





## **ATCO'S POLICIES FOR HOW WE DO BUSINESS**

This brochure summarizes certain ATCO policies of which all employees should be aware of and is intended as a quick reference guide. A complete listing of all of ATCO's policies is available by visiting *ATCOinsite > About ATCO > How We Do Business*.

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## MESSAGE FROM **NANCY SOUTHERN**

ATCO has the great privilege to serve in communities all around the world. You, as our representatives, are charged with upholding ATCO's core values and conducting business in a safe, respectful and ethical manner.

This brochure identifies a number of corporate policies I believe will help you understand how ATCO conducts business. As an ATCO employee, it is your responsibility to become familiar with these policies and apply them in your role.

It's imperative that you be safe, honest and ethical in every business situation and think about whether you're acting in a way that reflects ATCO's values and the ATCO Heart and Mind. If you are ever in doubt, please do not hesitate to discuss the situation with your supervisor or through any of the other resources identified in this brochure.

Your understanding and commitment to ATCO's core policies for how we do business is important to our collective success.

A handwritten signature in black ink that reads "Nancy C. Southern". The signature is fluid and cursive, with a large, stylized "S" at the end.

**Nancy C. Southern**  
Chair, President & Chief Executive Officer

# Excellence

## The ATCO Heart and Mind

“Going far beyond the call of duty. Doing more than others expect. This is what excellence is all about. It comes from striving, maintaining the highest standards, looking after the smallest detail and going the extra mile. Excellence means caring. It means making a special effort to do more.”

**R.D. Southern**  
Founder, ATCO

## OUR CORE VALUES

Our pursuit of excellence governs the way we act and make decisions. At ATCO we strive to live by the following values:

### ■ Integrity

We are honest, ethical and treat others with fairness, dignity and respect.

### ■ Transparency

We are clear about our intentions and communicate openly.

### ■ Entrepreneurship

We are creative, innovative and take a measured approach to opportunities, balanced with a long-term perspective.

### ■ Accountability

We make good decisions, take personal ownership of tasks, are responsible for our actions and deliver on our commitments.

### ■ Collaboration

We work together, share ideas and recognize the contribution of others.

### ■ Perseverance

We persevere in the face of adversity with courage, a positive attitude and a fierce determination to succeed.

### ■ Caring

We care about our customers, our employees, their families, our communities and the environment.

# YOUR **RESPONSIBILITY**

ATCO's policies guide how we do business and the conduct required of all employees, including officers, directors and contract personnel. They affirm ATCO's commitment to uphold the highest moral and ethical standards.

## **As a member of the ATCO team, you are expected to:**

- know and follow the policies relevant to your role;
- speak up and ask questions; and
- use good judgment.

## **Making the Right Decision**

Ethical decision-making starts with good judgment and common sense. Before taking action in a situation, stop and ask yourself these questions:

- Is it legal?
- Is it consistent with the Code of Ethics?
- Would I be comfortable if my actions appeared on the front page of the newspaper?

These questions, when answered honestly, can help guide you through the most difficult situations.

## Reporting Unethical Behaviour

If you suspect illegal or unethical behavior, or believe a policy is being violated, you are responsible to raise your concern. You can report your concern by contacting your supervisor or ATCO's Human Resources, Legal, Internal Audit or Finance departments.

Matters regarding illegal or unethical behaviour may be reported **confidentially and anonymously** through ATCO's Integrity Line, which is operated by an external third-party service provider called ConfidenceLine™.

### Illegal or unethical behaviour may include:

- fraud, theft, or bribery;
- illegal or unethical accounting, purchasing and auditing activities;
- deliberately breaching or ignoring ATCO policies;
- falsification of records; or
- malicious damage.

### ATCO Integrity Line

Canada and the United States.....1-844-810-2826

Australia.....1-800-238-497

Mexico.....01-800-062-2116

For all other locations, place a collect call to 00-1-604-640-7831.

Incidents may also be reported online: [www.ATCOIntegrity.com](http://www.ATCOIntegrity.com)



# PEOPLE AND SAFETY

## Safety

At ATCO, we are committed to operating our businesses in a manner that is safe for the public and those who work for us. Each ATCO company has its own health and safety policy and management system in place that sets expectations, provides comprehensive goals and measures performance.

Please refer to your company's Intranet or contact your Safety Manager for your company's safety policy.

## Violence and Harassment Free Workplace *(Policy D -11)*

Violence and harassment are unacceptable forms of conduct and will not be tolerated within ATCO's work environments, whether committed by an ATCO employee or any other person.

### ATCO is committed to:

- investigating reported incidents of workplace violence or harassment in a fair, effective, objective and timely manner;
- taking necessary disciplinary or corrective action; and
- maintaining confidentiality, except when disclosure is necessary for investigating a complaint or taking remedial measures.

**ATCO provides its employees with a positive and safe work environment that is free from harassment and discrimination, and where conduct is guided by principles of dignity and respect.**



## **Personal Information Privacy** *(Policy D-19)*

ATCO is responsible for all personal employee information in its control. Each ATCO company has appointed a Privacy Officer, within the Human Resources team, responsible for ensuring compliance with the privacy policy.

As an employee you are entitled to have reasonable access to your private information, and under the policy ATCO is required to:

- protect personal information using appropriate safeguards;
- make sure information collected is accurate, complete and reasonable for the purposes for which it will be used;
- gain consent for the collection, use and disclosure of personal information;
- only disclose personal information for purposes for which it is collected or for other lawful reasons;
- make readily available the practices and procedures related to the management of personal information; and
- ensure complaints are addressed by each company's Privacy Officer.

**For concerns regarding the privacy of your personal information, please contact the Privacy Officer in your company's HR department.**



# ETHICS

At ATCO, ethical conduct goes beyond simply staying in compliance with regulations. The following policies affirm our commitment to uphold high moral and ethical standards and specify the basic norms of behaviour for directors, officers, employees and consultants.

## **Code of Ethics** *(Policy D - 01)*

**The Code of Ethics outlines ATCO's commitments and our employees' individual responsibilities.**

**Each year, employees and directors of the company are required to acknowledge that they have reviewed and understand their responsibilities pursuant to the Code of Ethics.**

Sometimes it can be difficult to apply general principles to specific situations. If you find yourself in an unclear or borderline situation, you are encouraged to discuss it with your supervisor or another appropriate ATCO employee to determine what is the appropriate behaviour or action.



Following are some of the principles that guide ethical behaviour for all of us when conducting business on behalf of the company.

- **Domestic and international laws** – Be aware of and follow domestic and international laws specific to the jurisdiction you are in when conducting business on behalf of ATCO.
- **Gifts and entertainment** – Ensure any gifts, favours or entertainment given to business contacts are in accordance with the Code of Ethics (*D-01*), Business Travel and Employee Expenses (*A-09*) and Anti-Bribery and Anti-Corruption (*A-18 and G-18*) policies.
- **Dealings with government** – Know and understand the special laws and guidelines applicable to communicating and providing gifts, travel and entertainment to government employees or elected officials in accordance with the Lobbyist (*E-03*) and Anti-Bribery and Anti-Corruption (*A-18 and G-18*) policies.
- **Dealings with customers, suppliers and competitors** – Conduct all dealings with customers, suppliers and competitors in a fair and honest manner.
- **Political activities and donations** – If you choose to run for or accept an appointment in public office, ensure your political activities do not harm ATCO, its economics or its public image. Do not use company funds, goods or services as contributions to political parties, candidates or campaigns in accordance with the Political Donations policy (*A-13*).

# ETHICS

- **Conflict of interests and company duties** – Avoid situations in which your personal interests conflict or might conflict with your duties. This includes anything that would limit your attention required to perform your duties properly or affect your judgment or ability to act in ATCO's best interest.
- **Using employment status for personal gain** – Do not seek or accept gifts, payments, services or special privileges from anyone wishing to do business with ATCO or from a competitor of ATCO that could represent or be perceived as a conflict of interest.
- **Use of confidential information** – Do not use or share confidential information to make trades for yourself or others in ATCO or Canadian Utilities shares or in the shares of another company in accordance with the Insider Trading policy (*A-12*). **Activities of this nature are against the law.**
- **Protection of company property** – You are obligated to protect company funds and report any loss or mishandling of money or company property, fraud or theft.
- **Use of computer-related hardware and software** – Do not use ATCO's electronic systems for personal gain, solicitation, or other inappropriate means. They are intended for company use as outlined in the Information Technology policy (*H-01*).

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

*(Policy A -18 and associated guidelines G-18)*

This policy applies to all employees, officers, directors, consultants and contractors and reflects the standards which ATCO expects them to uphold when acting on the company's behalf.

ATCO is committed to being a responsible and ethical corporate citizen, which includes complying with all laws prohibiting corruption and bribery in Canada and the countries in which it operates.

ATCO prohibits activities that, either directly or indirectly, equate to bribes, corruption or kickbacks. You are expected to avoid situations involving these acts and to report any incidents of which you become aware. It is important to share ATCO's position and policy with third-parties to ensure they act in a manner consistent with our expectations and acceptable practices.

If your job involves interaction with persons of influence as defined by our policy, whether the activities are within or outside of Canada, you must take extra care to ensure that you understand and adhere to the policy, Canadian laws and relevant local laws.

**Corruption is the use of entrusted public power for private gain.**

# ETHICS

Bribery involves the offer, promise or payment of “anything of value.” Cash, gift cards, gifts, entertainment, paying for travel, personal favours and other transactions may be considered as bribes.

It is possible that activities that seem customary or harmless might in fact be against the law. Special care must be taken when engaging in the following:

- interaction with persons of influence as defined in our policy;
- hiring third-parties to act on ATCO’s behalf;
- providing gifts, hospitality, travel or entertainment;
- hiring consultants, agents or employees abroad;
- providing discounts, rebates or commissions; or
- making political and charitable contributions or sponsorship.

ATCO takes bribery and corruption seriously, and has designated personnel to oversee this policy and to provide guidance.

**If you have questions or have an incident you would like to report, please contact the ATCO Group Compliance Officer at [ATCOCompliance@atco.com](mailto:ATCOCompliance@atco.com) or your company’s designated Compliance Officer.**

**Merely offering or promising anything of value is considered a violation.**

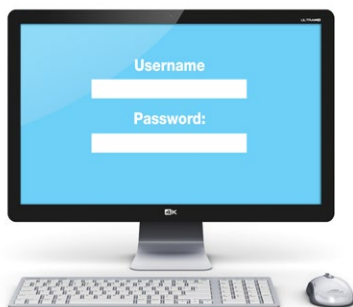
# SAFEGUARDING INFORMATION AND ASSETS

## Information Technology *(Policy H-01)*

It is important that ATCO protects its information and physical assets, such as electronic information, computer equipment and software. Employees, officers, directors, contractors and service providers are expected to exercise professional standards when handling company information and using company information technology services and equipment. This includes:

- obtaining appropriate approvals for access to and use of information technology services, equipment and information contained on the network;
- using only ATCO -authorized computer equipment, services and software;
- reporting suspicious activity, violations of security policy or suspected security weaknesses and security incidents to the Office of the Chief Information Officer;
- safeguarding passwords;
- refraining from altering controls, including security controls, on ATCO devices; and
- contacting your company's Cybersecurity Incident Coordinator if you suspect that there has been harm or unauthorized access to ATCO assets or information.

**For questions regarding the Information Technology policy (H-01), please contact the Office of the Chief Information Officer.**



# BUSINESS TRAVEL AND EMPLOYEE EXPENSES

## **Business Travel and Employee Expenses** *(Policy A-09)*

From time to time, you may be required to travel for business as part of your job. All business travel should be booked through our designated travel management company, which has negotiated preferred rates for ATCO with airlines, hotels, car rental companies and other travel providers.

Employees who incur expenses while conducting business on behalf of ATCO will be reimbursed for those expenses upon submitting receipts and completing the applicable employee expense form.

### **The policy also sets out the guidelines for:**

- approvals for domestic and international travel;
- security procedures for international travel;
- ATCO company aircraft usage;
- hotels and other accommodation;
- business and promotional gifts;
- taxis;
- rental vehicles and required insurance; and
- meals and tipping.

**Business travel should be booked through ATCO's designated travel management company. For more information or to make a travel booking visit [ATCOinsite > Resources > Business Travel](#).**



# INTERACTIONS WITH THE PUBLIC

Every day ATCO employees interact with customers, partners, governments, vendors and the public in general as we conduct business on behalf of the company. The following policies guide how we communicate with the public.

## **Disclosure** *(Policy B-01)*

ATCO and Canadian Utilities are publicly traded companies on the Toronto Stock Exchange. As such, there are strict laws about the sharing of information that could influence our share price.

In your role, you may learn or have access to business information that, if released to the public, could have a direct impact on ATCO's or Canadian Utilities' share prices. This information must not be shared other than as required by your job. **If you knowingly or even unknowingly disclose this type of information, it is against the law and could result in significant legal consequences for you personally and the company.**

**Disclosure involves communicating company information to the public and can be done through a variety of mediums, ranging from presentations and speeches, to interviews and conference calls.**



# INTERACTIONS WITH THE PUBLIC

**When dealing with the public or responding to a request, please:**

- do not share confidential information about the company outside of the normal course of business; and
- gain approval to give presentations or speeches externally and confirm the information you are presenting in advance with your Communications department.

**If you are ever in doubt about what information you can share or speak about publicly, please speak to your supervisor or contact your Communications department.**

**We all play an important role in protecting ATCO's reputation.**

## **Media Relations** *(Policy E-02)*

ATCO works to maintain positive relationships with the media in the communities in which we operate. It is important to ensure that all information communicated to the public through a media interview, news release, media statement, media advisory, speaking points or any other form is:

- timely, factual and accurate;
- in compliance with all regulatory requirements; and
- consistent with ATCO's Disclosure policy.

In every ATCO company, the Communications department is responsible for facilitating communication with the media and supporting designated spokespeople in news conferences, interviews and meetings with these groups.

**If you are contacted by a member of the media, direct them to your company's Communications department.**



# INTERACTIONS WITH THE PUBLIC

## **Social Media** *(Policy E-09)*

ATCO engages in the use of social media, specifically LinkedIn, Twitter, Facebook, YouTube and Pinterest. Social media presents an opportunity to enhance ATCO's communication and engagement with our customers, employees and the general public. The use of social media also increases the risk of negative comments and discussion that could impact the company's reputation.

### **When engaging on social media channels, you are expected to:**

- use a disclaimer to state that views expressed are your own;
- refrain from using official ATCO logos, names or marks; and
- remember that your comments reflect on you and the company.

**Only approved spokespeople are authorized to communicate on behalf of ATCO through social media.**



# LEARN **MORE**

For more information regarding the policies included in this guide, please visit **ATCOinsite > About ATCO > How We Do Business** or contact the ATCO Group Compliance Officer at [ATCOCompliance@atco.com](mailto:ATCOCompliance@atco.com).



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Australia ..... 1-800-238-497

Mexico ..... 01-800-062-2116

All Other Locations ..... 00-1-604-640-7831  
(collect call)

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The complete policies are available by visiting  
[ATCOinsite > About ATCO > How We Do Business.](#)