

JACOBS ENGINEERING GROUP INC /DE/  
Form 8-K  
May 06, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington DC 20549

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**Form 8-K**

**Current Report**

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report (date of earliest event reported): May 3, 2004

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**Jacobs Engineering Group Inc.**

(Exact name of Registrant as specified in its charter)

Delaware  
(State of incorporation)

1-7463  
(SEC File No.)

95-4081636  
(IRS Employer identification number)

1111 S. Arroyo Parkway, Pasadena, California  
(Address of principal executive offices)

91105  
(Zip code)

Registrant's telephone number (including area code): (626) 578-3500

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**Item 10. Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics:**

On May 3, 2004 the Board of Directors of Jacobs Engineering Group Inc. (the Registrant) approved the amendment and restatement of the Registrant's Corporate Policy Concerning Business Conduct USA. The amendments are intended, among other things, to clearly state the Registrant's view of ethical behavior, simplify and clarify the document as a whole, explain the restrictions on corporate political and charitable contributions, expand the reporting of irregularities, address ethical behavior in all facets of public sector procurement, tighten the process for making representations and certifications, and conform the Code to the requirements of the Sarbanes-Oxley Act of 2002.

A copy of the Code is filed as Exhibit 99.1 to this Form 8-K. A complete version of the Code as revised is posted on the Registrant's website at <http://www.Jacobs.com/CorporateGovernance>.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

JACOBS ENGINEERING GROUP INC.

By:           /s/ John W. Prosser, Jr.          

Name: John W. Prosser, Jr.

Title: Senior Vice President Finance and Administration

Date: May 3, 2004

**Exhibit Index**

99.1 Corporate Policy Concerning Business Conduct, Integrity and Ethics U.S.A.

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