



# Code of Conduct

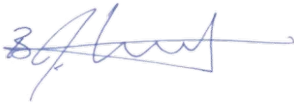
**Dear Fellow Employee:**

Our goal is to be a company where ethical behaviour and respect for everyone is the foundation of everything we do. At Genuity, we are committed to conducting our business with the highest ethical and legal standards. We have a responsibility to adhere to our values and maintain our focus on safety, integrity, teamwork, community and entrepreneurship.

Your understanding and adherence to the Genuity Code of Conduct is essential to the achievement of this goal. This Code is developed to assist you in your work life at Genuity, where there may be times that you have concerns or questions regarding a situation.

From a business perspective, doing what is right means following our Code, speaking up, getting advice and complying with the law. Simply put, if, in your daily work life, you encounter a situation that causes you to question its appropriateness and are unsure how to handle it, this Code of Conduct offers you guidance. If after reviewing this Code of Conduct you still have questions, please speak to your line manager.

I thank you for reviewing and committing to carry out the Code of Conduct in your everyday work life.



**Brent Gunther, Managing Director**

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# The Genuity Code of Conduct

Our Code of Conduct explains our approach to business ethics, which is all about how we live by our values. Today's business demands greater openness and trust than ever before. In today's business world, it is not only about what you achieve, but also how you go about achieving it. This Code of Conduct helps us do just that. It explains our values and our standards of business conduct, including particular emphasis on operating safely, which is a core value.

The reputation of Genuity rests upon how we act on the job every day. By focusing on our values, we will succeed in everything we do. Read the Code of Conduct carefully. It is your responsibility to know it and to live by it. The Code of Conduct offers you a practical and easy approach to understanding the basic rules that apply to our business and the personal responsibility each of us has for ourselves, to each other and to Genuity. You are personally responsible for understanding and following our Code. No one can do it for you.

- **Employees** — The key to our company's success is creating trust and respect for each other and being a place to work where the contributions of every employee are valued.
- **Customers** — Our customers are the reason we exist. Engaging with our customers while meeting their needs and expectations is essential to our success.
- **Communities and Environment** — We want to improve the quality of life in our communities, and contribute positively to our environment.
- **Suppliers** — We maintain good relationships with our suppliers. They are our partners.
- **Government Officials and Regulatory Agencies** — We work closely with government regulators so that our business practices are lawful.
- **Investors** — Our shareholders own our business. We must keep their respect and trust. Our financiers and other investors also hold a stake in our business. The terms of their investment must be respected and complied with.
- **Competitors** — We practice fair, open, and lawful competition.

**Every Genuity employee receives a copy of our Code of Conduct. Our Code of Conduct is a summary of how we do business. The Code applies to all full-time, part-time, casual and temporary employees of Genuity as well as all representatives, consultants and agents.**

**This Code will not give you an answer for every situation. If you have questions, please seek additional guidance. If you have any doubt about the right thing to do, there are several ways to have your questions answered. For example, you can ask your supervisor, manager, HR or Legal Department. You can also call the Integrity Helpline using the toll-free number or website referenced on Page 15.**

## Commitments and Responsibilities

The Code translates our values into behavioural standards and sets out fundamental principles of business conduct expected from Genuity's Board, officers, employees, business partners, suppliers, contractors and agents.

These guiding principles and standards of behaviour are an integral part of all company policies and procedures developed at the corporate and plant levels, describing how we operate on a day-to-day basis.

## OUR VALUES

- **Safety@Heart** — Safety is at the heart of everything we do. Everyone who works with Genuity should go home safe at the end of every day. We owe it to ourselves, our families, friends, and our communities, to ensure that safety and wellbeing are our top priorities. “Safety is the first thing on my mind – whatever I’m doing”.
- **Integrity always** — Doing the right thing isn’t a question of choice, it’s our instinct. In all we do we strive to be open and honest, treating others as we ourselves always wish to be treated. “We have a reputation for being tough but fair – and we wouldn’t have it any other way”.
- **Team players by nature** — Everything we achieve is the result of an incredible effort from a wide variety of people, each bringing their own unique skills, experience and perspectives. We’re sociable and we build lasting bonds, we depend on each other to succeed, and working together always makes us stronger. “Playing a positive role in a really outstanding team motivates me every day”.
- **Entrepreneurs in spirit** — We’re committed to the growth of our business and we know that we have to adopt an astute, entrepreneurial mindset to make this happen. As a business we thrive on lively, engaged intelligence and the dynamism to approach every scenario with a commercially ambitious outlook. “I know that creative thinking and new ideas are always welcome”.
- **Community counts** — We’re fundamentally connected to each other and the world around us. From national grids and global climate to the everyday world of streets and homes, our connections to the communities we are all apart of give meaning to what we do. “I take real pride in knowing that what we do is helping to ensure the sustainability of energy supply into the future”.

## WHO DOES THE CODE OF CONDUCT APPLY TO?

The Code applies to all Genuity employees, Boards and agents working on behalf of Genuity. In the Code, Genuity, or the Company, refers to Genuity and all its subsidiaries. Non-Genuity personnel with whom we do business, including partners, suppliers, contractors and agents, are expected to conduct themselves to the same standards.

## GENUITY’S COMMITMENT TO YOU

Genuity is committed to providing a work environment that fosters a high standard of ethical behaviour, and will:

- **Create and support a culture** that values honesty, transparency and accountability.
- **Communicate behavioural expectations** and provide appropriate training opportunities on ethical behaviour in the workplace and the Code.
- **Provide resources for employees** to go to for advice on appropriate workplace conduct, or to report issues and concerns, including the Integrity Helpline for reporting known or suspected violations (anonymous or otherwise).
- **Investigate all reports of misconduct** in an appropriate and timely manner.
- **Consistently apply appropriate disciplinary actions** — up to and including termination of employment, if misconduct is substantiated through investigation.
- **Prohibit retaliation against anyone who reports a known or suspected violation of the Code**, internal policies/procedures or external laws and regulations or provides truthful information during an investigation.

## WHAT WE EXPECT OF OUR EMPLOYEES

All employees are expected to comply with the letter and the spirit of the Code and all company policies and procedures, as well as external laws and regulations that govern our business, and to:

- **Complete the Code of Conduct curriculum**, which includes reading the Code, and any other mandatory training assigned on a periodic basis.
- **Ask questions** if you are in doubt or need guidance on how to handle a situation that could potentially conflict with the Code or other company policies.
- **Follow all rules, laws, and regulations** that govern our business and support and encourage other employees to do the same.
- **Avoid conflicts of interest** between work and personal affairs.
- **Keep protected information confidential.**
- **Report suspected or known violations of the Code**, other company policies or external laws or regulations.
- **Cooperate, with utmost honesty and full disclosure**, with all investigations, compliance assessments, reviews or audits conducted by internal and external parties.

## WHAT WE EXPECT OF OUR LEADERSHIP TEAM, MANAGERS AND SUPERVISORS

In addition to responsibilities as an employee, all managers and supervisors are expected to set an example by demonstrating a high standard of behaviour, and to:

- **Implement and monitor compliance** with Genuity's Code of Conduct, and established company policies and procedures.
- **Be familiar with the resources available** to assist employees in resolving questions or concerns they may have related to standards of conduct.
- **Encourage employees to seek advice and guidance** about ethical behaviour and conduct in the workplace without fear of punishment or retaliation.
- **Promote compliance with established standards of conduct** and ensure your direct reports are familiar with the standards of conduct expected of them.
- **Be approachable and available to all employees.**
- **Instil a culture of accountability and act** to promptly address any suspected or known inappropriate behaviour or conduct.

## HAVE QUESTIONS OR SOMETHING TO REPORT?

You are responsible for reporting actual or suspected violations of the Code, external laws or regulations, or internal policies/procedures and for seeking clarification and guidance on ethical, legal or compliance issues. Genuity employees and contractors should also refer to the Genuity Whistleblower Policy. To seek guidance or report an actual or suspected violation you may:

- **Speak to your supervisor or next level of management.**
- **Speak to a member of Human Resources.**
- **Contact your local legal or compliance department.**

If you prefer to remain anonymous, Genuity's Integrity Helpline is available 24 hours a day, seven days a week, 365 days a year. It is a convenient and confidential way to ask questions or file a report by calling the appropriate local number provided on Integrity Helpline posters displayed in common areas at all Genuity offices and plants. Visit <https://genuity.ethicspoint.com> for more information on available reporting channels or to submit your question or file a report online.

Genuity is committed to operating in an ethical business culture that promotes compliance with applicable international laws and regulations. Genuity aims to only associate and engage in business activities with individuals or entities sharing the same high ethical standards.

## Integrity and Ethics

### COMPLIANCE WITH LAWS AND REGULATIONS

It is our policy to comply with all applicable legal requirements of each country and jurisdiction where business is conducted. Where there are laws that prohibit us doing business with certain countries and foreign government employees you should be aware of these and other laws and regulations that impact our business in the country where you work and at all times, you must comply with such laws and refrain from any activity which is unethical, illegal or would endanger the safety of others.

All business conduct should be well above minimum standards required by law. Accordingly, you must ensure that your actions cannot be interpreted as being, in any way, in violation of the laws and regulations governing the company's global operations. The company will not condone the activities of employees who achieve results through violation of the law or unethical business dealings. This includes, but is not limited to, payment for illegal acts, indirect contributions, rebates, bribery or other corrupt activities.

You should comply with our policies addressing these issues. If you are uncertain about how to apply or interpret any legal requirements, you are encouraged to refer the matter to your manager or seek the advice of the legal department.

### CONFLICT OF INTEREST

A conflict of interest can arise when your personal interests (financial or otherwise) interfere or appear to interfere with your ability to act in the best interest (financial or otherwise) of the company. It is important to understand that appearances do matter. You should be aware of how your actions might be perceived — including but not limited to, our partners, suppliers and neighbours in local communities — and avoid acting in ways that could be interpreted as conflicting with the interests of Genuity.

You must avoid any situation that is or appears to be a conflict of interest, and to handle it in an ethical and honest manner. If in doubt about a conflict of interest, you should discuss it with your manager or the legal department. You must promptly disclose to your local legal department any situation that may involve or appear to involve a conflict of interest. A conflict of interest may arise from several activities including, but not limited to:

#### Outside Activities, Employment and Directorships

We all share a responsibility for the company's good relations, especially at the community level. Your readiness to help with charitable, educational and civic activities brings credit to the company and is encouraged, provided that such participation does not imply Genuity's endorsement or sponsorship of such organisation. You must, however, avoid acquiring any business interest or participating in any other activity outside the company that does, or appears to:

- **Create an excessive demand upon your time and attention**, thus depriving the company of your best efforts on the job.
- **Create a conflict of interest that may interfere with the independent exercise of judgment** in the company's best interest.

Service on the Board of the Directors of a non-affiliated company must be approved by the Managing Director

### **Relationships with Clients and Suppliers**

You and your immediate family members should avoid investing in or acquiring a financial interest for your own accounts in any business organisation that has a contractual relationship with the company, or that provides goods or services or both, to the company, if such investment or interest could influence or create the impression of influencing your decisions in the performance of your duties on behalf of the company.

### **Employment of Relatives**

Due to potential for perceived or actual conflicts such as favouritism or personal conflicts from outside the work environment, employees are not permitted to directly work for or supervise a relative, or occupy a position in the same line of authority where an employee can initiate or participate in decisions involving a direct benefit to a relative (e.g., promotion, wages, retention, etc.).

A “relative” is defined as one of the following — relationships by blood (e.g., parent, child, sibling, aunt, uncle, niece, nephew etc.); relationships by marriage (e.g., spouse, step-child, brother/sister-in-law, etc.); and cohabitating couples or significant others. If an employee enters one of the above relationships, the affected individual must seek a change in the reporting relationship. Employees are responsible for immediately reporting such relationships to their supervisor.

### **Conflicting Internal Business Goals**

Conflicts of interest may also arise as part of our jobs. Occasionally, we may find our attempts to achieve incentive compensation goals are seemingly in conflict with larger corporate responsibilities. In such cases, your responsibility is to the company, and commitment to ethical behaviour and legal compliance must come first. You should not compromise ethics for individual gain.

### **Relationships with Government and Public Officials**

As an employee of Genuity, you may occasionally contact government or regulatory officials to keep them informed about our operations and positions on issues. You are responsible for these contacts and must understand and obey the laws governing lobbying activities and reporting requirements. You should also be familiar with specific rules set by individual agencies or other governmental bodies.

In many instances, it is improper to have contact with public officials about a matter pending for consideration, because that contact may improperly influence or have the appearance of influencing the decision. You must preserve the fairness of the process by restricting contact with public officials about a pending matter to the formal proceedings, or in response to specific requests by a public official.

### **Employee Political Activity**

We encourage you to become involved in civic affairs and to participate in the political process. This is a way in which we all can practice good citizenship and make meaningful contributions to our communities. However, any political activity on your own behalf must occur strictly in an individual and private capacity and not on behalf of the company. Also, you may seek public office as long as you do not use company property or equipment for this purpose. Your political involvement must be done strictly on your own time.

## **GIFTS AND ENTERTAINMENT**

Gifts to and entertainment with individuals that we do business with can be a valuable way for Genuity to establish and maintain good working relationships. We must base our relationships with suppliers, customers and other third parties on sound business decisions and fair dealings. While business gifts and entertainment can build goodwill, they can also make the recipient biased or give the appearance



of bias. As such, Genuity discourages employees from giving or accepting gifts or entertainment, except in limited circumstances.

We have policies on our internal Governance site that describe rules regarding what our employees can and cannot do, when providing gifts and entertainment to individuals with whom we do business.

Any person who engages in bribery, kickbacks or other illegal or corrupt behaviour will be terminated and may be subject to criminal penalties. We have anti-corruption and anti-fraud policies on our internal Governance site that describe rules regarding what our employees can and cannot do in the performance of their duties.

## **BRIBERY AND CORRUPTION**

As it is our policy that we will conduct business in an ethical and fair way, Genuity has a zero tolerance for bribery, kickbacks and other forms of corruption. Never offer, give or take a bribe or kickback from anyone, anywhere, for any reason and never retain or permit a partner, agent or third party to do so. A bribe is simply an offer or promise to give or the giving of or authorising to give anything of value to obtain an improper business advantage. A bribe can be used to improperly influence a business decision, to obtain or retain business or secure illegal or improper business favours. A kickback is returning part of a business deal to an individual for the purpose of obtaining a business advantage or improperly influencing an individual in a business decision. This applies to all third parties with whom we are doing business with or seeking to do business with. There are several laws that make these activities illegal in the countries where we do business.

You must report any actual or suspected bribery to the legal and compliance department or through Genuity's Integrity Helpline. This includes reporting suspect activities with whom Genuity has a business relationship with. All employees must also complete an annual training course through Genuity's learning management system,.

Any person who engages in bribery, kickbacks or other illegal or corrupt behaviour will be terminated and may be subject to criminal penalties. We have anti-corruption and anti-fraud policies on our internal Governance site that describe rules regarding what our employees can and cannot do in the of their duties.

## **Q&A**

**Q: An employee is tasked with soliciting bid proposals for equipment and materials from qualified suppliers for a significant outage. Supplier "A" who wants to win the contract suggests they would offer "tokens of their appreciation" if they are awarded the contract. Would it be appropriate for the employee to disregard other potential supplier bids, award the contract to supplier "A" and collect the gifts?**

**A:** No — this represents a conflict of interest, specifically kickbacks. If the employee chooses the supplier based on the anticipated receipt of "tokens of appreciation," the motivation would be based on personal desires rather than a duty to secure a supplier contract through a competitive bid process. The Code prohibits such unethical behaviour of accepting bribes or kickbacks from a supplier.

## **CONFIDENTIAL AND COMPANY PRIVATE INFORMATION**

You are responsible for maintaining the confidentiality of proprietary and other confidential or privileged information acquired in the course of your employment with Genuity and must comply with all relevant local privacy and information protection laws. We do not sell this type of information to anyone, and we expect those with whom we do business to similarly protect such information.

**Confidential and Company Private Information includes, but is not limited to, that which is developed internally or that is furnished by potential or actual partners, business associates, agents, suppliers, subcontractors or other conditions or confidentiality.**

Confidential and Company Private Information should only be disseminated to individuals outside the company with a need to know, such as a business purpose. Thus, do not:

- **Discuss** Confidential and Company Private Information with people outside the company, including family.
- **Acquire** Confidential and Company Private Information through improper means.
- **Leave** confidential records or documents out where they can be read by others.
- **Take** documents that contain Confidential and Company Private Information with you if you leave Genuity, without receiving prior approval from your manager and human resources.

You must obtain the approval of the responsible member of the executive leadership team member prior to disclosing any Confidential and Company Private Information. Additionally, before disclosing such information, the individual or entity receiving the information must enter into a confidentiality or non-disclosure agreement with the company. Inside information should only be disseminated to individuals within Genuity on a need to know basis, such as a business purpose. You should exercise care to keep such information secure from unnecessary or unintended disclosure, including adequate disposal of documents containing such information. Genuity respects the privacy of our employees, customers, suppliers, and all other business partners and stakeholders whose personal information is collected. Genuity collects and retains private personal information only as required by law or for the company's effective operation. You must:

- take reasonable steps to protect and limit access to personal information;
- only use the personal information for the purposes it was collected; and
- comply with all legal requirements for privacy and information protection.

**Personal information is information or opinion that identifies or could reasonably identify an individual and includes information such as names, postal or email address, information regarding products and services and information obtained during job applications.**

## **MODERN SLAVERY**

Genuity stands against modern slavery practices in any form. Modern slavery is serious criminal exploitation where a worker cannot cease or refuse work because of coercion, threats or deception and may also be deprived of personal freedom. It includes, for example, forced labour, child labour, exploitation in the private sector (domestic work, construction or agriculture), forced sexual exploitation, forced labour imposed by state authorities and human trafficking.

Genuity actively manages its global supply chain in accordance with relevant local laws to avoid support of modern slavery. We expect you to comply with these laws and our procurement policies (as applicable within your region).

## **INSIDER TRADING**

While performing duties for Genuity, certain business transactions, including but not limited to, financings, mergers and acquisitions, etc., may expose you to material non-public information (inside information) about a company. Unless required in the course and scope of your regular work responsibilities, no employee, officer or director may disclose non-public information related to the business, operations or financial condition, without authorisation from the Director Finance or Director Legal, prior to public disclosure of such inside information by the company.

Inside information should only be disseminated to individuals within Genuity on a need to know basis, such as a business purpose. You should exercise care to keep such information secure from unnecessary or unintended disclosure, including disposal of documents containing such information.

All employees, officers and directors are prohibited from engaging in securities transactions involving securities of any other affected company while in possession of material non- public information. Violations of insider trading laws in may result in civil and criminal penalties.

## **INTELLECTUAL PROPERTY AND COPYRIGHT COMPLIANCE**

Genuity recognises and respects the individual property rights of others and will fulfil its ethical and legal obligations concerning use of intellectual property. Genuity reserves all rights to any intellectual property, including but not limited to, patents, trademarks and copyrights, developed by a director, officer or employee on company time or utilising company resources during their employment. International copyright laws prohibit the copying, improper use or distribution of copyrighted work without the owner's prior permission. These restrictions apply to written materials, including material downloaded from the Internet, as well as computer software. Creating unauthorised copies of copyrighted material may result in violations subject to civil and/or criminal penalties. Violations can result in civil and criminal penalties for Genuity and its employees.

In most cases, computer software is licensed to the company by the software developer, thus such software and related documentation is not owned by Genuity. Unless authorised by the software developer, we do not have the right to reproduce or copy the software or related documentation. Genuity will comply with the copyright laws and software license agreements in all jurisdictions where we conduct business. If you have questions or need guidance on the interpretation of a law or license agreement, you should contact a member of the legal department.

## **ANTITRUST REQUIREMENTS**

It is Genuity's policy to comply with all applicable antitrust laws in countries where we operate, and to conduct business honestly and fairly. The purpose of antitrust laws is to assure the preservation of a free and competitive economy. These laws prohibit any agreement or combination among competitors that has the effect of unreasonably restraining trade. Antitrust laws impact many of Genuity's business decisions and as such, you must be familiar with applicable laws to develop awareness in complying with and refraining from violations of antitrust laws both in fact and appearance. You must not take part in illegal, anti-competitive acts, including agreements to fix prices, manipulate or divide markets, limit production or otherwise unfairly restrict competition.

## **ACCOUNTING AND RECORDKEEPING PRACTICES**

The integrity of Genuity's books and records is crucial to operations and to maintaining the confidence and trust of our employees, shareholders and other stakeholders — as such, our recordkeeping and reporting systems must always be valued. It is your responsibility to ensure that company records and accounts under your care are accurate and supported. All transactions must be properly recorded, classified and summarised in accordance with established internal policies which comply with generally accepted accounting principles, and all applicable laws and regulations of the countries where we have operations. All accounts must be clearly identified on our books and records in the name of the appropriate company entity.

**Company records include, but are not limited to, time cards, expense reports, financial and operating reports, cost estimates, accounting entries, operations, engineering and safety records, contracts, etc.**

Finance and accounting officers and personnel have a special fiduciary responsibility to ensure that finance and accounting practices support the full, fair, accurate, timely and clear disclosure of the company's financial condition and results of operations. No false, artificial or misleading entries shall be made in the books and records of Genuity for any reason. Any payments made or received by Genuity must promptly and accurately be recorded in our books. No payment on behalf of Genuity should be approved without adequate supporting documentation, nor made with the intention or understanding that any part of such payment is to be used for any unlawful purpose.

## Q&A

**Q: My supervisor did not obtain proper approvals for a charitable contribution in accordance with Genuity's Delegation of Authority and asked me to record it as a legal fee. What should I do?**

**A:** You may not misreport any accounting transaction, regardless of who instructs you to do so. You should contact a member of the senior management team, the legal or compliance department or contact the Integrity Helpline.

### INTERNAL CONTROLS AND PROTECTION OF COMPANY ASSETS

Genuity's policies and procedures describe internal business controls designed to guard against fraudulent activities in the handling of company assets, documents or other areas of potential misconduct addressed in this Code.

You have a responsibility to understand and to adhere to the internal controls described in the Code, Delegations of Authority and all associated policies and procedures. If you witness or obtain documentation where internal controls are being circumvented or ignored, or you have concerns about the effectiveness of established internal controls, you should report them to your manager. Alternatively, you can report your concerns by contacting the Integrity Helpline.

You have a responsibility to protect the company's assets. Theft, carelessness and waste have a direct impact on the company's successful operations and profitability. As such, you must:

- **Acquire** assets in compliance with Genuity's Delegation of Authority and other related policies and procedures.
- **Use** company information and property only for business purposes conducted legally and ethically.
- **Safeguard** assets from damage, waste, loss, misuse and theft.
- **Dispose** of assets in accordance with established policies and proper approval.

Company assets — e.g., computers, telephones, mobile phones, printers, are meant for company business. Limited personal use of these assets is acceptable, provided the use does not interfere with your work duties, creates excessive costs and complies with applicable laws and regulations, as well as company policies. Use of all other company assets or property for personal business, including vehicles, construction equipment and tools, is permissible only if you have obtained specific approval for their use

Genuity reserves the right to examine or search company and employee property that is on company premises. This includes accessing computer hard drives and other data storage media, monitoring and/or reading email, monitoring Internet activity and listening to voice mail or other activities related to the capture and monitoring of electronic communications. There is no expectation of privacy in the use of company computer systems. Communications made through our systems and company-owned devices may be subject to production in lawsuits or pursuant to requests via court order or subpoenas.

### INVESTIGATIONS AND ACCOUNTABILITY

All employees have a responsibility to comply with the Code and to promptly report any known violation or dishonest, unethical or illegal conduct to their managers, human resources or legal representatives, or by contacting the Integrity Helpline. Reported violations will be investigated in the most confidential manner feasible and appropriate action will be taken as warranted. Genuity requires all employees to cooperate fully and in good faith with audits and investigations.

Violation of the Code is grounds for disciplinary action up to and including termination of employment. Additionally, Genuity may pursue available civil or criminal actions against violators. Additionally, if you knowingly make false accusations or provide false information during an investigation, you are subject to disciplinary actions up to and including termination of employment. Genuity prohibits retaliation against anyone who reports a known or suspected violation of ethical or business issues or provides truthful information during an investigation. Retaliation on the part of anyone is grounds for disciplinary action up to and including termination of employment.

## **RECORDS RETENTION**

Genuity protects and maintains records necessary for complying with legal and regulatory requirements of the jurisdictions in which we operate, and for the financial and operating needs of our business. Destruction of pertinent records after an investigation has commenced or during the pendency of criminal charges may itself be a criminal offense. In civil litigation, destruction of pertinent records can result in severe sanctions imposed by legal and regulatory authorities.

Effective records management is necessary to ensure that the company's information assets are protected and readily available, and to control the costs associated with the storage and retrieval of records. Records can include all documentary material in any form — written, printed, typed, magnetic or electronic.

You are responsible for managing records under your control, including that records are maintained consistent with the company's retention requirements, avoiding the inadvertent disposal of required records while appropriately disposing of non-essential records or documents. Not all documents created or used in the course of business are considered official records. Unofficial records are documents that are not required to be retained — e.g., duplicate copies, reference files, drafts or notes taken at a meeting that are not used as a basis of a decision or action.

Further, you must always be mindful of costs of creating and maintaining unnecessary documents or duplicating official records for your own files. Everyone should understand that there is no such thing as your own private or confidential records — all company-owned information includes personal or convenience files, calendar appointments, diaries, telephone call memos and the like, including personal handwritten notes made in the course of work, and drafts of documents — regardless of whether they are maintained in filing cabinets or computers in the office or at home.

## **Safety**

### **HEALTH, SAFETY, SECURITY AND ENVIRONMENT (HSSE)**



Health, safety, security and the environment are at the heart of everything we do — all employees are integral to the successful implementation of an effective HSSE programme. Genuity is committed to providing a safe and healthy place to work, protecting the environment proactively by implementing environmental stewardship while protecting our employees, assets and reputation from potential threats. Genuity will operate all its facilities worldwide in a safe manner that protects our employees, contractors, community and the environment.

Compliance with all international, federal, state and local laws, regulations and reporting requirements governing employee health and safety, as well as strict compliance with our policies and procedures are a requirement of employment. Every employee is always required to work safely to prevent injury to yourself or others and to prevent damage to property.

You are also expected to comply with applicable environmental laws of each state, country and locality where business is conducted. This applies to all operational aspects of our business including, but not limited to, plant operations, job site activities and transport of materials. When dealing with hazardous and non-hazardous substances, improper use, storage, handling, transportation or disposal may present serious health and safety risks. You are required to comply with all environmental laws and demand compliance from others doing business on our sites or on our behalf.

We will protect our employees, physical and intellectual assets, business operations, reputation and financial health against the risk of injury, loss, damage or impairment from criminal, unethical, hostile or malicious activities.

Genuity's HSSE programme provides the minimum requirements for the safe execution of work activities where we work, in conjunction with other countries' laws if more stringent. The HSSE programme is designed to identify and understand the requirements of safety and environmental laws that apply to our operations, and provide for regular assessments of our current level of compliance with respect to internal policies and applicable laws and regulatory requirements.

**Violations of laws governing safety and the environment can result in large liabilities to Genuity and serious civil and criminal penalties for both the company and responsible individuals. If you see a potential problem or violation or have questions, talk to your manager, a legal or HSSE representative or contact the Integrity Helpline. Genuity will investigate and bring legal action in cases of unlawful actions or where security breaches have occurred.**

## **SUBSTANCE ABUSE**

As safety is at the heart of our business, we value a safe workplace for all employees. To promote health and safety in the workplace, you are prohibited to work under the influence of substances that may affect the way you work and increase the risk to all employees, contractors and visitors at Genuity sites. The illegal or unauthorised use, possession, concealment, presence in the body or sale of drugs and alcohol is prohibited, as is reporting to work or working while under the influence of such substances.

Genuity encourages employees affected by drugs and alcohol to seek assistance through the Employee Assistance Programme. We have a procedure on our internal Governance site that describes our Drug and Alcohol programme.

## **VIOLENCE IN THE WORKPLACE**

Genuity will not tolerate any form of workplace violence by or against our employees. Workplace violence includes, but is not limited to, harassment, stalking, physical violence, weapon use of any kind and direct or implied threat of physical violence toward any employee, contractor, customer or supplier of Genuity.

Any potentially dangerous situation must be reported immediately to a manager or human resources. An observed or reported form of workplace violence will be taken seriously and thoroughly investigated. Reports of incidents warranting confidentiality will be handled appropriately and confidentiality maintained to the extent possible. Confirmed offenders of such violence behaviour will be subject to the company's disciplinary process, and local law enforcement procedures, as appropriate.

# **Entrepreneurship, Teamwork and Community**

## **ENTREPRENEURSHIP**

Entrepreneurs not only have great ideas, but the drive to make them a reality. As good ethics makes good business sense, we encourage our people to uphold a high level of ethics, personal commitment, innovation, change and the creation of value over time. In a competitive environment we must maintain our reputation for trustworthiness, fairness and respect, while building and motivating a team of people and mobilising human, material and financial resources

## **EQUAL EMPLOYMENT OPPORTUNITY**

It is Genuity's policy to comply with the employment laws, including employment discrimination laws, in each jurisdiction where we operate or do business. We are committed to providing all employees

with the same opportunities for success without regards to, among other things, race, colour, religion, national origin, gender, sexual orientation, marital status, age, disability, etc.

## **FAIR TREATMENT AND RESPECT**

We are committed to creating and maintaining an inclusive work environment where the contributions of every individual are recognized, all people are valued and respected and have opportunities to reach their full potential. We expect you to do the same.

## **UNLAWFUL DISCRIMINATION AND HARASSMENT IN THE WORKPLACE**

As a global company, respecting and valuing cultural differences is critical to enhancing teamwork which contributes directly to the success and competitiveness of Genuity. All employees are expected to respect the employment rights of others to avoid unlawful harassment, discrimination or retaliation while doing business. We will not tolerate harassment or discrimination of our employees or the employees of others by one of our employees.

If you see or suspect possible discrimination or harassment at work, or if you believe you have been harassed or discriminated against either by an employee or non-employee during the course of your employment, immediately report the incident to your manager, human resources or contact the Integrity Helpline. All complaints will be investigated promptly in the most confidential manner feasible given the circumstances. Appropriate remedial or disciplinary actions will be taken in instances where it has knowledge that such violations have occurred.

## **COMMUNITIES AND CHARITABLE CONTRIBUTIONS**

We respect our local communities and strive to foster goodwill and broaden recognition of Genuity's capabilities to improve community relations in the communities where we operate. Genuity believes that contributions are important to the communities where we do business. Monetary charitable contributions must be approved in advance in accordance with the Delegations of Authority.

## **Conclusion**

Genuity upholds the highest possible standards of ethical and business conduct and expects all employees to uphold those standards in the performance of their responsibilities on behalf of the company. We all share in the responsibility to encourage employees to ask questions, seek guidance, express concerns and report suspected violations of this standard of conduct. Corporate policies may address ethics and business practices relative to various functions and operations. These corporate policies establish the global standards established by Genuity, with related regional and plant level policies and procedures describing additional details, as required to meet jurisdictional requirements.

Genuity's Integrity Helpline is available 24 hours a day, seven days a week, 365 days a year, providing an intake and reporting channel to raise concerns, anonymously if desired, regarding any areas covered in this Code and any other potential wrongful conduct. Genuity's Integrity Helpline can be contacted as follows.



**Dial: 1-800-881-011, then dial: 8445392188**



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