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# Whistleblower Policy

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Last reviewed by the Board of Directors on July 27,  
2023.

## **Application**

This Whistleblower Policy (the “**Policy**”) applies to all directors, officers, employees, agency staff, consultants and directly contracted persons employed (together, “**persons**”) with Metergy Group Inc. and all its subsidiaries (together, the “**Corporation**” or “**we**”) unless such subsidiaries have adopted their own policies that are consistent with the provisions of this this Policy.

All persons are required to comply with applicable whistleblowing laws and with the whistleblowing provisions set out in the Corporation’s *Code of Business Conduct and Ethics* (the “**Code**”). This Policy supplements the provisions set forth in the Code and is intended to raise awareness of our approach to whistleblowing among our persons.

## **Policy**

The Corporation is committed to dealing responsibly, openly and professionally with any genuine concern persons may have about any practice, procedure or policy carried out by any person of the Corporation, which may be a serious breach of the Code or other rules, any irregularity, malpractice, danger to any person, our employees or our customers, financial malpractice, a breach of legal obligations or damage to the environment or which could adversely affect the Corporation’s reputation.

The Corporation encourages persons working with the Corporation in any other capacity to raise their concerns about any incidents of malpractice in the workplace at the earliest possible stage. Our approach to whistleblowing is to enable persons to raise their concerns internally and to disclose information they believe shows malpractice or impropriety in the first instance.

This Policy is non-contractual and, subject to applicable laws, may be changed or withdrawn at any time.

## **Malpractice**

We encourage persons to raise their concerns internally about malpractice or impropriety. Examples of malpractice or impropriety may include but are not necessarily limited to:

- i. The commission, or likely commission, of a criminal offense;
- ii. A failure to comply with any legal or regulatory obligation;
- iii. A violation of the Code; or
- iv. Deliberate concealment relating to any of the above.

## **Making a Disclosure**

It is our primary aim to prevent workplace malpractice from occurring in the first place. If it happens, it is our objective to prevent it from recurring. If applicable, every effort will be made to resolve the situation promptly. If this is not possible, we will take further action to fully investigate and then take appropriate action.

## **Initial Report**

If you have a concern about workplace malpractice, you should initially discuss it with your Manager. He or she will attempt to resolve the matter as promptly as is reasonably possible.

There may be circumstances where you feel unable to approach your Manager and in these circumstances you can raise your concerns via the hotline (detailed below) or directly with one of the following individuals: the President or the Chief Legal Officer. They will either deal with the matter or nominate a management representative, as appropriate.

Alternatively, we have established a Whistleblower Hotline through an independent third party, Lighthouse Services, Inc. (Lighthouse), where you can raise your concerns anonymously and confidentially. Lighthouse provides the following confidential reporting channels:

- i. **Hotline Website:** [www.lighthouse-services.com/metergysolutions](http://www.lighthouse-services.com/metergysolutions).
- ii. **Hotline Number (toll-free):**
  - o English speaking USA and Canada: **1-833-401-0002**
  - o Spanish speaking USA and Canada: 1-800-216-1288
  - o French speaking Canada: 1-855-725-0002

The details of your disclosure will be recorded in writing.

- iii. **Hotline Email:** [reports@lighthouse-services.com](mailto:reports@lighthouse-services.com). If you raise your concern via the hotline email, you must include the Corporation name with the report.

The details of your disclosure will be referred confidentially to the Senior Vice President, Internal Audit at Brookfield who will either deal with the matter or nominate a management representative to investigate. All incidents will be reported to the board of directors of the Corporation (the “**Board of Directors**”).

### **Company Action**

Upon receipt of the disclosure from you, a representative of management or the Board of Directors, as appropriate, will arrange an interview with you, in confidence, to discuss your concerns, as soon as possible. They may be supported at the interview by a Corporation’s representative.

### **Further Action**

If the concern raised is found to be valid, we may take one or more of the following steps (which is a non-exhaustive list):

- i. Refer the matter to an executive officer with a view to an internal investigation being carried out;
- ii. Refer to a technical expert;
- iii. Refer the matter to the Board of Directors;
- iv. Refer the matter to the appropriate external regulatory body for further investigation; or
- v. Refer the matter to the police.

You will, unless exceptional circumstances do not permit, be told what action we have decided to take and you must treat such information in the strictest confidence. If you are dissatisfied with the way your disclosure has been dealt with, you should raise your concerns in writing to the President or to the Chief Legal Officer and Senior Vice President, Human Resources who will further investigate your concerns.

### **External Disclosure**

If, after having followed the procedural steps set out above, you remain genuinely and reasonably dissatisfied with the outcome, you may raise your concern, on a confidential basis with:

- i. The relevant regulatory authority; or
- ii. A professionally qualified lawyer for the purposes of obtaining legal advice.

### **Confidentiality**

Provided you raise any concerns in good faith and not out of malice or with a view to personal gain on your part and you have reasonable grounds for believing your concerns to be true and you have complied in full with the spirit of this Policy and procedural steps set out above, the following will apply:

- i. So far as possible, your identity will not be disclosed at any time by the Corporation unless necessary for the purposes of our investigations, to obtain legal advice, or to comply with a legal or regulatory obligation. Where this is the case, you will be advised accordingly;
- ii. While every effort will be taken to ensure your identity is not disclosed, it may become necessary to identify you or become possible for third parties to deduce your identity. For this reason, no guarantee of anonymity can be given;
- iii. The Corporation will take all reasonable steps to ensure you are not subjected to any dismissal, demotion, suspension, harassment, victimization or disciplinary action as a result of raising your concerns; and
- iv. So far as possible, any supporting evidence relating to your concerns will be kept secure at all times.

### **Unfounded Allegations**

If you make an allegation in good faith that is not confirmed by subsequent investigation, no action will be taken against you. However, malicious or unfounded allegations may result in disciplinary action being taken against you. Such discipline is not a reprisal or breach of this Policy.

### **Responsibility**

All those persons referred to within the scope of this Policy are required to be familiar with the terms of this Policy. Individual Managers are responsible for ensuring that this Policy is communicated and applied within their own unit.

Revisions, amendments or any alterations to this Policy can only be implemented following consideration and prior approval by the President and the Board of Directors.

### **Questions**

Questions regarding this Policy should be directed to your Manager, the President or the Chief Legal Officer.