



# **Ethics and Business Conduct Policy**

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## Introduction

The Ethics and Business Conduct Policy (the “**Policy**”) establishes the legal and ethical standard of conduct applicable to all Representatives of H<sub>2</sub>O Innovation Inc. and its subsidiaries (collectively “**H<sub>2</sub>O Innovation**” or the “**Corporation**”).

## Definitions

**Appropriate Governing Body** has the meaning ascribed to it in Paragraph 2.1.3 -;

**Board** means the Board of Directors of H<sub>2</sub>O Innovation Inc.;

**Chair** means the Chair of the Board;

**Close Relative** of a Representative means a spouse, parent, sibling, child, mother or father-in-law, son or daughter-in-law, brother or sister-in-law, or any other relative residing in the same household as that Representative;

**Consultant** means an individual designated by the Corporation as a key consultant, who provides services to the Corporation for a minimum period of one (1) year pursuant to a consultancy agreement, services agreement, or any similar agreement or arrangement, whether entered into directly with such individual or through an entity owned or controlled by such individual, for the provision of services to the Corporation;

**Direct Competitor** means any company or entity that develops, manufactures, distributes, or sells products or services that are the same as, or substantially similar to, those of H<sub>2</sub>O Innovation, and that markets or provides such products or services to the same or substantially similar customers or markets;

**Director** means a member of the Board of Directors of H<sub>2</sub>O Innovation;

**Employee** means any permanent, full-time, part time or temporary or seasonal employees, interns, trainees and apprentices;

**Executive Committee** means the Executive Committee of the Board;

**Executive Officers** means the Chief Executive Officer (**CEO**), the Chief Operating Officer (**COO**), the Chief Financial Officer (**CFO**) and the Chief Commercial Officer (**CCO**) of H<sub>2</sub>O Innovation;

**Representative** means collectively any Employee, Consultant, Executive Officer or Director of H<sub>2</sub>O Innovation;

**Significant Customer** means a customer that, during H<sub>2</sub>O Innovation’s last completed fiscal year, made, or during H<sub>2</sub>O Innovation’s current fiscal year is expected to make, payments to H<sub>2</sub>O Innovation for property or services in excess of 5% of (i) H<sub>2</sub>O Innovation’s consolidated gross

revenues for its last completed fiscal year or (ii) the customer's consolidated gross revenues for its last completed fiscal year;

**Significant Supplier** means a supplier to which H<sub>2</sub>O Innovation, during its last completed fiscal year, made, or during its current fiscal year is expected to make, payments for property or services in excess of 5% of (i) H<sub>2</sub>O Innovation's consolidated gross revenues for its last completed fiscal year or (ii) the supplier's consolidated gross revenues for its last completed fiscal year; and

**Supervisor** means with respect to an Employee or Consultant, their immediate supervisor or contract manager.

### **Scope of this Policy**

This Policy reflects H<sub>2</sub>O Innovation's commitment to adhere to all applicable legal requirements while maintaining the highest standards of conduct and integrity. H<sub>2</sub>O Innovation's reputation is based on honest and fair practices at all levels within its organization and it is expected from all Representatives to conduct business with the utmost integrity. The obligation to adhere to this Policy and other related Corporate policies applies regardless of where the Representative is located, including remote work.

This Policy summarizes guiding principles in the everyday management of the Corporation and contains guidelines that determine legal, moral and ethical behaviors.

### **Uncertainties and Questions**

Because a written policy cannot answer all the questions raised in the context of business relationships, Representatives must take responsibility for recognizing and responding appropriately to specific situations as they arise. They are responsible for acquainting themselves with the various rules and guidelines that apply to their respective duties. Any questions about the requirements of this Policy or the appropriateness of a relationship or a specific action should be addressed to a Supervisor or the CFO.

Questions arising from a Director or an Executive Officer, should be addressed to the Chair or any other disinterested member of the Executive Committee.

### **Application to Relatives**

Restrictions on conflicts of interest and the receipt of improper benefits also apply to Close Relatives. Representatives should be aware that they will be held accountable for any conflicts of interest that may arise due to (i) their conduct, (ii) the consequences of any improper benefits that they may receive, or (iii) the consequences of any improper benefits that any Close Relative may receive.

## **SECTION 1 - COMPLIANCE WITH LAWS AND REGULATIONS**

Compliance with both the letter and spirit of all laws, rules and regulations applicable to the Corporation's business is critical to its reputation and continued success. Representatives must comply with, and endeavor to ensure H<sub>2</sub>O Innovation complies with, all applicable laws and regulations wherever it does business. Good judgment and common sense should be exercised in seeking guidance to comply or asking for advice when there is a question about compliance or about the required action. Failure to comply with this Policy will be viewed as a serious disciplinary offense or contractual breach, as the case may be.

## **SECTION 2 - BUSINESS PRACTICES**

The following standards are intended to protect the Corporation's reputation and the quality of its services.

### **2.1 - Conflict of Interest**

A conflict of interest occurs when a Representative's private interests interfere, or appear to interfere, in any way, with the interests of the Corporation. A conflict situation may arise when a Representative takes actions or has interests that may make it difficult to perform their work in an efficient manner. Conflicts of interest also arise when a Representative, or their Relative, receives improper personal benefits as a result of their position within the Corporation. Therefore, Representatives should conduct themselves in a manner that avoids even the possible appearance of conflict between their personal interests and those of H<sub>2</sub>O Innovation.

A potential conflict of interest is any situation in which a Representative or their Relative has a personal or financial interest that could reasonably be perceived to interfere with the Representative's duties to H<sub>2</sub>O Innovation. Such situations must be disclosed in accordance with the procedures set forth in this Policy.

Any actual, potential, or reasonably apparent conflict of interest between the interests of a Representative and those of H<sub>2</sub>O Innovation must be disclosed and addressed in an honest and ethical manner in accordance with this Policy. Activities that give rise to, or could reasonably be perceived as giving rise to, a conflict of interest are prohibited unless expressly reviewed and approved in accordance with this Policy.

#### **2.1.1 - Improper Conflict of Interest**

The Board has adopted the following rules and guidelines to assist in assessing whether a relationship or transaction gives rise to a conflict of interest. For the purposes of this Policy, the Board has determined the circumstances that constitute an improper conflict of interest.

The examples set out below are illustrative only and are not intended to be exhaustive. The Board reserves the right to review and amend this Policy from time to time as it deems appropriate.

Employees, Executive Officers and Consultants must not:

- perform services as an employee, officer, director, advisor, consultant (directly or indirectly) or in any other capacity for a Direct Competitor of H<sub>2</sub>O Innovation, except at the request of, or with the prior written approval of, H<sub>2</sub>O Innovation;
- perform services for a Significant Customer or Significant Supplier of H<sub>2</sub>O Innovation where such services create, or could reasonably be perceived to create a conflict of interest with the Employee's or Consultant's duties to H<sub>2</sub>O Innovation, except with the prior written approval of H<sub>2</sub>O Innovation;
- hold a financial interest in a Direct Competitor of H<sub>2</sub>O Innovation, other than a passive investment representing less than one percent (1%) of the voting securities of a publicly traded company;
- hold a financial interest in a Significant Supplier or Significant Customer of H<sub>2</sub>O Innovation, other than a passive investment representing less than one percent (1%) of the voting securities of a publicly traded company or less than five percent (5%) the voting securities of a privately held company;
- use their position at H<sub>2</sub>O Innovation to influence or attempt to influence any decision of H<sub>2</sub>O Innovation relating to a contract or transaction with a supplier or customer of H<sub>2</sub>O Innovation; or
- induce, assist, or participate, directly or indirectly, in any arrangement involving a Close Relative that creates, or could reasonably be perceived to create, a conflict of interest with their duties to H<sub>2</sub>O Innovation, including where such Close Relative performs services for, or holds a financial interest in, a Significant Supplier, Significant Customer, or Direct Competitor of H<sub>2</sub>O Innovation (other than a passive investment of less than one percent (1%) of a publicly traded company).

### 2.1.2 - Disclosure

Full disclosure of an actual or apparent conflict of interest is the essential first step to remaining in full compliance with this Policy.

Representatives must disclose any actual or reasonably apparent conflict of interest, including any existing or proposed transaction or relationship that reasonably could be expected to give rise to a conflict of interest. Employees and Consultants must disclose such matters to their Supervisor (or, if that person is involved in the matter, to the CFO), who is responsible for consulting with the CEO, or the Executive Committee as appropriate. Executive Officers and Directors must disclose such matters to the CEO and to the Chair or any other disinterested member of the Executive Committee.

The Board has determined that the following circumstances constitute potential conflicts of interest that must be disclosed in accordance with this Policy and addressed in any manner determined in accordance with the procedures set out herein:

- A Representative has a Close Relative who serves as an officer or director of a Significant Supplier, Significant Customer or Direct Competitor of H<sub>2</sub>O Innovation and such service would have been prohibited under this Policy if undertaken by the Representative; or
- A Representative has any material financial interest in, or in connection with, any existing or proposed business relationship involving H<sub>2</sub>O Innovation, or is aware that a Close Relative has a similar material financial interest, that could reasonably be expected to create, or be perceived to create, a conflict of interest.

### 2.1.3 - Procedure for determining conflicts of interest and waivers

Following disclosure, Representatives must avoid or terminate any activity that involves an actual or reasonably apparent conflict of interest, unless it is determined at the appropriate level, that the activity is not a conflict of interest or is otherwise not improper or harmful to H<sub>2</sub>O Innovation's interests, activities and reputation. Any such determination shall be made by the CEO in the case of an Employee or Consultant, and by the disinterested members of the Executive Committee or of the Board, in the case of an Executive Officer or Director, as the case may be (the "**Appropriate Governing Body**").

In determining whether a conflict of interest exists and whether to waive a provision of this Policy in a particular circumstance, the Appropriate Governing Body should consider several factors, including the following:

#### 2.1.3.1 - The Representative involved in the potential conflict

The Appropriate Governing Body shall assess whether the Representative is an Employee, an Executive Officer, a Director or a Consultant of the Corporation and, if a Director, whether the Representative is an independent director or not.

The more peripheral the Representative's relationship to H<sub>2</sub>O Innovation is, the less likely that Representative is to influence H<sub>2</sub>O Innovation's day-to-day operations and therefore, the less likely the circumstance is to be disadvantageous to H<sub>2</sub>O Innovation.

#### 2.1.3.2 - The nature of the relationship or situation creating the potential conflict of interest

The Appropriate Governing Body shall assess the nature of the relationship or situation creating a potential conflict of interest:

- Does the issue arise because the Representative serves as an officer or a director of a contracting party with H<sub>2</sub>O Innovation?

- Is the Representative a Director and an officer of a contracting party with H<sub>2</sub>O Innovation?
- Is the Representative a Director and a director of a contracting party with H<sub>2</sub>O Innovation?
- Or is the Representative related to a person that is a director or officer of the contracting party with H<sub>2</sub>O Innovation?

The more peripheral the relationship of the Representative to either of the companies involved, the less likely that Representative is able to influence the Corporation's day-to-day decisions and therefore, the less likely the relationship or activity is to be disadvantageous to H<sub>2</sub>O Innovation.

#### **2.1.3.3 - The nature of the entity with which the Representative is affiliated**

The Appropriate Governing Body shall determine if the entity with which the Representative is affiliated is a competitor, collaborator, supplier, or customer of H<sub>2</sub>O Innovation, and how significant this relationship is for H<sub>2</sub>O Innovation.

In order to properly determine the significance of the relationship, the following factors shall be considered:

- the size of the transaction;
- whether H<sub>2</sub>O Innovation has engaged in this type of transaction before, either with this party or others;
- the leverage of the other party;
- whether there were unusual terms associated with the transaction;
- whether the terms offered are those that would be offered or could be obtained absent the relationship;
- the level of involvement of the Representative in the proposed transaction, including whether the Representative will receive any compensation or other benefit tied to the transaction;
- whether the Representative usurped a corporate opportunity;
- whether the proposed transaction or relationship would cause a Director to lose their status as an independent director; and
- how any related disclosure would appear in, for example, newspapers or other public forum.

#### **2.1.3.4 - Determination**

After considering the foregoing factors any other relevant considerations, the Appropriate Governing Body shall assess whether the relationship or activity:

- will adversely affect H<sub>2</sub>O Innovation;
- was undertaken by the individual in good faith;
- constitutes a breach of the duty of loyalty to H<sub>2</sub>O Innovation;
- violates applicable laws governing H<sub>2</sub>O Innovation; or

- confers an improper personal benefit on the Representative.

The Appropriate Governing Body should then be in a position to determine if a conflict of interest exists and, if so, whether the conflict should be waived, provided the relationship or activity is determined to be in the best interests of H<sub>2</sub>O Innovation or not opposed to such interests.

## 2.2 - Business Relations

No Representative or Director nominee may, directly or indirectly, enter into, approve, or represent H<sub>2</sub>O Innovation in, any transaction or relationship that is disclosable by such person pursuant to the *Canada Business Corporation Act*, unless otherwise authorized herein. All transactions between H<sub>2</sub>O Innovation and a party with which a Representative or Director nominee has such a relationship shall be on an arm's-length basis and shall be approved by the disinterested members of the Board.

Representatives shall refrain from doing business with the Corporation's business partners (suppliers, clients, agents, etc.), if such business relation is outside the normal course of business or if there is a risk that such relation might influence their behavior and decisions. In addition, such relationship shall not, in any way, interfere with H<sub>2</sub>O Innovation's activities or interests.

## 2.3 - Non-Competition

Representatives shall abstain, whether individually or in association with others, from competing with H<sub>2</sub>O Innovation. They shall not engage in any employment, activity, or outside interest that, in the sole discretion of the CEO, could interfere with or adversely affect the proper performance of their duties for the Corporation.

Without limiting the foregoing, Representatives shall not work for, provide services to, or hold a significant financial interest in any entity that competes with H<sub>2</sub>O Innovation without prior approval; such approval to be granted by the Appropriate Governing Body.

## 2.4 - Confidentiality

Confidential information includes all non-public information that may be of use to competitors, or harmful to H<sub>2</sub>O Innovation or its customers, if disclosed. It also includes information that suppliers and customers have entrusted the Corporation with, or any information obtained after executing non-disclosure agreements with third parties. Employees, Executive Officers and Consultants are bound by confidentiality obligations, as set forth in their agreement with the Corporation. Said agreement contains clauses stating obligations related to exclusivity, confidentiality, assignment of work product, non-competition and non-solicitation, as the case may be, all of which form an integral part of this Policy.

Representatives shall maintain in strict confidence the confidential information entrusted to them by H<sub>2</sub>O Innovation, its customers, suppliers or other business partners and shall use all

reasonable efforts to maintain the security and confidentiality of such confidential information. Any use or public disclosure of any confidential information is prohibited, except as expressly authorized in the course of the Corporation's business or under any specific Corporation's policies.

Representatives should also take appropriate precautions to ensure that such confidential information is not communicated within H<sub>2</sub>O Innovation or to third parties, except to other Representatives who have a need to know such information in order to perform their duties for H<sub>2</sub>O Innovation.

H<sub>2</sub>O Innovation's information, which has not been publicly disclosed, is potentially confidential information and the disclosure of such information, whether to other Representatives or to third parties, by oral, electronic or written materials, could have serious consequences on H<sub>2</sub>O Innovation's business.

## 2.5 - Privacy – Personal Data Protection

H<sub>2</sub>O Innovation respects individuals' privacy and recognizes that customers, Representatives and other natural persons must be able to trust that their personal data is collected, used, and processed appropriately and solely for legitimate business purposes. H<sub>2</sub>O Innovation is committed to complying with all applicable personal data protection and privacy laws.

The Corporation collects, retains, and uses personal information only to the extent necessary and in accordance with its Privacy Policy. Appropriate technical and organizational security measures are implemented to safeguard the confidentiality, integrity, and availability of personal information.

Representatives must comply with the Privacy Policy, adhere to applicable legal requirements, apply compliant practices, and follow all related procedures to ensure the lawful handling and processing of personal data.

## 2.6 - Gifts, Gratuities and Business Entertainment

Representatives must conduct their affairs in such a manner as to avoid adversely affecting their judgment or H<sub>2</sub>O Innovation's reputation. No one shall accept any benefit that reasonably appears to be given in exchange, or as a reward, for any accommodation in connection with soliciting, negotiating or maintaining a business relationship for H<sub>2</sub>O Innovation, as further detailed in the Corporation's Anti-Bribery and Anti-Corruption Policy (the "**Anti-Bribery Policy**").

Any exceptions to this rule must be pre-approved as set forth in the Anti-Bribery Policy.

## 2.7 - Bribery

Bribery is a criminal act. No Representatives of H<sub>2</sub>O Innovation may offer or give any form of bribe or kickback to any government official or other person, organization or company in order to secure

preferential treatment in connection with H<sub>2</sub>O Innovation's business. Modest, conventional business entertainment or promotional materials complying with H<sub>2</sub>O Innovation's guidelines that are not intended to secure preferential treatment are generally acceptable. Representatives must at all times comply with the Anti-Bribery Policy.

## **2.8 - Bona Fide Inducements**

When provided in the form of business terms, any inducement must be reasonably related to the value received by H<sub>2</sub>O Innovation, commercially justified, authorized in accordance with H<sub>2</sub>O Innovation's guidelines, and properly documented. Such inducements may be provided only to the business entity with which H<sub>2</sub>O Innovation has a contractual or commercial relationship, and may not be provided, directly or indirectly, to any officer, employee, or other representative of that entity.

## **2.9 - Fair and Lawful Dealings**

Each Representative should endeavour to deal honestly, ethically and fairly with H<sub>2</sub>O Innovation's suppliers, customers, competitors and with other Representatives. Statements about H<sub>2</sub>O Innovation's products and services should not be untrue or misleading. Representatives should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair or deceptive practices. Representatives must comply with the Corporation's Procurement Code of Conduct.

## **2.10 - Human Rights**

Everyone is entitled to equal treatment in employment. Discrimination of any kind, including based on race, ancestry, place of origin, colour, ethnicity, citizenship, beliefs, gender, sexual orientation, age, pregnancy, legal history, marital status, social or economical conditions, political affiliation, language, family status, disability or use of assistive devices, is strictly prohibited.

H<sub>2</sub>O Innovation is committed to promoting equality in its employment practices and to maintaining fair employment and remuneration policies in compliance with all applicable laws. The Corporation strictly prohibits child labor, forced labor, bonded labor, and any form of slave labor, and condemns all illegal, unfair, or unethical labor practices in any part of its operations or supply chain.

All Representatives are required to adhere to H<sub>2</sub>O Innovation's Human Rights Policy and Equity, Diversity and Inclusion Policy.

## **2.11 - Protection of H<sub>2</sub>O Innovation's Assets and Opportunities**

All Representatives must safeguard H<sub>2</sub>O Innovation's assets. Thefts, careless or negligent or unauthorized use and waste of the assets have a direct impact on H<sub>2</sub>O Innovation's profitability

and are strictly prohibited. Representatives may not take personal advantage of opportunities that are discovered through their position with H<sub>2</sub>O Innovation. All transactions conducted on behalf of H<sub>2</sub>O Innovation and all uses of H<sub>2</sub>O Innovation's funds, facilities or other assets shall be solely for legitimate business purposes, properly authorized, and documented. The Corporation's assets shall never be used for illegal purposes. Representatives are required to follow appropriate security measures and to treat all corporate property (whether tangible or intangible) with care and respect.

## **2.12 - Accuracy of Books Records and Reports**

All H<sub>2</sub>O Innovation's books, records and accounts must be maintained in accordance with all applicable regulations and standards and accurately reflect the true nature of the transactions they record. Representatives are responsible for the accuracy and completeness of their records and reports. No undisclosed or unrecorded account or fund shall be established for any purpose.

To ensure informed decision-making and compliance with financial and legal obligations, H<sub>2</sub>O Innovation relies on accurate and reliable records. Accordingly, the Corporation requires that all books, records, and accounts be prepared with integrity and prohibits the entry of false, misleading, or incomplete information.

## **2.13 - Health and Safety**

H<sub>2</sub>O Innovation is committed to maintaining a safe and clean workplace environment for its Representatives. Each Representative must follow the established safety procedures and practices and observe all applicable safety laws, regulations, as well as corporate related policies.

## **2.14 - Environment**

The Corporation is engaged in protecting and improving the quality of the environment by focusing on responsible, environmentally friendly operating practices.

## **2.15 - Political Activities**

H<sub>2</sub>O Innovation respects the right of its Representatives to engage in lawful political activities in their personal capacity. Such activities must not be conducted during business hours or while Representatives are performing their duties and must at all times comply with the requirements of the Anti-Bribery Policy. The use of any corporate resources, including telephones, computers, systems, facilities, or supplies, for political activities is strictly prohibited.

Representatives will not be reimbursed for their political contributions. No Representative may make or commit to political contributions on behalf of H<sub>2</sub>O Innovation without the prior approval of the CFO.

## 2.16 - Information Technologies Policy

H<sub>2</sub>O Innovation has developed a Policy on the Use of Information Technologies and Telecommunications (the “**IT Policy**”). The IT Policy is available for consultation on H<sub>2</sub>O Innovation’s intranet and forms an integral part of this Policy.

### **SECTION 3 - REPORTING WRONGFUL CONDUCT**

Every Representative is responsible for asking questions, seeking guidance, reporting suspected violations and raising concerns regarding compliance with this Policy, or any other H<sub>2</sub>O Innovation’s policies. Any Representative who believes that a fellow Representative has engaged or is engaging in a conduct that violates applicable laws or this Policy should promptly report such information or suspected violations to the CFO or any disinterested member of the Executive Committee.

Representatives may also report such conduct anonymously under the Whistleblower Policy; *provided however* that there may be circumstances where H<sub>2</sub>O Innovation may be required to disclose the identity of the reporting Representative. H<sub>2</sub>O Innovation will not discipline, discriminate against or retaliate against any person who reports such conduct in good faith or who cooperates in any investigation or inquiry regarding such conduct.

For more information on how to report a wrongdoing, Representative should consult the Whistleblower Policy.

### **SECTION 4 - SPECIAL OBLIGATIONS OF THE EXECUTIVE OFFICERS**

H<sub>2</sub>O Innovation’s Executive Officers are each required to abide by this Policy and to promote compliance with this Policy by all Representatives. Each Executive Officer has the following specific responsibilities:

- Ensure that H<sub>2</sub>O Innovation maintains:
  - (i) adequate controls over its assets and financial reporting; and
  - (ii) adequate controls and procedures to provide full, fair, accurate, timely and understandable information in the Corporation’s reports, filings and documents.
- Exercise leadership in creating a culture of high ethical standards and commitment to compliance, maintain a work environment that encourages Representatives to raise concerns, promptly address compliance concerns, and act in an honest and ethical manner.

- Promptly bring to the attention of the Executive Committee any material information of which they become aware that affects the filings and communications of H<sub>2</sub>O Innovation.
- Promptly bring to the attention of the Executive Committee any information they may have concerning:
  - (i) significant deficiencies in the design or operation of internal controls that could adversely affect H<sub>2</sub>O Innovation's ability to record, process, summarize and report financial data; and
  - (ii) any fraud, whether or not material, that involves management or other Employees who have a significant role in H<sub>2</sub>O Innovation's financial reporting or internal controls.
- Promptly bring to the attention of the Executive Committee any information they may have regarding any violation of this Policy by a Representative who has a significant role in H<sub>2</sub>O Innovation's financial reporting or internal controls.
- Promptly bring to the attention of the Executive Committee any information they may have, concerning evidence of a material violation of the laws, rules or regulations applicable to H<sub>2</sub>O Innovation and the operation of its business, by H<sub>2</sub>O Innovation or any Representative.

## **SECTION 5 - WAIVER OF THIS POLICY**

The provisions contained in this Policy must be strictly followed and no exceptions can be allowed, except as otherwise provided herein.

Any Representative who believes that an exception to this Policy is appropriate in their case should first contact their Supervisor. If the Supervisor agrees that an exception may be appropriate, the approval of the CEO must be obtained. The CEO may, at his sole discretion, consult with the CFO or the Executive Committee before granting an exception.

Any Executive Officer or Director who seeks an exception to any provisions of this Policy should contact the CEO, the Chair or a disinterested member of the Executive Committee. Any waiver of this Policy for an Executive Officer or a Director may be granted only by the Executive Committee or the Board, as appropriate and comply with applicable laws and regulations.

## **SECTION 6 - COMPLIANCE WITH THIS POLICY**

Failure to comply with the legal and ethical conduct standards required under this Policy or any other H<sub>2</sub>O Innovation's policies will result in disciplinary action that may include, without limitation, reprimands, warnings, probation or suspension without pay, demotions, reductions in salary,

discharge or removal, contract termination and restitution. Certain violations may be referred to public authorities for investigation or prosecution.

Additionally, any Supervisor who directs, approves, or becomes aware of a conduct that violates this Policy or any other H<sub>2</sub>O Innovation policies and fails to promptly report it will be subject to disciplinary action, up to and including termination.

## SECTION 7 - MONITORING

Representatives of the Corporation will receive a copy of this Policy at the time of joining the Corporation and will be required to confirm their acceptance to adhere to the principles enumerated in this Policy. Representatives will be required to acknowledge this Policy on a yearly basis. A copy of this Policy is also available on the Corporation’s website and intranet portal.

Every Representative is responsible for:

- Reading, understanding and complying with this Policy;
- Completing all required training(s) related to this Policy and other Corporation policies and procedures in a timely manner;
- Being aware of and understanding the key legal and ethical issues relevant to their role, duties, and performance;
- Complying with all applicable laws, regulations, and with the Corporation policies and procedures;
- Acting with integrity and responsibility and in a manner that protects the Corporation’s reputation and interest, even where no specific law or policy is violated;
- Seeking advice or clarification from the CFO whenever unsure of the right thing to do; and
- Reporting known or suspected misconduct to appropriate channels as soon as they become aware of it.

## SECTION 8 - REVISION HISTORY

This document has been issued and amended as follows:

Revision	Revision Issue Date	DCO #
Rev. Pre QMS	19-September-2018	
Rev. Pre QMS	October 2024	
Rev. Pre QMS	26-February-2026	