











All our energy. All the time.



CODE OF CONDUCT

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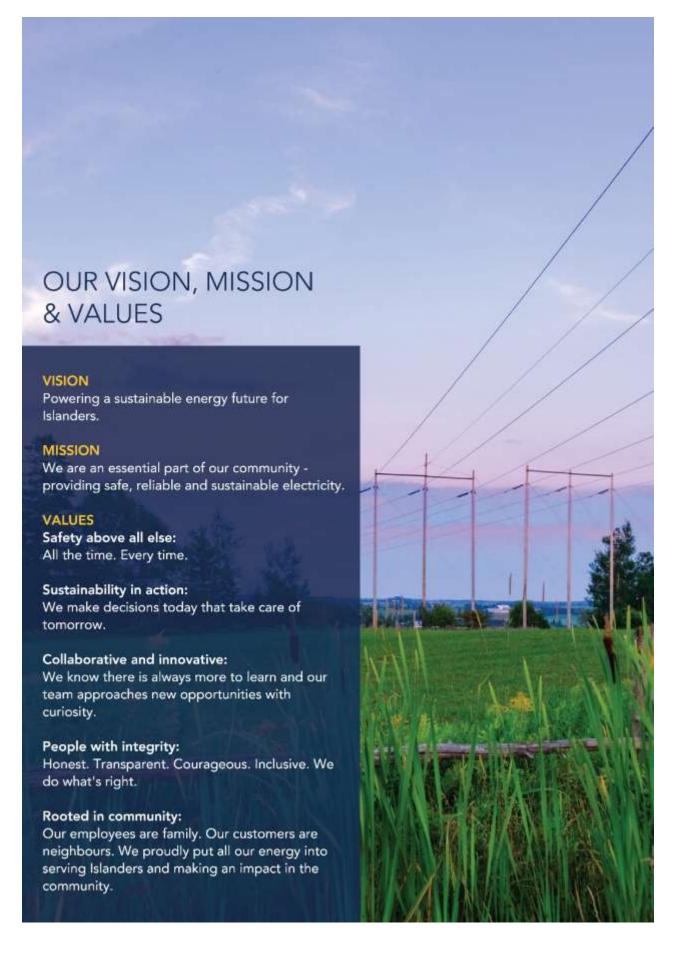
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Integrity and sound policies and procedures are core to the way we do things and are critical to our success.

This code of conduct (the code) sets out the high standard of conduct we expect of everyone at Maritime Electric Company, Limited, and the principles and concepts in this code apply across the entire Company.

The code applies to Maritime Electric employees, officers and directors. We also expect our vendors, suppliers, contractors, consultants and other service providers (vendors) to follow the standards contained in the Maritime Electric vendor code of conduct.

Everyone in our Company is expected to comply with the law, rules and regulations that apply to us, and the requirements and spirit of the code.

We hold ourselves to high standards and have zero tolerance for unethical conduct or breaches of integrity.

Always doing the right thing and conducting yourself with integrity is key. Any interactions you have with others – our customers, business partners, potential business partners, vendors, competitors, government officials, regulators, the public, fellow employees and other stakeholders – must be honest, fair, courteous, respectful and professional.

This code describes appropriate behaviour, but it does not cover every situation or action you may encounter. Use the code as a guide and speak to an internal resource if you have any questions or aren't sure about something.

IN THIS DOCUMENT

- Code means this code of conduct
- We, us, our, Maritime Electric and the Company mean Maritime Electric Company, Limited.
- You and *your* mean everyone who is governed by the code: Maritime Electric employees, officers and directors

- Board means our board of directors
- Executive officer means an executive officer as defined in applicable Canadian and U.S. securities laws – and includes our Chair of the board, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Vice Presidents in charge of principal business divisions or functions, or someone performing a policy-making function
- Internal resource means your supervisor, a member of senior management or the CFO.

This code refers to other Maritime Electric policies. These are available on our intranet.

Following the Code

Following the code and all other Maritime Electric policies, procedures and guidelines is mandatory. If you do not comply, you may face disciplinary action, which could include losing your job.

You will be asked annually to acknowledge that you have read the code and understand and agree to follow it.

We periodically conduct internal audits to monitor employee compliance with the code and other policies.

Reporting a Concern

If you have a concern or suspect that someone is not following the code, you must report it promptly to an internal resource. Where other Maritime Electric policies contain their own specialized reporting procedures, such as under our respectful workplace policy, those procedures should be followed first whenever possible. If you feel more comfortable reporting anonymously, you can use our *EthicsPoint* hotline, which is available through the web and by phone 24 hours a day, seven days a week (see page 31 for details).

We investigate every report we receive and keep all information confidential following our *speak up policy*. There will be no retaliation against anyone for reporting a concern in good faith. The audit and risk committee oversees the reporting process as outlined in our *speak up policy*. The committee is also responsible for making sure we have appropriate procedures for receiving, retaining and dealing with all reports related to accounting, internal controls and auditing matters.

ETHICAL DECISION-MAKING FRAMEWORK

If you encounter an ethical issue, ask:

- 1. Is it legal?
- 2. Is it consistent with the code?
- 3. Does it align with Maritime Electric values?
- 4. Is it in the interests of Maritime Electric?
- 5. Would I be comfortable if it became public?

If the answer to all five questions is "yes", it is likely okay. If an answer is unclear, or if you answered "no" or "maybe" to any question, seek advice from an internal resource.



Making Changes to the Code

We periodically update our code, with input from external governance and sustainability experts. We'll let you know when we make a material change to the code.

The code is also reviewed regularly by our human resources and corporate governance committee and changes are approved by the board. You can find an electronic copy on our intranet and our website (www.maritimeelectric.com).

Waiving an Aspect of the Code

The board may waive an aspect of the code in certain circumstances. A request must be made in writing to the board's human resources and corporate governance committee who will review the request and make a recommendation to the board.

We'll publicly disclose a waiver granted by the board as required by the laws, rules and regulations that apply.

REPORTING CHANNELS

Our values reflect that we act with courage and integrity and hold ourselves to the highest ethical standards. If you have concerns about a possible code infringement you should report the matter through one of the following:

- your supervisor
- an executive officer
- a member of senior management
- the CFO
- our EthicsPoint hotline (see page 31 for details)

ETHICSPOINT HOTLINE

Go online at <u>www.mecl.ethicspoint.com</u> or call 1-866-294-5534

See page 31 if you're calling from outside Canada or the United States.

QUESTIONS?

Don't hesitate to ask if you're not sure about something. Speak to an internal resource.



Being your best means exhibiting your best qualities as you perform your dayto-day responsibilities and interact with others.

At Maritime Electric, we expect you to treat others as you would like to be treated. Maintaining a high standard of conduct creates a strong, positive culture that benefits everyone. We have zero tolerance for bullying, harassment, discrimination, violence, or any form of derogatory treatment of others.

As you go about your daily activities at work and in our communities, you are expected to:

- follow the rules and do the right thing
- act with honesty and integrity
- look out for the safety and wellbeing of others
- speak up if you see something that does not seem right, or otherwise concerns you or makes you feel uncomfortable
- show respect to everyone that you deal with and treat others in a cooperative and inclusive manner
- avoid conflicts of interest or other situations that could compromise your loyaltyobjectivity and judgment
- protect the reputation, assets and interests of Maritime Electric
- minimize impacts on the environment and support sustainability in our operations
- support the communities where we live and operate



QUESTION

I am a new employee and still learning some of the complexities of my job. I don't yet entirely understand everything that my department does, but there are aspects that I just can't follow, and I am starting to wonder if it's all by the book. What should I do?

ANSWER

If you find yourself in a situation where you have concerns about a work-related matter, you must speak up. While it's often human nature to be reluctant to say anything, you should never ignore things that make you uncomfortable. At first instance, you should bring any such concerns to your supervisor, who has broad and detailed knowledge about your department's work, and can answer any questions you may have. However, if you would feel uncomfortable doing that, you can also speak to a member of senior management or the CFO. All employees should feel free to speak up about any concerns. There will be no retaliation or repercussions for reporting a concern in good faith.

Setting the Right Tone

Leaders at every level have a responsibility to set the right tone, maintain our culture of integrity and always model ethical behaviour.

If you're a leader, four basic principles must always guide your decisions and actions regardless of your specific role:

Engage

Create an open and welcoming environment for employees to speak up.

Identify

Understand what misconduct may look like and watch out for it.

Escalate

Connect quickly with the right resource if there is a concern or report of potential misconduct.

Ensure

Watch for any signs of retaliation against an employee who has voiced a good faith concern.





You have the right to work in a professional, respectful, inclusive and safe environment – a place without discrimination, inappropriate behaviour or unethical conduct.

Physical Safety

We're committed to maintaining safe working conditions for our employees and contractors that comply with occupational health and safety laws, meet industry standards and are consistent with best practices.

There is a risk of injury and harm in every workplace. The utility business is somewhat unique because the product we deliver to our customers – electricity – is inherently dangerous if it's not handled properly. Also, many employees and contractors work in remote locations and in extreme weather, all to make sure that customers receive reliable service. Employees and contractors are exposed to these and other dangers every day, and safety must be "job one" at Maritime Electric. We must be diligent in following our health and safety policy and safety protocols to ensure that we always remain safe.

All safety issues should be reported to your supervisor or joint occupational health and safety committee representative. There will be no retaliation against anyone for reporting a safety concern in good faith.

SAFE, RESPECTFUL AND DIVERSE

Our *health and safety policy* sets out our standards and protocols for maintaining safe and healthy working conditions.

We believe our workplace should foster inclusion and diversity. This commitment is reinforced in our inclusion and diversity commitment statement and board diversity policy.

Our *respectful workplace policy* sets out our expectations for a workplace that is professional and respectful, free of harassment, bullying, discrimination, violence, or derogatory treatment of others.

Respect, Inclusion and Diversity

We are committed to creating a workplace where all feel empowered to bring their authentic selves to work. We respect the unique experiences and perspectives of our people and know that through our mix of similarities and differences we can generate bold ideas and strong results. We value and support inclusion and diversity in the workplace. This inclusion and diversity commitment statement confirms our pledge to create a workplace where all feel welcomed, valued, respected and empowered to bring their authentic selves to work. Our board diversity policy details our philosophy and goals regarding leadership diversity.

We respect all equal opportunity, human rights and non-discrimination laws, as well as occupational health and safety and labour standards laws.

We have zero tolerance for any kind of harassment, physical and verbal violence, discrimination, sexual harassment, retaliation or any other form of abusive or inappropriate behaviour in the workplace.

Anyone who faces inappropriate behaviour can report it and have it investigated and resolved under our *respectful workplace policy*.

Human Rights

We are committed to respecting and upholding human rights and treating people fairly throughout our Company, and we expect human rights to be respected throughout our supply chains.

This human rights statement sets out our expectations regarding the avoidance of all forms of slavery, forced labour and child labour in our operations.

We respect workers' freedom of association, right to collectively bargain, and right to a fair wage. We also support the spirit and intent of international human rights conventions such as the United Nations' Universal Declaration of Human rights and the International Labour Organization's Declaration of Fundamental Principles and Rights at Work, Freedom of Association and protection of the Right to Organize Convention (CO87) and Right to Organize and Collectively Bargain Convention (CO98).

Our expectation of respect for human rights applies equally to employees and our vendors, in this regard, our *vendor code of conduct* sets out our expectations of our vendors.





A CULTURE OF EQUALITY

Hiring practices should be non-discriminatory and people should be treated fairly, compensated appropriately and promoted without discrimination. We strive to treat people equally, without differentiating based on race, nationality, ethnic origin, Indigenous status, colour, religion, age, gender, marital status, family status, sexual orientation, identity or expression, political belief, source of income, disability or disfigurement in our employment practices or hiring of third-party providers.

Respecting Social Justice Principles

We oppose social injustice in all its forms. Creating meaningful change requires work and focus. We are committed to doing the work, driving change and acting with intention. We have established a diversity, equity and inclusion framework to guide our efforts. We are listening, learning and identifying barriers to equity. We have the ability to make a difference, so we must.



QUESTION

I heard that a new role is being created within Maritime Electric for which I am qualified and have relevant experience. I'm concerned my age might prevent me from being considered.

ANSWER

If you are interested in a new position for which you are fully qualified, you have a right to be considered for the role. Candidates will be evaluated based on merit against objective criteria. Discrimination in relation to employment, including in hiring and promotions, based on age or any other protected characteristics is prohibited. Our commitment to fair hiring and promotion practices requires that all such decisions be free of bias and discrimination.

Health and Wellness

We support employee health and wellness. You should do your best to stay healthy and to be "fit for duty" during the entire workday so you are effective on the job and can avoid anything that can put your safety, or the safety of others, at risk.

You must advise your supervisor or Human Resources if you are taking prescription medication that could cause impairment, compromise safety or negatively affect your work performance.

BE FIT FOR DUTY

Our *drug and alcohol policy* sets out our expectations for people at work and attending corporate functions. It includes the general expectation that employees will come to work "fit for duty" – being reasonably capable of safely performing the requirements of their job. The policy also confirms our duty as an employer to reasonably accommodate people who have legitimate medical conditions.



QUESTION

A co-worker of mine has asked me out on a date. Although I declined, the person has repeatedly asked me. What do I do?

ANSWER

Ideally, such situations can be handled in a respectful and professional manner directly between the individuals, without the need to escalate the matter further. You should be firm and tell the co-worker that you are not interested. Once you've said no, your co-worker should respect that. If the unwelcome or harassing behaviour persists you should speak with a supervisor or file a complaint. Our respectful workplace policy describes the company's expectations regarding respecting our fellow employees and sets out complaint procedures for the investigation and resolution of policy violations.



Social Responsibility, the Environment and Sustainability

We consider the impact of our actions on society, the environment and the communities where we operate. We seek to make positive contributions to our communities.

We are on the path to net zero and support the Government of Prince Edward Island's target of net zero by 2040. We have greenhouse gas (GHG) emission reduction goals of 55% by 2030, as compared to 2019 levels. On-Island generation is now 100% free of heavy fuel oil. We are committed to supporting the transition to cleaner energy, taking action to address climate change, and maintaining resilient infrastructure. As the energy transition unfolds, customer affordability and system reliability will remain key pillars of our values and long-term business strategy.

We invest in resilient infrastructure and promote energy efficiency. We seek to use all resources as efficiently as possible. We act responsibly to protect our neighbours and the public, and to promote sustainability in everything we do. We're committed to environmental compliance, stewardship, leadership and accountability as detailed in our *sustainability policy*. Whether you work in the field or an office, you must comply with all environmental requirements and related corporate policies that apply to you. Our vendors are also expected to adhere to this standard. We track, investigate and report on environmental and other hazards and incidents and strive for continuous improvement.

Looking Out for Each Other

While we have different roles and responsibilities, we are all members of Maritime Electric and each of us plays an important part in our success.

It's important to always show mutual respect and to look out for one another to keep us all healthy and safe, whether you are facing physical or emotional challenges or noticing that one of your colleagues may be going through a difficult time.

Be there for your colleagues and remember to treat others as you would like to be treated.



QUESTION

I thought I would plan an informal social gathering for my department after work on Friday, but I'm pretty sure that our new hire can't make it because they usually pick up their child from day care at 5:30. I guess it's OK to leave them off the invitations?

ANSWER

No, it's best to invite everyone to your group activities, even if some might not be able to make it. All employees are part of the Maritime Electric team and appreciate being thought of and included. Always treat others as you would like to be treated and be considerate on how others might misinterpret an innocent oversight. The Company's inclusion and diversity commitment statement affirms the importance of our inclusion culture and fostering a workplace where everybody feels valued and respected.



You're responsible for your behaviour and actions while you're at work and when you're out in the community.

Obeying the Law

You must conduct Maritime Electric business according to the law, rules and regulations where we work and operate. You must never assist anyone to circumvent the law, evade taxes or commit fraud.

You cannot take unfair advantage of someone, whether it is by manipulating them, concealing information, abusing privileged information, misrepresenting material facts, or any other unfair dealing practice. Offering or accepting a bribe or kickback, or promising or receiving any other improper benefit to influence a customer, vendor, public official or any other person, is a serious offence. All such activity is prohibited, whether carried out, directly or indirectly. Refer to our anti-corruption policy and anti-corruption procedures for more information.

Complying with Regulations

Regulators perform a vital role in safeguarding the public interest, and we all have a role to play in meeting our commitments and demonstrating to our regulator that Maritime Electric is a responsible owner and operator of a fully integrated system providing for the generation, transmission, distribution and sale of electricity throughout Prince Edward Island.

Most aspects of our business are regulated. This legal framework covers a wide range of topics, including public utility regulation, the environment, occupational health and safety, human rights and non-discrimination, bribery and corruption, government lobbying and political contributions, privacy and fair competition practices.

Maintaining respectful, constructive and cooperative relationships builds trust, is good for all our stakeholders and is simply the right way to conduct business.

Avoiding Conflicts of Interest

It's your responsibility to always protect our corporate interests.

That means you must not engage in activity that could, or could be perceived to, give rise to a potential or perceived conflict between your personal interests and the interests of Maritime Electric, or that appears to compromise your ability to act in an unbiased way. This extends to situations that involve or relate to the interests of family members, friends or acquaintances.

You're required to tell us about any conflict of interest or perceived conflict of interest. You should inform an internal resource.



Red Flags to Avoid

Conflicts of interest can take different forms. Make sure you do not put yourself in one of these red flag situations, either directly or indirectly through family, friends or otherwise.

You must not:

- put yourself in a position where a transaction with Maritime Electric or Fortis could result in a benefit or interest to you beyond the normal benefits of your employment relationship with us
- put yourself in a position or relationship with a co-worker which could, or could reasonably be perceived to, compromise your objectivity, business judgment or impartiality
- contract with or provide services to Maritime Electric or Fortis outside of your employment with us
- participate in activities or ventures that compete with Maritime Electric or Fortis or that interfere, or appear to interfere, with your duties and responsibilities to our company
- use confidential or material information about Maritime Electric or Fortis that is not

- publicly available for your benefit or the benefit of others
- have a financial or other interest in any entity doing business with Maritime Electric or Fortis (other than an interest of 1% or less in a publicly traded entity or an interest held through a mutual or similar fund where investment decisions are made at arms length by others)
- approve a loan to an employee, executive officer or director of Maritime Electric or Fortis. Executive officers and members of the board are also subject to special conflict rules under corporate and securities laws. Specifically, directors and executive officers are prohibited from accepting, directly or indirectly, personal loans from Maritime Electric or Fortis
- select, manage or influence a relationship with a vendor or other business partner if they employ or are controlled by someone you have a personal or family connection with

This list does not include every kind of conflict situation. If you're not sure about something, speak to an internal resource.

ABOUT MATERIAL INFORMATION

Material information is any information relating to the business and affairs of Maritime Electric or Fortis that results in, or would reasonably be expected to result in, a significant change in the market price or value of any of Fortis' securities, and includes any information that a reasonable investor would consider important in making a decision about investing in Fortis securities. Our *insider trading policy* and *disclosure policy* contain examples of material information.

Insider Trading

The value of any public company's securities can rise or fall with the release of information – whether it is good or bad. Securities laws prohibit anyone from:

- trading on material information about a public company before it has been generally disclosed (called insider trading)
- intentionally or unintentionally passing material information to someone before it has been generally disclosed (called tipping)

Insider trading and tipping give an investor unfair advantage over other investors because the material information has not yet been shared publicly and the market has not had time to absorb it. Insider trading and tipping are both serious offences. You are not allowed to trade in Fortis securities if you:

 have material information about Maritime Electric or Fortis that has not been publicly disclosed and absorbed by the market

- are an insider (see below) and are subject to a trading blackout period
- have been notified by the Company that you cannot trade in Fortis securities or securities of any other public company

You are also not allowed to trade another public company's securities if you acquire material information about that other company that has not been generally disclosed.

Note that if you have material information about Maritime Electric or Fortis that has not been generally disclosed, you may still be permitted to buy Fortis shares under our Employee Share Purchase Plan as share purchases occur at pre-arranged times and you have no direct control over discrete trading transactions.

As a general rule, you should always refer to our *insider trading policy* before trading in Fortis securities and consult the CFO if you have any questions.

ABOUT INSIDERS

Directors and officers of Maritime Electric and Fortis, and others depending on their role and responsibilities in the organization or their ownership of or control or direction over Fortis securities, are designated *insiders* according to securities regulations. If you're an insider, you will receive information from the Company about when you can trade and the pre-approval process for trading Fortis securities. Certain directors and officers in the Fortis organization are also deemed *reporting insiders* under securities regulations and must publicly report their trades. If you have questions about the *insider trading policy*, what constitutes material information, insider reporting or insider trading generally, speak to the CFO.



QUESTION

I usually buy some Fortis shares each year. I am currently helping with a major disclosure filing that contains significant new information about Maritime Electric and Fortis. Can I go ahead and buy the shares anyway?

ANSWER

You must not trade in Fortis securities if you have material information about Fortis that has not been generally disclosed. Even if you're not normally considered an "insider" under our *insider trading policy*, the very fact that you possess material information precludes you from trading. If you have questions about when you can or cannot trade, speak to the CFO. You may also refer to our *insider trading policy* for more guidance on this topic.

Our disclosure policy describes our procedures for approving and publicly disclosing material information about Maritime Electric and Fortis, which generally may only occur through our designated spokespersons. Our *insider trading policy* supplements the terms of this code and applicable laws and provides more details about trading restrictions that apply to you and your family members.

Anti-Corruption

Many countries have legislation to combat corruption. Generally, these laws prohibit the offering of any kind of benefit or inducement to public officials (or private counterparties) to obtain an improper business advantage or concession and require the keeping of complete and accurate business records. Any breaches of these laws can result in severe penalties including fines and imprisonment. Employees most likely to encounter corruption risk receive anti-corruption training. If you have questions about this topic, please consult our anti-corruption policy and anti-corruption procedures or speak to an internal resource.

Anti-Bribery

Any form of bribery or similar unethical business practices are strictly prohibited. We have administrative procedures and controls that help us manage and record transactions that are susceptible to fraud or abuse, and to mitigate the risk of corruption generally.

You must conduct due diligence before you hire a new third-party agent to act for us in a new jurisdiction, and make sure that the agent is familiar with, and will comply with, local law as well as our anti-corruption policies, or their own if they're substantially similar to ours.



PROPER RECORD KEEPING

We keep accurate business records of our transactions and activities as a good business practice and to satisfy anti-corruption laws. Our Sustainability & Corporate Communications Department is responsible for maintaining written records of corporate gifts and charitable donations, and Internal Audit tracks lobbying activities.



QUESTION

A third party service provider invited me to attend a virtual session to introduce me to their service offerings in exchange for a bundle of expensive swag. I'm not yet sure if we will engage the third party for any services. Can I accept the gift?

ANSWER

The best course of action would be to decline the gift. While accepting it would not bind Maritime Electric to any commitment, this party is offering you this substantial gift to try to obtain business from Maritime Electric. Ask yourself whether accepting the gift could be seen as compromising our impartiality in evaluating this service provider? Our good corporate reputation is supported by our unwavering commitment to integrity and ethical business conduct and could be jeopardized by even the mere perception of inappropriate behavior. You must always be conscious of how your actions may be perceived by others, and act accordingly. When in doubt, consult the CFO.

NO CORRUPT PRACTICES

Our anti-corruption policy governs dealings with foreign and domestic public officials as well as individuals and non-governmental and commercial entitles that Maritime Electric does or proposes to do business with. The Policy contains guiding principles covering such things as:

- bribery and improper payments
- facilitation payments
- lobbying
- gifts (including meals & entertainment)
- books, records and internal controls.

Our anti-corruption procedures also provide practical advice on how to be vigilant in spotting potential issues that could arise while performing your duties.

ANTI-MONEY LAUNDERING

Many jurisdictions have anti-money laundering laws which primarily seek to intercept the movement of proceeds of crime. These laws create obligations regarding tracking and reporting certain financial transactions, such as large cash or virtual currency payments. Any unusual transactions of this nature should be flagged and reported to the Internal Audit Department.

Commissions, Fees and Other Payments

All commissions, fees or other payments you make to third parties acting for Maritime Electric must reflect sound business practices and the reasonable value of the services or products provided. Invoices must be reviewed and approved by employees who are knowledgeable of, and responsible for, the services or products being provided.

CONTRACTS, EMPLOYMENT AND INTERNSHIP OFFERS

The hiring of a contractor, or an offer of employment or internship should never be made to exert influence or in exchange for a benefit or concession.

If you're considering hiring someone who is known to be related to a public official or a party that we do business with, it's especially important to follow our review and approval process. If you have questions about contracting, employment or internship offers, speak to the CFO.

Gifts and Entertainment

You cannot give or receive a gift or benefit of any kind when conducting business on behalf of Maritime Electric if it might be perceived that an obligation has been created or a favour or special treatment is expected. Lavish gifts and entertainment and gifts of cash and cash equivalents are strictly prohibited.

You can give gifts or promotional items if they are reasonable and have modest value and are given infrequently and in an open and transparent way. In circumstances where doubt arises as to the propriety of accepting a gift, direction from senior management should be sought as to the gift's acceptance and disposition.

For additional guidance regarding gifts and entertainment, you should consult our *anti-corruption policy* and *anti-corruption procedures*.



QUESTION

One of our outside service providers called me offering tickets to Saturday night's hockey game. Should I accept or decline? I do not want to offend the person.

ANSWER

You should seek guidance from your supervisor, a member of senior management or the CFO. Certain gifts may be perfectly acceptable depending on the value and timing (for example, a small token to mark a special milestone or achievement), but you must be vigilant to avoid the appearance that the gift seeks to induce preferential treatment. You must never accept a gift where there could be a perception that it is being given with an expectation of receiving a favour or benefit in return. Service providers should not be offended where a gift is declined based on sound ethical principles.

Our political engagement policy governs our involvement in and disclosure of political advocacy activities, as well as our political contributions in the province of Prince Edward Island according to local law. The Sustainability & Corporate Communications Department coordinates all political contributions made by or on behalf of Maritime Electric.

Political Engagement and Lobbying

We are fortunate to live and operate in places that value and protect democratic rights.

We support organizations that advocate on a variety of subjects, ranging from national trade associations to small community groups. While advocacy and lobbying are core activities for some of these organizations, others only have infrequent and casual involvement. Generally, the objectives of these activities are to advance the interests of our Company, the utility sector or the communities we serve. When contributing to such organizations, we try to ensure alignment with our corporate values and policies, including acting ethically, with honesty and integrity, and supporting our local communities and the clean energy transition. We annually disclose to our board our contributions to trade and political organizations and other groups that my engage in lobbying. Maritime Electric does not knowingly support any organizations whose views are materially misaligned with our values and policies.

While we recognize the importance of supporting the democratic process, no contribution to a political party, organization or candidate for public office on behalf of Maritime Electric is permitted unless it is allowed by law, authorized by the CEO or CFO, and in accordance with the Company's political engagement policy.

You are not allowed to exert influence on another employee to support a political cause, party or candidate, directly or indirectly. If you know that someone is trying to exert influence, you should report it (see page 31).



QUESTION

I've been preparing material for an upcoming meeting with a government minister. Is there anything I should be doing to make sure this is all by the book?

ANSWER

Yes. Even preparing for a meeting with a government official could count as "lobbying", so you should report this activity to the Sustainability & Corporate Communications Department. Most jurisdictions require registration and filing of periodic reports when an organization's lobbying activities meet prescribed thresholds. Therefore, all lobbying-related activities must be immediately reported to the Sustainability & Corporate Communications Department, which monitors and keeps records of our lobbying activity to ensure compliance. Questions regarding lobbying regulation should be directed to the Sustainability & Corporate Communications Department or the CFO.

EMPLOYEE POLITICAL ACTIVITY

You aren't allowed to campaign for or promote any political party or candidate in the workplace or try to directly or indirectly influence coworkers to support a political cause, party or candidate. You must not use your Maritime Electric position, office or property for any political activity or donation, or in any way where such an association could be reasonably inferred. If you know of any such activities, you should report it (see page 31).

If you plan to seek an elected or appointed government position, you must first advise the CFO. If you engage in political activities, you must make clear that your views are your own, and not those of Maritime Electric.

Competition and Anti-Trust Legislation

You must comply with all applicable Canadian and foreign competition laws to ensure fairness, transparency and fair play in our commercial activities.

Actions such as entering agreements with others to allocate markets or customers, price fixing or agreements to control or manipulate prices, the boycotting of certain suppliers or customers or exclusive dealing, bid-rigging, misleading advertising, price discrimination and predatory pricing, tied selling, delivered pricing and the abuse of dominant market position, are prohibited. We must be vigilant to avoid such activities, including when participating in trade associations.

If you're not sure if there is a potential issue with competition law related to a specific business activity, speak to your supervisor, a member of senior management or the CFO.



QUESTION

I dread eating my lunch in the lunchroom because one of my co-workers is always badmouthing the government and trying to get others to back her favourite political party. I used to look forward to a relaxing lunch break but this is taking the joy out of my quite time. Is this allowed?

ANSWER

No. Our code and *political engagement policy* prohibit the politicization of the workplace. Employees may not engage in promoting any political party or candidate in the workplace or seek to pressure or influence co-workers to vote for any political party or candidate. If any such behavior is observed in the workplace, you should contact an internal resource.

Privacy

Maritime Electric may possess personal information relating to employees, customers and other individuals. This information may include their name, home address, phone number, email address, date of birth, social insurance number, credit card information, etc. Privacy laws generally set out rules regarding the purposes for which personal information can be collected, how personal information must be managed, individuals' rights to know how their personal information is used, and when this information must be deleted. Our *privacy policy* provides guidance on the proper handling of personal information.

To the extent that consent to collecting, using or disclosing personal information is required by law, we will assume, unless we are advised otherwise, that you have consented to Maritime Electric collecting, using and disclosing personal information in the way and for the purposes stated in our *privacy policy* and as allowed under privacy laws.

Business Travel and Expenses

Depending on your role, you may need to travel or incur expenses on behalf of Maritime Electric. Generally, business travel should be arranged through our designated travel management agency, and business expenses should be paid using a Maritime Electric corporate credit card. These cards are generally issued to designated employees who travel frequently or otherwise regularly incur corporate expenses in connection with their work. Corporate credit cards should not be used for cash advances or personal, family or household expenses. You are responsible for making sure your expenses are appropriate and in keeping with our policies. Your supervisor is responsible for approving your expenses.

TRAVEL AND BUSINESS EXPENSES POLICY

Our travel and business expenses policy sets out guidelines for business travel including air travel, accommodations, ground transportation, meals and other expenses, and provides that business travel expenses should be paid using a corporate credit card.



Outside Employment and Volunteering

Volunteering and supporting the communities we serve is one of our core values, and we encourage everyone to volunteer in the community. However, your outside interests must not adversely affect your performance or objectivity at work.

You can pursue outside interests, like working in a part-time or off-hours job. However, consulting with, working for, or volunteering with a person or entity that Maritime Electric has a current or potential business relationship with can give rise to a real or perceived conflict of interest, and must be avoided.

Contributing corporate time or resources to community or charitable service must be approved by a member of senior management.

Serving on Outside Boards

If you want to serve on the board of directors or governing body of a for-profit enterprise or government agency, you need approval from the CEO and the Chair of the board before you accept the position.

You can serve on the board or governing body of a non-profit organization without receiving prior approval from a member of senior management if the appointment is not an actual or perceived conflict of interest with Maritime Electric.

COMMUNITY SUPPORT

Maritime Electric contributes to different charitable organizations as part of our commitment to communities.

Donation requests must be approved by the Sustainability & Corporate Communications Department even if the donation is to an organization you're not associated with. This makes sure we're objective in evaluating, authorizing, processing and documenting all donation requests, and that we can avoid potential for fraud, abuse or a perceived conflict of interest.

The Sustainability & Corporate Communications Department administers this program and records all requests. See our *anti-corruption policy* and *anti-corruption procedures* on our intranet for more information.



You must always protect our assets, including corporate property, information and hardware.

Corporate Assets and Opportunities

You have a personal responsibility to protect our tangible assets (like our equipment and facilities), and intangible assets (such as corporate opportunities, intellectual property, trade secrets and business information, including information assets such as emails, memos, accounting records, invoices and contracts) from misuse or theft. You must comply with internal policies and procedures concerning information security.

You cannot obtain, use or divert Maritime Electric property for personal use or benefit, or use the Maritime Electric name or purchasing power for personal benefit. For example, you can't:

- take corporate opportunities for yourself that you discover through your position with the company or through the use of corporate property or information
- use our property, information or position for personal gain
- compete with Maritime Electric. You owe a duty to Maritime Electric to advance our interests when an opportunity arises

All contracts involving Maritime Electric must be in writing. You should not accept a side or comfort letter if it's not attached to the main contract, unless you've received advice from legal counsel.

Proprietary and Confidential Information

You may handle information that is confidential to Maritime Electric or create a work product that belongs to us. You must not share this information, or any other confidential or proprietary information about Maritime Electric or a person or organization that we have a current or potential business relationship with any person or entity, during or after your service with Maritime Electric.

The only exceptions are if:

- it's in the necessary course of Maritime Electric business
- it's authorized under a non-disclosure agreement that's been approved by the CEO or CFO
- you've received written authorization from a member of senior management
- it's required by law, as determined after consulting with the CFO

You must tell us about any invention, improvement, concept, trademark or design you have prepared or developed during your employment or association with Maritime Electric and agree that we're the exclusive owner of the property.

When your employment or association with Maritime Electric ends, you must return all proprietary and confidential information to us. All Maritime Electric assets must be used lawfully in furthering our corporate objectives.

ABOUT CONFIDENTIAL INFORMATION

Confidential information means all information that is confidential, proprietary and not public, in any format (including written, oral, visual, electronic or otherwise), that belongs to Maritime Electric or arises from a relationship with Maritime Electric.

It includes the following, among other things:

- information about employees, customers, and vendors
- business plans, budgets, strategies, projections, reports and analyses
- operational data and reports (including operating performance measures, processes, training and knowledge base materials)
- financial and tax data and analyses
- legal and contractual matters, including privileged information that is prepared by or shared with counsel in providing legal advice or preparing for actual or possible litigation, and draft regulatory filings

Confidential information does not include information that is or becomes:

- generally available to the public (unless through unauthorized disclosure)
- available from a source other than directors, officers or employees of Maritime Electric or Fortis (if the source was not prohibited from disclosing the information)

If you're not sure if something is confidential, do not disclose it without speaking to an internal resource.

PROTECTING CONFIDENTIALITY

You must comply with the confidentiality provisions of our disclosure policy.

Follow these best practices:

- Keep confidential information in a safe place with access limited to those who "need to know"
- Use code names for confidential projects
- Don't discuss confidential information where it may be overheard, such as in elevators, hallways, restaurants, cafes, bars, airports, airplanes, trains, buses or taxis
- Don't print unnecessary copies and retrieve confidential information from printers immediately after printing
- Only transmit confidential information electronically where it can be done securely (e.g., not over public Wi-Fi)
- · Promptly remove confidential information from the room after meetings and destroy if no longer required

Cybersecurity

Many of our operations, assets and communications are controlled electronically or are in electronic form. This raises cybersecurity threats that must be mitigated through sound data security policies and practices. Our information technology (IT) and operating technology (OT) departments provide guidance on identifying and avoiding cybersecurity threats that can occur in our daily work. Security is a shared responsibility and we all must remain attentive and vigilant at all times to safeguard our Company.

Our cybersecurity policy provides guidance on cybersecurity best practices and how to identify and minimize potential risks.

Artificial Intelligence

The availability and use of generative artificial intelligence (Generative AI) platforms have grown rapidly. Such products can benefit our business, but also bring risk. Our *cybersecurity policy* sets out our expectations for managing the use of Generative AI, including considerations regarding appropriate uses, protecting confidentiality and intellectual property rights, and vetting and clearly identifying content produced using Generative AI.



QUESTION

When I ask ChatGPT to write a Scope of Work for me for a new contract with a service provider, it does a great job and all I have to do is input some basic information about the service being provided, payment terms and party contact information. Is this OK?

ANSWER

No, Generative AI platforms like ChatGPT generally take the information that you upload, add it to the tool's data base and generate new content through machine learning. However, you may lose rights to or control over the information that you upload. Therefore, one should not upload confidential, proprietary, or personal information, or company-specific or identifying information into a AI platform without first consulting the IT Department, as recommended in the cybersecurity policy. Furthermore, where this activity involves Maritime Electric potentially entering into a new service contract, Legal Counsel must be engaged to oversee the drafting and approval process.

Communication Devices

Communication resources like phone systems, computers, fax machines and mobile devices are owned by Maritime Electric and are to be used only for business purposes.

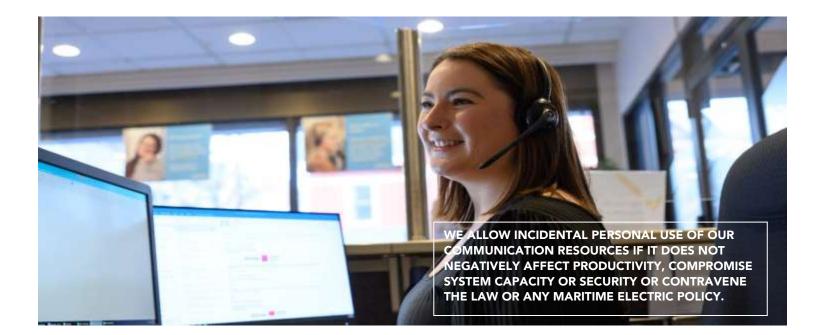
Take appropriate security precautions when using these resources to transmit or receive confidential, sensitive or proprietary information. The *cybersecurity policy* provides helpful advice about how to safeguard electronic communication devices and maintain security over confidential information while traveling.

Personal devices and third-party messaging apps must not be used for work-related communications – all such communications must be conducted using company-issued communication devices.

You must not use our communication devices for improper or illegal activities, such as the communication of defamatory, pornographic, obscene or demeaning material, hate literature, inappropriate blogging, gambling, copyright infringement, harassment or obtaining illegal software or files.

We monitor our communication resources for improper use and security purposes and audit them as part of our network management. Therefore, you should have no expectation of privacy where companyissued communication devices, such as smart phones, are used for incidental personal use.

See our cybersecurity policy for more information.





QUESTION

My friends use SnapChat to communicate all the time, and we really like it. I know that some of my co-workers are familiar with the app as well. Is it OK to use this app to communicate with my co-workers?

ANSWER

While messaging apps such as SnapChat are fine to use when chatting with your friends outside of work, they should never be used for business purposes. Any communications that pertain to work or contain information that may be relevant to our business should be conducted using official corporate communications channels. The use of "ephemeral" messaging apps, which erase communications immediately or after a short period of time, could expose our company to risk, both from a records management and e-discovery perspective, and must not be used for official business purposes. The IT Department should be consulted if you have questions about which apps are permitted to be installed on corporate devices.





QUESTION

I travel and work from home quite a lot and rely on my ability to work remotely using my laptop or tablet. Are there any things I should do to ensure confidential information is protected?

ANSWER

Yes. Our IT department has developed a *cybersecurity policy* which provides advice on how best to secure your Maritime Electric-issued communication and computing devices and the confidential information that is stored on them. Cyber risks are a growing and evolving security threat, with bad actors constantly seeking ways to access personal and business-sensitive information and disrupt business operations. Our IT Department monitors and takes active measures to counter these threats. You should follow all security directives and recommendations issued by the IT Department, including reviewing the *cybersecurity policy* and following its recommendations. Some best practices for remote work include ensuring that your work location is secure for companyowned technology resources, confidential materials are not left where others could read them, discussions during virtual meetings cannot be overhead by others, and Wi-Fi networks are secure.

EXTERNAL COMMUNICATIONS

Our disclosure policy designates authorized spokespersons to speak on behalf of Maritime Electric or to respond to specific inquiries from the public or the media. You must direct any inquiry you receive from the public or the media to an authorized spokesperson, which includes our CEO, or Manager, Sustainability & Corporate Communications.

SOCIAL MEDIA

Social media includes websites and services where users can share information, ideas and opinions online. The Sustainability & Corporate Communications Department oversees Maritime Electric-owned social media sites. While it is perfectly fine for employees to "like" or "share" social media postings by Maritime Electric, employees must use personal social media sites responsibly, with special attention to postings that could reflect negatively upon or be attributed to Maritime Electric. You should follow these quidelines when using social media:

- don't engage in discussions about Maritime Electric, competitors or the utility industry
- don't disclose confidential or material information about Maritime Electric
- don't speak for Maritime Electric unless you're an authorized spokesperson acting in that capacity
- don't include the Maritime Electric name, logo or brand in your social media or content, except for example in your bio information on professional networking sites
- respect others and avoid disparaging harassing, "trolling" or illicit language
- if your post could be seen as speaking for Maritime Electric, add a disclaimer that it is your personal view only

See our disclosure policy for more information.



QUESTION

Some of my friends are quite active on social media and go so far as to post comments about their employer and its competitors. Does that seem appropriate?

ANSWER

It depends. "Liking" or "sharing" Maritime Electric postings or celebrating Maritime Electric or co-worker achievements is perfectly fine. However, as a subsidiary of a publicly traded company, we are subject to strict rules that govern how information about the company is shared with the public, and we have designated spokespersons whose job it is to speak for our company. Therefore, employees should avoid discussion of work-related matters in their online activities. Employees are also strongly discouraged from publicly commenting on competitors or the utility industry as such comments could be attributed to Maritime Electric. Our *disclosure policy* provides more information on our designated spokespersons and employee use of social media and other modes of electronic communications. Additional guidance may be sought from the CFO.





Keeping Accurate Financial Records

We always expect compliance with generally accepted accounting principles and internal controls. All Maritime Electric books of account, records and other documents must accurately account for and report all assets, liabilities and transactions.

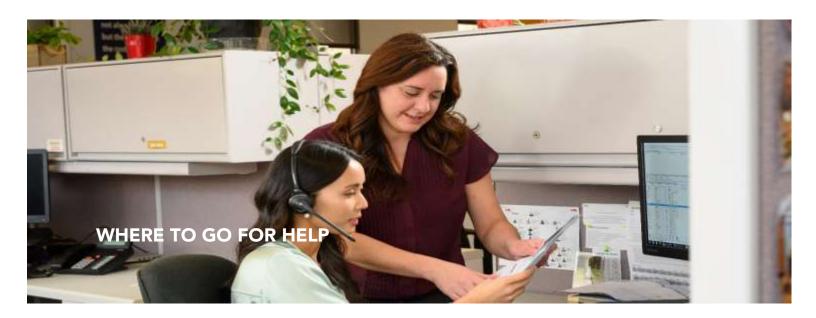
You must not:

- cause our accounting and financial books or records to be incorrect or misleading in any way
- participate or assist in concealing an improper transaction
- delay the prompt or correct recording of disbursements
- · hinder or fail to cooperate in resolving issues identified in internal or external audit reports
- conceal knowledge of any untrue, misleading or inaccurate statement or record, whether it was made intentionally or unintentionally
- conceal a transaction that does not seem to serve a legitimate commercial purpose or fail to bring it to the attention of appropriate supervisors

If you have any concerns or complaints regarding questionable accounting or auditing matters, you should follow the guidelines in our *speak up policy*, including promptly reporting the concern or complaint according to the procedures set out in that policy (see page 31).

Records Management

Effective records management facilitates operational efficiencies and business continuity while mitigating litigation and other risks. Legislation also prescribes minimum retention periods for certain business records. Our record retention and disposition policy sets out best practices for managing our permanent business records and sets minimum retention periods for certain records. Our permanent business records must be managed consistent with these policies.



Following the code is mandatory. It is your responsibility to speak up or ask for help if you are not sure about something.

It's also your responsibility to report a concern if you believe someone is not following the code, any other Maritime Electric policy or applicable laws, or if you observe what appears to be accounting or auditing irregularities.

Filing a Report

You can report an incident personally or file a report anonymously by using our *EthicsPoint* hotline. The service is available 24 hours a day, seven days a week (see page 31).

We investigate all reports and keep all information confidential to the extent permitted by law and feasible in connection with the investigation and resolution of the matter. Make sure you provide enough information or evidence to substantiate your report and allow for a proper investigation.

Where other Maritime Electric policies contain their own specialized reporting procedures, such as under the *respectful workplace policy*, those procedures should first be followed whenever possible. Incidents reported through the *EthicsPoint* hotline may also be re-directed through the specialized reporting procedures under other Maritime Electric policies if it is more appropriate.

ALWAYS ACT IN GOOD FAITH

There are no repercussions for filing a report or assisting with an investigation if you have reasonable grounds and you act in good faith.

Filing a report in bad faith – with malicious intent, or when you know it is not true – is a serious matter and will lead to disciplinary action, which could include losing your job.

Nothing in this code restricts your ability to make a good faith report to a government or regulatory authority with respect to unlawful conduct.

Maritime Electric will also not permit any form of retaliation against individuals for assisting with an investigation by providing information or otherwise.

For more information on reporting misconduct, see our speak up policy.

FILE A REPORT PERSONALLY

Go to your supervisor or speak to an executive officer, a member of senior management or the CFO to report an actual, potential or suspected violation.

If you do not feel comfortable reporting the incident to your supervisor, or any other member of senior management, you may report the incident to Internal Audit (who the board has designated as the *Administrator* and an *Investigator* under the *speak up policy*) or the chair of the audit and risk committee.

Julie Doyle Internal Audit 902-629-3666 julie.doyle@maritimeelectric.com Maureen Gallant Chair, Audit and Risk Committee 902-882-5051, ext. 370 maureen@royalstarfoods.com

FILE A REPORT ANONYMOUSLY

If you do not feel comfortable reporting the incident personally, you can use our *EthicsPoint* hotline to file a report anonymously. Although you can submit an anonymous report through *EthicsPoint*, anyone making an anonymous report should be aware that maintaining anonymity could hinder an effective investigation of the incident. As a practical matter, it is also possible that the anonymity of a person who makes an anonymous report may become known during the investigation or resolution of the incident or may become subject to legal disclosure requirements. We therefore encourage you to only report on an anonymous basis where absolutely necessary due to the inherent difficulty in properly investigating, following up on and resolving anonymously reported incidents.

We use NAVEX, a third party that provides confidential, anonymous reporting services 24 hours a day, seven days a week:

Online Go to <u>www.maritimeelectric.ethicspoint.com</u>

Phone Toll free Canada and the United States 1-866-294-5534

What Happens Next

Reports are forwarded to Internal Audit and chair of the audit and risk committee, and you will receive an acknowledgement within five business days.

The acknowledgement will contain a unique code called a *report key*. Write down your report key and password and keep them in a safe place. Be sure to check frequently on the status of your report through *EthicsPoint* because there may be follow-up questions or information requests that require your response.

An Investigator will be assigned based on the nature of the report and the skills required to investigate each incident promptly and independently. Information will be kept confidential to the extent permissible by law and feasible to allow a proper investigation and resolution, and the Investigator will always try to protect the identity of the persons involved. All incidents relating to questionable accounting or auditing matters will be investigated under the supervision of the audit and risk committee.

An Investigator may involve management in the investigation as deemed appropriate. An Investigator may also authorize an independent investigation or engage external consultants or advisors to assist in the investigation. The process can also lead to an external investigation or proceedings with a government or regulatory authority. Employees are expected to cooperate with and render assistance to investigators in a forthright and timely manner.

We'll communicate the status and, where possible, outcome of an investigation as timely as possible and will contact you directly if you identified yourself when filing the report.

If you filed the report anonymously, you can receive an update using the method you used to make the report. Go on the *EthicsPoint* website or call the toll-free number and use your report key and password to receive the update.

We Retain Records

All records relating to an incident are the property of Maritime Electric. We retain records:

- to comply with applicable laws and our document retention policies
- subject to safeguards that ensure confidentiality and, when applicable, the anonymity of the report
- to maximize their usefulness to our compliance program





This code references other important governance policies at Maritime Electric. You can find this code and the following policies and documents on our intranet or you can ask the CFO for a copy:

- Anti-corruption policy
- Anti-corruption procedures
- Board diversity policy
- Cybersecurity policy
- Disclosure policy
- Drug and alcohol policy
- Human rights statement
- Inclusion and diversity commitment statement
- Insider trading policy
- Occupational health and safety policies
- Policy on reporting allegations of suspected improper conduct and wrongdoing (speak up policy)
- Political engagement policy
- Employee Privacy policy

- Record retention and disposition policy
- Record retention schedule
- Respectful workplace policy
- Travel and business expenses policy
- Vendor code of conduct



Code of Conduct Certification

I	hereby acknowledge that I have read and understand the Maritime
Electric Code of Condu	ct. This Code describes the specific standards of ethical business practice and
conduct expected of e	ach employee. This Code does not cover every situation or action that an
employee may encounte	er. Should an employee have any doubt about the correct legal or ethical action
in a given situation, such	n employee should seek guidance from an internal resource.
I understand that this	forms part of my Contract of Employment. I have read and understand the
information contained in	n it.
Employee	
Signed	
Dated	