

	<h1>Code of Conduct</h1>		
	Policy 1	Revision 1	July 1, 2018

**Policy**

Employees must perform their duties in a manner that maintains and enhances public confidence and trust in the integrity, objectivity, and impartiality of the Company. Trust and mutual respect are the cornerstones of any relationship between an employer and its employees. As its most valuable and important asset, CASL Surface Technologies Inc. (“CASL” or the “Company”) employees therefore are expected to demonstrate the highest standards of behavior.

Regulations for the acceptable conduct and behaviour of employees are necessary for the orderly operation of any business, for the benefit and protection of the rights and safety of employees and the protection of CASL’s assets. Employees are expected to govern their conduct and behaviour in a manner consistent with the guidelines set out herein.

The following does not attempt to address every situation and aspect of CASL’s activities in depth. In many instances the laws and regulations governing these matters are complex and subject to change. While management will attempt to revise this Code of Conduct to reflect changing circumstances, employees are encouraged to discuss specific issues with management to ensure CASL’s ethical standards are not compromised.

**Purpose**

The purpose of this statement of policy and procedure is to provide guidelines, which may be changed from time to time, to promote understanding of what is considered acceptable and unacceptable conduct and behaviour; and to encourage consistency throughout the company.

This Code clarifies the Company’s expectations of its employees and re-affirms our commitment to caring for our customers’ needs and maintaining fiscal responsibility on behalf of the shareholders and our employees. It provides a guide for consistent behaviour in delivering services and goods. This Code is simply a formal statement of the policies and principles of conduct the Company has always embraced. Contravention of this Code is a serious matter to the Company and will be treated as such.

**Scope**

This Statement of Policy and Procedure applies to all employees, directors, executives, supervisors and managers.

All employees are expected to be aware of, and comply with, this employee Code of Conduct and its related policies.

**Responsibility**

Each employee, including supervisors and managers, is responsible for observing rules of conduct that are normally accepted as standard in a business enterprise.

Employees, supervisors, and managers of the Company must follow the highest standards of ethical behaviour in the course of their work to ensure that confidence and trust is maintained. The Company and all its employees must be above suspicion and beyond reproach and must be perceived in this manner.

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We all share the obligation to ensure a professional, respectful work environment.

**Procedure**

In order to earn and retain the trust and respect of each other within CASL as well as external stakeholders – including customers, suppliers, and the general public – principles of honesty, integrity, fair dealing and the highest ethical standards must underlie everything we do and every decision we make. We must not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of facts, or any other unfair dealing or unethical activity. We will be judged not only in terms of how competent we are at conducting our business, but also on our integrity and how we behave at work, in the community, and in the public expression of personal views. Accordingly, before embarking on any course of action we need to be able to answer “yes” to each of the following questions: Is it fair? Is it right? Is it legal? Another way of framing this is to imagine that if our actions or omissions were in the newspaper, would we be proud if our loved ones read it?

Each of us needs to be aware of and comply with applicable laws, rules and regulations as well as company policies that affect how we do our jobs. Corporately and individually, we must never knowingly violate laws or willfully blind ourselves to our legal or regulatory responsibilities or be a party to such actions or omissions.

We must be aware of the policy framework that guides and governs our behavior in our day-to-day activities and conduct ourselves in a manner consistent with those policies and the Code.

The Company's reputation rests on how customers, suppliers, and the public perceive us individually – not only in terms of how competent we are at handling their business, but also on our integrity and how we behave.

Those who, in good faith, report concerns will be protected by the company.

**Employment Practices**

CASL is committed to the development, motivation, recognition, and empowerment of our employees. It is our policy to offer fair and consistent treatment, an open channel of communication with management, regular performance reviews, and a safe work environment.

CASL maintains an open door policy. This means we care about each other as individuals and practice a policy of open, honest two-way communication that encourages freedom of expression, ideas, and concerns by employees at all levels of the organization.

**Appropriate Conduct and Behaviour** includes but is not limited to:

- Adherence to published policies, practices, and procedures;
- Competent performance of all job duties assigned;
- Prompt and regular attendance at work;
- Courtesy to and respect for co-workers, customers, suppliers, or any other person who deals with CASL in the conduct of its business;



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- Wearing proper business attire and footwear during working hours, appropriate to and safe for the job performed. This includes ensuring business attire meets the standards of professionalism CASL expects.
- Employees must hold in confidence any information obtained about a customer, supplier, or employee in the performance of their duties consistent with the requirements of the workplace and legislation.
- Employees must not engage in, or condone behavior which causes unnecessary mental, physical distress or loss of dignity, privacy or autonomy to customers, suppliers or employees.
- Employees have a responsibility to promote and safeguard the well-being and safety of the customers, suppliers, and fellow employees at all times by ensuring that no act or omission on their part places them at risk or in harm's way.

### **Inappropriate Conduct and Behaviour** includes but is not limited to:

- Leaving work early or leaving the department without a supervisor's permission, particularly on the work site;
- Using obscene, abusive language;
- Spreading malicious gossip or rumours;
- Harassing, threatening, intimidating, coercing any person at any time;
- Any form of inappropriate physical workplace activity such as horseplay or throwing objects;
- Reporting to work or working while under the influence of alcohol, drugs, or prohibited substances;
- Gambling while on company premises;
- Insubordination;
- Excessive or inappropriate personal use of telephones or computer facilities.

### **Unacceptable Conduct or Behaviour** includes:

- Perceived inappropriate comments directed at an individual related to the person's sex, sexual orientation, racial background, religion, or physical ability;
- Possession of guns, weapons, or explosives on company property;
- Possession, consumption or use of alcoholic beverages or illegal substances while on company premises;
- Solicitation of other employees, for any reason, during working hours, unless approved in advance by the appropriate Vice President;
- Willful violation of safety rules and procedures;
- Willful neglect and/or mishandling equipment and machinery;
- Unsafe driving of company vehicles;
- Theft and/or falsification of company records; Threat of/or actual physical contact of any kind when there is a perception of physical violence. For example: Violent grabbing, pushing, or shoving and throwing of instruments, materials or equipment of any kind.
- Sexual harassment of any kind;
- Fighting;
- Consciously doing poor or careless work;
- Sleeping while on duty;

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- Employees of CASL shall not solicit or accept gifts from vendors, prospective contractors, contractors or their employees that is not modest in monetary value such as food, travel, loans or a discount where it could be construed that a favour is expected in return or that an obligation is created.

Inappropriate and unacceptable conduct could result in disciplinary action up to and including termination without notice or pay in lieu thereof.

### Required Action

If we suspect an actual or potential breach of this Code – whether it be a conflict of interest, a breach of applicable law, regulations, rules or what appears to be unethical, fraudulent or other illegal behaviour on the part of a colleague – we must do something about it. Why? Because by simply looking away, we become part of the problem. In order to be part of the solution, we must all be alert to activities that may point to a breach of any laws, rules, and regulations, company Policies or this Code.

If we know of, or suspect such breaches, either by ourselves personally or by another individual, we must immediately report it to our manager or CASL Human Resources for guidance and investigation into the matter. Those persons and departments are responsible for appropriately receiving, retaining, handling and, where appropriate, reporting and escalating verbal and written complaints and reports.

It is not the intent of the Code to create a compulsion to report or an atmosphere of paranoia since this would not be in keeping with the spirit of the principles.

The following list is not meant to imply any chronological order for action. The action taken should be entirely up to the concerned party or parties. Possible action includes:

- Reporting breaches of the Code on a confidential, anonymous basis. If you wish to report a potential or actual breach of this Code on a confidential, anonymous basis you should promptly submit a verbal or written report to the appropriate persons and departments.
- If you are unsure of the best way to proceed on reporting or making complaints relating to potential or actual breaches of this Code, you must immediately consult any one of the appropriate departments.
- Before any action is taken, individuals will be advised that bad-faith or frivolous accusations of abusive behaviour constitute another form of inappropriate conduct. Persons found to be engaging in this will be dealt with in accordance with the discipline policy and the discretion of management.
- The designated person who receives the complaint will speak to the individual(s) deemed responsible, directly investigating the problem, and seeking to resolve the concern.
- The designated person who receives the complaint will speak to the appropriate supervisor, department head or manager for the individual or individuals about whom the complaint is being made;
- If further action is required, a meeting will be set up with the parties concerned and with the designated person in charge of applying, mediating and issuing orders or dispute resolution related to the code of conduct policy. Results of this meeting are to be held confidential by all parties with reports going only to those individuals who are required to be informed.



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- Need for further action or more stringent measures will be assessed and applied immediately or as soon as possible, taking into account the seriousness of the violation as well as any failure to cooperate in the investigation.
- Disciplinary action can include, but is not limited to: counseling, an impact on the individuals' record, suspension or termination of employment, pursuit of any and all remedies available to the company for any damages or harm resulting from a violation, and referral to the appropriate legal or regulatory body. Where applicable, the company will refer the matter to the police.