

# Supplier Code of Conduct

Safety  
Integrity  
Excellence  
People and  
Citizenship

# Our Values

## Safety • Integrity • Excellence • People & Citizenship

Ethical values are fundamental to PowerON, clarify what is important in our organization, guide our behaviour and decision making, and point the way to business conduct that drives success.

### Safety

- Demonstrate that safety is fundamental to our business.
- Ensure that all laws and requirements for a safe and healthy work environment are met.
- Foster a safety culture that embraces continuous learning and incorporate safety into day-to-day decision making.
- Take personal responsibility to protect health and safety for ourselves, our colleagues, and the public.

### Integrity

- Be open, transparent, and publicly accountable in business dealings.
- Honour all applicable laws, statutes, regulations, and contractual obligations.
- Protect the confidentiality and sensitivity of information.
- Avoid potential, perceived and actual conflicts of interest.
- Act fairly, be objective and treat others with respect.
- Commit to integrity and hold others to a high standard of ethical conduct.

### Excellence

- Commit to and provide excellence in project planning and execution.
- Deliver results in a reliable, efficient and effective manner.
- Deliver value for money in everything we do.
- Strive for continuous performance improvement.
- Promote excellence in employee performance and career development.

### People & Citizenship

- Treat people with dignity and respect, and hold others to the same standard.
- Respect the diversity of cultures and people.
- Conduct business in an environmentally responsible manner.
- Build trust, and support the social and cultural fabric of the communities where we work, live and serve.
- Be a socially responsible corporate citizen.



# Our Behaviours

Our behaviours reflect the culture mindset we need to deliver on our mission of providing electrification services in a safe, clean, reliable manner for the benefit of our customers and shareholder. These behaviours strengthen and support PowerON's values and are essential to our continued growth as an innovative, ethical and competitive organization.



Demonstrate personal accountability to deliver results.



Communicate directly and openly.



Demonstrate commitment to personal performance and development.



Work with others and contribute to achieve results.



Build relationships within and across teams.



Continuously improve to create the most straight-forward path to getting the job done.



Look for efficiencies, eliminate waste and maximize opportunities to make money.



Recognize and support change.



Be aware of and support PowerON's strategic direction.

# Standards of Business Conduct

The following describes the standards of business conduct PowerON expects from every PowerON supplier including their owners, employees, agents, partners and subcontractors who provide goods and/or services to PowerON.

## EXCELLENCE, PEOPLE & CITIZENSHIP

### 1.0 Equity, Diversity, and Inclusion

Suppliers must promote inclusive, respectful, healthy, and safe workplaces that are free from harassment, discrimination, workplace violence, retaliation and other disrespectful and inappropriate behaviour. Suppliers must treat all employees and persons with whom they do business with dignity and respect, and comply with legal obligations that prohibit discrimination or harassment.

### 2.0 Employment Practices and Labour Relations

Suppliers must comply with all applicable labour and employment laws, statutes and regulations of the jurisdictions in which they and PowerON operate. Suppliers must be able to demonstrate that, in their workplaces:

- No child labour or forced labour is used
- Discrimination, harassment and workplace violence are not tolerated
- There is respect for the rights of workers to associate and bargain collectively
- Employees are free to raise concerns without fear of reprisal

### 3.0 Environment

Suppliers must comply with all applicable environmental laws, statutes and regulations of the jurisdiction in which they operate, and meet all legal requirements and strive to prevent or mitigate adverse effects on the

environment with a long- term objective of continual improvement.

## **INTEGRITY**

### **4.0 Compliance with Laws**

**Suppliers must comply with all applicable laws, statutes and regulations of the jurisdictions in which they and PowerON operate.**

### **5.0 PowerON Code of Business Conduct**

**The Code establishes PowerON values and sets the standard for PowerON’s business behaviour. All PowerON employees must understand and adhere to the Code. Suppliers must not engage in any conduct that would cause PowerON or any of its employees to be in breach of any of the obligations set out in the Code.**

### **6.0 Conflict of Interest**

**Suppliers must not try to gain improper advantage or improperly impact a PowerON employee’s ability to make sound, impartial and objective decisions on behalf of PowerON. Suppliers must disclose in writing to the PowerON contract owner and the Chief Ethics Officer any situation that conflicts, appears to conflict or could potentially conflict, in any way, with the interests of PowerON. This includes situations where an PowerON employee has a personal interest or relationship to the supplier’s business. Suppliers can use the Suppliers’ Declaration of Conflict of Interest or Potential/ Perceived Conflict of Interest Form (“Supplier COI Declaration Form”) to make a declaration. The Supplier COI Declaration Form is available on the PowerON Ethics and Code of Business Conduct Intranet site.**

### **7.0 Gifts and Entertainment**

**Suppliers must never offer, ask for, give or receive any gift, gratuity, entertainment, hospitality or benefit that may compromise or appear to compromise an PowerON employee’s ability to make business decisions in**

**the best interest of PowerON. If a supplier is unsure whether a gift or entertainment offer complies with the Code or Supplier Code, the supplier should consult with the intended recipient's manager. PowerON expects suppliers to maintain appropriate records of the provision or offers of gifts or entertainment to PowerON employees.**

## **8.0 Anti-Bribery and Corruption**

**Suppliers must never offer, ask for, give or receive any form of bribe, kickback, any other type of improper payment, or attempt to gain influence or competitive advantage through improper means. Suppliers must also never offer or give facilitation payments, i.e. payments to foreign public officials to expedite or secure the performance of any act of a routine nature that is part of that official's duties or functions.**

**Suppliers must ensure that the requirements of all applicable anti-corruption laws are met, including, but not limited to, Canada's Corruption of Foreign Public Officials Act. No payments, gifts or other benefits may be given, directly or indirectly, to public officials, political parties or political candidates for the purpose of influencing government decisions in PowerON or the supplier's favour or securing any other improper advantage. Suppliers are expected to ensure that payments made to agents or other third parties are not used, in whole or in part, to influence government decisions or secure any other improper advantage. Suppliers must not engage in any form of corruption, extortion and/or embezzlement.**

## **9.0 Proper Use of PowerON Assets**

**Suppliers must protect PowerON's assets, use them properly and use them only for authorized PowerON business. Protect PowerON's assets from fraud, theft and destruction (e.g., by vandalism or neglect) and never use PowerON assets for personal use.**

## **10.0 Privacy, Information Security, Confidential Information and Intellectual Property**

**Suppliers must protect PowerON sensitive information against theft, loss, destruction, unauthorized access/release or misuse. Sensitive information includes information that is proprietary, technical, business, financial, and**

**personal or requires confidentiality. Except as required by law, suppliers must not disclose PowerON sensitive information to anyone outside PowerON, without prior written approval from PowerON. Suppliers must not use PowerON sensitive information for any improper purpose. This applies even after the supplier's contract is complete.**

**Suppliers must protect PowerON's intellectual property such as copyrighted information, trademarks and logos, patents, and trade secrets against loss or infringement, and use them only for PowerON business.**

## **11.0 Insider Trading**

**Suppliers must comply with applicable insider-trading laws and regulations that govern use of sensitive information.**

## **12.0 Communications**

**Suppliers must have permission from PowerON Management before releasing for publication any information in respect of business relations with PowerON or speaking as an PowerON supplier in any public forum, including presentations to industry, community or business groups and/or media/social media forum or with a media representative. Suppliers must not use their association with PowerON for any improper purposes.**

## **13.0 Procurement, Outsourcing and Subcontracting**

**In providing materials or services to PowerON, suppliers must not use any minerals (or metals derived from such minerals) that have been illegally mined, transported or traded in a manner that directly or indirectly finances or benefits non-state armed groups or private security forces. PowerON expects that suppliers will exercise reasonable due diligence in their supply chains to ensure this requirement is met. Ensure that procurement practices, including outsourcing or subcontractor arrangements, comply with the Supplier Code.**

## **14.0 Hiring Former PowerON Employees**

**Suppliers must not take any action that could jeopardize the ability of former employees to meet their legal or contractual obligations to PowerON following the end of their employment.**

## **SAFETY**

### **15.0 Occupational Health and Safety**

**Suppliers must comply with all applicable health and safety laws, statutes and regulations of the jurisdiction in which they operate. Foster a safety culture where continuous learning is embraced, and health and safety is incorporated into day-to-day decision making.**

## **IMPLEMENTATION**

### **16.0 Record Keeping and Audit**

**Suppliers must maintain accurate records to demonstrate compliance with applicable laws and the Supplier Code. Suppliers must not destroy any records that may be relevant to any legal or regulatory proceeding.**

**PowerON reserves the right to conduct an appropriate audit of suppliers to ensure Supplier Code compliance. Suppliers must cooperate with any audits or investigations into violations or suspected violations of the Code and/or Supplier Code.**

### **17.0 Code Compliance, Monitoring and Reporting**

**Suppliers who violate the Code or Supplier Code, or who are aware of conduct by others that violates or appears to violate the Code or Supplier Code must report it to PowerON's HR ([hr@poweronenergy.ca](mailto:hr@poweronenergy.ca)). All reports are taken seriously.**

**Retaliation against any person for good faith reporting of breaches of the Code or Supplier Code is prohibited. There will be no reprisal against suppliers for good faith reporting of a breach or suspected breach of the Code or Supplier Code.**

### **18.0 When the Supplier Code does not have the Answer**

**There may be occasions when the Supplier Code does not have the answer to the ethical question suppliers are facing, or there may be a difficult judgment call to make with respect to the application of the Supplier Code. In these cases, suppliers should consult with the PowerON HR (hr@poweronenergy.ca) for guidance.**

## **20.0 Consequences**

**Breaches of the Supplier Code are taken seriously by PowerON. A failure to comply with the Supplier Code may result in suspension or termination, in whole or in part, of the supplier's agreement(s) with PowerON and may include removal of the supplier from PowerON's vendor list. The Supplier Code is not to be read in lieu of but in addition to the supplier's obligations as set out in any agreements between PowerON and the supplier. In the event of a conflict between the Supplier Code and an applicable agreement, the agreement will govern.**