

# Code of Ethical Business Conduct and Whistleblower Policy

January 2020

**CODE OF ETHICAL BUSINESS CONDUCT AND WHISTLEBLOWER POLICY**

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## CODE OF ETHICAL BUSINESS CONDUCT AND WHISTLEBLOWER POLICY

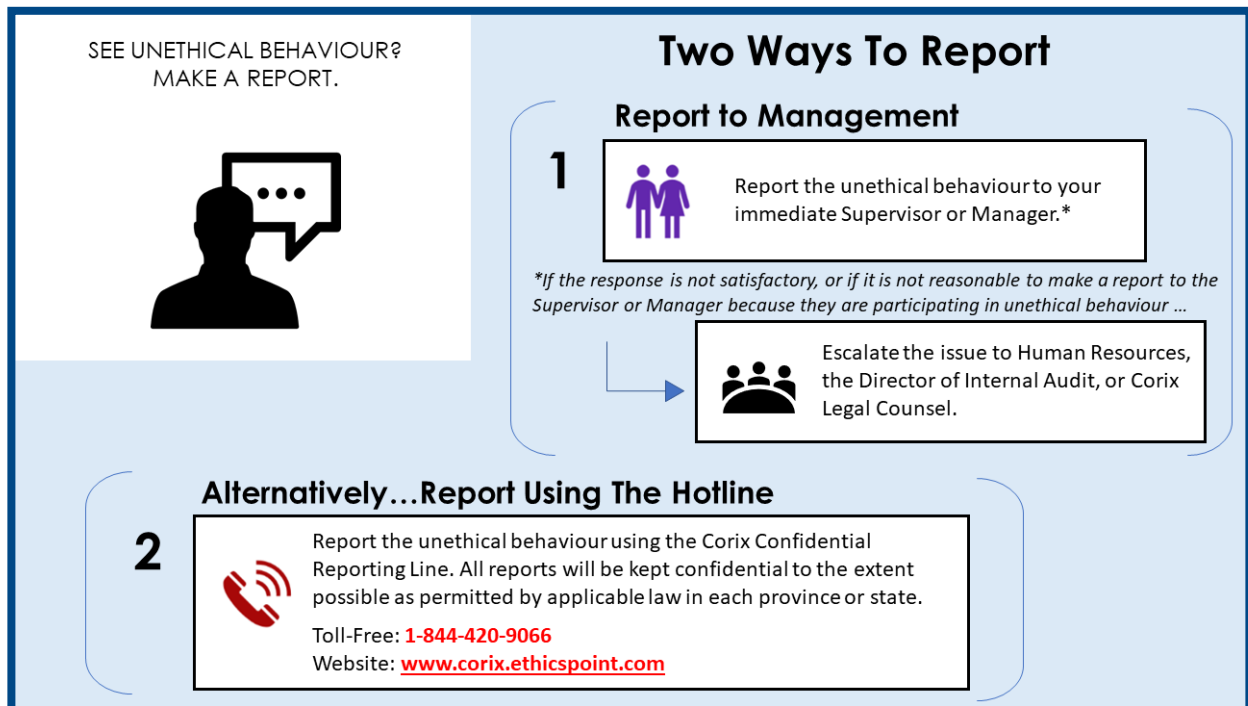
### 1.0 SECTION 1: Introduction

Corix Infrastructure Inc. and its subsidiaries (“Corix” or the “Company”), known collectively as Corix Group of Companies, has developed this Code of Ethical Conduct and Whistleblower Policy (the “Policy”) to further Corix’s corporate values and culture. It does not matter where employees work or what they do for Corix, everyone is responsible for exercising good judgement and following the Policy. To help deter wrongdoing, the Policy sets out principles and standards based on the following objectives:

- Do what is right
- Obey the law
- Avoid conflicts of interest
- Respect the rights of others
- Maintain the integrity and confidentiality of information
- Conduct oneself appropriately

Corix expects all individuals covered by this Policy to act in compliance with this Policy and that covered employees will act ethically and professionally at all times while executing their roles, duties, responsibilities or services for or on behalf of Corix.

**Corix takes all violations of this Policy seriously.** Corix employees should report any and all potential violations and violations of the Code of Ethical Business Conduct and Whistleblower Policy. Code violations may lead to disciplinary action, up to and including, termination of employment. Corix’s business success is based on integrity; integrity is ingrained in Corix’s culture, work, and reputation of the Company. The Policy helps when employees find themselves in a situation where doing the right thing might not be obvious. While the Policy cannot answer all potential questions, it directs employees where to go for guidance and assistance.



Please see Section 3 for more information on reporting of potential violations of the Policy.

### 1.1 Application

This Policy applies to every person who falls under the Corix Group of Companies (“Corix”, “Company” or “We”), whether employees of Corix Infrastructure Inc. (“CII”), Water Service Corporation (“WSC”), Fairbanks Sewer & Water (“FSW”), Corix Infrastructure Services (US) Inc. (“CISUS”) or any other employee of a wholly owned company owned directly or indirectly by CII, except employees of Tribus Services Inc. and includes:

- Executives
- Managers
- Supervisors
- Employees
- Independent Contractors performing work for the Company or on Company premises
- Corix Board of Director Members

For the purposes of this Policy and for further clarity, “employee” or “employees” includes all officers and employees on Corix’s payroll, plus all Directors of the Corix Board of Directors and all Contractors who receive remuneration from Corix.

Acquired business entities may, for an agreed interim transitional period of no more than one (1) year from date of acquisition close, have a similar code of business conduct and ethics policy or guidelines, provided in each case that such policy or guidelines, are not inconsistent with this Policy in all material respects, and are approved in advance by the Corix Board of Directors, as well as the President & Chief Executive Officer of Corix Infrastructure Inc. In the alternative, this Policy shall apply immediately to all employees of the acquired business entity.

### 1.2 Expectations

All Corix employees, Directors and/or Contractors are expected to:

**Understand.** Corix expects employees to understand the requirements of their position including Corix expectations and all laws, rules and regulations that apply to them in their position.

**Comply.** Corix expects employees to comply with this Policy and all applicable laws, rules and regulations in all respects of their day-to-day business activities.

**Report.** Corix expects employees to report any violation of this Policy of which they become aware as set out in Section 3 of this Policy.

**Be Accountable.** Corix holds employees accountable for complying with this Policy. Supervisors are also responsible and accountable for ensuring that employees under their direct supervision are aware of the principles and standards in this Policy.

**Commit.** Corix expects all employees to review this Policy periodically throughout the year and to take the opportunity to discuss with management any circumstance that may have arisen that could be an actual or potential violation of these ethical standards of conduct. All

employees are required to review and acknowledge their review and understanding of this Policy annually.

**Be Aware.** Corix expects employees to conduct their work in a conscientious and thoughtful manner and to consider, not only whether they are acting in compliance with this Policy, but also how their decisions and actions will be perceived. In all cases, employees should be conscious of both acting ethically and ensuring their actions are perceived as ethical.

## 2.0 SECTION 2: Principles for Ethical Business Conduct

### 2.1 Do What is Right

This Policy points all employees at Corix in the right direction, but no document can itself achieve the level of principled compliance that is required. In reality, all employees must maintain awareness of these issues and comply with the Policy's principles to the best of their ability. Ethical action requires knowing the difference between right and wrong, and doing what is right. Before taking any action, ask the following questions:

- Is it legal?
- Does it violate a professional code of conduct to which I am subject?
- Is it fair?
- Is it ethical in every way?
- Could it create an appearance of impropriety?
- Does it feel right?
- Am I trying to fool anyone, including myself, about the propriety of the action?

If an action would elicit a negative response to any of these questions, do not take it. If an employee is uncertain about the ethics or legality of any planned action, it is their responsibility to consult with a Supervisor or Manager or to seek advice from any of the sources listed in Section 4 of this Policy. If the employee acts in bad faith, or fails to report illegal or unethical behavior, the employee will be subject to disciplinary procedures, up to and including termination. Corix expects employees to be honest and forthright at all times.

### 2.2 Fraud

Fraud is a broad concept that touches many of the elements discussed in this Policy. Fraud typically involves dishonesty or deceit and is intended to result in unfair or unlawful personal and/or financial gain. Examples of fraud include, but are not limited to, the following:

- Stealing or misappropriating assets
- Offering or receiving something of value as a means to improperly influence a procurement process
- Forging or improperly altering documents
- Falsifying an employee expense reimbursement claim
- Falsifying a workers' compensation or other employee benefits claim
- Forging or improperly altering a check/cheque, bank draft, or other financial instrument
- Falsifying accounting records

Employees must not at any time during their engagement with Corix commit any form of fraud. Further, employees have an obligation to report to Corix any reasonable suspicion they have that someone else may have committed fraud. Details of an employee's reporting requirements and Corix's investigation process are set out in Section 3 of this Policy.

## 2.3 Respect the Rights of Others

### 2.3.1 Employee Rights

One of Corix's core corporate values is teamwork. Respect for the rights and dignity of others and dedication to the good of Corix are essential, while working as a team to fulfill our objective. If an employee is in a managerial role, the manager must make decisions regarding hiring and promoting employees in accordance with Corix's employment policies based on merit, any applicable collective agreements or law or regulation. All employees have the right to carry out their responsibilities at Corix free from discrimination and harassment based on any classification prohibited by law, including, but not limited to:

- Race
- Creed
- Color
- Ancestry
- Place of origin
- Religion
- Family status
- Marital status
- Pregnancy-related condition
- Physical disability
- Predisposing genetic characteristics
- Mental disability
- Sex
- Age
- Sexual orientation
- Gender identity or expression
- Military status
- Political belief
- Domestic victim status
- Conviction of a criminal offense unrelated to their employment
- Opposing unlawful discriminatory practices
- Any other characteristics protected by law

No personal relationship between an employee and another employee should compromise or appear to compromise the ethical principles set out in this Policy.

In addition to this Policy, employees are expected to know and comply with all applicable Corix policies addressing employee rights and diversity and harassment issues, including, but not limited to, the **Respectful Workplace and Anti-Harassment Policy**.

### 2.3.2 Corix Property

For business purposes, many employees are provided telephones and computer workstations and software, including network access to the Internet and e-mail. As with other equipment and assets of Corix, each employee is responsible for appropriate use of these assets for business purposes. Managers and Supervisors are expected to adopt appropriate procedures and controls to ensure appropriate use.

Limited or restricted use by employees of Corix property for personal purposes may be permitted by Corix policy, or otherwise, if the following conditions are met:

- the extent of personal use is not a significant portion of total asset use
- personal use does not compromise or impair the value or utility of the asset to Corix
- such use does not confer a significant financial benefit to the employee
- such use is consistent with common business practice and would not be considered unethical or unusual by an objective third party aware of the relevant facts

In addition to this Policy, employees are expected to know and comply in all respects with specific Corix policies addressing corporate asset use, including, but not limited to, the **Infrastructure Services Asset Usage Policy**.

Employees should not expect any right to privacy with respect of their e-mail or Internet use on Corix property. All e-mails or Internet use on Corix property or equipment may be subject to monitoring.

Any and all discoveries, inventions, improvements to inventions or intellectual property developments made during the term of each employee's employment by Corix and in connection with Corix' business are the sole and exclusive property of Corix. Employees are required, whenever requested by Corix, to execute and deliver to Corix any and all applications, and/or assignments which Corix considers necessary to assign and convey to Corix the sole and exclusive right, title and interest in and to any such inventions or improvements. Each employee's obligations under this clause will continue after termination of the employee's employment with Corix with respect to any and all inventions or improvement to inventions conceived or made during the term of an employee's employment with Corix. These obligations shall also be binding on each employee's heirs, executors, administrators, successors and assigns.

### **2.3.3 Customer, Vendors and Supplier Rights**

Corix's relationships with customers, vendors, suppliers and other third parties are critical to the continuing success of Corix. Employees must act fairly, professionally and in good faith and otherwise in accordance with the principles set out in this Policy when dealing with customers, vendors, suppliers and other third parties. This includes protecting customers' confidential information and avoiding conflicts of interest with vendors or suppliers, as further described below.

## **2.4 Obey the Law**

Corix operates within a complex framework of federal, state, provincial and municipal laws, rules and regulations in the USA, Canada, and foreign countries in which we do or may do business.

All employees are expected to act according to high ethical standards and to comply with all applicable laws, rules and regulations. All illegal activities and illegal conduct are prohibited, whether or not they are specifically identified in this Policy, and no Director or employee may

commit, condone or instruct another person to commit an illegal act. Where a law does not govern a situation or where the law is unclear or conflicting, employees should discuss the situation with their supervisor and seek advice from the sources described in Section 4.

## 2.5 Maintain Integrity and Confidentiality of Information

### 2.5.1 Corporate Records and Accounting Practices

Each Corix business unit and/or business entity will make and keep books, records and accounts that reasonably detail accurately and present fairly the transactions, assets and liabilities of Corix. All employees are prohibited from directly or indirectly manipulating an audit, and from destroying or tampering with any record, document or tangible object with the intent to obstruct a pending or contemplated audit, review or investigation. The commission of, or participation in, one of these prohibited activities or any other illegal conduct will subject an employee to discipline by Corix, up to and including termination of employment or contract, as applicable as well as potential government penalties.

All employees are expected to follow internal policies and procedures designed to protect the integrity of corporate data. This includes adherence to policies and procedures related to requirements for authorization and execution of documents, accounting and financial matters and controls, audit processes and security of computer systems.

Employees are expected to question and report transactions that they reasonably believe to be contrary to law or established Corix policies and procedures relating to corporate records and accounting practices. Details of an employee's reporting requirements and Corix's investigation process are outlined in Section 3 of this Policy.

### 2.5.2 Confidential and Proprietary Information of Corix

During their employment, Corix employees will have access to Corix's confidential and proprietary information. It is imperative that all of these materials be treated in a professional and confidential manner.

Corix confidential information includes all employee, contractor, vendor, supplier or third party information and records and other confidential and proprietary information and records of Corix or its employees, including without limitation formulas, processes, trade secrets, budgets, financial information, employees and payroll records, names, addresses and phone numbers, pricing and sales policies, proposals, contracts, business operation or financing details and files.

Corix has exclusive property rights to all of its confidential and proprietary information. The unauthorized disclosure of this information could destroy its value to Corix, give others an unfair advantage and/or cause Corix irreparable harm. Corix employees are responsible for safeguarding Corix confidential and proprietary information and complying with established security controls and procedures. Employees are prohibited at all times during or after an employee's employment with Corix, from disclosing,



distributing or discussing such information with any person other than an employee of Corix, except to the extent that the President & Chief Executive Officer has specifically agreed in writing or as required by applicable law. All documents, records, notebooks, notes, memoranda and similar repositories containing information of a secret, proprietary, confidential or generally undisclosed nature relating to Corix or its operations and activities shall be held by the employee in trust solely for the benefit of Corix and shall be delivered to Corix by the employee on the termination of the employee's association with Corix or any other time upon the Company's request.

Employees are required to know and comply with all other applicable Corix policies and procedures regarding the privacy, confidentiality and security of Corix information in effect from time to time, including, but not limited to, the **Employee Privacy Policy**.

### 2.5.3 Confidential Information Belonging to Others

Corix employees must respect the confidentiality of third-party information, including without limitation trade secrets and other information provided in confidence by partners, suppliers, contractors, competitors, customers of Corix, just as Corix employees are required to protect Corix's own confidential information. However, certain restrictions on the information of others may place an unfair burden on Corix's future business. Accordingly, all employees should coordinate with Corix Legal Counsel to ensure appropriate agreements are in place prior to receiving any confidential third-party information. All such agreements must be approved in accordance with Corix's **Designation of Authority Policy ("DOA")** and other applicable policies and procedures. In addition, any confidential information that an employee may possess from an outside source, such as a previous employer, must not, so long as such information remains confidential, be disclosed to or used by Corix. Unsolicited confidential information submitted to Corix should be refused, returned to the sender where possible and deleted, if possible.

## 2.6 Avoiding Conflicts of Interest

Corix expects and requires that all employees conduct business in a lawful and ethical manner and act in the best interest of Corix at all times. A conflict of interest arises when an individual's private interests (including through a spouse or other family member) interfere or conflict with the interests of Corix. Any situation where an employee's judgment may be compromised, where they show undue favoritism to any party or where they receive a benefit of some kind is potentially a conflict of interest.

All Corix employees must strive to avoid business, financial or other relationships or situations with suppliers, customers, other employees, government agencies or competitors that might impair or appear to impair the exercise of their judgment. Employees should report to their Manager or Supervisor any actual or potential conflict of interest involving themselves or others of which the employee becomes aware. Details of employee reporting requirements and Corix's investigation process are set out in Section 3 of this Policy.

Corix employees are strictly prohibited from engaging in any of the following:

### 2.6.1 Personal Interest in Transactions

**Taking for themselves, friends or family opportunities that are discovered through the use of Corix property, information or position.** For example, during and after the employee's engagement with Corix, employees must not solicit or encourage a client or vendor or supplier of Corix to take its business elsewhere. Employees have a duty to Corix to advance its legitimate interests when the opportunity arises.

Employees are also personally responsible and accountable for the proper expenditure of Corix funds, including money spent for travel expenses or business entertainment. Employees are further prohibited from undertaking any obligation or performing any services on behalf of Corix, other than the services related to the employee's position or role, unless specifically agreed in writing by an Executive Vice President of Corix in advance.

**Using Corix property, information or position for personal gain (or for friends or family).** For example, it is a conflict or potential conflict of interest for an employee's spouse to provide goods or services to Corix, in any circumstance where the employee, directly or indirectly, makes or approves the decision to purchase such goods or services.

**Using their position or role to solicit or conduct business for personal benefit or gain.** For example, consider a hypothetical situation where an employee also owns a small plumbing company. It would be inappropriate for the employee to solicit business for the plumbing company while visiting a Corix customer's residence while working on behalf of Corix or performing Corix business. Employees and their immediate family members shall not have a direct personal interest in a transaction to which Corix is a party, unless fully disclosed and previously approved by a Corix executive.

**Competing with Corix (whether by engagement in, employment by, or having a direct financial or other interest in any competitor, client or supplier of Corix).** For example, a potential conflict of interest exists where an employee, their spouse, or other immediate family member, owns a share or has an interest in a business that competes with Corix or that Corix may wish to acquire. This does not prohibit small holdings of shares in public companies that compete with Corix so long as the interest is disclosed, in writing, to Corix.

### 2.6.2 Gifts and Benefits

**Receiving and giving gifts and benefits in a business context that creates or could be perceived as a conflict of interest.** Corix employees must not accept gifts, money, merchandise, commissions, free services, gratuities or other benefits from customers, vendors, suppliers, business associates or other companies who do or wish to do business with Corix or who compete with Corix, if such gifts might be perceived as a bribe or appear to influence business decisions. The same principle applies to giving gifts

or benefits on behalf of Corix and to gifts given to, or received by, an employee's family members and spouses.

Generally, gifts or other benefits may be given and accepted by employees only when they:

- are consistent with local business practice and custom
- are not excessive in value (no more than \$150)
- are not in contravention of applicable laws or ethical standards
- are able to withstand public scrutiny

It is prohibited to receive or give a gift in cash or cash equivalent.

Gifts of more than the value noted above are to be refused where possible. Where an employee feels such a gift must be accepted to avoid damaging business relationships, the employee must consult with their Manager or immediate Supervisor as to determine the appropriate course of action. All questionable gifts, whether received, offered or given, should be immediately reported to Corix Legal Counsel, the Director of Internal Audit or the President & Chief Executive Officer.

All Corix employees are expected to deal with advisors, vendors and suppliers who best serve the needs of Corix as to price, quality and service when making decisions concerning the use or purchase of materials, equipment, property or services.

### **2.6.3 Abuse of Position**

Employees must not inappropriately use their position for personal benefit or to the detriment of Corix or other employees or stakeholders.

For example, consider the following hypothetical situation. A Corix Manager is involved in a dispute with an external contractor over poor workmanship related to renovation work at the manager's home. The dispute is a personal matter between the manager and the external contractor and is in no way connected to the manager's role at Corix. It is an abuse of position, and a breach of this Policy, if the manager threatens or implies that the external contractor's utility service might be shut off by Corix if the problems at the manager's home are not quickly corrected.

### **2.6.4 Taking a Second Job / Engaging in Other Business Interests**

It is acceptable for employees to have a second job, act as a director of another business, or to otherwise have business interests outside of Corix, provided such job, action or interest does not reduce work efficiency, interfere with the employee's ability to act conscientiously in Corix's best interest, or require an employee to utilize Corix proprietary or confidential procedures, plans or techniques. The second job or other business interest or role must, however, not create, or appear to create, a conflict of interest.

For example, it is not acceptable for employees to work for a direct competitor of Corix or to engage (as a director or otherwise) in a competing business. If an employee currently has a second job, side business or directorship role with another company or

an employee is considering taking on any of these roles, potential conflicts must be discussed with the employee's Manager or immediate Supervisor.

## 2.7 Conduct Oneself Appropriately

### 2.7.1 Government Relations: Bribery and Foreign Public Officials Legislation

Employees are strictly prohibited from offering, promising or giving anything of value, directly or indirectly, to any government official, employee, agent or other intermediary which is prohibited by law. Violations of this Policy could subject Corix and the employee to civil and criminal penalties. Employees must immediately report to Corix Legal Counsel, the Director of Internal Audit or the President & Chief Executive Officer any offer of money or gifts that is intended to influence a business decision.

Employees in supervisory or managerial roles making a personal political contribution of \$500 or more must review it with an Executive Vice President and Corix Legal Counsel before it is made.

### 2.7.2 Government Relations: Political Contributions and Funded Lobbying Activities

Company political contributions and funded lobbying activities are permissible only if they are reviewed and approved by both Corix Legal Counsel and the President of a Corix Company/Business Unit and comply with any applicable law/legislative provisions.

The President of each Corix Company/Business Unit is responsible for ensuring compliance with this requirement and reporting each activity (including purpose, date, amounts, name(s), and any other pertinent information) to the Executive Vice President, Risk Management ("EVP, RM") on a semi-annual basis. The EVP, RM will provide a summary of all donations provided and/or funded lobbying activities participated in, in a report submitted to the Audit Committee of the Corix Board of Directors on a semi-annual basis to ensure oversight and compliance with legislative requirements and internal policy.

*The Corruption of Foreign Public Officials Act (Canada), United States Foreign Corrupt Practices Act, and UK Bribery Act* contain certain prohibitions with respect to giving anything of value, directly or indirectly, to foreign government officials or foreign political candidates to obtain, retain or direct business. Accordingly, corporate funds, property or anything of value may not be, directly or indirectly, offered or given by the employee or any agent acting on Corix's behalf, to a foreign official, foreign political party or official thereof or any candidate for a foreign political office for the purpose of influencing any act or decision of such foreign person or inducing such person to use their influence to assist in obtaining or retaining business for, or directing business to, any person.

### 2.7.3 Government Relations: Public Office

Subject to reasonable and approved work arrangements, employees may seek and hold public office, but must comply with the conflict of interest restrictions associated with that role and in accordance with this Policy. Employees holding public office are asked

to avoid involvement in and voting on any decisions which could promote or damage the legitimate interests of Corix, or give the appearance of a conflict of interest.

#### **2.7.4 Community and Public Relations**

Corix's standing in the communities in which it does business and the perceptions of the general public, shareholders and the investment community are critical to its success. In the employee's role for Corix, the employee acts as an ambassador and needs to be conscious of how their actions, conduct and public statements can impact the public perception of Corix. Employees are expected to know and comply with all Corix guidelines and procedures in effect from time to time concerning the media and making public statements and to seek advice from their Manager or Supervisor where required.

#### **2.7.5 Health, Safety, Environmental and Corporate Social Responsibility**

Corix is committed to managing and operating our assets in a manner that protects human health and safety and the environment and promotes corporate social responsibility. It is our policy to comply in all material respects with applicable health, safety and environmental laws and regulations.

Corix supports and participates in charitable, civic, educational, cultural and political affairs pursuant to its **Giving Policy** and otherwise at a level consistent with generally accepted business practices so long as support/participation is not prohibited by this Policy.

All employees are also expected to comply with Corix's policies, programs, standards and procedures with respect to human health and safety, the environment and corporate social responsibility in connection with their role with Corix.

#### **2.7.6 Professional Standards**

Employees holding professional credentials such as, but not limited to, lawyers, accountants, engineers and water treatment operators are required to comply with all relevant professional standards and rules of conduct when practicing their vocation in the service of Corix.

### **2.8 Compliance with this Policy**

It is critical to Corix's success that all employees, Directors and Contractors comply with this Policy and conduct themselves ethically and legally in every aspect of their business activities for Corix.

Supervisors and Managers can fulfill this responsibility through prudent management including, but not limited to:

- ensuring this Policy is clearly communicated to all reporting employees on a regular basis
- establishing and maintaining internal and management controls designed to prevent or detect breaches in corporate policies
- leading by example and exhibiting high standards of ethical behavior
- appropriately investigating situations which may indicate a breach of this Policy
- dealing with known breaches of this Policy in a prompt and appropriate manner

Compliance with this Policy, both personally and in respect of reporting requirements will be a factor in the Company's periodic performance reviews.

Disciplinary actions for violations of this Policy can include, but are not limited to, oral or written reprimands, suspension without pay or termination of employment with cause. Violation of laws, rules or regulations, which can subject Corix to fines and other penalties, may result in an employee's civil or criminal prosecution.

### **3.0 SECTION 3: Reporting Policy Violations & Whistleblower Policy**

#### **3.1 What to Report**

Corix employees should be alert and sensitive to situations that could result in actions that might violate, or be perceived to violation, federal, state, provincial or municipal laws, or the standards of conduct set forth in this Policy. If the employee reasonably believes they or someone else has violated any such laws or this Policy, the employee has an obligation to report the matter to an appropriate Corix official as set out below. At minimum, all instances of suspected fraud, impropriety or dishonesty must be reported.

If an employee knowingly fails to report illegal or unethical behavior or a violation of this Policy or perceived illegal unethical behavior or violation of this Policy, the employee will be subject to disciplinary procedures, up to and including termination.

#### **3.2 Reporting Procedure**

If any employee reasonably believes they or someone else has violated any such laws or this Policy, the employee has an obligation to promptly report the matter to an appropriate Corix official as set out below. At minimum, all instances of suspected fraud, impropriety or dishonesty must be reported.

Possible violations should be reported to an employee's Supervisor or Manager. However, if the employee is uncertain as to how to report a violation of this Policy, are not comfortable reporting to the employee's Supervisor or Manager and/or believe their Supervisor or Manager is involved in a possible violation, employees should consult with a member of the Human Resources Department, Internal Audit or Corix Legal Counsel.

Supervisors, Managers, department heads, business unit leaders must report all breaches of this Policy, or perceived breaches of this Policy including incidents of theft or fraud, to the Corix Human Resources Department, Internal Audit, the Executive Vice President & Chief Financial Officer or Corix Legal Counsel.

The Executive Vice President & CFO; Executive Vice President, Risk Management (or designate) or Internal Audit should notify all breaches of this Policy, or perceived breaches of this Policy including, in particular, incidents of theft or fraud to the Chair of the Audit Committee of the Board of Directors.

### 3.3 Corix Confidential Reporting Line

The Corix Confidential Reporting Line is a convenient and confidential way to seek assistance and report potential violations regarding ethics and compliance issues. All submissions will remain confidential, to the extent possible and as permitted by applicable laws.

The **Corix Confidential Reporting Line** can be reached as follows:

- Toll-Free: **1-844-420-9066**
- Website: [www.corix.ethicspoint.com](http://www.corix.ethicspoint.com)

Reports to the Corix Confidential Reporting line should be specific and include as many of the following details as possible, including but not limited to:

- Nature of the alleged fraud or other Policy violation
- When and where the events are alleged to have occurred
- List of individuals involved, including potential witnesses
- Details around how the alleged action or violation occurred

### 3.4 Anonymous and Confidential Reporting

Reports of suspected or actual Policy violations may be made on an anonymous basis.

All anonymous reports will be treated as such, and all reports of suspected or actual Policy violations will be treated on a confidential basis, in each case to the extent possible and as permitted by applicable laws in each province or state.

### 3.5 Non-Retaliation for Reporting or Whistleblowing

Corix will not take or allow any reprisal or retaliation against any individual for reporting or threatening to report or whistleblowing in good faith of any suspected violation of this Policy and/or applicable laws. If an employee is the subject of any report made pursuant to this Policy, this employee is expected to act professionally and otherwise in full compliance with this Policy upon becoming aware of such report. Any retaliation taken against an employee who makes a complaint or is involved in the investigation of a complaint, direct or indirect, will result in discipline, up to and including termination of employment.

If an employee who reports a violation or potential violation was involved in any improper activity in contravention of this Policy or applicable law, however, that individual may be appropriately disciplined even if they were the one who disclosed the matter to Corix. In those circumstances, the Company may consider the conduct of the whistleblower in reporting the information as a mitigating factor in any disciplinary decision.

If the reporting individual knowingly makes a false report or an employee fails to report illegal or unethical behavior or perceived illegal or unethical behavior and/or contravention of this Policy or applicable law, the employee will be subject to disciplinary procedures, up to and including termination.

### 3.6 Investigation

All reported instances of breaches of this Policy, perceived breaches of this Policy, incidents of theft or fraud, impropriety, dishonesty or other violations of the law will be promptly and thoroughly investigated by Corix.

- The CEO or her/his designate will approve the person who will conduct the investigation and the complainant will be notified as to who will lead the investigation.
- If a complaint is regarding or against the President & CEO, a Corix Executive Member or the Director of Internal Audit, the complainant (i.e. Whistleblower) may submit the complaint directly to either the Human Resources Department, the Corix Senior Legal Counsel or the Corix Confidential Reporting Hotline, or alternatively, the complainant may submit the complaint directly to the Chair of the Corix Audit Committee. The Corix Audit Committee has an ethical duty to investigate and handle the complaint appropriately while maintaining the confidentiality of the Whistleblower as much as possible under the investigation process and applicable laws and regulations. The Audit Committee may also assign internal or external resources to assist in the investigation as they determine.

Once the investigation has been completed, appropriate next steps will be taken. Those steps can include, but are not limited to, initiating disciplinary action as appropriate, taking legal action and conducting an assessment to ensure any internal controls are able to identify and prevent fraud, impropriety or dishonesty and, where required, make changes to strengthen those controls.

## 4.0 SECTION 4: Where To Go For Answers

Corix encourages employees to ask questions about the provisions of this Policy and ethical business practices in general. Everyone is encouraged to discuss such questions with fellow employees, Supervisors, Managers, department heads, executives, Directors and officers of Corix.

Communication regarding business- and work-related issues should continue to follow established organizational channels. However, all issues involving possible violations of this Policy should be directed to the appropriate person as identified in Section 3. All Policy clarifications should be directed to the Human Resources Department, Internal Audit or Corix Legal Counsel.



## 5.0 WAIVERS AND AMENDMENTS

### 5.1 Waivers

There will be no waiver of any part of this Policy for any employees except by the President & Chief Executive Officer, who will ascertain whether a waiver is appropriate under all the circumstances. A waiver for a matter involving an Executive or Corix Director will require the approval of the Corix Board of Directors or a designated Board of Directors committee. No other waivers of this Policy are permitted.

### 5.2 Amendments to the Policy

There will be no amendment to this Policy except by a vote of the Board of Directors or a designated Corix Board committee that will ascertain whether an amendment is appropriate.

## 6.0 RELATED POLICIES

### Corix Group of Companies Policies:

Respectful Workplace and Anti-Harassment Policy

### Corix Group of Companies – Business Unit Policies:

Designation of Signing Authority Policy (Canada)

Employee Privacy Policy (Canada)

Giving Policy (Canada)

Infrastructure Services Asset Usage Policy (Canada)

*Note: As at January 2020, the above referenced Business Unit related policies may not be applicable to all business units as Corix is in the process of updating and standardizing policies across the Corix Group of Companies; these are noted here for reference purpose and will be addressed over the next year and standardized and/or updated accordingly.*

## 7.0 HISTORY

Policy Owner: Human Resources

Corix Group of Companies – New Policy: January 2020

Effective Date: January 2020

Version: Corix Group of Companies - Version 1.0

*Note: This Policy has been established effective January 2020 for all Corix Group of Companies (as defined within this policy document) and shall replace and supersede similar policies that had existed at Corix Infrastructure Inc. and/or its subsidiaries (except Tribus Services Inc.).*

## APPENDICES – ADDITIONAL SPECIFIC JURISDICTION LAWS AND REGULATIONS

The appendices below specify the current laws and regulations in place at the time of this Policy's approval; however, Corix at all times complies with all the minimum required laws and regulations in place in whatever jurisdiction it operates.

### USA

#### Appendix A: New Jersey

All Corix employees shall receive a copy of this Policy either in writing or electronically (it is also available on the Company's intranet website). Employees may report any violations or potential violations of this Policy to Steve Lubertozzi, President, MidWestMidAtlantic, Corix Group of Companies at [slubertozzi@uiwater.com](mailto:slubertozzi@uiwater.com)

#### Appendix B: Ohio

Employees in Ohio should alert their Supervisor, Manager or Supervisor or other responsible officer of any alleged violation of this Policy and provide the Supervisor, Manager or officer a written report that describes details about the violation or potential violation. Employees must make a reasonable and good-faith effort to verify the accuracy of any information reported and must provide the Company with 24 hours to address or correct the violation or perceived violation before the employee files a report or complaint with the public official or agency, unless the complaint involves criminal violation of certain environmental protection laws. The Company will inform complaining employees, in writing either that no violation or hazard exists, or explain any efforts they are taking to correct alleged violations or hazards within 24 hours of receiving the complaint or the next regular business day, whichever is later.