



## 1. PURPOSE

**AltaGas** is committed to conducting its business in an honest and ethical manner. **AltaGas** will conduct its business in compliance with all **applicable laws** governing bribery and corruption, including the Canadian Corruption of Foreign Public Officials Act (**CFPOA**), the Canadian Criminal Code (**CC**) and the United States Foreign Corrupt Practices Act (**FCPA**).

The purpose of this **policy** is to (i) set out the responsibilities of **AltaGas** in conducting business involving a **government official**; (ii) to provide guidance to **personnel** on how to recognize and deal with **bribery** and **corruption** issues; and (iii) to provide guidance to **personnel** as to the appropriate offering and acceptance of gifts and entertainment.

## 2. SCOPE

This **policy** applies to all **personnel**. **AltaGas** also expects its business partners, agents, vendors, customers and any other third-party service providers to conduct themselves in a manner consistent with this **policy**.

## 3. POLICY STATEMENT

Consistent with **applicable law**, **personnel** must not give or request favours, retain an advantage or offer or accept gifts, entertainment, **bribes** or any personal benefit or privilege of any kind, directly or indirectly, that could in any way improperly influence the judgement of the recipients or a third party in their business dealings with or on behalf of **AltaGas**.

## 4. GUIDANCE ON PAYMENTS OR ACTIVITIES

### 4.1. Accepting and Providing Gifts, Entertainment and Services

**Personnel** will not provide or accept gifts, services or entertainment from individuals or companies seeking to do or currently doing business with **AltaGas** unless the gift, service or entertainment meets all of the following criteria:

- is customary and gives no appearance of impropriety;
- is associated with a business purpose;
- imposes no obligation on either the giver or receiver;
- is not in the form of cash or cash equivalents (such as prepaid credit cards);

- results in no special treatment;
- cannot be viewed as extravagant or too frequent;
- is given with no attempt to hide any facts surrounding the gift;
- given or accepted at an appropriate time; and
- is of a type and value that correlates to the business relationship with the other party.

**Personnel** who believe gifts, service or entertainment may fall outside these criteria should disclose such items to the Compliance team and seek advice accordingly. Unless an exception is approved in writing, such gift, service or entertainment should be declined.

#### 4.2. Community Investment, Charitable Contributions and Sponsorships

Any community investment, charitable contributions, sponsorships or **donations in kind** made or offered on behalf of **AltaGas** must: (i) be made subject to the receipt of a request or proposal that clearly sets forth how any funding to be received from **AltaGas** will be used; (ii) not be related to, dependent on, or made in order to win, or influence, a business deal or decision; (iii) be given directly to the relevant charity or organization and not to an individual; (iv) be made in accordance with **applicable policies**; and (v) only be given with the prior authorization from the appropriate approver in accordance with **AltaGas'** delegation of authority.

Advance approval must be obtained from the **CEASO** or Compliance team prior to making any donation for or on behalf of **AltaGas** to a charitable or community development organization in which a **government official** or close family member of a **government official** has a prominent role, where a donation is requested by a **government official**, or where the organization is known or believed to be closely associated with a **government official**.

All community investments, sponsorships and charitable contributions must be accurately and completely documented regardless of the amount of such contribution and are subject to an annual third-party audit. Except as authorized under **applicable policies**, **AltaGas** will not reimburse any personal contributions. Unless prior approval is obtained, **personnel** are prohibited from making any charitable contributions on behalf of or in the name of **AltaGas**.

#### 4.3. Political Contributions

**AltaGas** does not contribute to political parties or organizations, or to any individual who holds or is a candidate for public office, except when permitted by applicable law and in accordance with **AltaGas** policies and procedures. All Canadian corporate political contributions must be pre-approved by the **CEASO** and all U.S. political contributions must be pre-approved by the President, Utilities of AltaGas Services (U.S.) Inc. in accordance with policies and procedures, other than contributions to political action committees that are appropriately established under applicable law. Without prior authorization, **personnel** acting on behalf or in the name of **AltaGas** must never endorse or appear to endorse political parties or organizations, or individuals who hold or are candidates for public office, engage in **lobbying** activities, or make political contributions.

#### 4.4. Lobbying

**AltaGas** will ensure that any **lobbying** undertaken by the organization is carried out with honesty and integrity and in compliance with all **applicable laws**, including registration in each jurisdiction where required in accordance with applicable ethics laws. **Lobbying** activity must be reported in line with **applicable laws** and **applicable policies**. Any **lobbying** carried out by or on behalf of **AltaGas** will be conducted only by an **approved lobbyist**.

#### 4.5. Acquiring Other Entities or Participating in Joint Ventures

Before acquiring another entity, investing in another entity, or participating in a joint venture, consortium or similar business arrangement, **AltaGas** will conduct appropriate due diligence, as determined by the legal department, with respect to the other participants, including regarding compliance with **CFPOA, CC, FCPA** and other applicable laws and the principles of this **policy**.

#### 4.6. Dealing with Government Officials

**Personnel** are prohibited from offering, promising, or authorizing the transfer of anything of value, giving a loan, reward, advantage or benefit, directly or indirectly, to any **government official** to get or keep business or to otherwise secure any improper advantage for **AltaGas**. In addition, offering, promising or providing anything of value to a family member or household member of a **government official** can constitute **bribery** of the official and should not be undertaken. "Anything of value" will be broadly interpreted by enforcement officials. Even small payments or non-monetary gifts or favours can be considered **bribery**.

**Personnel** are expected to be alert to potential **bribery** related concerns in all aspects of **AltaGas'** interaction with **government officials**. This could include, among other situations: (i) granting any permit, license, approval or concession needed to operate our business; (ii) acting on tax, customs and similar matters; and (iii) dealings with judiciary or regulators in connection with court, administrative, or regulatory proceedings. This also includes inducing a **government official** to use (or not to use) their position to influence acts, outcomes, or decisions as well as other attempts to gain assistance or cooperation from a **government official**.

Recognizing who is a **government official** can be challenging. Many state-affiliated enterprises appear to be private rather than public in nature. **Personnel** are responsible for conducting adequate investigation of entities and persons with whom **AltaGas** is proposing to do business to determine whether they are **government officials**.

Any questions with regard to dealings with **government officials** or compliance with this section 4.6 should be discussed with the Compliance team.

##### 4.6.1. Gifts and Meals for Government Officials

**Personnel** will be prudent when offering or providing, directly or indirectly, gifts, meals, entertainment, or other business hospitality to **government officials**. Reasonable gifts and promotional items, meals and entertainment may be provided to **government officials** where: (i) there is a legitimate business purpose; (ii) the item of value is not being provided in exchange for any action or inaction of the **government official**; and (iii) the gift comports with **applicable law** governing limitations and disclosures. If you have any questions about whether a proposed gift, meal or entertainment is appropriate, consult the Compliance team.

##### 4.6.2. Travel and Expenses for Government Officials

If appropriate in the circumstances, **AltaGas** may pay reasonable business-related expenses for **government officials** if:

- there is a legitimate business purpose, such as a **government official's** visit to an **AltaGas** facility to test products, promote products, or observe a demonstration of specific capabilities;

- the expenses are reasonable in amount and directly related to the business purpose or the execution or performance of a contract between AltaGas and the entity or state for which the **government official** is performing duties or functions.

**AltaGas** shall not pay or reimburse non-business travel expenses such as recreation or entertainment for a **government official**, **government official's** spouse or other family member. Per diems or cash allowances must not be provided to **government officials**.

#### 4.7. Facilitation Payments

**AltaGas** does not make any **facilitation payments** of any kind. If you suspect a payment is a **facilitation payment** or if you encounter a situation that you believe may require a **facilitation payment**, contact the **CEASO**, or Compliance team immediately.

This **policy** does not prohibit payments to avoid a serious and imminent threat to your life or your physical safety. If at all possible, **personnel** should consult with the **CEASO** or Compliance team in advance of making any such payment. If that is not possible, **personnel** should report to the Compliance team concerning the incident as soon as possible.

#### 4.8. Books, Records and Accounts

**AltaGas** will keep and maintain accurate books and records of all payments to **government officials**. All payments made to or by any **personnel** representing **AltaGas** must be fairly, accurately and properly recorded and reported.

Recording such payments in any way that would conceal their true nature or which is contrary to applicable accounting standards is not permitted. **AltaGas** complies with standard accounting practices and policies and is required to make and keep books, records and accounts which accurately and fairly reflect all business transactions, assets and liabilities.

Some examples of prohibited activities include, but are not limited to:

- establishing or maintaining accounts which do not appear in any books and records that **AltaGas** is required to keep in accordance with applicable accounting and auditing standards;
- undertaking transactions that are not recorded in such books and records or that are inadequately identified in them;
- recording non-existent expenditures in such books and records;
- entering liabilities with incorrect identification of their object in such books and records;
- knowingly using false documents; or
- intentionally destroying such books and records earlier than permitted by **applicable law**.

## 5. COMPLIANCE AND REPORTING

### 5.1. Compliance

Anyone who violates this **policy** can subject both themselves and **AltaGas** to severe criminal and civil penalties. In a case where money or other things of value are provided or offered to a **government official**, or the failure to properly register **lobbying** activities, the consequences can include liability under **applicable law**, potentially leading to substantial fines and even imprisonment. Violations of this **policy** can also have a negative impact on **AltaGas'** relationship with **government officials**, which could impede the company's ability to obtain licenses and permits and to conduct its future business.

Any violation of this **policy** will be taken seriously and may lead to the imposition of disciplinary measures. For employees, failure to observe the standards set forth in this **policy** may result in disciplinary action, up to and including termination of employment for cause and may also impact your performance assessment and compensation, including incentive compensation. For consultants, contractors and contingency workers, failure to observe the standards set forth in this policy may be considered a breach of contract resulting in termination of the contract.

## 5.2. Identification of “Red Flags”

**Personnel** should not ignore signs of **bribery** and **corruption**. **Personnel** who see “red flags” are expected to ask questions, refer the matter to the Compliance team for review and guidance or make a report through the **Ethics Hotline**. For a non-exhaustive list of examples of “red flags”, please refer to Appendix A.

## 5.3. Reporting

**Personnel** who know of or suspect a violation of this **policy** must report it without delay, either directly to the **CEASO**, Compliance team or through the **Ethics Hotline**. No **personnel** will suffer penalty or other adverse consequences for refusing to engage in paying or receiving a **bribe** or other conduct prohibited by this **policy** or for making a good faith report of possible wrongdoing, even if **AltaGas** loses business or otherwise suffers a disadvantage.

The **CEASO**, President, Utilities of AltaGas Services (U.S.) Inc., or Compliance team may, from time to time, delegate their reporting function to another individual within a written **procedure**.

## 6. DEFINITIONS

In this **policy**, the following terms are used and described below:

“**AltaGas**” means AltaGas Ltd. and includes its subsidiaries and affiliates.

“**applicable law**” means, as applicable in a specified jurisdiction, all legislation, statutes, rules, regulations and orders of governmental bodies or regulatory agencies, including any applicable regulatory policies or approvals.

“**applicable policies**” means the COBE, this policy and the policy supplements and procedures applicable to your workplace.

“**approved lobbyist**” for the purpose of this **policy**, means an appointed consultant, employee, officer or director of **AltaGas** who has been approved as an “approved lobbyist”:

- i) For AltaGas Ltd. and its Canadian subsidiaries, by the Chief Executive Officer of AltaGas Ltd. as recommended by the **CEASO** in accordance with applicable policies and procedures.
- ii) For AltaGas Services (U.S.) Inc. and its subsidiaries and U.S. affiliates, by the President, Utilities as recommended in accordance with applicable policies and procedures,

and includes registered lobbyists.

“**bribery**” means offering, giving or agreeing to give or offer a loan, reward, advantage, benefit or anything of value in order to obtain or retain an improper advantage or influence a person’s views or conduct. It can also include paying a commission, money, consideration, or offering an office, place or employment for an improper purpose (including payments made by third parties on our behalf or purporting to be on our behalf).

"**CC**" means the Canadian Criminal Code.

"**CEASO**" means the Chief External Affairs and Sustainability Officer of AltaGas Ltd.

"**CFPOA**" means the Canadian Corruption of Foreign Public Officials Act.

"**corruption**" means the misuse of public power for private profit or the misuse of entrusted power for private gain.

"**donations in kind**" means the provision of goods and services for little or no consideration.

"**Ethics Hotline**" means the third-party service managed hotline accessible through one of the following means:

Toll Free Number: (844) 703-8114

Website: [www.altagas.ethicspoint.com](http://www.altagas.ethicspoint.com)

Mail: AltaGas Ltd.  
1700, 355 – 4<sup>th</sup> Ave SW  
Calgary, AB T2P 0J1  
Attn: Chief Legal Officer

"**facilitation payment**" means a payment made directly or indirectly to a **government official** designed to secure or accelerate a routine government action to which the applicant is entitled, such as processing a visa, scheduling an inspection, securing mail pick-up or delivery or connecting utilities. This is sometimes referred to as a "grease payment".

"**FCPA**" means the United States Foreign Corrupt Practices Act.

"**government official**" means any appointed, elected or honorary official or any employee of a government, of a government owned or controlled company, or of a public or international organization. This definition includes, but is not limited to:

- individuals who hold legislative, administrative, or judicial positions;
- individuals who perform public duties or functions including those employed by a board, commission, corporation, or other body or authority that is established to perform a duty or function on behalf of a government or foreign state and is performing such duty or function;
- officials or agents of public international organizations that are formed by two or more states or governments, or by two or more such public international organizations;
- officials or employees of government departments or agencies at any level (such as legislators, environmental regulators, permitting and licensing personnel, tax authorities, police officials, police commissioners, peace officers, officers of a juvenile court, judges, or anyone employed in the administration of criminal law), whether federal, provincial, state, territorial, regional, municipal or otherwise, including U.S., Canadian and foreign officials or employees;
- employees of state-owned or controlled enterprises (e.g. state-owned contractors, vendors or suppliers);
- officials or employees of tribal, indigenous or First Nations governments or groups and employees of enterprises owned by tribal, indigenous or First Nations governments;
- officials of political parties and elected members of provincial, state, or federal governments; and
- candidates for public office.

**“lobbying”** is defined in local laws, regulations, policies and procedures and employees must know and follow these requirements. For the purpose of this **policy** lobbying generally means communicating (both orally or in writing) with a **government official** for:

- the development of any legislative proposal;
- introduction, defeat or amendment of any bill or resolution;
- making or amendment of any regulation;
- development or amendment of any policy or program; or
- awarding of any grant, contribution or other financial benefit.

**Personnel** must consult **applicable law** in their jurisdiction as to any differences in the applicable definition of lobbying.

**“personnel”** means, in relation to **AltaGas**, all directors, officers, employees, contingency workers, contractors, consultants, employees of contractors or consultants and students representing **AltaGas** or engaged in **AltaGas’** business or social activities.

**“policy”** means this Anti-Bribery and Anti-Corruption Policy.

**“policy supplement”** means a schedule or annex to this **policy** which provides additional standards applicable in a local jurisdiction or specific business segment.

**“procedure”** means a procedure or guideline relating to this **policy** or a **policy supplement** and that provides a procedure to be followed in implementing the standards set out in the **COBE**, this **policy** or a **policy supplement**.

**“registered lobbyist”** for the purpose of this **policy**, means an **approved lobbyist** who is formally registered with any applicable lobbying registrars and who must register and list all **lobbying** activity conducted on behalf of **AltaGas** through established reporting processes.

## APPENDIX A

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The following is a list of potential “red flags” that may indicate the possible existence of **bribery** or other corrupt practices, and should be kept in mind by all **personnel**. This list is not exhaustive and **personnel** should report any activity or fact that raises a concern regarding a violation of this **policy**:

- use of an agent or consultant with a poor reputation or with links to **government officials**;
- unusually large commission payments or commission payments where the agent or consultant does not appear to have provided significant services;
- cash payments or requests for cash payments;
- payments without adequate paper trails or compliance with internal controls;
- unusual bonus payments without support;
- requests for payments to be made to third parties or to off-shore accounts;
- failure to adhere to standard contracting practices;
- unexplained preferences for certain contractors;
- invoices in excess of contract amounts, or undocumented or inadequately documented change orders;
- requests that **AltaGas** provide employment or some other advantage to a friend or relative;
- requests by **government officials** to make contributions to charitable organizations;
- refusal by the other party to document its promise that it will comply with the **CFPOA, FCPA** or other applicable anti-bribery and anti-corruption laws;
- the counterparty is known to be owned in whole or in part, directly or indirectly, by a **government official** or his or her family member or household member or otherwise has close ties to a **government official**;
- the counterparty insists that his or her identity not be disclosed to a government agency or enterprise;
- the counterparty refuses to identify its owners, partners, or principals;
- there is a request for extravagant dinners or entertainment;
- there is sponsored travel for **government officials** and/or family members where there is no clear and legitimate business purpose;
- kickback payments to personnel or government officials;
- missing supporting documentation;
- **government officials** who insist on dealing with specific **personnel**;
- requests to deal on a “handshake” and refusing to paper a transaction;
- **personnel** who spend excessive time with **government officials**;
- duplicative invoices for one transaction;
- requests for side agreements;
- missing cash, inventory, or other supplies; or
- suspicious terminations of **personnel** who may have been potential whistleblowers

## ADMINISTRATION

|                            |   |
|----------------------------|---|
| Effective Date:            | August 1, 2019  |
| Old Document Number:       | Replaces "Accepting and Providing Gifts, Entertainment and Services" Policy |
| Date Last Reviewed:        | Management approved administrative updates August 10, 2023                  |
| Policy Owner:              | Chief Legal Officer   |
| Responsible Business Unit: | Legal   |

Amendments to this **policy**, other than those of an administrative nature, require Board approval.

## REFERENCES AND RELATED DOCUMENTS

- Indigenous Engagement Guidelines
- Community Investment Guidelines