



# STRIKE GROUP LIMITED PARTNERSHIP CODE OF BUSINESS CONDUCT

## INTRODUCTION:

This Code of Business Conduct ("Code") covers a wide range of business practices. It does not cover every issue that may arise, but it sets out basic principles to guide all employees of Strike Group Limited Partnership and its affiliates and subsidiaries ("Strike"). All of our employees must conduct themselves professionally, properly and in accordance with the highest standards of moral and ethical behaviour as set out in this Code. Strike employees must avoid even the appearance of improper behavior at all times. The Code should also be provided to and followed by Strike's agents and representatives. In addition, Strike policies apply to all Strike operations. It is your obligation to know and follow those policies that apply to your work.

If any applicable law conflicts with a policy in this Code, you must comply with the law to the extent it differs from this Code. Alternatively, if a local custom or policy conflicts with this Code, you must comply with the Code. If you have any questions about these conflicts, you should ask your supervisor how to handle the situation. Employees are responsible for understanding the legal and policy requirements that apply to their jobs and reporting any suspected violations of law, this Code, or Strike policy to the Executive Vice President & Chief Financial Officer ("CFO"), Senior Vice President & Chief Operating Officer ("COO") or the Chief Executive Officer ("CEO").

Those who violate the standards in this Code will be subject to disciplinary action, including possible dismissal for cause (i.e. without notice or payment in lieu of notice or any other severance payment whatsoever). Furthermore, violations of this Code may also constitute violations of the law and may result in civil or criminal penalties for you, your supervisors and/or Strike. If you are in a situation which you believe may violate or lead to a violation of this Code, you must immediately consult with the CFO, the COO or the CEO.

The basic principles discussed in this Code are subject to any Strike policies covering the same issues.

## 1. COMPLIANCE WITH LAWS, RULES AND REGULATIONS

Obeying the law, both in letter and in spirit, is the foundation on which Strike's ethical standards are built. All employees must respect and obey the laws, rules, and regulations (including traffic, alcohol and drugs) of the cities, municipalities, provinces and country in which we operate. Although employees are not expected to know the details of each of these laws, rules and regulations, it is important to know enough to determine when to seek advice from supervisors, managers or other appropriate personnel.

## 2. CONFLICTS OF INTEREST

A conflict of interest exists when a person's private interest interferes in any way, or even appears to interfere, with the interests of Strike or of its customers. A conflict can arise when an employee takes actions or has interests that may make it difficult to perform his or her Strike work objectively and effectively or in the best interests of Strike. Conflicts of interest may also arise when an employee (or a member of his or her family) receives personal benefits (whether or not such benefits are improper) as a result of his or her position in Strike. For example, loans or guarantees of obligations to employees and their family members by Strike may create conflicts of interest and in certain instances are prohibited by law.

It is a conflict of interest for a Strike employee to work for a competitor, customer or supplier while employed by Strike or for a period of time thereafter. Similarly, you must not derive a benefit during your employment that would otherwise have been a benefit for Strike. You should avoid any direct or



indirect business connection with our customers, suppliers or competitors; except as required on our behalf.

Conflicts of interest are prohibited as a matter of Strike policy, except as approved in writing by the Board of Directors. Conflicts of interest may not always be clear-cut, so if you have a question you should consult with your supervisor, the CFO, COO or the CEO. Any employee or officer who becomes aware of a conflict or potential conflict should bring it to the attention of their supervisor, manager, or consult with the CFO, COO or the CEO.

### **3. CORPORATE OPPORTUNITIES**

Employees are prohibited from taking opportunities that are discovered through the use of corporate property, information or position for themselves without the consent of the Board of Directors. No employee or officer may use corporate property, information or position for personal gain (either direct or indirect) and no employee or officer may compete with Strike directly or indirectly while employed by Strike or for a period of time thereafter. Employees have a duty to advance the interests of Strike when the opportunity to do so arises.

### **4. COMPETITION AND FAIR DEALING**

Strike seeks to outperform our competition fairly and honestly. We seek competitive advantages through superior performance, never through unethical or illegal business practices. Stealing proprietary information (including information contained in Strike manuals), possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited. Each employee should endeavour to respect the rights of and deal fairly with Strike's customers, suppliers, competitors and employees. No employee or officer should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other illegal or unethical trade practice.

No employee or officer is permitted to engage in price fixing, bid rigging, allocation of markets or customers, or similar illegal activities.

To maintain Strike's valuable reputation, compliance with our quality processes and safety requirements is essential. All inspection and testing documents must be handled in accordance with all applicable specifications and requirements.

The purpose of business entertainment and gifts in a commercial setting is to create goodwill and sound working relationships, not to gain unfair advantage with customers. No gift (including merchandise discounts) or entertainment should ever be offered, given, provided or accepted by any Strike employee or officer, family member of an employee or officer, or agent unless it: (1) is not a cash gift, (2) is consistent with customary business practices, (3) is reasonable in value, (4) cannot be construed as a bribe or payoff and (5) does not violate any laws, regulations or applicable policies of the other party's organization or of Strike. Please discuss with your supervisor any gifts or proposed gifts that you are not certain are appropriate.

### **5. POLITICAL CONTRIBUTION**

Except when approved in advance and in writing by the CFO, COO or the CEO, Strike prohibits political contributions by Strike or its business units. This includes: (a) any contributions of Strike funds or other assets for political purposes; (b) encouraging individual employees to make any such contribution; or (c) reimbursing an employee for any contribution.

Individual employees are free to make personal political contributions as they see fit.



## **6. DISCRIMINATION AND HARASSMENT**

Strike is committed to building and preserving a positive work environment in which all individuals are treated with respect and dignity. Each individual should be permitted to work in a business-like atmosphere that promotes equal employment opportunities and prohibits discriminatory practices, including harassment. Therefore, Strike expects that all relationships among persons in the workplace will be business-like and free of unlawful bias, discrimination, prejudice, and harassment. Strike will not tolerate any discrimination or harassment based on race, colour, religious beliefs, gender, physical disability, mental disability, ancestry, age, place of origin, marital status, source of income, family status, sexual orientation or any other status protected by law. In pursuit of this goal, Strike does not condone and will not tolerate acts of sexual harassment and/or related retaliation against or by any employee. Sexual Harassment is defined as any interaction between individuals, regardless of gender, that can be characterized as unwelcome sexual advances or misconduct. This includes, but is not limited to; verbal and physical conduct of a sexual nature; creating a sexually degrading, humiliating, or hostile work environment; sharing sexually inappropriate images or videos, such as pornography, with co-workers; sending suggestive letters, notes, or e-mails; or displaying inappropriate sexual images or posters in the workplace.

## **7. HEALTH AND SAFETY**

Strike strives to provide each employee with a safe and healthy work environment. Each employee has the responsibility for maintaining a safe and healthy workplace for all employees by following environmental, safety, and health rules and practices and by reporting accidents, injuries and unsafe equipment, practices or conditions. Violence and threatening behaviour are not permitted.

## **8. DRUGS AND ALCOHOL**

Employees are expected to perform their Strike related work in a safe manner, free of the influences of alcohol, illegal drugs or controlled substances. The use of illegal drugs in the workplace will not be tolerated. Drunkenness, intoxication or disorderly conduct relating to drugs and/or alcohol at corporate functions (including events that involve client or employee entertainment) or while driving a company vehicle will not be tolerated.

## **9. ENVIRONMENTAL**

Strike expects its employees to follow all applicable environmental laws and regulations. If you are uncertain about your responsibility or obligation, check with your supervisor the CFO, the COO, or the CEO for guidance.

## **10. RECORD-KEEPING, FINANCIAL CONTROLS AND DISCLOSURES**

Strike requires honest, accurate and timely recording and reporting of information in order to make responsible business decisions.

All business expenses must be documented (purpose, names of applicable individuals and the company being represented) and recorded accurately and in a timely manner. If you are not sure whether a certain expense is legitimate, ask the Vice President of Finance or the Corporate Controller. Policy guidelines are available from Human Resources and in the Procedure Manual posted on Strike Central.

All of the Strike's books, records, accounts and financial statements must be maintained in reasonable detail; must appropriately reflect Strike's transactions; must be promptly disclosed in accordance with any applicable laws or regulations; and must conform both to applicable legal requirements and to Strike's system of internal controls.



Business records and communications often become public and we should not exaggerate, make derogatory remarks, or inappropriate characterizations of people and companies that may be misunderstood. This applies equally to e-mail, internal memos and formal reports. Records should always be retained or destroyed according to the Strike's record retention policies. In accordance with those policies, in the event of litigation or governmental investigation, please consult with the CEO.

## **11. CONFIDENTIALITY**

Employees must maintain the confidentiality of proprietary information entrusted to them by Strike or its customers or suppliers, except when disclosure is authorized in writing by the CFO, COO or CEO or required by laws or regulations. Proprietary information includes all non-public information that might be of use to competitors or harmful to Strike or its customers or suppliers if disclosed. It includes information that suppliers and customers have entrusted to us. The obligation to preserve proprietary information continues even after employment ends and may be subject to enduring provisions of your employment or shareholder agreement.

## **12. PROTECTION OF ASSETS AND PROPRIETARY INFORMATION**

All employees must protect Strike's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on the Strike's profitability. All of Strike's assets are to be used for legitimate business purposes only. Any suspected incident of fraud or theft should be immediately reported for investigation. Strike's assets must not be used for non-business related purposes.

The obligation of employees to protect Strike's assets includes proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, salary information, and any unpublished financial data and reports. Unauthorized use or distribution of this information is a violation of Strike policy. It could also be illegal and result in civil or criminal penalties.

Trademarks, Service Marks and Copyrights are words, slogans, symbols, logos, or other devices used to identify a particular source of goods or services. These are important business tools and valuable assets for Strike and require care in their use and treatment. No employee may negotiate or enter into any agreement respecting Strike's trademarks, service marks, or logos without first consulting the CFO, COO or CEO.

Employees must avoid the unauthorized use of copyrighted materials of others and should consult with their supervisor, CFO, COO or CEO if they have any questions regarding the permissibility of photocopying, excerpting, electronically copying or otherwise using copyrighted materials. All authorized copies of work to be made available for distribution to the public must have the prescribed form of copyright notice.

Strike is legally entitled to all rights in ideas, inventions, and works of authorship relating to its business that are made by employees during the scope of their employment with Strike or when using Strike resources.

## **13. WAIVERS OF THE CODE OF BUSINESS CONDUCT**

Any waiver of this Code for executive officers or directors may be made only by the Board of Directors and will be promptly disclosed as required by law or regulation.

## **14. REPORTING ANY ILLEGAL OR UNETHICAL BEHAVIOUR**

Employees are encouraged to talk to their supervisors about observed behaviour that they believe may



be illegal or a violation of this Code, any of Strike's policies or when in doubt about the best course of action in a particular situation. Strike does not allow retaliation for reports made in good faith by employees of misconduct by others. Employees are expected to cooperate in internal investigations of misconduct. While the confidentiality of the parties involved will be respected as far as possible, there may be circumstances when reference needs to be made to certain individuals, dates and/or incidents as part of any investigation.

## **15. CODE OF CONDUCT COMPLIANCE PROCEDURES**

We must all work to ensure prompt and consistent action against violations of this Code. However, in some situations it is difficult to know right from wrong. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. These are the steps to keep in mind:

1. Make sure you have all the facts. Conduct a thorough investigation to gather all the relevant facts and information in order to reach the right solutions; we must be as fully informed as possible.
2. Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question you are faced with and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, it probably is.
3. Discuss the problem with your supervisor. If in doubt, seek advice. This is the basic guidance for all situations.

In many cases, your supervisor will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Remember that it is your supervisor's responsibility to help solve problems. If you are uncomfortable discussing the problem with your supervisor, you can talk to your business unit manager or the Human Resources Department.

4. Seek help from Strike resources. In a case where it may not be appropriate to discuss an issue with your supervisor or local management, call the CFO at 403-775-1023 or the COO at 403-775-1014.
5. You may report violations in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected. Strike does not permit retaliation of any kind against employees or officers for good faith reports of suspected violations.
6. Always ask first, act later: If you are unsure of what to do in any situation, seek guidance before you act.
7. All employees are subject to the Strike's Code, which describes procedures for the internal reporting of violations of the Code. All employees must comply with those reporting requirements and promote compliance with them by others. Failure to adhere to this Code by any employee or officer will result in disciplinary action up to and including termination of employment or engagement for cause (i.e. without notice or payment in lieu of notice or any other severance payment whatsoever).

## **16. ANNUAL ACKNOWLEDGMENTS**

To help ensure compliance with this Code of Business Conduct, Strike requires that all salaried employees annually review the Code of Business Conduct and acknowledge their understanding and adherence online at the Strike website: [www.strikegroup.ca](http://www.strikegroup.ca)