



CODE OF ETHICS AND CONDUCT

A GUIDE TO DOING THE RIGHT THING

The image features three identical grey, paneled doors set in a row against a dark, cloudy sky. The middle door is slightly ajar, revealing a bright, sunny landscape with a blue sky and a yellow field. The foreground is a cobblestone path. A white semi-transparent banner is overlaid at the bottom, containing the text.

Doing the right thing is about having
integrity and **doing what's right.**
...even when no one is watching.



A MESSAGE FROM SEAN KELLY

As a teammate at Emco, I am proud of our culture of acting with integrity and always doing what's right, regardless of the circumstances. We hold ourselves accountable to the highest standard with both our actions and our words.

Guided by our core values of fairness and caring, trust and respect, generous listening, and straight talk, as Emco teammates, we will continue to maintain the highest level of ethical standards and act with integrity. I am confident that you will play your part by acting in a professional, businesslike manner, and complying with all relevant laws and regulations. While results are critical to our success, the way we deliver those results is just as important.

This Code of Ethics and Conduct is designed for you, to guide your actions in a business environment that is constantly changing. Here at Emco, you have the freedom to live into your dream, remembering that freedom comes with accountability. I am personally proud of the way we hold to both our ethical and integrity standards and your commitment to being a part of Emco's dream team.... thanks a lot.

Sean Kelly
President



ALWAYS DO THE RIGHT THING - INTRODUCTION

This Code of Ethics and Conduct (the “Code”), in addition to the standards, controls, policies, and principles found in our Standard Practice Instructions (SPIs) and related Job Aids and Supplements, provides expectations, guidance, and requirements for your actions as an Emco teammate. The Code is designed to enable teammate awareness of ethical expectations and to ensure every teammate is guided to: Do the Right Thing.

Your Responsibility as an Emco Teammate

Doing the right thing is about having integrity and doing what is right even when no one else is watching. You may encounter situations where you are uncertain about what the right thing to do is, in these cases seek guidance. Your Profit Centre Manager, Region Manager, Division Manager, the President, and the Legal and Internal Audit departments are here to help support your understanding and decision making. We cannot emphasize this enough. Our policy is to maintain the highest standard of ethics in all our business relations and our reputation for ethical business practices is one of our most valued assets. It is maintained through your behaviour and by avoiding any action that might reflect unfavourably upon you or Emco.

No one at Emco is ever expected or authorized to breach a SPI, commit an illegal, unethical or unsafe act, or to instruct others to do so—not in the name of business efficiency or customer service, not to get results, and not for any other reason.

Where should you start?

Teammates are required to read, review, understand, apply and follow this Code at all times, including in their daily actions and decisions. You are required to sign a Declaration confirming your agreement to follow this Code (and all SPIs and applicable laws) and Schedule B if applicable.

Teammates must review all of our SPIs (which can be accessed through OneEmco) and abide by them and all applicable laws.



ALWAYS DO THE RIGHT THING – CONTD...

Ask Questions and Report Concerns

No code can cover every situation, so you must comply with both the letter and spirit of this Code. We emphasize disclosure and discussion.

- **Ask questions, seek guidance and report** suspected violations of this Code or the SPIs.
- **Seek advice** from your manager before engaging in any activity that you suspect might be in violation of this Code, the SPIs or any law.
- **Seek guidance** from your Region Manager, Division Manager, the President, the Internal Audit department, or the Legal department if you are uncomfortable sharing information with your manager.
- **You must raise the issue** with higher levels of management if your matter is not resolved through discussion with your manager.

Retaliation against teammates who come forward to raise genuine concerns in good faith will not be tolerated – you can discuss with or report to your manager, Region Manager, Division Manager, the President, the Internal Audit Department, the Legal Department or others such concerns without fear for your job, retaliation, or other consequences.

Know what is expected
– Get involved –
Do the Right Thing!

Thank you for representing Emco in a way that all teammates can be proud of.



Any breach of this Code will be cause for disciplinary action, up to and including termination of your employment for cause and without any compensation.

CORE VALUES

Emco is founded on strong core values which impact how we act and the decisions we make every day. "Do the right thing" is a fundamental belief shared throughout the organization and is integral to our success in building strong customer relationships that withstand the test of time.

Doing the right thing and being committed to the success of others. Showing others by our words and actions that we genuinely care about them personally and professionally.



**FAIRNESS
& CARING**



**TRUST
& RESPECT**

Acting with integrity and leading by example. Always doing what we say we are going to do. Being trusting and respectful of others.



**GENEROUS
LISTENING**



**STRAIGHT
TALK**

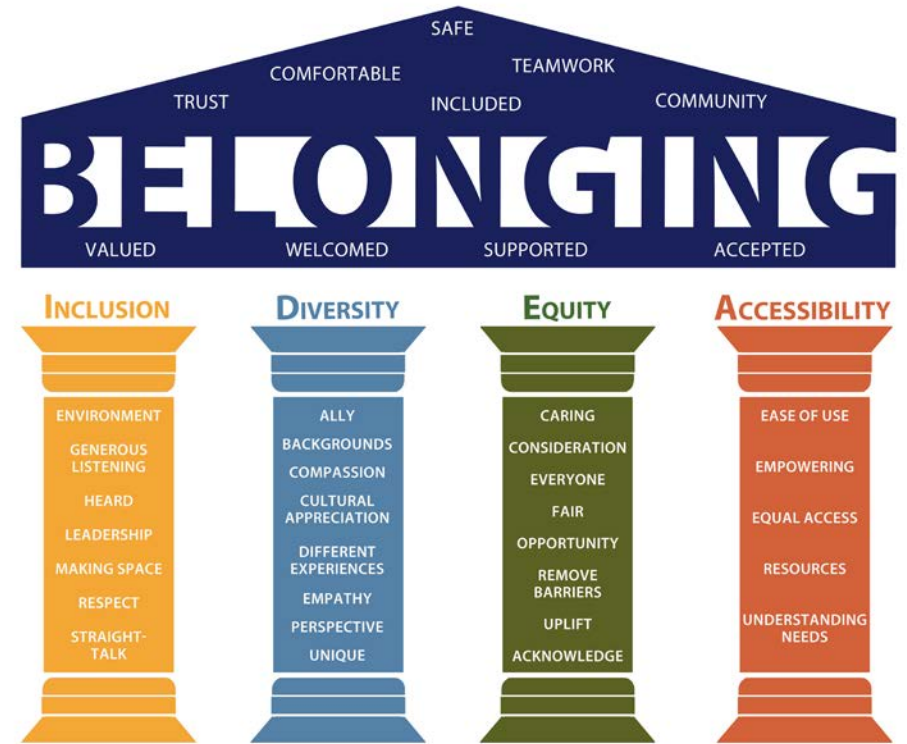
Listening carefully and deeply to ensure we fully understand each other. Being open to new ideas. Suspending our judgments in a way that encourages others to share their opinions and allows us to hear what others are truly saying.

Respectfully saying the things we really mean in a timely manner and in the spirit of fairness and support of others. Providing feedback and being committed to having the conversations that are needed.

INCLUSION, DIVERSITY, EQUITY, AND ACCESSIBILITY (IDEA)

Emco's culture has continuously evolved throughout our history as we've enhanced and refined our Core Values, Key Business Principles, Strategic Priorities, our goal to ensure "No One at Emco Gets Hurt", and our steadfast conscious choice to always "Do the Right Thing". Our IDEA journey has provided us with an exceptional opportunity to further strengthen our culture and provide enhanced meaning to our values, principles, and priorities.

- **Inclusion** is about the collective. It is about creating a culture that strives for equity and embraces, respects, accepts and values differences.
- **Diversity** is about the individual. It is about the variety of unique dimensions, qualities, and characteristics we all possess.
- **Equity** can be achieved by creating an inclusive culture that recognizes and values the diversity of our teammates and communities.
- **Accessibility** involves proactive measures to create an inclusive environment where every individual can fully participate and contribute. It revolves around enabling all teammates to thrive by providing ease of access to opportunities, resources, and support.



RESPECT IN THE WORKPLACE

We all deserve to be treated with dignity and respect. Emco is committed to attracting, developing, and retaining a diverse and inclusive workforce and establishing a work environment that embraces our strengths and differences, bringing out the full potential in each of us.

You play an important role in creating a work environment (including work related social functions) in which teammates and business partners feel valued and respected for their contributions; respect each other's talents, abilities, and experiences; value the input of others; and foster an atmosphere which embodies our Core Values of fairness and caring, trust and respect, generous listening, and straight talk.

- Emco supports its teammates with disabilities, including providing reasonable accommodation that takes into account each teammate's needs due to disability.
- Emco is committed to creating a workplace free from discrimination, unreasonable conduct, and harassment of any kind (including sexual harassment).
- Every teammate is expected not to, nor threaten to, nor allow anyone else to, discriminate against or harass any person for any reason whatsoever (including on the basis of race, religion, religious association or activity, creed, colour, sex, sex-determined characteristics (including pregnancy), marital or family status, sexual orientation, age, national and ethnic origin, Indigenous origin, ancestry, place of origin, citizenship, language, political belief, gender, gender identity or expression, physical or mental disability, or disfigurement).
- Any threatening, insulting or abusive acts or acts of violence, harassment, sexual harassment, discrimination, intimidation, bullying or other disruptive behaviour will not be tolerated.

- You must report to management any legitimate concerns you may have and can do so without fear for your job, retaliation, or other consequence.
- In situations involving actual and/or potential acts of violence, teammates should take immediate action including dialing 911, assisting injured people, and leaving the location when necessary.

Acting with integrity is about more than Emco's image and reputation or avoiding legal consequences—it's about maintaining a place that is safe where all are proud to work.

Please also review:

SPI 211 – Employment Equity

SPI 212 – Accommodation of Teammates

SPI 213 – Human Rights, Harassment, Discrimination, Bullying, Physical and Psychological Workplace Violence



KEEP ACCURATE AND COMPLETE RECORDS

Every day, Emco teammates create records of business transactions – for example: sales orders and bids, quotes, invoices, shipping and receiving documents, agreements, collections, refunds, purchase orders, returns, time records, operating expenses, expense reports and benefit claims.

Every record must accurately reflect the true details of the transaction. You must ensure that:

- All transactions are legitimate, properly authorized, executed and recorded;
- All records make full, fair, accurate and timely disclosure of all transactions;
- Records are not intentionally understated or overstated and dates of transactions are not misrepresented;
- Records are retained and discarded in accordance with Emco policies and procedures;
- All required documentation for all products and materials that leaves, is received, or is returned to the Profit Centre is accurately created in a timely way and is retained as required;
- All products that enter or leave the Profit Centre are updated in the ERP system in a timely manner.

Please also review:

SPI 217 – Teammate Business Expenses

SPI 310 – National Credit Policy

SPI 320 – Release of Material

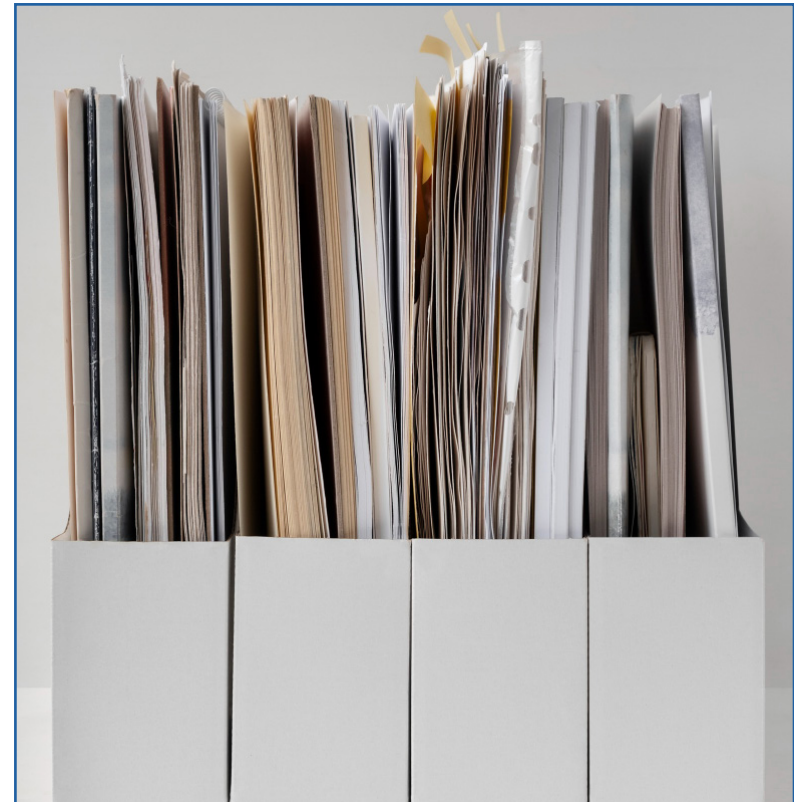
SPI 322 – Returns, Credit Notes and
Warranty Claims

SPI 331 – Stale Inventory

SPI 337 – Purchase, Receipt and
Maintenance of Inventory

SPI 368 – Capital Expenditures

SPI 373 – Revenue Recognition



**Do not falsify documents
or data, manipulate, or
misrepresent information, or
commit fraud in any manner.**

Teammates must protect Emco assets and accurately document all business transactions.

PROTECT EMCO ASSETS & INFORMATION

We have many assets including inventory, vehicles, equipment, cash, computers, communication networks, phones, mobile devices, logos, trademarks, trade names, and other intellectual property (collectively “assets”). Teammates must protect all Emco assets and ensure they are used for legitimate business purposes. We also have significant sensitive, confidential, and personal information that requires awareness and safeguards in order to ensure such information is always protected. Theft, carelessness, waste, and misuse have a direct impact on your location and profit sharing, are a reflection of your character, can impact the team’s morale and reputation, and could subject Emco to reporting obligations, fines and penalties.

You must:

- Use all assets with safety and care and in compliance with all laws;
- Use all information in compliance with all laws, non-disclosure agreements or other agreements regarding confidential information;
- Ensure all assets and information are secured at all times;
- Limit the collection of personal information to required data and documentation to meet business and legislative requirements;
- Allow approved software updates, patches, and scans on computers, laptops, tablets, and mobile phones to be completed successfully and in a timely manner;
- Lock the PC at night and consider a security system to protect the PC and Emco assets and information;
- Safeguard Emco computers, mobile devices, and other assets and information;



- Have your purchases and/or licenses of technology hardware, services, and software including cloud-based technology reviewed and approved by your manager, Emco’s Information Technology team, and as may otherwise be required by Emco’s policies;
- Ensure all required Health & Safety, Cybersecurity, and other training is completed in a timely manner;
- Do not manipulate our logos, trademarks or trade names and ensure that any third-party use (i.e. by a vendor) is properly documented by a license agreement.

Please also review:

- SPI 215 – Sales to Teammates
- SPI 221 – Health and Safety Policy
- SPI 297 – Passwords
- SPI 299 – Travel with Computers
- SPI 341 – Contracts, Agreements & Leases
- SPI 344 – Irregularity Report
- SPI 711 – Privacy Policy
- SPI 712 – Teammate Privacy Policy

Theft of Emco assets will not be tolerated and will subject you to discipline, up to and including, termination for cause.

PROTECTING YOUR EMCO DEVICES



Shut down or lock your devices when not in use, even for a minute!



Do not leave any electronics unattended in your car, even if you are stopping on your way home to run a quick errand.



Use a strong, unique PIN or password which is dissimilar to other accounts.



Do not share your password with anyone. No one will ever ask for your password over the phone or via email.



Avoid connecting USB devices and storage media obtained from unknown sources.



Do not log on to your computer and/or applications and then allow someone else to use your computer or credentials.



Avoid clicking on unknown attachments/ phishing emails; only open emails from trusted sources.



Do not leave any sensitive information on notes attached to devices.



Regularly update your mobile phone and/or tablet.



Backup your data using OneDrive.

DEVELOPMENT

Emco teammates may develop inventions, products, processes, software, computer programs, trademarks, patents, refinements, improvements, marketing materials, apps, websites, creative works, intangible assets, or other proprietary developments (“developments”) in the course of employment with Emco, that arise from confidential information acquired in the course of their employment, or that a teammate develops in the course of an outside interest or activity which relates to the teammate’s work for Emco. All such developments belong exclusively to Emco and teammates are required to make full disclosure to Emco of all such developments.



MANAGER'S NOTE

Lead by example

We expect our managers to serve as positive role models and inspire others to embrace our Code by:

- Creating an open and safe work environment where teammates feel comfortable raising concerns
- Preventing retaliation against those who speak up
- Living our core values
- Encouraging ethical decision-making
- Rewarding integrity
- Seeking help in resolving issues when they arise
- Ensuring no one at Emco gets hurt, including by proactively identifying unsafe work practices and continually investing in teammate Health & Safety knowledge
- Fostering an inclusive and diverse culture

Act with integrity and in Emco's best interest at all times.

CONFLICTS OF INTEREST

Our conflicts of interest policy is straightforward – we all have an obligation to act in the best interest of Emco at all times. Conflicts of interest may arise when a teammate, a family member or a friend engages in activities that compete with, or appear to compete with, Emco’s interests. You must consult management if you suspect, or are unsure about, any actual or potential conflict of interest.

You must avoid a conflict, or the appearance of a conflict, between Emco’s interests and your personal interests (including any business or other interests outside of your employment with Emco).

Examples of when a conflict of interest arises include when you:

- Have outside employment or business that interferes with your Emco responsibilities or affects your job performance;
- Use Emco’s assets or supplies for any such outside employment or another party;
- Participate in an outside business or other activity that has business dealings with Emco;
- Act as a spokesperson for an outside business or activity, unless it is made clear you are speaking for yourself, and your views are your own and not in any way related to Emco;
- Participate in vendor SPIFF or reward programs in a manner that violates our policies.

Without prior written approval of your manager or Region Manager, you may not:

- Accept something of value such as gifts, discounts or favours from a supplier (including SPIFFs – see below), customer or a competitor where there is an expectation that something will be given in return or where the favour is not equally available to all Emco teammates, other than as specifically allowed by this Code;
- Represent Emco in any transaction in which you or a related party has an interest.

Without prior written approval of the President, you may not:

- Own shares (other than shares listed on a stock exchange), be a director, officer, employee, or consultant to any company that does business with Emco, that wishes to do business with Emco, or that is a competitor of Emco;
- Sell or lease to Emco, or buy or lease from Emco, any property, assets, or services.

Teammates may participate in supplier SPIFFs and supplier rewards programs under the following conditions:

- The Profit Centre Manager must approve the SPIFF/reward program in advance;
- The supplier must provide the payment directly to Emco and not to the teammate;
- The Profit Centre Manager is responsible for determining and communicating how the supplier payment will be distributed to teammates;
- If the Profit Centre Manager is participating, the SPIFF/reward program must be approved by the Region Manager in advance.

Emco will act to address off-duty conduct when that conduct could detrimentally affect Emco’s brand, reputation, or business, or otherwise impact the well-being of other teammates. Such off-duty conduct can be subject to investigation and discipline.

WHO IS CONSIDERED TO BE A “FAMILY MEMBER” UNDER THE CODE?



A family member can be any of the following: spouse, domestic partner, parent, sibling, child, grandparent, grandchild, niece or nephew, aunt or uncle, cousin, stepchild, or in-law. It can also be anyone living in your household, or anyone you are dependent upon or anyone dependent upon you or one of your relatives.

Remember, potential conflicts are not limited to just relationships with relatives or family members. Conflicts of interest may arise with anyone with whom you have a friendship or personal relationship.

Ask Questions and Obtain Approval

Determining whether a conflict of interest exists is not always an easy thing to do. Always share the situation with your manager or Region Manager, and obtain your manager’s or Region Manager’s written approval in advance. If your manager changes, you must share the situation with, and obtain the approval of, your new manager.

You should always ensure the business decision made while a conflict exists is made in a transparent, visible and appropriate manner.

Please also review:
SPI 341 – Contracts, Agreements
& Leases



You must disclose annually any conflict, or an appearance of a conflict, between your personal interests and Emco’s interests, for example, when you:

- Let your business decisions be influenced (or appear to be influenced) by personal or family interests or friendships;
- Hire or supervise family members, or closely related persons;
- Have a financial or personal interest in a third party conducting or seeking to conduct business with Emco;
- Use Emco property, information, or resources for personal benefit or the benefit of others.

BUSINESS GIFTS, ENTERTAINMENT, AND TRAVEL

A gift is an item that you provide to, or receive from, a third party. Examples of entertainment and travel include:

- Dinners and other business meals with customers or suppliers;
- Taking customers to a sporting event, such as a hockey game;
- A round of golf;
- Fishing and other customer loyalty trips;
- A teammate visiting a manufacturer's plant where the manufacturer pays for some or all of the trip such as hotel, meals, or flights;
- Emco paying for a customer to visit a manufacturer's facility.

Your actions and decisions must be made impartially, free from influence (and the appearance of influence) by gifts, entertainment, and travel. Giving or receiving a business gift, entertainment, or travel requires careful consideration by you and your manager and must meet all other requirements, Emco's SPIs and this Code.

Emco teammates:

- May give or accept an infrequent, nominally valued, entertainment or travel as long as it is valued at less than \$500. If in excess of this amount, you must obtain prior written approval from your manager (and attach the written approval to your Summary of Gifts, Travel and Entertainment Form), or the item must be disclosed on your Summary of Gifts, Travel and Entertainment Form (and the summary must be subsequently approved by your manager);
- May give or accept an infrequent, nominally valued gift as long as it is valued at less than \$500. If in excess of this amount, you must obtain prior written approval from your manager and attach the written approval to your Summary of Gifts, Travel and Entertainment Form;
- Never give or accept cash (gift cards are allowed if in compliance with this Code and our SPIs);
- Obtain prior written approval from your manager before donating any funds to charitable or not for profit organizations;

- Never give or accept gifts, entertainment, or travel that are or could be illegal;
- Never give or receive a gift, entertainment, or travel to or from a government employee or official (federal, provincial or municipal), public official, member of the judiciary or other public body member (see also Bribery and Corruption section);
- Never receive discounts, gifts, favours, products, or samples that would not be equally available to all Emco teammates;
- Never contribute Emco money or property to any political party, political candidate, or holder of public office (this includes indirect contributions such as tickets to events where the proceeds go to a political party);
- Avoid lavish, extravagant, or inappropriate business expenses.



YOU SHOULD NEVER ACCEPT ANY GIFT, ENTERTAINMENT OR TRAVEL IF YOU FEEL IT WOULD AFFECT YOUR ABILITY TO ACT IN EMCO'S BEST INTERESTS.



BUSINESS GIFTS, ENTERTAINMENT AND TRAVEL CONTINUED...

Gifts, travel, or entertainment given to third parties must:

- Be made with the knowledge and consent of the manager of the customer if to their employees;
- Comply with the customer's gift policy in addition to Emco's SPIs and this Code.

All business travel and entertainment expenses are to be paid by the teammates and must be supported by appropriate itemized receipts for reimbursement. When two or more teammates incur a business expense, the person of senior rank (by reporting structure) should pay for the entire expense. It can be billed to the appropriate department when submitting the expense.

Please also review:

SPI 215 – Sales to Teammates

SPI 217 – Teammates Business Expenses

SPI 370 – Customer Rebates

SPI 375 – Gift Cards

We expect that you will represent Emco in a respectful manner and in a way that protects Emco's reputation. Socializing with business partners can be helpful in developing a good working relationship, but being intoxicated or exhibiting indecent behaviour or attending inappropriate venues is never acceptable. You should always act in a manner that promotes Emco's best interests.

It is each teammate's responsibility to ensure all business gifts, entertainment, and travel are appropriate and reported honestly and accurately.

A low-angle, upward-looking photograph of a diverse group of business professionals. They are gathered in a circle, holding hands in a huddle. The individuals are smiling and looking towards the center. The lighting is bright and natural, creating a positive and collaborative atmosphere. The text is overlaid on a semi-transparent white band across the middle of the image.

Doing the right thing is about maintaining a place where we are all proud to work.

PROVIDE FOR A SUBSTANCE FREE WORKPLACE

Teammates cannot:

- Report to work or work under the influence of medication, alcohol, illegal drugs, cannabis or other substances;
- Possess, sell, use, consume, smoke, transfer or distribute alcohol, illegal drugs, cannabis or controlled substances while working or on Emco premises;
- Bring, or allow anyone else to bring, without the prior written approval of their manager, alcohol or cannabis to any Emco workplace;
- Use lawful prescription medication, non-prescription drugs, medical cannabis or other substances that cause impairment without informing your manager.

Please also review:

SPI 220 – Smoking Policy
SPI 221 – Health and Safety Policy

Teammates are accountable for their own actions and must not impact Emco's business through the use of drugs and alcohol. Teammates are required to proactively disclose to their manager if the use of drugs or alcohol are impairing their health and fitness to work.

Emco provides addiction support services through Emco's Employee Assistance Program (EAP) for any drug or alcohol concerns.

**1-844-880-9142
one.telushealth.com
Username: EMCO | Password: EFAP**



SAFETY FIRST

Emco is committed to promoting and ensuring teammate Health, Safety, and Wellness. Protecting teammates from injury or occupational disease is a strategic priority. Every effort will be made to provide a safe and healthy work environment so that **NO ONE AT EMCO GETS HURT**. We are committed to safeguarding the Health, Safety, and Wellness of our teammates and business partners whether at our locations, at home, in the marketplace, or on the roadways. To deliver on this goal, Emco has established SPIs which outline controls and requirements to maintain teammate, customer, and visitor safety and to comply with all applicable Occupational Health and Safety legislation, regulations, rules, and standards.

Occupational injuries and illnesses can have a serious physical, emotional, and psychological impact on our teammates, as well as a significant negative effect on family members, co-workers, and extended Emco family. No job is so important, and no service is so urgent that our teammates cannot take the time to perform work in a safe manner. All teammates are expected to make Health and Safety an integral part of their job.

Every teammate is responsible for working safely and preventing and reporting workplace accidents, unsafe work conditions, unsafe practices, violence in the workplace or any attempt, threat, or suspicion of violence, bullying, or harassment.

You must always report to your supervisor or manager if you are asked to, or you observe someone:

- Performing a task that you think is unsafe or for which the person may not have the appropriate license, or that the person is not properly trained to do (such as operating the forklift, delivery vehicle or handling hazardous materials);

- Allowing customers to pull their own orders from the warehouse or the yard;
- Using a vehicle or piece of equipment that is not operating properly and/or may be unsafe;
- Who is, or appears to be, impaired or under the influence of medication, alcohol, illegal drugs, cannabis, or controlled substances.

You must always report to your supervisor or manager any Health and Safety incident or injury including any near miss, first aid, medical aid, or lost time injury or incident.



Please also review:

- SPI 212 – Accommodation of Teammates
- SPI 213 – Human Rights, Harassment, Discrimination, Bullying, Physical and Psychological Workplace Violence
- SPI 219 – Drug and Alcohol Policy
- SPI 220 – Smoking Policy
- SPI 221 – Health & Safety Policy
- SPI 222 – Personal Protective Equipment
- SPI 223 – Forklift and Powered Material Handling Equipment Policy
- SPI 224 – Early and Safe Return to Work Policy – Work Related Injuries and Illnesses
- SPI 225 – Health & Safety Incident Reporting and Investigation
- SPI 226 – Health & Safety Discipline
- SPI 227 – Working Alone
- SPI 230 – Health and Safety Champions and Committees
- SPI 231 – Work Refusal Policy
- SPI 232 – Lock-Out Tag-Out Policy
- SPI 233 – Disconnecting from Work Policy Ontario
- SPI 234 – Hazard Identification, Assessment, and Documentation Policy
- SPI 236 – First Aid, Fire Safety, and Emergency Preparedness
- SPI 350 – Company Vehicles and Car Allowance
- SPI 356 – Delivery Drivers

**Safety is everyone's responsibility
- take precautions to work safely.**

PROTECT CONFIDENTIAL INFORMATION

While employed at Emco, you may become aware of confidential information. As a result, you must protect the confidentiality and privacy of such information and you must not disclose any confidential information to anyone outside Emco, unless the disclosure is properly authorized and in connection with a legitimate business purpose.

- Confidential information includes nonpublic information, proprietary information, trade secrets, customers' names/ addresses, credit information, personally identifiable information, teammate information, pricing and financial data, results of operations (SOPs) and business strategies.
- You must not use confidential information for your personal benefit or that of any company both during and after your employment with Emco, including using confidential information to compete against Emco or to solicit/hire Emco teammates.
- You may also become aware of confidential information about other companies (for example any previous employer you may have had and our customers, suppliers and other business partners). This information is the property of the other company and you must keep it confidential. It is illegal to use that information to buy or sell shares of that company, if it is publicly traded, until that information is disclosed to the public.
- Confidential information from a previous employer cannot be shared with Emco or Emco teammates and cannot be used on Emco's behalf.
- These obligations, in addition to other post-employment obligations, continue even after you are no longer employed by Emco.
- You must return all confidential information (and other property that belongs to Emco) at the end of your employment.



Please also review:

SPI 317 – Credit and Debit Card Sales

SPI 340 – Legal Inquiries

SPI 711 – Privacy of Information

SPI 712 – Teammate Privacy Policy

Job Aid – Guidelines for Handling PCI Data and PII

Please contact any member of the Internal Audit Department or the Legal Department if you have any questions.

PROTECT THE PRIVACY OF OTHERS

Privacy laws require the collection, retention, use, and disclosure of personal information only with prior consent. You must comply with all privacy laws when handling personal information. Personal information that must be protected includes residential addresses and non-business related phone numbers, government-assigned identification numbers, salary and other compensation information, date of birth, credit card information, resumes, performance records, information relating to banking, benefits, leaves of absence and medical history, and any other information that can be used to identify an individual. You must also collect, use, store, and disclose personal information in accordance with Emco's SPIs.

Store personal information in a safe and secure manner (for example in a locked cabinet with restricted access or in the "One Drive" folder of your computer or in an Emco file share, if stored electronically). Limit the collection and sending of personal information by email, delete any emails that contain personal information once sent or received, and ensure you securely shred or delete any documents that contain personal information that are not required to be retained.

Do not store Emco confidential information or third party personal information on any laptop or desktop computer, mobile phone, tablet or external storage device not issued by Emco.

Do not store Emco confidential information or third party personal information in any third party system or cloud system that has not been assessed by IT. In addition, collect only the minimum required amount of personal information.



It is a best practice to double delete (i.e. delete from your "deleted" mailbox emails and documents).

Whether you are sharing information internally or externally, always take reasonable and necessary precautions to protect any confidential information relating to Emco. If you are requested to share confidential information, make sure that you have prior approval from your manager and that the information is handled in a protected and secure manner.

USE OF EMAIL, INTERNET, SOCIAL MEDIA AND TECHNOLOGY

Emco's information technology systems are a key component of our business operation and are provided for authorized business purposes. You must use these resources in accordance with Emco's SPIs. These resources are not personal or private.

Social media platforms such as Facebook, LinkedIn, Instagram, YouTube, and X (formerly Twitter) can help you to form new relationships with business partners and strengthen existing relationships, but they also have the potential to negatively impact the public's perception of Emco or your personal or professional reputation if not used carefully and with integrity. Inappropriate personal use of, or content on, social media can likewise negatively impact your reputation and that of Emco, may have negative business consequences, and may be a violation of this Code, Emco's core values and Emco's SPIs. Our trademarks and/or trade names must never be used in a degrading, defamatory or otherwise offensive manner.

Reasonable personal use of mobile devices, email, and the internet including social media is allowed as long as it does not:

- Consume a large amount of your time and interfere with your work performance;
- Involve illegal, sexually explicit, offensive or otherwise inappropriate material or is otherwise degrading, defamatory or offensive;
- Violate any other Emco policy;
- Negatively impact network performance;
- Relate to conducting a private commercial enterprise or for "moonlighting" purposes.

Remember to apply the same basic rules, principles, and policies found in this Code, Emco's Core Values, and Emco's SPIs to guide your online behaviour personally and while at Emco.

All messages and documents sent through an Emco phone, phone system, internet, or email account and data created on, sent from, received by or stored in or upon Emco's computers or network are Emco's property even when on smartphones or other mobile devices.

Emco reserves the right, without prior notice, to audit, monitor, access, record, delete, and disclose such messages and documents to ensure that these systems are not abused and to ensure compliance with all laws and company policies. You cannot have any expectation of privacy regarding any such data or devices.

Emco reserves the right to block access to websites and social media platforms.

Do not upload or transmit Emco confidential information or third party personal information to artificial intelligence (AI) technology websites or services (such as ChatGPT).

ANY OF YOUR PERSONAL INFORMATION THAT YOU SEND FROM, RECEIVE BY, OR STORE IN OR UPON EMCO'S COMPUTERS OR NETWORK SHOULD BE LIMITED AND IS DONE AT YOUR OWN RISK.

Please also review:

SPI 297 – Passwords

SPI 357 – Cell Phones, Smart Phones, & Portable Data Devices

SPI 364 – Information Systems Security Acceptable Use Policy

You must immediately report to PC Support, the Internal Audit department or the Legal department:

- any lost or stolen computer, laptop, tablet, phone, mobile phone or other Emco device,
- any lost or stolen personal information or confidential information, or
- cybersecurity breach including any suspected phishing attempts or incidents.

COMPLIANCE WITH ANTI-SPAM LEGISLATION

You must comply with the requirements of Canada's "Anti-Spam" Legislation ("CASL"), which regulates the sending of commercial electronic messages ("CEMs"). CEMs include communications sent by email, text, and instant message. Before you send a CEM, there are three requirements:

1. You need consent;
2. You must include your identification information; and
3. The CEM must contain an unsubscribe mechanism.

There are two types of consent under CASL: express and implied. Consent may be implied based on the relationship between sender and receiver or the content of the communication. You must be able to show that you have consent prior to sending a CEM, or, you must be able to show that the CEM is excluded or is exempt from the application of CASL.

To assist in monitoring and tracking consent, Emco has created a Consent Management system that integrates with dedicated email addresses. You must use your PC's dedicated email address when sending a CEM on behalf of Emco. To request a CEM email address for your PC, contact PC Support. Third-party marketing tools must display identification information on every email, and unsubscribe lists must be synced weekly with Emco's Consent Management system.

The monetary penalties for violations of CASL are significant. Please review the additional CASL resources available on OneEmco. If in doubt please contact any member of the Legal or Internal Audit Departments if you have any questions.

CASL requirements do not apply to a message sent to a personal relation or family member or to an existing business relation. Additionally, communications containing a quote or estimate requested by a customer, an order confirmation, factual information concerning a purchase, warranty information, product recall information or account information, are exempt.



COMPETITION LAW COMPLIANCE

Teammates must interact with Emco's customers and suppliers fairly, honestly, ethically, and lawfully and in compliance with the letter and spirit of all applicable laws, including those governing competition and business practices.

Teammates must not engage in any of the following activities and it is generally a criminal offence to do so. The penalties for doing so include imprisonment for up to fourteen years and/or fines of \$25 million or more. You and Emco may also be subject to a civil lawsuit and judgment in favour of another party.

- You must not discuss, enter into, or cause Emco to enter into, an agreement, arrangement or understanding with a competitor or potential competitor of Emco to:
 - » fix, maintain, increase, or control the price for the supply of a product;
 - » allocate sales, territories, customers, or markets for a product or supply of a product;
 - » fix, maintain, control, prevent, lessen, or eliminate the production or supply of a product.
- You must not discuss or enter into an agreement, arrangement or understanding with any competitor or other person to not submit a bid in response to a request for tenders or to submit a bid on agreed terms.
- You must not engage in any misleading advertising or deceptive marketing practices, whether made intentionally, unintentionally or recklessly. Such prohibitions include false or misleading statements or representations, statements and representations with respect to warranties, product performance and testing methods, ordinary price claims, "bait and switch" selling tactics, certain sales above the advertised price, and "drip pricing" (offering a product or service at a price that is unattainable because customers must also pay additional non-government imposed charges or fees to buy the product or service).



Never discuss prices, sales, territories, customers, markets, bids, or jobs with our competitors

It is also illegal to agree or enter into a formal or informal arrangement with another person (i) to fix, maintain, decrease, or control salaries, wages, or terms and conditions of employment ("wage fixing agreements") and (ii) to refrain from soliciting or hiring one another's employees ("no-poach agreements"). In limited circumstances such agreements or arrangements may be permissible, however, teammates must have the prior approval of the Legal department before entering into any such agreement or arrangement (whether entered into orally, in writing, or by email).

COMPETITION LAW COMPLIANCE CONTD...

There are also certain trade practices that may be adopted only with the prior approval of your Region Manager or Emco's Legal Department:

- Refusing to supply a product to a customer who is able to meet our usual trade terms in a case where the customer cannot obtain adequate supplies of the product elsewhere (**Refusal to Deal**);
- Refusing to supply a product to a customer because of that customer's low pricing policy, offering terms and conditions of sale less favourable than usual to a customer because of their low pricing policy, penalizing in any way a competitor or customer because of their low pricing policy, or attempting to inflate the price at which a customer resells a product (**Price Maintenance**);
- Requiring a customer to deal only or primarily in products supplied by Emco before supplying a product to that customer (**Exclusive Dealing**);
- Requiring a customer to purchase some other product from us before supplying a particular product to the customer (**Tied Selling**);
- Requiring a customer to sell a product only in a defined market or penalizing a customer if the customer sells the product outside the defined market (**Market Restriction**);
- Excluding a competing business from a market or taking steps to substantially reduce competition in a particular market, such as selling goods below cost to eliminate a competitor, requiring a supplier to refrain from selling to a competitor or a practice of selling goods to one customer at a discount, rebate, allowance or other advantage that is not made available to a competing customer (**Abuse of Dominant Position**);

THE TERMS AND CONDITIONS OF ANY LOTTERY OR CONTEST TO BE USED BY EMCO TO PROMOTE ANY PRODUCT OR SERVICE MUST BE APPROVED IN ADVANCE BY EMCO'S LEGAL DEPARTMENT.

- Refusing to deliver a product to a customer at the same price and on the same terms as we deliver the same product to other customers in the same area, unless there is a reasonable basis to do so based on factors such as distance and the number of units purchased (**Delivered Pricing**);
- Agreeing or arranging with competitors or potential competitors that substantially prevents or lessens competition, other than price-fixing, market allocation and supply restrictions mentioned above which are strictly prohibited (**Agreements with Competitors**).

Call your manager, Region Manager, Division Manager, or the Legal Department immediately if you think your business activities might violate competition laws or if you have any questions.

Contact your manager, Region Manager, Division Manager, or the Legal Department immediately if you are approached by a third party regarding business activities that might violate competition laws.

Question:

I was at a supplier sponsored golf tournament with employees from local competitors. Some people started discussing their customers and pricing discounts and promotions they were planning to offer in their upcoming market plan. I felt uncomfortable with the conversation and thought it was inappropriate so I told them to stop the discussion. Did I do the right thing?

Answer:

Yes, you absolutely did. You should object and stop the conversation and if it does not stop, you should leave immediately. You must also telephone the Legal Department (do not email) with details of the meeting outlining the date, the parties involved, and other relevant matters.

ENSURE STRICT COMPLIANCE OF GOVERNMENT REQUIREMENTS

Bidding and selling material to local municipalities, provincial, or federal governments may involve special legal provisions and reporting requirements. Fraudulent or dishonest acts in fulfilling a government contract can trigger severe penalties for both you and Emco.

You must never make inaccurate statements, commit fraud, or misrepresent Emco.

Please also review:

SPI 341 – Contracts, Agreements & Leases

SPI 373 – Revenue Recognition

A Note on Trade Associations

You must take extreme care when attending association meetings to avoid discussing anything which could lead to, or lead to the appearance of, anything illegal and/or anti-competitive activities, both during the formal and social programs. Any trade associations to which you or Emco belong should have formal procedures which are followed, such as preparation of agendas and minutes of meetings. If improper/anti-competitive matters are discussed, you must object and, if the discussion does not stop, you must leave the meeting and ask that the minutes record your departure.

If you are visited by a representative of the Competition Bureau, the police, the RCMP, the Department of Justice, or any other governmental investigator, you must treat the representative politely and tell them that we will cooperate. Note, however, that you are not required to answer any questions, and you must immediately contact your Region Manager or Emco's Legal Department.

Similarly, any subpoenas, orders, summons, or other legal process or inquiry must be reported immediately to your Region Manager or Emco's Legal Department.



BRIBERY AND CORRUPTION - COMPLY WITH NATIONAL AND INTERNATIONAL LAWS

Emco's commitment to the highest ethical standards applies both at home and abroad. All teammates must comply with Canada's Corruption of Foreign Public Officials Act ("CFPOA"), Canada's Criminal Code, and the U.S. Foreign Corrupt Practices Act ("FCPA"), all of which prohibit bribery of government officials and the receipt of corrupt payments.

Teammates may not, anywhere in the world, offer, pay, promise or provide (directly or indirectly) any form of gift, entertainment, advantage or anything of value to any government official, public official, judiciary member or employee of government-owned companies (for example, hydro/energy, mining, communications, farming, liquor and gaming, hospitals, and other companies) to:

- Obtain or retain business;
- Induce the employee or official to do any act in violation of their lawful duty;
- Influence business decisions; or
- Secure an unfair advantage.

These prohibitions apply to our business operations and to anyone acting on our behalf, including freight forwarders, agents, consultants, suppliers and contractors. Ignorance is no defense. Teammates must conduct due diligence about their business relations to reduce the risk of violating any anti-bribery laws. Businesses as well as individuals face severe consequences for violations.

If you hear rumours of improper payments or warning signs, never ignore them—contact the Legal Department or your Region Manager immediately.

At Emco, we do not take or pay bribes or allow our business partners to make or take bribes on our behalf.



A BRIBE MAY INVOLVE ANYTHING OF VALUE, NOT JUST MONEY

WHAT IS "ANYTHING OF VALUE"?

Corruption may involve the exchange of "anything of value." The concept of "value" is very broad and could include goods, services or merchandise, gift cards, event tickets, gift certificates, entertainment, travel perks/trips, use of vacation homes, free airfare or accommodations, special favours or privileges, donations to designated charities, discounts, free personal services, financial or property loans, co-signing of a loan or mortgage, or a promise of future employment.

BE VIGILANT - MONITOR THIRD PARTIES CLOSELY

Q&A about CFPOA/ FCPA

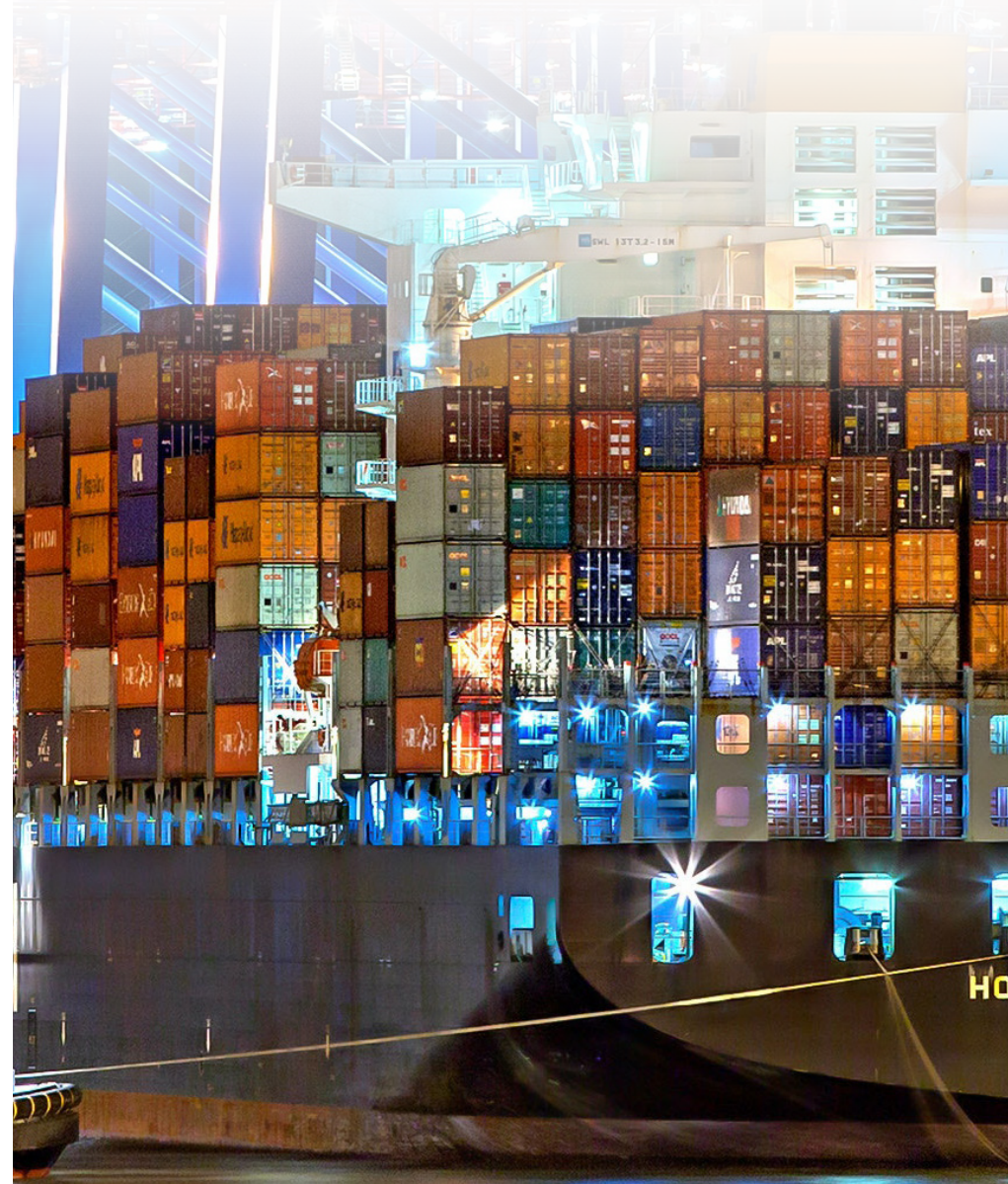
A Profit Centre is contacted by a customer who is working on a hotel project in St. Thomas in the Caribbean. The customer places a large fixture order and tells the PC that the material must be on the jobsite in less than thirty days. The Profit Centre contacts a freight forwarder to handle the transportation of the material to St. Thomas and explains the deadline for the shipment. The freight forwarder works with its contacts in the Caribbean and offers a customs agent in St. Thomas a new iPad if the agent can clear Emco's shipment immediately upon landing. The customs agent accepts the gift, clears Emco's shipment upon arrival and it arrives at the jobsite on time.

Question: Was the gift to the customs agent a violation of the CFPOA/FCPA?

Answer: Yes, the gift of the iPad to the customs agent is a violation of the anti-bribery provisions of both the CFPOA and FCPA since it was designed to corruptly influence a foreign official into expediting the shipment in exchange for a business advantage. Emco could be liable for the acts of the freight forwarder since it is acting as Emco's agent.

**TEAMMATES SHOULD CHOOSE
BUSINESS PARTNERS CAREFULLY
AND COMMUNICATE CLEAR
EXPECTATIONS.**

**A BRIBE PAID TO A FOREIGN CUSTOMS
AGENT TO EXPEDITE A SHIPMENT
VIOLATES ANTI-BRIBERY LAWS.**



FORCED LABOUR AND CHILD LABOUR (MODERN SLAVERY)

On May 11, 2023, Canada passed *An Act to enact Fighting Against Forced Labour and Child Labour in Supply Chains Act and to amend the Customs Tariff* (the “Modern Slavery Act”), which is aimed at creating supply chain transparency and reporting obligations for certain companies in an effort to fight against forced labour and child labour in Canadian supply chains.

Emco does not tolerate forced labour or child labour in our operations or supply chain and takes active steps to ensure that our suppliers share this commitment. Each year, we communicate these expectations to each of our suppliers and require that they notify us if they become aware of forced labour or child labour in their operations or supply chains.

In addition, we rely on you to conduct the necessary and ongoing due diligence of our suppliers (both new and existing suppliers). You are also required to report any suspected instances of forced labour or child labour in our operations or supply chain.

Under the Modern Slavery Act, Emco is required to prepare and publicly disclose an annual report summarizing our policies and due diligence process in relation to forced labour and child labour, the parts of our business that present a risk and how we assess and manage this risk, and the measures that we take to remediate forced labour and child labour. This report is published on our website.

The International Labour Organization estimates that 28 million people worldwide were forced into labour in 2021.

According to World Vision’s 2023 Supply Chain Risk Report, the value of Canadian imports that are at risk of being produced by forced labour or child labour was \$48 billion as of 2021.

The Modern Slavery Act also amends the *Customs Act*. As a result of this amendment, it is illegal to import goods that are mined, manufactured or produced in whole or in part by forced labour or child labour. Failure to comply may result in the detention and disposal of goods, significant monetary penalties, and/or imprisonment.

Please also review:

SPI 348 – Forced Labour and Child Labour (Modern Slavery)

IF YOU SUSPECT THE PRESENCE OF FORCED LABOUR OR CHILD LABOUR IN A SUPPLIER’S OPERATIONS OR SUPPLY CHAIN, CONTACT EMCO’S LEGAL DEPARTMENT.



AUDITS AND INVESTIGATIONS

Emco Auditors and investigators require your full cooperation. During your employment with Emco, you may be asked to participate in an audit or investigation. When this happens, you must cooperate fully and communicate honestly.

Emco takes all reports of possible misconduct seriously. We will investigate the matter, make a determination whether Emco SPIs, the Code of Ethics, or the law have been violated and take appropriate corrective action.

Please also review:

SPI 361 – Internal Audit Services

Any retaliation against a teammate who raises a genuine issue is a violation of this Code, our Core Values, and our SPIs.

RESOURCES

If you are unsure who to speak to regarding a question or concern, please do not hesitate to contact your manager or Region Manager. There are also several other resources available to support our teammates at Emco:

National Support Centre

Main number: 519-453-9600 | [NSC Contact List](#)

Legal Department

The Legal Department supports upholding our Code of Ethics and provides legal advice on all aspects of our business.

legal@emcoltd.com

Internal Audit

The Internal Audit team manages our SPIs and supports PCs through advisories and coaching.

audit@emcoltd.com | 519-453-5168

Health & Safety

The Health & Safety Committee supports all aspects of health, safety, and wellness.

healthnsafety@emcoltd.com

Teammate Support Services (TSS)

TSS assists with ethical issues and violations.

teammatesupport@emcoltd.com

Call: 1-833-645-3921

Text: 226-268-7572

Payroll & Benefits

The Payroll and Benefits team administers benefits, payroll, retirement plans, leave of absences and supports our various wellness programs.

Please contact your designated specialist for more information

Employee Assistance Program (EAP)

Our EAP provides teammates with confidential support for a variety of health and life concerns.

[EAP OneEmco page](#) | 1-844-880-9142

LifeSpeak - Wellness Resources

LifeSpeak is a mental health and wellbeing platform providing expert education on a wide range of topics.

[LifeSpeak OneEmco page](#)

Manulife - Core & Optional Benefits

Manulife is our group benefits provider with various coverage options.

[Benefits OneEmco page](#) | 1-800-268-6195

Sun Life Financial

Emco offers a Pension Plan, RRSP plan and TFSA to help teammates save for their retirement.

[Retirement & Savings OneEmco page](#) | 1-866-733-8612

ALWAYS DO THE RIGHT THING - IN CLOSING

It would be impossible to list every situation where ethics play a critical role in decision making but there are several key questions that can help you determine whether a situation is unethical, inappropriate or illegal. Ask yourself the following questions:

- Do my actions comply with the law and Emco's SPIs, core values, and this Code?
- Should I misrepresent information or deviate from standard practice or policy?
- Would I feel comfortable describing my decision or actions at a team meeting?
- Would I feel comfortable sharing my actions with my family?
- How would this look if the information was in the headlines?
- Is this the right thing to do?

If the answer is "No" to any of these questions, don't do it. If you are still uncertain, ask for guidance. Please contact your supervisor or manager, Region Manager, Division Manager, President, Internal Audit Department, Legal Department, or Teammate Support Services.

Attached to this Code as
Schedule A is a Declaration.
You must complete and submit
your signed Code of Ethics.

Attached to this Code as
Schedule B is a Summary of
Gifts, Travel and Entertainment
which you must also complete
and return if applicable.



PC 337 - Emco Etobicoke



PC 711 - Noble Calgary



PC 767 - Emco Fire Pro Calgary