



# Code of Conduct Overview

**KNOW THE CODE**  
**LIVE THE CODE**

**BrightView**  TM  
[www.brightview.com](http://www.brightview.com)

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# Letter From Our Executive Team

Team,

At BrightView we strive for Confidence from Excellence in all aspects of our business. This includes maintaining the highest standard of honesty and integrity. Ethics and values are fundamental to taking care of each other, our clients and our communities, and taking pride in our trusted client relationships.

BrightView's Code of Conduct ("the Code") keeps us true to our values and leadership behaviors. The Code brings together the core standards, policies and practices that assist us in maintaining the high standards we set for ourselves. The Code gives us the information we need to inform our choices, helps guide us in making good decisions and empowers us to

face potential challenges we encounter in conducting business. This overview provides a summary of the Code's key terms. Please read the full version of the Code [\[Link\]](#) carefully to understand the Company's expectations of all team members. Discuss the Code with your fellow team members, and, if you have questions about anything in it, please ask.

Thank you for all that you do every day, everywhere and with everyone to uphold these high ethical standards.

Sincerely,

*Our Executive Leadership Team*



# Introduction

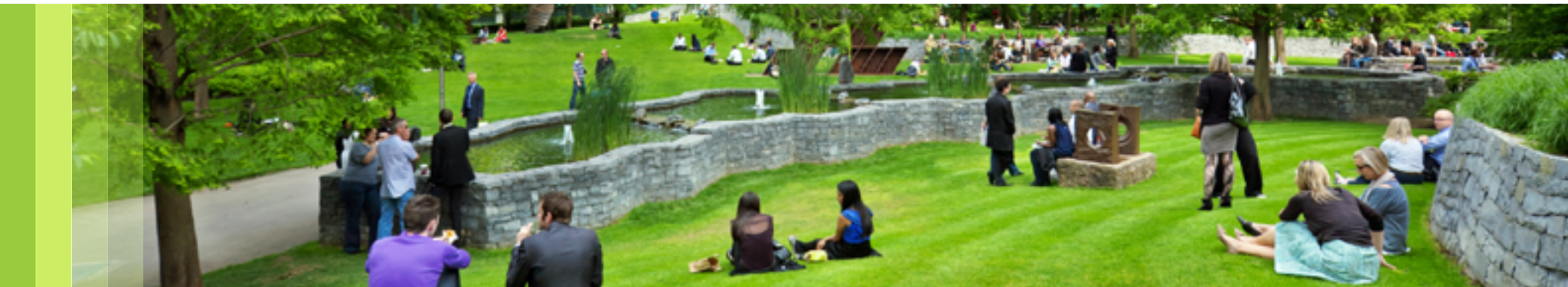
Our reputation is one of our most valuable assets. Individual actions shape how our team members, clients and communities view BrightView. We each have an obligation to protect our company from conduct that threatens our reputation and future growth.

## Enforcement of Code of Conduct Violations

Violations of the Code of Conduct will be addressed promptly, consistently, and effectively. Punishment may include prosecution, involuntary separation from employment, or other appropriate discipline or performance management measures. A final update may be provided, if appropriate, to the person who reported the violation, if the report was not made anonymously.

Employees who conceal misconduct, falsify records, knowingly make a false report, or fail to comply with BrightView policies also may be subject to disciplinary action, up to and including termination.

Managers may be subject to disciplinary action if they do not adequately supervise associates for whom they are responsible.





# Introduction (continued)

## Using the Code of Conduct

The Code of Conduct is designed to provide clarity about BrightView's expectations, and to reinforce the need to maintain a consistent culture of ethics, candor and transparency. The Code, along with good judgment, and the standards, policies and procedures of BrightView should be the main sources of guidance in evaluating ethical situations.

## Who Must Follow the Code

The Code applies to all team members including company officers and the Board of Directors. This includes temporary, part-time and seasonal employees.

## Team Member Responsibilities

Team members must adhere to the standards set forth in the Code and conduct themselves in an ethical manner when representing BrightView.

## Managers Lead by Example

Managers set the tone for BrightView, leading by example.

## Asking Questions or Raising Concerns

Contact our Concerns Line at (800) 461-9330 or report concerns online at [www.brightviewconcerns.com](http://www.brightviewconcerns.com). The Concerns Line is toll free, available 24 hours and an interpreter can be made available; additionally the website is available in multiple languages. You can also talk to your supervisor (or any other supervisor), or your local HR or Finance teams.

## Retaliation is Prohibited

BrightView does not tolerate retaliation against team member who raise or help to address an ethics or compliance concern.

## Adherence to Laws, Rules, Regulations, and Company Policies

Team members are expected to comply with the letter and spirit of all applicable laws, rules, and regulations, as well as Company policies and procedures.



# Our Commitment To The Workplace Environment

The guidelines in this section set standards for how we interact with our fellow team members — respecting and supporting one another, demonstrating mutual respect, welcoming diversity, and promoting a safe working environment.

## Equal Opportunity Employer

BrightView is an Equal Opportunity Employer and is committed to fairly treating all team members and applicants. Discrimination on the basis of race, religion, color, age, gender, sexual orientation, national origin, citizenship, marital status, disability, handicap, veteran status, or any other category or characteristic protected by applicable law is prohibited and will not be tolerated under any circumstances. We also prohibit retaliation against any individual who in good faith reports discrimination or asserts his or her right to be free from such discrimination.

## Respect & Courtesy

As team members, we treat each other, our clients, and our communities with respect and courtesy. We avoid making disparaging comments about our fellow team members or others. Our company does not permit any form of discrimination or harassment.

## Diversity & Inclusion

BrightView embraces a diverse workforce that values differences and promotes inclusion of all people and their unique abilities. We hire, employ, and promote team members without regard to race, color, religion, national origin, sex, age, disability, veteran status, marital status, gender identity or sexual orientation.

## Illegal Substance & Alcohol

BrightView is a drug free workplace. Team members must not report to work under the influence of illegal drugs, alcohol or legal drugs that could impair one's judgment. The possession, consumption, purchase, or sale of alcohol and illegal drugs on BrightView's premises is prohibited.

## Environmental Health & Safety

As team members, we have a responsibility to maintain a safe and healthy environment for our teams, clients and the community. We are committed to adhere to all applicable environmental, health and safety laws, rules and policies, as well as our internal Safety Code. Threats, intimidation and violence towards anyone at work, including co-workers or business partners, are not tolerated, and firearms, knives or other dangerous weapons should not be brought onto Company property.

# Our Business Practices & Standards

The guidelines in this section affirm how we interact with our clients, doing so with honesty and integrity. We compete in the marketplace with fairness and a commitment to doing business lawfully and ethically in every aspect. You are the voice and conscience of the Company. Our reputation is in your hands.

## Conflicts of Interest

A conflict of interest may occur when your personal interests or activities interfere, or even appear to interfere, with the interests of the Company as a whole. A conflict of interest also arises when someone receives an improper personal benefit, such as a kickback in cash or services, as a result of his or her position in the Company. Conflicts of interest can create an undue hardship on the Company. Team members must disclose and seek approval before proceeding in situations where there is potential conflict.

## Gifts & Entertainment

The exchange of gifts or entertainment should not influence our business decisions or be used to influence the business decisions of our partners. Receiving and giving gifts is strongly discouraged. If a gift is received that is valued at more than \$50 and it cannot be returned, it should be given to your local manager or HR team.

## Loans

BrightView does not provide loans to our team members or their family members.

## Insider Trading

Officers and owners may not use insider information to make decisions to buy or sell public securities of a company and no team members, officers or Board of Directors can share insider information with others.

## Fair Competition

BrightView strongly supports fair competition and adheres to the laws set to preserve it. Team members should be mindful of these laws and never encourage new team members to disclose confidential information from their former employers.

## Anti-Bribery & Corruption

BrightView prohibits giving, accepting, or authorizing bribes in exchange for business. Do not give or accept bribes or kickbacks or provide or receive any other kind of improper payment.

## Government Contracts

Team members should conduct our business with government entities with strict adherence to the unique rules and regulations required by those entities and applicable laws.

# Protecting Company Assets and Proprietary Information

Each of us is a caretaker with an obligation to protect the Company's assets. The guidelines in this section describe how we manage these assets responsibly and enhance their value for future BrightView team members.

## Company Assets

Each team member is responsible for the protection and stewardship of our assets. All Company assets should be used for legitimate business purposes only. Theft, carelessness and waste have a direct impact on the Company's profitability and are prohibited.

## Intellectual Property

Some of our most important assets are intellectual property – know-how, trade secrets, patents, trademarks, and copyrights. All team members are responsible to protect and safeguard all of BrightView's intellectual assets and information.

## Books & Records

All financial transactions must be accurately recorded; making false or dishonest entries about our business and performance is a violation of our policy.

## Confidential Business Information

All team members should protect confidential information about our business, brands, technology, team members, and our stakeholders. Do not disclose confidential information without the written approval of the Office of General Counsel.

## Team Member Privacy

BrightView takes necessary precautions to safeguard our team members' personal data.

## Client & Business Partner Confidentiality

We conduct business with respect for the rights of other parties' intellectual property, including patents, trademarks, copyrights, ideas, and inventions. Team members must not reproduce, forward, or otherwise publish or distribute words, graphics, video, music files, or other copyrighted materials unless permission is received from the author or owner to do so.

## Information Technology & Electronic Communications

Team members must follow BrightView policies regarding information technology and electronic communications, and may not use information technology for any purpose that is either improper or damaging to the Company.



# Our Interaction With the Government, Communities and the Public

We are dedicated to delivering quality products and services in the communities where we live and work. We take pride in contributing to the health of these communities while complying with laws, regulations and company policies. These guidelines affirm our support and roles as BrightView team members – and as residents of our communities.

## Residents of our Communities

We act as responsible, responsive citizens by supporting projects, organizations, and services that work towards the common good and improve our community and society. Our team members are also expected to act as responsible corporate citizens who care for their communities by supporting appropriate organizations and projects.

## Political Involvement

As an individual, you have a right to participate in the political process, including supporting candidates and causes that are important to you, provided you do so on your own time and with your own funds. BrightView reserves the right to make its position known on issues relevant to our business. It should be made clear that your personal views and actions are not those of the Company.

## Public Reporting

The public communications and filings that we make need to be full, fair, accurate, timely and understandable. All team members, officers and Board of Directors that contribute in any way to the preparation or verification of BrightView's financial statements and other financial information must ensure that the Company's books, records and accounts are accurately maintained. If you become aware of any credible information that would place in doubt the accuracy in all material respects of any reports or other public disclosures, you should bring such information to the attention of our Chief Financial Officer or Chief Legal Officer.

## Political & Charitable Contributions

Company funds may not be used for political contributions. Requests for financial support for individuals, political candidates, and political campaigns, or entities that are not certified non-profit organizations (generally "501c3") will not be considered. Any charitable contributions made by BrightView must be approved in advance by your line manager. Amounts of \$10,000 or more must be approved in advance by the Executive Vice President of Marketing or his/her designee.

# Concluding Advice

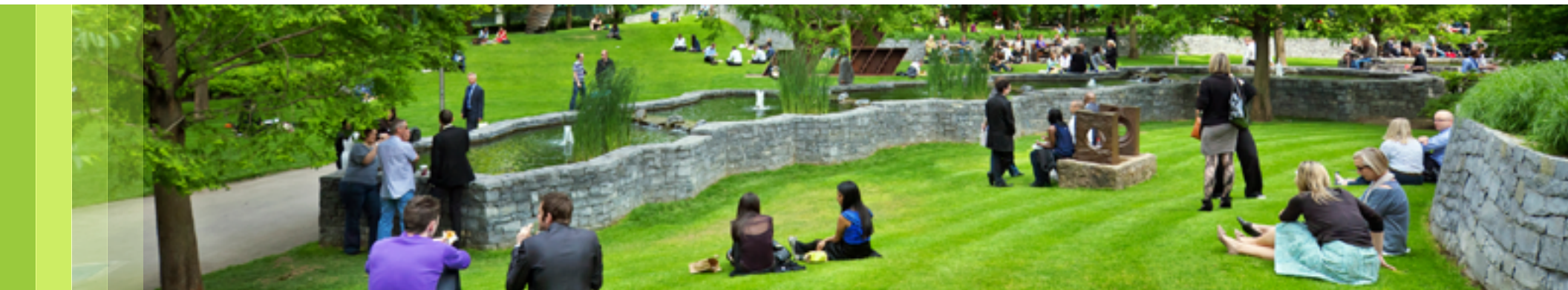
As we continue to build BrightView, our most valuable asset is what BrightView means to our teams, clients, and communities – our reputation. Our actions shape this reputation and we each have a responsibility to protect our Company from conduct that threatens our reputation and future growth.

Team members should read and be familiar with the Code (as well as other company policies and procedures); however, we understand that no Code of Conduct can anticipate every ethical or compliance issue that may arise. Even subtle differences in similar situations can impact how the situation should be handled. No two situations are exactly alike. Keep these questions in mind when facing such issues:

- Does the action violate any law or BrightView policy or procedure?
- Is it consistent with our Company values and does it demonstrate our leadership behaviors?
- Would I be proud to tell people about my actions?
- How would I feel about my decision if family and friends learned about it in the media?
- If I owned BrightView and was solely responsible for its reputation, what action would I take?

When you are uncertain what to do or how to handle a situation, seek guidance from the resources outlined throughout the Code.

We all play a significant role in ensuring BrightView operates at the highest ethical standard and focuses on doing what's best for our teams, investors, clients, and communities. By conducting ourselves with integrity and honesty, and living our brand promise of Take Care, Take Pride, we help shape BrightView's future as we grow.



# BrightView Concerns Line

Online: [www.brightviewconcerns.com](http://www.brightviewconcerns.com)

Telephone: (800) 461-9330