seek advice from your quality manager, general manager or PCC’s corporate legal department before responding.
- Make sure that any information we provide is truthful and accurate and that PCC’s legitimate interests are protected.
  - Ensure that the necessary safeguards are put in place to protect PCC’s intellectual property and proprietary information.
  - Avoid unverified speculation or opinion on facts or causes. If you are unsure of the facts, you are encouraged to seek advice from your quality manager, general manager, or PCC’s corporate legal department before responding.
- Make sure that all records and information relevant to any audit, inquiry, or investigation are preserved immediately.
  - Make sure that any automatic systems, including electronic systems, for record disposal are stopped to avoid destruction of relevant records and information.
- Never mislead any customer, investigator, or other government official.
- Never conceal, alter, or destroy documents, information, or records. If in doubt, consult PCC’s corporate legal department.
- Never retaliate against anyone who cooperates in an audit, inquiry, or investigation.

*Audits benefit our customers by reassuring their faith and confidence in the quality of our products.*



*Accurate financial records are essential. PCC prohibits improper financial reporting or failure to follow PCC's financial policies.*

## **WE MAINTAIN ACCURATE AND COMPLETE FINANCIAL RECORDS**

We must always keep complete, accurate, timely, and understandable financial records. Doing so not only meets our obligations to government regulators, our shareholder, and external stakeholders, but also protects our reputation and supports our internal business decisions.

PCC prohibits improper financial reporting or failure to follow PCC financial policies. As part of PCC's pledge to perform with integrity, private sessions with the CEO, CFO or the Corporate Controller are always available following operational and financial reviews.

### **Providing Accurate Numbers**

All finance employees (including accounting, treasury, and tax compliance) are responsible for understanding and following PCC's finance policies, including our Financial Code of Professional Conduct. Deviation from these policies without prior approval is unacceptable.

We maintain the integrity of PCC's financial reporting in several ways:

- Resolving all actual or apparent conflicts of interest related to any material transaction or relationship
- Promoting and providing disclosures that present the information appropriately (i.e., accurately, completely, objectively, relevantly, timely, and understandably)
- Keeping PCC financial data in a manner that fully complies with PCC's policies and all applicable laws, rules and regulations, including generally accepted accounting principles (GAAP)
- Maintaining effective internal controls over financial reporting
- Avoiding undisclosed or unrecorded funds or accounts
- Protecting the confidentiality of information we use
- Proactively resolving all known accounting matters in a timely manner, including elevating matters to the appropriate levels within PCC (including the CFO and CEO) until satisfactorily resolved.

Any concern about the accuracy of our financial books and records should be raised immediately and will be resolved. No retaliation will occur for raising concerns in good faith.

### **Ensuring Sarbanes-Oxley (SOX) Compliance**

At PCC, complying with SOX is a serious obligation. Those responsible for SOX compliance must carefully follow company procedures and internal controls. Any questions or concerns must be communicated to the division and corporate levels. Decisions should be thoroughly communicated and explained to staff. Lack of knowledge is not an excuse. When in doubt, check it out. Ask questions! Good internal controls is not just the law, it is a best business practice to properly safeguard our financial information and our valuable assets.

*Complying with SOX is a serious obligation. Those responsible for SOX compliance must carefully follow company procedures and internal controls.*

## Never Crossing the Line

As PCC employees, regardless of our position or job responsibilities, it is our obligation to make certain the company's books and records are accurate. No entry may be made on the company's books and records that intentionally hides or disguises the true nature of any transaction. Under no circumstance should you:

- Deliberately make a false or misleading entry in a report, record, or expense claim
- Falsify any record, whether financial or non-financial (such as safety, environmental, or quality results)
- Buy, sell, transfer, or dispose of company assets without proper documentation or authorization
- Try to influence others to do anything that would compromise the integrity of PCC's financial records or reports

Finance should be a business partner with the operational team and provide clear GAAP guidance. Finance and accounting are responsible only for the accuracy of the numbers, not making the numbers.

***PCC has zero tolerance for falsifying or creating any misleading information. Never cross the line!***

## Cooperating with Auditors

The audit process is vital to maintaining the integrity of PCC's financial records. PCC and our parent Berkshire Hathaway Inc. have internal and external auditors who help ensure that our financial reporting is truthful, accurate, complete, objective, consistent, timely, and understandable.

All PCC employees must give auditors their full and complete cooperation. Refusing to cooperate with an auditor or providing false or misleading information to an auditor may be grounds for discipline or termination.

***The audit process is vital to maintaining the integrity of PCC's financial records. All PCC employees must give auditors their full and complete cooperation.***



## **WE SAFEGUARD OUR ENVIRONMENT**

We are committed to protecting our natural environment and conserving natural resources. We operate all facilities in an environmentally responsible manner and focus on ways to reduce our impact to the environment.

### **Being Environmentally Responsible**

We conduct business in an environmentally responsible way by:

- Operating our facilities in compliance with all environmental laws, rules, and regulations
- Providing management oversight of environmental practices at each plant
- Training our employees in proper waste management procedures
- Minimizing the creation of waste, especially hazardous waste, and disposing of all waste in a safe and responsible manner
- Acting as good neighbors to our surrounding communities by communicating with the public regarding our environmental management practices

## Reducing Our Impact

PCC focuses on reducing our impact to the environment because it is the right thing to do and because it is good business. Conserving natural resources and reusing materials improve our overall production and provide a better working environment for our employees.

We reduce our impact to the environment in several ways:

- Maximizing the recycling of materials
- Maximizing the use of nontoxic substances
- Minimizing the creation of waste, including hazardous waste, and disposing of all waste in a safe and responsible manner
- Minimizing the impact of facility operations on the quality of our air, water, and land
- Evaluating ways to reduce material usage and conserve energy and water resources

All PCC employees are expected to know and follow these principles in the performance of their job. We encourage employees to promptly report to the appropriate plant or division environmental affairs manager any activities or conditions that may violate these principles or any environmental law.



*Conserving natural resources and reusing waste materials improve our overall production, provide a better working environment for our employees, and enhance employee morale.*



*In working with government agencies and officials, we must always apply the highest ethical standards and comply with all applicable laws and regulations.*

## **WE PROTECT PCC'S REPUTATION**

To succeed, PCC relies on the quality of our products and the integrity of our people, not on an unfair or illegal advantage. Our reputation is an important company asset, and we all must work diligently to avoid tarnishing it through improper gifts or payments and conflicts of interest.

### **Government Contracts**

PCC conducts business with the U.S. government and other national governments and government-owned enterprises. In working with government agencies and officials, we must always apply the highest ethical standards and comply with all applicable laws and regulations. If you work with governments, you need to know the special requirements that apply to your government contracts and transactions. Always be truthful and accurate when dealing with government officials and agencies. Your facility's reports, certifications, statements, and proposals to the government must always be current, accurate, and complete.

PCC strictly prohibits the following actions:

- Departing from contract requirements and unauthorized contract substitutions, such as failure to perform required tests and inspections
- Submitting inaccurate cost or pricing data
- Charging incorrect or unauthorized costs on government contracts
- Violating government regulations that establish restrictions on gratuities, recruiting and hiring, or certification procedures
- Negotiating for employment with a government official or his/her family members any time the official has the ability to influence decision-making about government contracts

If you suspect any violation in connection with government contracts, you need to report your concern immediately to the appropriate person (see resource list on Page 30) and continue elevating your concern until it is resolved.

## **Conflicts of Interest**

Making sure that our integrity remains uncompromised is fundamental to maintaining trust—and that means, in part, steering clear of conflicts of interest. On the job or in our free time, nothing we do should conflict with our responsibilities to PCC. No activity at work or at home should hurt PCC's reputation or good name. Even when nothing wrong is intended, the appearance of conflicting interests can have negative effects. It is crucial to consider how your actions might appear, and to avoid even the perception of a conflict of interest.

Examples of possible conflicts of interest include the following:

- Having financial interests in a company where you could personally affect PCC's business with that company, such as a customer or supplier
- Receiving personal discounts or other benefits from suppliers, service providers, or customers that the public or your PCC coworkers do not receive
- Directing business to suppliers when you know they are owned or managed by your family members or close friends
- Misusing PCC resources or your position or influence to promote or assist an outside activity
- Directly or indirectly hiring, promoting, or supervising a family member or close friend
- Allowing personal relationships to conflict with your PCC responsibilities or compromise company interests
- Having a second job that you perform using PCC hours, PCC intellectual property, or PCC equipment or materials



*Making sure that our integrity remains uncompromised is fundamental to maintaining trust with our customers and suppliers. On the job or in our free time, nothing we do should conflict with our responsibilities to PCC.*

If you become aware of a conflict or the appearance of a conflict of interest, or if you are unsure whether an actual or apparent conflict of interest exists, you must promptly disclose the situation in writing to your plant or general manager or to human resources personnel and follow their recommendation. If you have questions, contact the PCC corporate legal department for guidance.

### **Gifts, Loans and Entertainment**

Gifts and entertainment are a normal part of doing business, but when used inappropriately, they may call our integrity into question. PCC has rules for giving and receiving gifts, loans, and entertainment to prevent any impropriety or damage to PCC's reputation, which is central to preserving our integrity.

You may not ask for gifts or loans, directly or indirectly. This applies to suppliers, customers, and government officials doing business, or seeking to do business, with PCC.

You may accept unsolicited, inexpensive gifts from existing or potential suppliers or customers. However, if you are unsure whether a gift's value exceeds this standard, seek guidance from the PCC corporate legal department. Gift baskets may be accepted if shared with others in the office.



*You may provide gifts, meals or entertainment as long as they are reasonable in value and customary in nature, are unsolicited, and are not intended to obtain an unfair advantage or improper influence.*

You may never give or accept a cash gift, including cash equivalents like gift cards (excluding gift cards of nominal value), or loans under any circumstance.

If a vendor, supplier, or customer invites you for a reasonable and customary business meal or entertainment at their expense, you may accept the invitation. If you are uncertain as to what is “reasonable and customary,” please seek advice from one of the appropriate resources on page 30.

When giving gifts, the same principles apply. You may provide gifts, meals, or entertainment as long as they are reasonable in value and customary in nature, are unsolicited, and are not intended to obtain an unfair advantage or improper influence.

Governments in many parts of the world have stringent requirements regarding gifts, loans and entertainment, and violations of these rules can be serious offenses. For example, giving gifts, loans, or entertainment to U.S. government employees is strictly prohibited. If you deal with a government, make sure you know the rules that apply. Seek advice from the PCC corporate legal department if in doubt.

Never accept or give any business gift, entertainment, or courtesy if it will compromise or appear to compromise your ability to make a fair and objective business decision.

Never accept or give any business gift, entertainment, or courtesy if public disclosure of the facts would embarrass PCC.

## Improper Payments

An improper payment (such as a bribe or kickback) is never acceptable and exposes you and PCC to possible criminal prosecution. PCC prohibits improper payments in all business dealings, in every country around the world, with both governments and in the private sector. ***To be clear—offering, accepting or facilitating bribes, kickbacks, payoffs, or other unusual or improper payments is unethical, possibly illegal, and strictly forbidden at PCC.***

Some laws permit making small “facilitating payments” to government employees for routine government services, such as issuing a permit. However, it is difficult to know when a local law may make such payment illegal, and the penalties for a misstep are severe. Therefore, facilitating payments must not be made unless prior written approval is obtained from the PCC corporate legal department.



***PCC prohibits improper payments in all business dealings, in every country around the world, with both governments and in the private sector.***

## Working with Suppliers

PCC's suppliers play a critical role in our ability to operate and provide products and services to our customers. To protect PCC's reputation and perform with integrity, we must choose our suppliers carefully, based on merit and with the expectation and requirement that our suppliers will act in a manner consistent with our compliance and ethical standards.

At PCC, we follow these guidelines when selecting suppliers:

- Do business only with suppliers who have been adequately vetted and approved
- Do business only with suppliers who comply with all applicable laws, rules, and regulations, and PCC's compliance and ethical standards.
- Do not do business with a supplier who has known or suspected unsafe working conditions or exhibits a disregard for environmental standards.
- Choose suppliers based on open, competitive bidding, without favoritism or unlawful discrimination.
- Do not participate in any decision to direct business to a supplier owned or managed by a relative or close friend. Disclose the relationship in advance to those involved in making the decision.
- Provide a competitive opportunity for small businesses and businesses owned by the disadvantaged, minorities, women, and disabled veterans to earn a share of PCC's purchasing volume.

When working with suppliers, follow these guidelines:

- Safeguard PCC's confidential and proprietary information, including personal data, with a confidentiality or non-disclosure agreement, and safeguard any supplier-provided information protected by any similar agreement.
- Require the highest standards of product quality, testing, and inspections according to product specifications, and communicate these expectations clearly.
- Never accept loans, improper gifts, or other items of excessive value from suppliers.
- If you have concerns that a PCC supplier is not operating within PCC standards, it is critical that you promptly raise your concern with your purchasing manager or one of the resources on Page 30.



*PCC's assets enable us to do our jobs and are an important part of the company's success. We have a responsibility to each other and to our shareholders to protect our assets from theft, damage, loss, or misuse.*

## **WE PROTECT COMPANY INFORMATION AND ASSETS**

PCC's assets include physical assets, such as equipment and facilities, and proprietary or confidential information, such as trade secrets, patents, and other intellectual property. These assets enable us to do our jobs and are an important part of the company's success. We have a responsibility to protect our assets and information from theft, damage, loss, or misuse and, in the case of information, from unauthorized access or disclosure. We must protect not only our assets and information, but also any property and information of our suppliers and customers that we are entrusted with, such as tooling or other equipment and customer designs and drawings.

*We have a responsibility to protect our assets and information from theft, damage, loss, or misuse and, in the case of information, from unauthorized access or disclosure.*



*We must all work together to safeguard PCC's most valuable assets—its intellectual property and its confidential or proprietary information.*

PCC is committed to protecting the security of our employees, facilities, information, information technology (IT) infrastructure, and physical assets from threats ranging from natural disasters to cyber-attacks. It is critical that all employees take seriously the emergency and crisis management plans in place at their facility, as well as the following security protocols:

- Providing adequate safeguards for and restricting access to PCC facilities, assets, and information
- Complying with the entry and exit rules at PCC facilities, including wearing the appropriate badge and escorting visitors, as well as IT system access controls
- Protecting your PCC mobile phone, tablet, laptop, and VPN access device from theft or misappropriation
- Protecting information, technology, software, and know-how from being exposed to persons in violation of export controls and other requirements
- Participating in emergency preparedness and disaster recovery planning and in emergency drills
- Promptly reporting any security risks and/or lapses.

### **Confidential and Proprietary Information**

PCC's intellectual property and its confidential or proprietary information are among PCC's most valuable assets. We must all work together to safeguard such information. You must know and follow the requirements in any confidentiality or non-disclosure agreement to which you are a party or that relates to the work you do.

As PCC employees, we may not:

- Discuss or provide PCC confidential and/or proprietary information to outside companies or individuals without a legitimate PCC business purpose and only with the proper safeguards in place to protect the information from misuse;
- Discuss or provide PCC proprietary information to outsiders without a signed confidentiality or non-disclosure agreement in place;
- Discuss or provide customer or supplier proprietary information with outsiders unless authorized by the customer or supplier; and
- Allow PCC employees to inadvertently or intentionally use proprietary information from a prior employer.

It is important that we respect the valid intellectual property rights of others. Unauthorized use of others' intellectual property or proprietary information can expose the company and PCC employees to civil lawsuits and damages, including significant fines and criminal penalties.

## **Information Privacy**

PCC respects the privacy interests of its employees and other individuals. PCC complies with applicable privacy laws in all jurisdictions where PCC collects, uses, transfers, or discloses personal data or private information.

## **Computers and Email**

PCC's communication systems—including computers, email, intranet and Internet access, telephones, mobile phones, and voicemail—are the property of PCC and are to be used primarily for business purposes. PCC has a significant investment in these vital systems and networks, and our business depends on their continued functioning. We all must use care and common sense in using these systems. These communication systems may be used for personal messages provided that such use is not prohibited by your business unit, is kept to a minimum, and is in compliance with this Code and applicable policies. You may not use PCC communication systems for any of the following purposes:

- To send harassing, threatening, discriminating, obscene, or inappropriate messages or jokes
- To share any PCC information utilizing 3rd-party file services (like Dropbox) that are not pre-approved by PCC Corporate Information Technology
- To conduct any illegal, unethical, or improper business or non-PCC business
- To access inappropriate materials on the Internet, such as threatening, discriminatory, or pornographic materials
- To send or download copyrighted documents that are not authorized for reproduction

PCC has the right to monitor the use of these resources including email, voicemail, text messages, computers, mobile phones and documents. Monitoring may be performed for any legitimate business reason and in compliance with applicable laws. You should not expect privacy for any information, personal or otherwise, residing on any company communication system.

### **External Communications**

To protect our company's name and reputation, we have a single office that is authorized to speak to the public on behalf of PCC. Inquiries or requests for information from the media require careful consideration and a unique understanding of legal and media issues. Any such inquiries should be directed to the Director of Corporate Communications at 503-946-4600.



*PCC has a significant investment in its communications systems—including computers, email, intranet and Internet access, telephones, mobile phones, text messages and voicemail—and our business depends on their continued functioning.*



*As a global company, PCC deals regularly with foreign companies as customers and suppliers. We must comply with laws regarding trade embargoes and trade controls and restrictions.*

## **WE COMPLY WITH LAWS AND REGULATIONS**

Because we do business around the globe, we operate in a variety of communities with different legal, ethical and cultural standards. We obey the highest standards of the law, and we expect our suppliers to do so, too.

### **International Trade**

As a global company, PCC deals regularly with foreign companies as customers and suppliers. In doing so, we must follow the rules and regulations of the United States and other governments and multi-national organizations that control and restrict international trade in certain commodities, products, technical data and services. PCC also must comply with laws regarding U.S. trade embargoes.

If your job involves dealing with foreign countries (either buying or selling products) or foreign customers, suppliers or visitors, you must make sure you understand and follow all laws and regulations regarding import and export compliance, boycotts and embargoes. Violation of these laws has serious consequences for both the individuals involved and PCC, including civil or criminal penalties, loss of government contracts, and loss of export privileges. If you have questions or need guidance, you should contact your division's export control specialist or PCC's corporate legal department.

## Competition and Antitrust

Competition and antitrust laws have three main purposes:

- To prohibit agreements or understandings between competitors that undermine competition
- To regulate the behavior of dominant companies
- To require prior review and, in some instances, clearance for mergers, acquisitions and certain other transactions so as to prevent transactions that would substantially reduce competition

These laws are complex, global in reach, and can operate differently in any particular situation. To avoid a potential violation of antitrust laws, do not discuss any of the following topics with a competitor, directly or indirectly:

- Prices
- Bids
- Sales territories, allocation of customers, or product lines
- Terms or conditions of sale
- Production, sales capacity, or volume
- Costs, profits, or profit margins
- Market share
- Product or service offerings
- Customer or supplier classification
- Distribution methods

If you are talking with a competitor and a discussion on any of these topics arises, you should stop the conversation immediately and consult PCC's corporate legal department.

*Competition and antitrust laws are complex, global in reach, and can operate differently in any particular situation.*



*Inside information is any non-public information that, if disclosed, would reasonably be expected to affect the price of a security or would influence a reasonable person's decision to buy or sell a security.*

## **Insider Trading**

In the course of our jobs, we may learn of material information about Berkshire Hathaway Inc. or other companies before it is made public. We may simply overhear a conversation or come across a memo left at the copy machine. Inside information is any non-public information that, if disclosed, would reasonably be expected to affect the price of a security or would influence a reasonable person's decision to buy or sell a security.

Using this information for your financial or other personal benefit or conveying this information to others is a violation of this policy and may violate the law.

If you are aware of inside information about Berkshire Hathaway Inc. or any other company, you must not buy or sell the securities of that company, either directly or through family members or other persons or entities. This is known as "insider trading."

You must not recommend or suggest that anyone else buy or sell the securities of Berkshire Hathaway Inc. or any other company if you have inside information about the company. This is known as "tipping."

You should always be careful in discussing PCC business with family and friends, talking about what you are working on, or disclosing where you are going on company business.

## Political and Charitable Activities

Generally, PCC does not participate directly in political party activity and does not make political contributions, whether in cash or in kind, anywhere in the world. PCC complies with all national, state, local, and foreign laws regulating PCC's participation in political affairs, including limitations on contributions to political parties, national political committees, and individual candidates.

Under no circumstances should any political contribution be made, by or on behalf of PCC, without the prior written approval of PCC's General Counsel. PCC employees may participate in the political process on their own time and with their own resources, but they must always make clear that their views and actions are their own and not PCC's.

PCC encourages its employees to be involved in community and civic affairs. Charitable contributions made by or on behalf of the company must be pre-authorized by your general manager or charitable donation committee. This includes financial gifts, donations, sponsorships, underwriting, membership payments, or in-kind gifts made to charitable organizations or institutions or to qualified non-charitable civic or community groups.



*You should always be careful in discussing PCC business with family and friends, talking about what you are working on, or disclosing where you are going on company business.*



*To perform with integrity, we must all speak up, ask questions, and get answers!*

## **WE RAISE OUR CONCERNS**

If you become aware of a situation that may violate this Code, company policy, or the law, you need to report it. We cannot perform with integrity if we simply look the other way or ignore a concern. Many problems and risks can be fully resolved or their impact reduced if they are addressed early. The success of PCC demands that you speak up when you have a question or concern.

Employees who have knowledge of an actual or suspected violation of this Code or a company policy and fail to timely raise a concern may be disciplined or terminated.

*To perform with integrity, we must all speak up, ask questions, and get answers!*

### **Where to Seek Guidance and Raise Concerns**

To raise questions or concerns about compliance or a violation of this Code or any PCC policy, including those of PCC's subsidiaries, you may use any of the following channels:

- Contact your supervisor or human resources representative
- Use your plant's grievance or problem resolution procedures
- Contact your general manager; human resources manager; quality manager; environmental, health and safety representative; or plant controller
- Contact any division executive, including the president
- Contact the PCC corporate legal department or other PCC corporate representative (especially for compliance- or finance-related issues)
- Use **EthicsPoint** (see page 30)

# EthicsPoint

WE RAISE OUR CONCERNS



PCC also provides employees with a simple way to confidentially or anonymously report concerns if the employee is not comfortable with internal reporting for any reason. Employees may report a concern on **EthicsPoint** in one of two ways:

- By calling toll-free in the U.S. & Canada: **1-800-261-8651**
- Or call collect: **704-752-9679**  
(for international locations, see the telephone number posted on the company bulletin board)
- By accessing **[www.brk-hotline.com](http://www.brk-hotline.com)** (For your convenience, a link to [www.brk-hotline.com](http://www.brk-hotline.com) may be found on [www.precast.com](http://www.precast.com); simply click “Contact Us” and then “EthicsPoint.” Please note: The logo opens a web page that is hosted on an NAVEX Global-secured server and is not a part of any PCC website.)

## How **EthicsPoint** Reports Are Handled

After a concern is reported through **EthicsPoint**, it will be promptly reviewed by the PCC corporate legal department and by the VP of Internal Audit and assigned for investigation by the personnel who are most appropriate depending on the nature of your concern. For example, concerns best handled by human resources personnel (such as pay, work hours, alleged unfair treatment, etc.) will be given to the human resources department to address and resolve, unless the subject of the concern or the subject matter requires that it be elevated to higher management or to the PCC corporate legal department (such as fraudulent or criminal conduct). It is important to use company resources best suited to address employee concerns for proper and prompt resolution.

## No Retaliation for Raising Concerns

PCC strictly prohibits retaliation against anyone for raising or helping to address a suspected violation of this Code or any company policy in good faith. Retaliation by any PCC employee is grounds for discipline or termination.

## **Annual Ethics and Finance Questionnaires**

Annually, after the close of PCC's fiscal year, two questionnaires are sent to certain PCC employees including all officers, key management, facility compliance officers, and certain employees in finance, accounting, treasury, tax, legal, human resources, purchasing, planning, IT, and sales. The questionnaires are designed to determine whether a conflict or potential violation of company policy or this Code exists. These annual questionnaires are required as part of our compliance oversight process. The completed questionnaires also help us monitor and address our compliance with this Code and reinforce our commitment to always perform with integrity. Failure to complete the questionnaires or answer them truthfully may be grounds for discipline or termination.

## **Penalties for Violations**

Employees who violate the letter or spirit of this Code of Conduct may be subject to disciplinary action or termination. Misconduct that may result in discipline or termination includes:

- Violating PCC policy
- Asking others to violate PCC policy
- Failing to promptly raise a known or suspected violation of PCC policy
- Failing to cooperate in an investigation conducted by PCC, its customer, or a government agency
- Retaliating against an employee who has raised or helped to address a good-faith concern
- Failing to demonstrate leadership and diligence in promoting compliance with PCC policy and the law

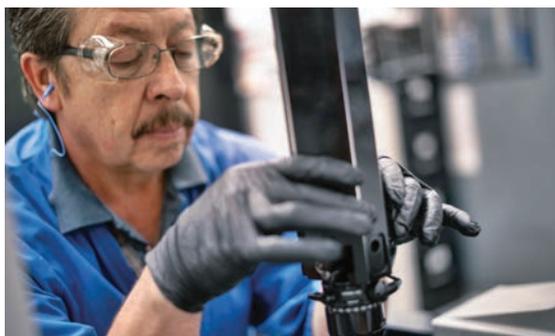
## **Consequences for Bonus Eligibility and Entitlement**

Certain violations or misconduct may also affect whether an employee remains eligible and entitled to a bonus, including the following:

- Knowingly falsifying any financial or other certifications, including quality, safety, and legal certifications
- Knowingly providing false information relied on by others in a financial or other certification
- Engaging in other fraudulent activity
- Knowingly failing to report such conduct by others

For an employee in a quarterly or monthly bonus program, the employee engaged in such misconduct will be subject to sanctions, including termination or other disciplinary action, loss of bonus eligibility for up to four quarters and, in some cases, possible criminal prosecution.

For an employee in the executive bonus or other bonus program, the employee engaged in such misconduct will not have earned a bonus and may be subject to sanctions, including termination or other disciplinary action. The employee may also face legal action to recover any bonus improperly received and/or criminal prosecution.



## CONCLUSION

Remember, no matter which PCC company we work for, we are all members of the Precision Castparts team, and we share in the company's success. Our company cannot truly succeed unless we all perform with integrity, every day and in every circumstance.



