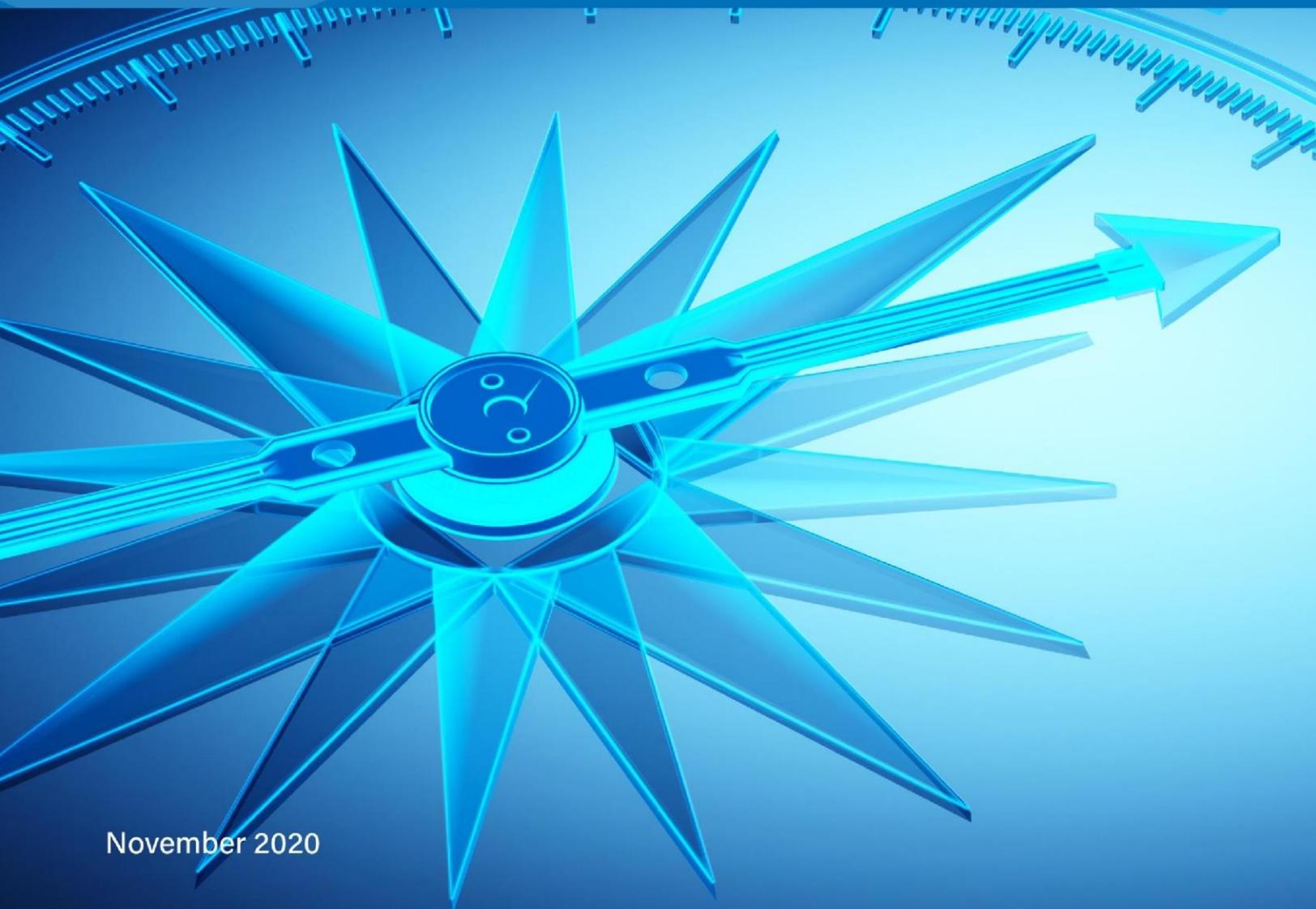




CSA GROUP

# Code of Conduct

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November 2020

## A Message from the President & CEO

For almost 100 years, CSA Group has operated with a strong commitment to quality and integrity – and we have earned a solid reputation around the globe.

CSA Group's continued success depends on our ability to maintain our reputation and protect the integrity of our brand. We cannot accomplish this without the ongoing commitment and appropriate behaviour of our employees, our greatest assets. Our employees play a key role in our success by upholding our values -- each and every day, in all of our labs, offices, and client sites.

The CSA Group Code of Conduct reflects our values, and it is a guide to help ensure we are conducting our business activities to the highest ethical standards. It provides basic principles that guide interactions with fellow employees, clients, competitors, government bodies, suppliers, and the global community.

All employees are required to read and adhere to the Code of Conduct. Employees will also be asked to formally acknowledge that they have received a copy of the Code of Conduct, and have read and understood the requirements.

CSA Group has a long history as an organization of values and integrity. As we modernize and grow, it is important that we stay true to our core values – and live by our Code of Conduct. Join me in reading or re-reading the Code and making a solid commitment to adhere to its principles and requirements each and every day.

Sincerely,

A handwritten signature in black ink, appearing to read 'David Weinstein', is displayed on a light gray rectangular background.

David Weinstein  
President & CEO, CSA Group

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## About the Code

### What is it?

The Code of Conduct (“Code”) outlines principles and guidelines for ethical behaviour consistent with CSA Group’s core values. The Code provides guidance on how to conduct yourself in all your business dealings and indicates where to find more information when faced with ethical issues. The Code is managed by the Chief Ethics and Compliance Officer (CECO), authorized by the Board of Directors and is reviewed annually.

### Who does it apply to?

This Code applies to all employees, directors and independent contractors of CSA Group, including all full-time and parttime employees (both temporary and permanent). You are required to complete annual training and acknowledge that you have read, understood and are in compliance with the Code. Intermediaries, agents, joint venture partners, and third party suppliers and contractors with whom you do business should be made aware of the Code and abide by its principles and applicable provisions.

### How do I use it?

The Code is an integral part of our Business Integrity Training Program and is intended to be used as a reference guide for ethical conduct. While the Code cannot cover every issue that you may face, it does establish a clear set of principles for you to follow in any situation. In addition to using common sense, the following Ethical Decision Tree presents key questions to ask when faced with decisions relating to your ethical conduct:

- Is it legal?
- Does it comply with CSA Group policies?
- Is it consistent with CSA Group values?
- Will it negatively impact our employees, customers, members or stakeholders?
- Does it benefit CSA Group as a whole, not just certain individuals?
- Have I spoken to the right people about any questions or concerns I may have?

### Where do I go for help?

If you have any questions or concerns regarding the Code, please speak with your manager. If you are not comfortable talking to your manager, please contact an HR representative, the CECO or Legal Counsel. If you would like to request an exception to a specific Code provision, you must first discuss your request with your manager, who must then request written approval from the CECO or approved designate.

### How do I report a violation?

Consistent with our core values, each of us has an obligation to report any known or suspected violations of the Code as well as any violations of laws, regulations or company policies.

Violations of the Code may result in disciplinary action up to and including termination for cause, without notice or pay in lieu of notice, in addition to possible civil, criminal, or regulatory action. All reports will be treated with the utmost care and sensitivity. No one may suspend, discharge, discriminate against, harass, threaten in any manner, or otherwise retaliate against you for reporting a violation in good faith, or for assisting with an internal or external investigation of a violation. If you believe that you are being retaliated against as a result of reporting a known or suspected violation of the Code or a CSA

Group policy, or for assisting in an investigation, you should immediately contact your manager, CECO or the EthicsPoint Helpline.

To report a violation, please contact one of the following:

- Your Manager (or their Manager)
- HR representative
- Chief Ethics & Compliance Officer (CECO)
- Legal Counsel
- Member of the Executive Leadership Team
- EthicsPoint Helpline

EthicsPoint is a confidential tool to report fraud, abuse and other misconduct in the workplace. Reports into the EthicsPoint Helpline can be made anonymously.

The EthicsPoint Helpline service is available 24 hours a day, 365 days a year and can be accessed through the toll-free telephone number or website listed below:

Online: [www.csa.ethicspoint.com](http://www.csa.ethicspoint.com)

Toll-Free Numbers:

- Canada 1-855-212-7615
- Canada (French) 1-855-350-9393
- China (Southern) 10-800-120-1239
- China (Northern) 10-800-712-1239
- Germany 0800 0010296
- India 000-800-001-6112/000-800-001-1071
- Italy (includes San Marino, Vatican City) 800 974 750
- Japan 0066-33-112505/00531-121520
- Korea 00308-110-480/00798-1-1009-8084
- Mexico 001-800-840-7907/001-866-737-6850
- Netherlands 0800 3510020
- Singapore 800-1204201
- Taiwan 00801-13-7956
- UK 0800-032-8483
- U.S. 1-855-212-7615

Is my protection from retaliation only available if I report my concerns through the EthicsPoint Helpline?

Retaliation is unacceptable no matter how you report your concern. If you believe you are being retaliated against, report your concern to the CECO or through the EthicsPoint Helpline.

## Our Mission

### Not-for-Profit Standards Development

The mission of CSA Group's Standard Development organization is to enhance the lives of Canadians through the advancement of standards in the public and private sectors. We are a leader in standards research, development, education, and advocacy. The technical and management standards developed with our 10,000 members improve safety, health, the environment, and economic efficiency in Canada and beyond.

### Global Testing, Inspection and Certification

CSA Group's global commercial subsidiaries generate funding for continued standards research and development in support of our mission. Our commercial subsidiaries provide expert testing, inspection, and certification services that enable manufacturers to demonstrate that their products are in compliance with applicable safety, environmental, and operating performance standards for markets around the world. We offer deep expertise and industry-leading service delivery across a wide range of current and emerging technologies.

## Integrity in the Organization & Around the World

### Acting Ethically & Complying with the Law

Preserving trust and acting ethically are at the core of our organization. Failing to follow the Code or comply with laws, risks exposing us to serious financial and reputational harm. You have an obligation to act honestly and with integrity at all times, which includes complying with the Code and all applicable laws and regulations. You must not knowingly or indirectly engage in, facilitate or benefit from any illegal transaction or activity.

### Diversity, Inclusion, & Accessibility

We value and respect the diversity of our organization and customers. We are committed to providing an environment of mutual respect and fairness free from discrimination based on age, sex, gender, gender identity and expression, sexual orientation, ethnicity, nationality, family and marital status, religion, belief and association, social and economic background, political backgrounds, veteran status, education, experience, disability, any other applicable legislatively prohibited grounds or any other characteristics that make individuals unique.

We are also committed to creating an accessible workplace for people with disabilities based on the principles of dignity, independence, integration and equal opportunity.

For additional information, please refer to our Diversity & Inclusion Policy and our Accessibility Policy.

### Conflict of Interest

Conflicts of interest arise when individuals or organizations have personal interests that may interfere with, or appear to interfere with, the independent exercise of judgment in business dealings. We must avoid having our decisions on behalf of CSA Group influenced, or to even be seen to be influenced, by conflicting interests. For these reasons, actual, potential and perceived conflicts of interest must be carefully managed. In any situation where there is a potential conflict, it must be brought to the attention of your manager or CECO.

**Conflicts of interest, whether actual, potential or perceived, must be disclosed to your manager immediately prior to engaging in the activities or transactions that could put you in conflict.**

There is a company that I deal with as part of my role as a Certifier. They asked me if I know of any engineer that they can hire. I know someone who would be qualified for the role. Can I refer this person to this position?

Yes, as long as that person goes through the appropriate hiring process when applying for the role.

## Gifts & Entertainment

Offering and accepting business gifts and entertainment of any value is discouraged. Where required as a customary business courtesy, you must ensure that the gifts and entertainment you give and receive do not influence or undermine your business judgement on behalf of CSA Group or that of another party. In any event, gifts given or received with a value of over \$100 CDN are prohibited without the express approval of the CECO.

Any gift given or received must be registered on our Gift Registry Form [here](#).

**Always avoid gifts and entertainment that appear to be bribes or raise questions about conflicts of interest for you or CSA Group.**

Employees should ensure the gift or entertainment:

- Is consistent with reasonable and customary regional business practices;
- Is consistent with the organization's values;
- Cannot be perceived as a bribe or improper payment;
- Is not offered to improperly influence a business relationship;
- Does not violate applicable laws or ethical standards; or
- Would not embarrass the organization or the employee if publicly disclosed.

**You must exercise particular care and due diligence when offering any business courtesy to government officials, as they are subject to stricter rules, regulations and laws.** To determine the acceptable levels and practices in a specific jurisdiction with respect to engaging government officials, please consult with Legal Counsel.

**If you have concerns about giving or receiving something of value in the course of performing your duties, please contact your manager or the CECO.**

A vendor that we are evaluating to provide IT services has asked the team to join them for a theatre show and dinner. Are we able to accept this offer?

No. Accepting a gift or entertainment like this might be perceived as influencing the team's selection decision.

## Bribery, Corruption & Fraud

As a global organization, we require all our employees, members, suppliers and agents to comply with applicable antibribery and anti-corruption laws and best practices regardless of cultural norms in different jurisdictions. **Bribes, facilitation**

**payments and kickbacks in any form will not be tolerated and are subject to potential criminal prosecution. Participation in these activities will result in disciplinary action, including termination of employment and potential criminal prosecution.** We will also not tolerate or retain third parties that engage in corrupt practices on our behalf.

Under no circumstances are you to directly or indirectly bribe, or attempt to bribe, any party, including a public official, employee or associate. This includes political candidates, their relatives or employees of businesses that are owned directly or indirectly by governments or government agencies. You may not give or accept gifts or favours from any third party, regardless of their perceived value, in exchange for any type of favourable treatment. Bribes and kickbacks can include cash, fees, commissions, credits, gifts, and services in-kind. For additional guidance on CSA Group’s governing anti-bribery and anti-corruption requirements, please refer to our Lobbying and Anti-Bribery policy. For additional information on giving and receiving gifts, please refer to the “Gifts & Entertainment” section of this document.

In my role as a Field Inspector, what do I do if my contact at a factory offers me a ‘personal payment’ to ensure the inspection goes well?

Advise your contact that CSA Group does not accept these types of payments under any circumstances and immediately report this incident to your manager.

## Directorships

You may not engage in any outside activities, including part-time employment or membership on a board of directors, without prior written consent of your manager. External board of director appointments must also be approved in advance by the CECO. Already existing positions or appointments should be disclosed to the CECO for information purposes. You may not hold a position with a competitor or client or acquire an interest in a supplier, client or competitor, with the exception of investments made on a public stock exchange where you do not exercise significant influence over the supplier, client or competitor. If you are uncertain as to whether your outside activities could put you in a conflict position, please discuss with your manager or the CECO.

All memberships or associations must be registered on our Board and Association Registration Form [here](#).

I have sat on a Board of Directors of a not-for-profit organization for many years. Can I keep my Board position?

You should contact the CECO to ensure that there are no conflicts of interest between CSA Group and this organization.

## Political Contributions

We are a politically neutral organization and do not make political contributions anywhere in the world, whether in cash or in-kind (i.e. providing services in lieu of cash), nor do we endorse political parties. You have a right to engage in political activities on your own time and at your own expense provided that you don’t speak on behalf of CSA Group or give the impression that you are representing CSA Group. For more information, please refer to the Government and Industry Relations policy.

## Fair Competition

We compete for business fairly and honestly in accordance with applicable antitrust laws and gain competitive advantage through technical expertise and superior performance. We are firmly committed to free and open competition and do not

engage in any activities with competitors or suppliers that would restrict fair competition. We do not exaggerate, mislead, omit or falsify information in any marketing materials, nor do we criticize or misrepresent the qualifications or services of our competitors. We will not favour or promote the services or products of one company over another, except where public safety may be at issue.

## **Lobbying**

As part of our global business activities, CSA Group may engage in authorized lobbying activities. You are required to seek approval and report all lobbying activities to the Chief Legal Officer or their designate. Please report your lobbying activities [here](#).

## **Charitable Donations**

Any charitable donations made on behalf of CSA Group are evaluated to ensure alignment with CSA Group's strategy, compliance to our Code and with clear definition that the donation does not support illegal activity or provide benefit to government officials or their families.

## **Media Relations**

Public statements, including disclosures to the media or the general public, must be consistent and accurate, and representative of the organization's position. Please direct all media inquiries to [communications@csagroup.org](mailto:communications@csagroup.org). You are not permitted to communicate with the media or publish any information regarding our business, even incidentally without express permission from the Corporate Communications department. Social media accounts in the name of CSA Group are considered the property of CSA Group and should not be created or deleted without permission. For more information, please refer to the Global Corporate Communications policy.

## **Social Media Posts**

All CSA Group Employees are ambassadors of the organization and are responsible for conducting themselves with the highest level of professionalism when using all CSA Group internal and external communications channels (including digital and social media) and all public social media platforms (including LinkedIn, YouTube, Twitter and Facebook).

You are encouraged to maintain an online personal image that is coherent with your professional image. Anything you say or do on social media, even on a personal level, can implicate CSA Group.

CSA Connect is our internal platform used to share company information and engage employees in conversation. Employees must keep the Code in mind when posting comments or content on CSA Connect.

## **Intellectual Property**

You are responsible for protecting our intellectual property which includes, trademarks, copyrights, patents, graphics, multimedia and written materials. Our certification mark is one of our greatest assets and we employ a zero tolerance policy with respect to its unauthorized use. You are required to immediately report any known infringements or counterfeit use of our certification mark or other intellectual property to the Legal & Compliance Department.

## **Technology and Company Assets**

We provide you with access to electronic and computer technology for the purpose of company business. The information created, received, stored, or disseminated through these systems is not private and authorized company representatives may monitor these systems without notice. You are expected to safeguard all company assets and use them responsibly. The use of personal email is prohibited when communicating to customers or members; or for the storage of company related files and data.

## Export Compliance

As a global organization, we are subject to various countries' international trade laws. Certain transfers of technology and technical information are restricted depending on the nature of the item, country of origin, destination, end use and end user. Transferring these technologies or information without the appropriate government licenses and permits can result in serious penalties for you and the organization. For more information, please contact the Chief Legal Officer.

## Trade Sanctions

Before engaging in business with a company located abroad, it is important to ensure that the organization and its factories are not located in a country; participating in an industry; or owned by an individual subject to trade sanctions. Sanctioned or embargoed countries, activities and individuals change from time to time so it is important to regularly seek guidance from your manager or the Chief Legal Officer.

For additional information concerning trade sanctions, please refer to our Trade, Trade Sanctions, & Export Policy.

I have come across a Service Agreement for a new customer. The customer is located in a country that I believe we are prohibited from doing business with. What should I do?

Advise your manager immediately and contact the Legal & Compliance Department for more information on any trade sanctions that may apply.

## Privacy and Confidentiality

During the course of your employment, you may have access to a wide variety of confidential and proprietary information about CSA Group, and our clients, members and stakeholders. You have a duty to safeguard confidential information at all times. Confidential information includes personal information, which is defined as any information that can be associated with an individual. Personal information may refer to any information that can lead to either the direct or indirect identification of an individual. You must ensure that personal information is protected at all times in accordance with our Confidentiality and Privacy policy. Your obligations with respect to confidentiality continue even after your employment with us has ended.

Any unauthorized retention or disclosure may cause irreparable harm to the parties involved and may also result in serious penalties, including regulatory, civil and criminal. You have a responsibility to ensure that you are authorized in advance to disclose CSA Group information to third parties and that they are aware of, and contractually bound to comply with, confidentiality and data security safeguards.

Is it acceptable to send certification documents to my personal home email address so that I can work on them from home?

No. Never send or forward any CSA Group-related information to or from your personal email account. These documents may contain confidential information and should not be transferred to any external email servers.

I travel often in my current role. Can I use my CSA Group laptop to check my bank account online while I'm travelling?

Yes. As long as it does not interfere with your work performance

## Investigations and Legal Proceedings

In the event you are contacted by a regulator, enforcement agency, or outside lawyer for information regarding CSA Group activities you must immediately, prior to responding, notify CSA Group's Legal & Compliance Department. You are required to cooperate with all internal and (as authorized by counsel) external audits, investigations and inquiries. You should always be truthful. You may not testify as a witness on behalf of CSA Group or provide documents in response to legal requests without the prior authorization of Legal Counsel.

## Third Parties

As part of your job, you may be required to work with outside organizations. These third party organizations may include agents, joint venture partners, representatives, consultants, subcontractors, or independent contractors. We may be held accountable for the actions of third parties who are acting on our behalf. You have a responsibility to ensure that the third parties you engage are properly qualified for the job and are contractually bound to abide by all jurisdictional legal requirements and applicable CSA Group policies, including this Code.

## Insider Trading

Securities legislation prohibits trading when you have material information about a public company (e.g. a CSA Group client) that has not been publicly disclosed. It is against the law for you or anyone else to: (i) buy or sell securities based on undisclosed material information you obtained through your work with us; or (ii) pass this information on, whether intentionally or not, to someone who may then buy or sell the securities (called "tipping").

We are testing a really innovative prototype for one of our top customers, a well-known publicly-traded company. This product is going to be a game-changer within its respective market. The company hasn't made a public announcement yet about the product. I'm thinking of investing in the stock and telling my family and friends to invest as well since I'm sure the stock is going to increase in the coming weeks. Is this okay?

No. If you buy shares in the company based on information that isn't publicly available, it would be considered 'insider trading' which is illegal. Telling your family and friends to invest would be considered 'tipping' which is also considered a criminal activity.

## Financial & Business Records

You are responsible for the integrity and accuracy of our documents, records and business information. You must never falsify, tamper with or destroy, or unnecessarily retain documents, records or business information including test reports, procedures, and financial information except in keeping with the Records Management policy and procedure. You must ensure that all financial transactions and records are properly authorized and recorded, and presented accurately and fairly in accordance with International Financial Reporting Standards (IFRS) or other generally accepted accounting principles. You are also required to follow all internal control procedures and to never make any false or misleading statements with

respect to any company information. For additional information, please refer to our Records Management policy and procedure.

## Wellbeing in the Workplace

### Workplace Violence, Harassment & Discrimination

We are committed to maintaining a workplace that is free of violence, discrimination and harassment. We support the dignity and self-esteem of every employee and we will not tolerate violence, harassment or discrimination of any kind. For more information, please refer to our Workplace Violence, Harassment and Discrimination policy and our Diversity & Inclusion Policy. If you or someone else is in immediate danger, contact local police before reporting through internal channels.

In the lunch room, another employee called me a disrespectful name associated with my cultural background. What should I do?

Immediately report the incident to your manager, HR or through the EthicsPoint Helpline.

### Health & Safety

Maintaining a healthy and safe work environment is one of our core values. We have a collective responsibility to create and maintain a healthy and safe work environment. We set high standards and aim to meet, if not exceed the legislative requirements of the jurisdictions in which we operate. For more information, please refer to our Occupational Health, Safety, Security & Environment policy.

I work in the lab and other employees are consistently placing samples and equipment in front of emergency exits and electrical panels. I reported this to my manager who said it was fine and told me to get back to work. Is this an issue?

Yes. Blocking emergency exits endangers employees, contractors and visitors in our buildings. In addition, we may face potential fines and liabilities for these safety hazards. It is crucial that emergency exits be accessible for immediate use in the event of a fire or other emergency. You should immediately report the incident to a senior level manager, your OHSS&E Site Representative/Manager or through the EthicsPoint Helpline.

### Substance Abuse

We maintain a workplace that is free from the effects of illegal use or misuse of drugs and alcohol. Such activities threaten our ability to provide a healthy and safe work environment for our employees. CSA Group will not tolerate the sale, distribution, illegal use or misuse of drugs or alcohol while conducting CSA Group business or when working on our premises.

## Sustainability

### Environmental Compliance

We strive to be a leader in responsible environmental management and are committed to the protection and sustainability of the environment. This includes complying with all applicable environmental laws, rules and regulations. For more information, please refer to our Occupational Health, Safety, Security & Environmental policy.

I'm preparing for a test that will require the addition of chemical substances to test water. My manager advised me that the waste water from the test can be dumped down the storm drain. I'm not sure if this is allowed. What should I do?

Chemicals should never be released into the environment without confirmation that they are within the legal limits. Releasing chemicals into a storm sewer may be considered a spill. Consult with your OHSS&E Site Representative/Manager.

## Continuous Learning

We are committed to your ongoing development through learning and education. As part of your commitment to continuous learning, you have a responsibility to keep abreast of changes impacting our business in your area of expertise and to communicate these changes in a timely manner.

## Disclaimer

Nothing contained in or implied by this Code creates or shall be deemed to create or constitute a legal obligation on the part of CSA Group. The provisions of this Code are subject to change from time to time.