

Last Updated:	January 2024
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The foundation for employee conduct at Northback is simple: **use good judgment**. When in doubt, do what is best for the Team and the Company.

POLICY STATEMENT

Northback Holdings Corporation (Northback) is an organization committed to corporate citizenship and long-term sustainability. We strive to act ethically with honesty and integrity in our business interactions and to conduct business in a manner consistent with our objectives and core values. Our success and reputation are built on the trust we've earned from the people we work with and stakeholders we serve.

The aim of this Code of Conduct is to:

- Provide guidance on the standard of behaviour required of Northback employees;
- Ensure the highest ethical standards are maintained within Northback; and
- Ensure the reasonable expectations of Northback stakeholders are met.

The Code of Conduct has been approved by Northback's Board of Directors.

1.0 WHOM THE CODE OF CONDUCT APPLIES TO

Northback's Code of Conduct Policy applies to employees, directors and other officers of Northback, all others who work for, act on behalf of, or represent Northback, including contractors and consultants. The term "employee" is used throughout the Code of Conduct to refer to all those who are expected to follow the Code of Conduct.

2.0 OUR OBJECTIVES AND CORE VALUES

Northback's aim is to deliver outstanding and sustained value to our shareholders, customers, employees and other key stakeholders by focusing on the following objectives:

- demonstrating respect for everyone's health and safety and protecting the safety of our employees;
- demonstrating environmental stewardship and compliance with all applicable provincial and federal environmental laws;
- demonstrating leadership and teamwork in all our interactions;
- acting with honesty, integrity, and fairness;
- treating others with care, courtesy and respect;
- being accountable for our actions;
- meeting the needs of customers on a reliable, competitive and professional basis;
- contributing to the growth and prosperity of the communities in which we operate;
- maintaining a positive community image by responding accordingly to the attitudes and expectations of the communities in which we operate;
- providing a rewarding workplace for all employees where people make a real and worthwhile contribution to the achievement of our business objectives; and
- rewarding good performance and providing opportunities for career advancement

3.0 PROFESSIONAL BEHAVIOUR

Employees are expected to maintain the highest level of professional conduct in their interactions with each other and in representing Northback. Employees must ensure they:

- do not bring Northback into disrepute;
- devote their whole time, attention and ability to the business of Northback while at work;
- comply with all of Northback's policies, procedures and practices as varied from time to time;
- act with honesty and integrity; and
- treat others with dignity and respect.

4.0 COMPLIANCE WITH THE LAW

Employees are required to respect and observe all laws. This requirement means employees are to understand the laws and regulations relevant to them, as an ordinary person, in relation to their specific job and the country in which they are working.

Northback will inform the appropriate authorities where it is considered that there has been criminal activity or a breach of the law.

5.0 CONFLICTS OF INTEREST

Northback supports the involvement of its employees in community activities and professional organizations. However, outside employment or activity must not conflict with an employee's ability to properly perform his/her work, nor create a conflict or the appearance of a conflict of interest. A conflict of interest arises when there are competing interests which cannot be met at the same time.

Professional members are to avoid acting in conflict with Northback when representing their profession.

5.1 Corporate Opportunities

Employees may pursue personal and private business interests as long as no conflicts of interest result and the employee does not use his/her position to make personal profit, gain an advantage, or confer a benefit at Northback's expense. In addition, employees cannot be involved in the decision-making process of purchasing products or services on behalf of Northback from companies in which they hold a direct or indirect interest.

Should an employee have any direct or indirect ownership, interest or profit participation in outside business enterprises that have or may have dealings with Northback, the employee is required to disclose the details in writing to the Chief Executive Officer in advance of any business transactions with Northback.

Employees must not use inside information for the financial or personal benefits of themselves, their family or associates.

5.2 Secondary Employment

Employees owe their first business loyalty to Northback. Any employee who wishes to take up any form of employment outside of their employment with Northback which relates to an organization that has, or is seeking, a business relationship with Northback or competes with services provided by Northback must seek the approval of the Chief Executive Officer.

Employees will not be permitted to take up any position as an employee, director, partner, agent, contractor or consultant which compromises, or is in conflict with, the performance of, and responsibilities of, their employment with Northback.

5.3 Gifts

Employees are not permitted to accept gifts, favours or entertainment of more than nominal value from business associates in the performance of their duties. An employee may provide or accept entertainment or a gift of nominal value, if an impartial observer would not interpret it as a bribe or payoff and if its acceptance does not place the employee under any obligations. Acceptance of cash gifts of any amount are prohibited; however, it is acceptable to suggest the cash gift be given to a recognized charity of one's choice.

6.0 NORTHBACK'S PROPERTY AND ASSETS

Employees must at all times use Northback's property and assets appropriately, responsibly and in the best interests of Northback. Employees must take all necessary steps to ensure Northback property and assets are protected and used only for the purpose for which they were intended to be used and are used in accordance with applicable Northback policies and procedures. Property includes, but is not limited to: funds, equipment, information, vehicles, computer facilities, information systems and electronic resources such as Internet and email, and physical premises.

7.0 HEALTH AND SAFETY

Northback is committed to providing a safe and healthy workplace for all its employees. All applicable laws and internal regulations and policies on occupational health and safety are to be fully complied with. It is incumbent upon each and every employee to ensure they are compliant at all times.

8.0 ALCOHOL, DRUG AND TOBACCO USE

Impairment from alcohol or legal or illegal drugs while at work or while performing work duties is strictly prohibited. Employees must report fit for work and remain fit throughout the workday. (See Northback's *Alcohol & Drug Policy*.) Restrictions to cigarette smoking must be observed at all times.

9.0 EQUAL EMPLOYMENT OPPORTUNITY

Northback strives to create an environment in which employees are able to realize their full potential and the company is committed to the principle of equal employment opportunities. All employment decisions at Northback are based on business needs, job requirements and individual qualifications without regard to race, colour, ancestry, religious beliefs, gender, physical or mental disability, age, marital status, family status, source of income, sexual orientation or any other status protected by the laws or regulations in Alberta.

10.0 RESPECTFUL WORKPLACE - ANTI-BULLYING, ANTI-HARASSMENT, ANTI-VIOLENCE

Northback believes all employees are entitled to work in a respectful environment that supports productivity, achievement of personal goals, dignity and self-esteem and is committed to meeting all requirements outlined in the Alberta Human Rights Act.

Bullying, harassment, and violence are prohibited in the workplace as well as outside events connected to work. For example, during business trips, off-site meetings, company social gatherings, and any other event or place related to employment or when an employee is present in the course of employment. (See Northback's *Respectful Workplace Policy*.)

11.0 CONFIDENTIAL INFORMATION

Confidential information is a valuable business asset and includes all information concerning any past, present or future business, operations or affairs of Northback that has not been disclosed to the public. Unauthorized access to confidential information is prohibited.

Employees must not use, disclose or copy confidential information. Employees must also use their best endeavours to ensure third parties do not use, disclose or copy confidential information, except to the extent necessary for the employee to perform their duties.

Exceptions to this clause require prior written approval of the Managing Director or General Manager or if the confidential information is required to comply with legal requirements.

An employee's obligation to maintain the confidentiality of Northback's confidential information continues after their employment ends.

12.0 INTELLECTUAL PROPERTY

Employees who participate in the development of processes or products that will be used by Northback, or who have access to the results of that type of work, must treat the intellectual property associated with those processes or products as the property of Northback both during and after their period of employment or involvement with Northback.

13.0 PRIVACY

Northback is committed to recognizing and respecting the privacy of our customers and employees. We are also aware of and adhere to our obligations under the Alberta Personal Information Protection Act – *PIPA*.

Northback will only use personal information for the purposes for which it has been disclosed to us. Northback will only collect personal information from our employees ethically and lawfully and in a manner which is not unreasonably intrusive. Northback will use or disclose an employee's personal information when it is necessary to prevent a serious threat to health or safety, or is required by law, or to enforce the law.

14.0 FRAUD AND DISHONESTY

Employee fraud and dishonesty are considered serious infractions and grounds for termination of employment.

15.0 BREACHES OF THIS CODE OF CONDUCT

Violating the Code of Conduct damages our reputation, exposes our business to serious risks and can lead to legal action. Each one of us will be held accountable if we participate in any violations of the Code of Conduct. Anyone who violates the Code of Conduct will face corrective measures, ranging from counselling to termination of employment and possible legal action. These consequences also apply to anyone who;

- retaliates against someone who reports a concern under the Code of Conduct;
- fails to cooperate with an investigation under the Code of Conduct
- in a supervisory role, knowingly allows a breach of the Code of Conduct by one of his/her direct reports

Disciplinary action may be taken against an employee who knowingly fails to report an actual or suspected breach of this Code of Conduct.

EMPLOYEE RESPONSIBILITIES:

Employees are required to review this policy on an annual basis and complete the attached Annual Employee Declaration verifying their review, understanding and compliance with the Code of Conduct Policy.

MANAGEMENT RESPONSIBILITIES:

Management is responsible for developing and implementing appropriate procedures and controls in compliance with this policy.

OTHER REFERENCES:

- HR Policy – Employment Classifications
- Alcohol & Drug Policy
- Respectful Workplace Policy

REVISION HISTORY:

- August 9, 2018 - Section 8.0 – added “fit for work” and referenced Alcohol & Drug Policy
- January 30, 2020 – Changed from “Managing Director” to “Chief Executive Officer”
- June 2020 – added “anti-violence” to 10.0 Respectful Workplace
- March 2021 – added “(See Northback’s *Respectful Workplace Policy*.)” to 10.0 Respectful Workplace and added the “Respectful Workplace Policy” to Other References.
- January 2024 – updated branding to Northback

Annual Employee Declaration

I **HEREBY CERTIFY** that in connection with my tenure as an employee with Northback Holdings Corporation and in accordance with the Employee Code of Conduct and Human Resource Policies:

- I have received, read and understand Northback's **Employee Code of Conduct Policy**;
- I understand that I am required to **disclose all real and potential conflicts of interest** which could be perceived to impair my ability to render objective and unbiased advice on behalf of Northback;
- I understand that I am required to **safeguard all information** of a confidential nature as described in the Employee Code of Conduct and Human Resource Policy;
- I understand that I am required to **safeguard all assets** which have been entrusted to me during my employment with Northback;
- I understand that I am required to **abide by all laws, statutes and regulations** as they apply in the execution of my responsibility as an employee of Northback, and
- I understand that I have **responsibility to report** through the proper channels violations of the Employee Code of Conduct Policy.

Further, I understand that any breach of the Employee Code of Conduct Policy is prohibited and that a breach on my part may result in progressive discipline up to and including the immediate termination of my employment and legal action being taken against me.

EMPLOYEE NAME
(please print)

EMPLOYEE SIGNATURE

DATE