

# **Code of Conduct, Ethics, and Values**

**Approved at the meeting of the Board of Directors on June 29, 2017**

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# Ascension Code of Conduct, Ethics and Values

Ascension Innovation Management Inc is a digital transformation company that empowers organizations to grow sustainably with streamlined processes, robust systems and scalable models of delivery consistent, repeatable and industry leading customer success.

Our vision is to inspire and support teams to create value and success through innovation.

## 1.0 MISSION STATEMENT

Ascension's mission is to give organizations the power to grow and equip their teams to scale, automate and collaborate more effectively and sustainably. Our five core values are accountability, thought leadership, client success, equity and innovation. As a company, we use these values to fulfill our mission and serve people and planet.

## 2.0 ASCENSION'S CORE VALUES

Ascension's principles of ethical conduct include trustworthiness, sustainability, innovation and scalable growth.

We uphold these principles and abide by the highest standards of ethics. We also make decisions in accordance with the Code that fall within the best interests of Ascension, our Clients, and shareholders.

Ascension's core values are trust, integrity, leadership, community, innovation, excellence and success. As a company, we use these values to fulfill our mission and serve people and planet.

## 3.0 INTRODUCTION

The Code brings together information on compliance requirements and the principles of ethical conduct that form the foundation of Ascension's business practices. The Code is intended to help us clearly understand what is expected of us and to apply these principles in everything we do.

### 3.1 Objective and Scope

As a Canadian-Controlled Corporation, Ascension operates within a framework of laws, rules, and regulations. We are also guided by Ascension Policies, which include the Code. The Code broadly addresses a variety of ethical and legal concerns that we may face on occasion. It has been established in order to guide our judgement and help us better understand the ethical demands and constraints related to our work. The Code contains information related to key principles of ethical conduct, disclosure of information on wrongdoing, and administration of the Code. The Code is available on the Ascension website: [www.ascensionim.co](http://www.ascensionim.co).

### 3.2 To whom the Code applies

All current Officers, Directors, Employees, Board Members, and Consultants at Ascension are subject to the Code. Consultants and Vendors, as defined in the Code, and including their representatives and employees, are required to conduct themselves in a manner consistent with the Code.

The Code also addresses the relationship between Ascension and its Clients, Partners, suppliers, shareholders, and other business contacts with whom Ascension interacts or contracts. Ascension will not knowingly enter into or maintain a relationship with a person or organization that does not maintain the standards of business conduct and ethics that are reflected in the Code. Directors are subject to a Board Code of Conduct specific to the Ascension Board of Directors, which applies similar ethical standards as the Conflict of Interest Act of Canada.

### 3.3 Reference to Ascension Policies and legislation

The Code refers directly or indirectly to certain applicable laws and Ascension Policies. A non-exhaustive list is set out in Appendix A. Any person with access authorized by Ascension is required to read and comply with these documents, which can be consulted on the Ascension information management system or obtained from a manager. A Consultant or Vendor who is uncertain whether an Ascension policy applies to them must refer to a Ascension manager who will conduct the necessary investigation, as applicable.

### 3.4 Compliance with the Code

We must read, know, understand and comply with the content of the Code and the Ascension Policies that affect our work. Dishonest, unethical, or illegal conduct, constitutes a breach to the Code, regardless of whether the Code specifically addresses such conduct. Any Employee who fails to meet the standards set out in the Code will be subject to possible review of his actions, or lack thereof, as well as corrective and/or disciplinary action, up to and including immediate dismissal. We must understand, however, that no code of conduct can cover all circumstances that we may encounter. Ascension encourages us to apply not only the letter of the Code but also its spirit and principles. With regard to a Consultant, Vendor, or any other Business Partner, failure to act in a manner consistent with the Code may result in termination of the business relationship. The Board oversees compliance with the Code and relies on the Director of Human Resources to monitor and provide regular reports.

### 3.5 Adherence To The Public Sector's Code

As a Canadian Controlled Private Corporation that serves various agencies, departments, and crown corporations of the Canadian and provincial as well as international governments, Ascension also commits to the values and adheres to the expected behaviour of the Values and Ethics Code for the Public Sector. For Employees, the Values and Ethics Code for the Public Sector is incorporated in and must be read in conjunction with the present Code. The Values and Ethics Code for the Public Sector may be consulted through the Treasury Board of Canada Secretariat.

## 4.0 PRINCIPLES OF ETHICAL CONDUCT

The following principles of ethical conduct are not exhaustive. They cover minimum standards and common business situations in which ethical or legal concerns arise. We must therefore understand and comply with the spirit of professional integrity that underlies these standards.

### 4.1 Compliance with Laws and Policies

In conducting the business of Ascension, we must comply in all matters with all applicable laws, rules, regulations, and practices in jurisdictions where Ascension operates as well as with Ascension's Code of Conduct and company policies. Ascension will not engage in any activities that are illegal and does not permit any entity to do so on its behalf. Any questions about the interpretation or application of legislation or the legality of any issue must be addressed to the Chief Executive Officer or the Board of Directors.

### 4.2 Protecting Ascension's Reputation

Ascension's reputation of integrity, quality, and leadership is at the core of its success and must be protected continuously. It depends upon our shared commitment to Ascension's principles of ethical conduct. We must always conduct ourselves in ways that enhance Ascension's reputation with Clients and with the public at large to protect Ascension from brand or reputational damage. When in doubt, we should always ask ourselves if Ascension's reputation would be harmed if the situation became public. We must avoid activities that could compromise Ascension's image or reputation within the community while performing our duties as well as outside our regular working hours with Ascension or when dealing with clients.

### 4.3 Corporate Social Responsibility

Corporate social responsibility is about meeting society's expectations and managing the economic, social, and environmental consequences of our actions. It is a principle, not a stand-alone program, and it shapes Ascension Policies and practices. At Ascension, corporate social responsibility means:

- Economic – supporting clients to grow and foster economic opportunities that provide a benefit to our planet, people, and profit.
- Social – using responsible governance, finance, technology, information, and human resources practices in order to act in ways that build public and client trust.
- Environmental – using green practices and committing to act responsibly towards the environment in order to accelerate the adoption of a new economy built on the pillars of sustainability, equity, and digital empowerment.

### 4.4 Fair Dealing with Employees, Client, Vendors, External Parties, and Public

We deal fairly with all throughout our interactions. Strong mutual respect, transparency of actions, open communications, and a spirit of support are to permeate all interactions

between Employees, Officers, Directors, Consultants and Advisors. We deal fairly with Ascension's Clients, suppliers, external parties, and the public and act within our delegated authority. It is expected that no one will take advantage of anyone else through manipulation, concealment, wilful obstruction, false statements, abuse of privileged information, misrepresentation of facts, or any unfair or disrespectful practice, either orally or in writing.

#### 4.4.1 Relationships between Individuals

Our commitment to people extends beyond our Client and supplier relationships and to all our relationships and the entities with whom we interact. We shall: respect others; work openly, honestly, and collaboratively with our colleagues in the best interests of Ascension; act within our employment duties, qualifications, and delegated authority; share relevant and complete information in the performance of our duties; and keep all information confidential. Individuals who feel they have not been treated fairly shall be free to discuss the matter firstly with their manager, director, contract administrator, or with the Director of Human Resources.

#### **Diversity**

Workplace diversity provides different perspectives and supports opportunity, change, and innovation. Ascension highly values individual differences and diversity and promotes, at a minimum, the standards and protection of federal employment equity legislation. In all cases, Ascension will deal fairly and ethically with diversity issues and treat people with respect and dignity.

#### **Workplace Free from Harassment, Discrimination and Violence**

Ascension promotes a work environment that encourages mutual respect and professional conduct. Ascension's procedures to maintain a workplace free from harassment, discrimination, and violence prohibits any form of disrespectful conduct, harassment, or discrimination and is an integral part of this Code. It specifies that such behaviours are unacceptable and will not be tolerated by Ascension.

#### **Substance Abuse**

We are strictly prohibited from being impaired by the consumption of alcohol or drugs while on Ascension's premises or while conducting Ascension business or activities. Alcohol or drug dependency is a treatable condition and early intervention improves the probability of lasting recovery. We are all encouraged to seek professional assistance and to use the Employee Assistance Program made available by Ascension's employment insurance provider for its Employees when help is required.

#### **External Communications and Social Media**

Consultants and Vendors are not authorized to speak officially on behalf of Ascension, nor to grant interviews or make statements to the media regarding Ascension's policies, Clients, activities, or business.

For Employees: All communications by Employees on behalf of Ascension must be approved an Officer, Director, or Board Member of the company. Only Ascension individuals

who have been authorized to act as Ascension's spokesperson can officially speak on its behalf, grant interviews, or make statements to the media concerning Ascension's policies or business. Employees who wish to participate in public forums, interviews with the media, or conferences on their own behalf must notify Ascension before agreeing to participate. Even though they are acting on their own behalf, certain publications could have an impact on Ascension's reputation or business. When appearing in public forums, social media, or conferences, Employees should be clear as to whether the information they present and the opinions they express represent Ascension or their own personal views. Employees may quote previously published information from key publications such as the annual reports, white papers, media releases, or publicly available digital content. Employees are required to follow Ascension's corporate directive on Disclosure and the Use of Information Technology corporate directive. Employees are also required to comply with the Employee Social Media Usage procedure in their use of the Internet, social networking websites and blogs, or in their participation in newsgroups or chat rooms.

### **Ascension Image**

Unless specifically authorized by an Officer, Director or Board Member, we will not use the Ascension logo or brand name in our personal communications or for our own benefit in any communication medium, such as social media, online networks, forums, blogs, etc., and will respect Ascension's brand image, copyright, image, and official marks.

#### **4.4.2 Clients, Consultants, Vendors, External Parties and Public Clients**

We must demonstrate high standards of conduct and offer exemplary service in all dealings with all Clients. As a Canadian Controlled Private Corporation serving entities such as financial institutions, governments, and nonprofits, Ascension is committed to respecting the "Know Your Customer" principles in all applicable dealings. We are responsible for complying with Ascension Policies in these areas, including the Anti-Money Laundering and Anti-Terrorist Financing corporate directive, and for exercising due diligence in every transaction. Ascension adheres to the principles of free competition — bid-rigging; deceptive marketing practices tied selling; abuse of dominant position and concerted actions to fix prices, interest rates, equity, tokens or currencies impede fair competition and must be avoided. Any person who has concerns about the legality of any issue regarding fair competition should contact the Director of Legal & Compliance.

### **Vendors**

When contracting with suppliers, Ascension must ensure that its Policies regarding supplier selection and contracting are respected, as well as applicable laws and Free Trade Agreements (FTAs) negotiated and signed by the Government of Canada.

#### **4.4.3 Referrals and Enquiries by Members of Parliament, Senators, Ministers and their Staff, and Ascension Directors**

Ascension encourages referrals from Clients, Consultants, or Vendors, which must be provided without undue pressure. Any referral or enquiries by members of Parliament and Ascension Directors require oversight and approval by an Ascension Officer or Director.



## 4.5 Conflict of Interest

We must be objective and impartial in all business dealings to avoid a Conflict of Interest or avoid to be perceived to be in a Conflict of Interest. We must, at all times, avoid situations where personal interests conflict, or could appear to conflict, with our Ascension role and responsibilities. We must arrange our personal affairs to avoid real, potential, or perceived conflicts of interest and must not access or otherwise use or take advantage of Ascension's network of contacts or information base for our own purposes or at the request of others. When a close personal situation is likely to create a situation where our personal interests may enter into conflict, or could appear to be in conflict, with our responsibilities, the Manager, Director, or person responsible for managing the contract must be notified. Appropriate measures will be taken or recommendations will be made based on the circumstances. We shall not give preferential treatment to any person, including Family Members or Interested Persons. We must ensure that we are not obligated to, or do not give the appearance of obligation to, any person who might profit from special consideration. We are prohibited from managing or working on accounts of Family Members or Interested Persons without prior disclosure and approval by an Ascension Officer or Director. Those who recommend or approve transactions: must not have any personal business with anyone involved, regardless of their role; are not permitted to participate in any transaction or contract that involves a Client, Consultant, or Vendor that is a Family Member or Interested Person; must disclose the situation in accordance with 4.5.7 (below). Also, the Ascension Act prohibits Ascension from making a loan, investment, or guarantee directly to a Director or Officer.

### 4.5.1 Personal Assets / Liabilities

All personal financial assets or liabilities that may give rise to a real or potential Conflict of Interest must be disclosed in writing in accordance with 4.5.7 (below). This includes interests in partnerships, proprietorships, joint ventures, private companies, and family businesses or real estate property for other than personal use. When assets or interests give rise to a real or potential Conflict of Interest, as determined by Ascension, the individual may be required to divest the assets by selling them or by making them subject to a trust arrangement or other action acceptable to Ascension, or be prohibited from entering into any contract that would place the individual in a situation of conflict. If the individual is not able or willing to comply with the arrangement required by Ascension, the company may immediately remove them from their role and formal relationship with Ascension.

### 4.5.2 Directorships

It is permitted to serve as directors of other corporations, except where there could be a Conflict of Interest or a perceived Conflict of Interest, particularly if that corporation is conducting, or has already conducted, business with Ascension. Prior to accepting appointments to "not-for-profit", community-oriented, trade, or professional association(s), Employees and Consultants must notify their Manager or the Director of Human Resources. For Employees, all commercial board appointments require a written approval by an Officer or Director of Ascension. We must all nonetheless disclose our interests and notify an Officer or Director of Ascension of any changes to these interests prior to the change coming into effect, or as soon as we discover a change in these interests.



Employees of Ascension who are asked to serve as directors of corporations in which Ascension invests should refer to Ascension Policies and the Code prior to investment. Annually, as part of our commitment to the Code, we are required to declare the following: the name of the organization(s) on which we are sitting as directors on boards; and the name of the not-for-profit, community-oriented, or trade-related association(s) on which we are appointed and still sitting.

#### 4.5.3 Outside Employment or Activities and Post-Employment

Employment or participation in ventures or initiatives outside of Ascension working hours, whether for another employer or on a self-employment basis (compensated or not), is permitted if:

- 1) There is no conflict of interest or perceived conflict of interest; and
- 2) It does not result in a decrease in your performance or a decline in the quality of your work produced at Ascension; and
- 3) It does not affect your ability to perform your duties and responsibilities objectively and impartially; and
- 4) You obtain prior approval from an Officer or Director of Ascension. For temporary employees, summer students, and contractual employees, approval may be obtained from the Director of Human Resources.

Ascension reserves the right to request that an Employee discontinue their participation in outside employment or other business activity at any time if any of the conditions above is not met. Further, if an Employee or Consultant has had significant dealings with a Client or entity during the previous 12 months, they will not, for a period of 12 months following termination of employment: make representations to Ascension on behalf of the Client or entity; and not give advice to the Client or entity using information that is not available to the public concerning Ascension programs or policies. In the exercise of their functions, Consultants shall not be influenced by projects or outside employment offers from Clients. Consultants shall immediately notify their Director of any offer of employment or external professional activities that could place them in a conflict of interest. Consultants shall not recruit or recommend to other companies any employee of a Client, unless they receive prior written authorization from Ascension and the Client concerned.

#### 4.5.4 Political Activities

Discretion is in order when we participate in political activities, and we must never act as representatives of Ascension in these activities. Volunteering on behalf of, or donating to, a candidate for election to any federal, provincial, territorial, or municipal legislative body is permitted. Anyone who decides to run as a candidate for election must inform Ascension of their intention to do so. The person shall then take a leave of absence without pay or terminate their contract with Ascension from the time the Writ of Election is issued until the day after the election. If the person is elected as a member of a federal, provincial, or territorial legislative body, with the exception of a municipal council, they must resign from Ascension and shall be removed from the network of consultants or shall no longer be an Ascension Vendor, without prior written approval from Ascension's Board of Directors. We

are prohibited from using our position at or contract with Ascension or its resources to influence political contributions or votes. Ascension may purchase tickets or corporate tables at events raising financial contributions for a political party as a business development activity for digital intelligence contracts. Furthermore, if we are engaged in a Contract, we will attend such functions as representatives of our Client. If we are not under Contract, we will attend as representatives of Ascension.

#### 4.5.5 Community or Non-Profit Organizations

Those who volunteer with community organizations do so as individuals and not as Ascension representatives. If their involvement in community organizations creates a real or perceived Conflict of Interest with Ascension responsibilities, they will be required to withdraw from the organization.

#### 4.5.6 Acceptance of Gifts

We must neither accept nor offer gifts consisting of cash, bonds, negotiable securities, discounts, hospitality or other favoured treatment, or other benefits (“gift” or “gifts”) that could influence our judgment or the performance of our duties. This also applies to our Family Members and Interested Persons. Any inadvertently or involuntarily received gift must be reported to Ascension to determine the appropriate measures to be taken. Furthermore, if there is doubt regarding the acceptance of a gift, it is recommended that you consult with your Manager, Director, or an Ascension Officer. We must not give or accept, directly or indirectly, any gift offered for/by persons, groups, or organizations conducting, or which would like to conduct, business with Ascension unless the gift: is of nominal value (normally under \$1,000 or higher value, only if judged appropriate by their Manager or Director who approves in advance following a written declaration by the Employee); does not violate any applicable laws or regulations; reflects a normal expression of courtesy or hospitality; and does not raise suspicion about their objectivity and impartiality. Infrequent, casual hospitality (such as a lunch or dinner for business purposes, tickets to local sporting or cultural events, invitations to local social or charitable events, local golf games or tournaments, or small promotional articles) are normally acceptable.

When invited to events organized or sponsored by a Client or supplier, we may accept a prize when it meets the conditions described above. Any prizes or gifts of value in excess of this amount must be returned to the organizers unless prior approval is given by an officer of Ascension. At such events, we may keep a prize if we personally paid for the ticket that was drawn. We may also keep a prize won at an event, such as a social or charitable event, where the prize is a result of a draw based on chance.

#### 4.5.7 Disclosure

Unless specified otherwise, any person who believes they has a Conflict of Interest that could create a bias or perception of a bias has the obligation to promptly and fully disclose the conflict in writing to their Director, an Officer, or an Ascension business contact, who will consult with the Officers.

More specifically: Those who recommend or approve transactions must disclose situations involving a Family Member or Interested Person to their Director or an Ascension Officer

who will consult with the Board of Directors. Anyone (or to the person's knowledge, a Family Member or Interested Person of that Employee) who holds an interest in a business or closely held corporation that would like to do or has done business with Ascension must provide complete written disclosure to Ascension. Employees who hold registered or incorporated businesses, even if inactive, are required to declare in writing to their Director or an Officer with a copy to the Director of Human Resources that includes the business name, business purpose, and level of revenues for the last 12 months. Officers shall disclose annually all interests that they, or a Family Member or Interested Person, have in an entity that is or might reasonably be expected to be a party to a material contract or transaction with Ascension. We are required to declare the above upon entering into a relationship with Ascension. Annually, we must make a declaration as part of the acknowledgement and renewal process specified in Section 6.1.

#### 4.6 Insider Information or Trading in Securities

We must not, directly or indirectly, knowingly take advantage of, or benefit from, information we obtain at work that is not generally available to the public.

#### 4.7 Fraud and Misappropriation

We are required to report any suspected dishonest conduct. Ascension has zero tolerance for any type of fraud, theft, misappropriation, money laundering, bribery, and corruption. We must not engage directly or indirectly in any bribe, kickback, or other inappropriate payment to or from Clients or other external parties. We should not directly or indirectly use or allow the use of Ascension funds, property, or information of any kind, including intellectual property, methodologies, processes, or trade secrets. We must not allow the use of Ascension funds, property, or information for anything other than officially approved activities. Use of such assets in a negligent, inadequate manner or for personal gain constitutes a violation of the Code. Anyone found to have done so will be considered to have committed a misappropriation.

#### 4.8 Protecting Ascension Assets

The use of Ascension assets or devices are subject to applicable legislation and Ascension Policies, which includes but is not limited to the following:

##### 4.8.1 Transactions, Information and Records must be Accurate, Confidential and Secure

We must play our part in ensuring the accuracy and integrity of Ascension's record-keeping and information gathering and reporting systems. We must comply with Ascension Policies to ensure that transactions are properly authorized, promptly recorded in the right accounts, and adequately supported by back-up documentation. Under no circumstances should we try to bypass an internal control procedure even if we think this is harmless or will save time. Ascension strives to ensure all reports (whether for external or internal use), records, and other data are factual, fair, complete, timely and understandable, and are maintained according to Ascension Policies and legal requirements. To protect the accuracy of our records, only legal and approved software is to be used on Ascension equipment. Ascension expects us to respect and follow its practices for record retention and their safeguard. We must not knowingly destroy, mutilate, alter, falsify, or conceal Ascension's records. Due to

the nature of our work, Ascension is subject to the requirements of HEPA, PIPEDA, and CASL Access to Information Act and therefore external parties may, subject to certain exemptions, have access to any records under Ascension's control. This includes records in hard copy or electronic format. The Access to Information Act makes it a criminal offence to destroy, alter, falsify, or conceal a document with the intent of obstructing the right of access under the Act.

#### 4.8.2 Confidentiality and Protection of Personal and other Information

##### *4.8.2.1 Personal Information*

Ascension is subject to the Privacy Act, which sets out the conditions for the collection, use, retention, disclosure, and disposal of Personal Information. The Privacy Act sets out various principles governing the collection and use of Personal Information. In addition to the confidentiality obligation highlighted in 4.8.2.3 (below), in dealing with Personal Information, we should also observe the following: collect personal information only if related to an operating program or activity of Ascension; wherever possible, collect Personal Information directly from the individual; collect Personal Information only with consent of the individual, after informing them of the purpose; collect only what is necessary and relevant to a particular Ascension activity/product; use it only for the purpose for which it was originally collected; endeavour to keep it accurate, complete, and up to date; and retain it for a minimum of two (2) years after last use and comply with Ascension's records retention schedule.

##### *4.8.2.2 Client Confidentiality*

All information regarding relations and dealings between Ascension and its Clients must be kept confidential. This includes information about whether or not an individual or business is a Client. The Ascension Act stipulates that Client-related information is privileged and may only be disclosed without consent in limited, prescribed circumstances. We are required to protect the confidentiality and security of Client information not only when Ascension collects, uses, or retains the information, but also when it disposes of or destroys information (e.g. shredding or deletion). Ascension may require confidential information about Clients from external parties while performing due diligence, so we must ensure we have the necessary Client written consent before proceeding. Before disclosing any confidential (business, personal or financial) information about Clients to external parties, including requests for reports on Clients from banks, investors, creditors or correspondents, Ascension must obtain the necessary Client consent and document all communications surrounding the request and its fulfillment. When in doubt, we should seek guidance from an Officer.

##### *4.8.2.3 Protecting Confidentiality*

Ascension has an obligation to safeguard the privacy of its Employees and affairs. At all times, including after the end of our relationship with Ascension, we are required to take appropriate precautions to protect the confidentiality of Client-related, personal, and government-sensitive information; and Employee transactions, information, and stated intentions (collectively "confidential information"). For example, we will: limit access to confidential information only on a need-to-know basis; not carelessly display confidential

information or leave confidential documents lying about in an unsecured manner; not discuss confidential information in public places, including hallways, elevators, cafeteria/restaurants, or on blogs or social networks; not reveal confidential information to persons outside Ascension, including Family or Interested Persons, or other persons who do not require the information for their work; only disclose government-sensitive information by following the policies issued by the government with the highest standards of compliance with jurisdiction over our Client; use only secure media to transmit confidential information (e.g. take necessary precautions when using insecure media such as cellular telephones) and be certain with whom we are communicating; destroy or dispose of confidential information according to Ascension record management retention procedures; and keep all systems secure by following Ascension's security processes and procedures.

#### 4.8.3 Security of Property, Proprietary Information, and Information Technology

Effective security at Ascension is a team effort involving the participation and support of everyone. Ascension provides assets and equipment, such as telephones, fax machines, photocopiers, computers, databases, servers, information management systems, devices, etc., for the purpose of performing its business operations. We are expected to ensure that any personal use of Ascension assets is kept to a minimum and that we do not take advantage of them for our own benefit or profit. We have an obligation to protect company assets, facilities, supplies, equipment, and information systems and programs against loss, theft, damage, misuse, corruption, vandalism and unauthorized access, use and disposal. This applies while on Ascension premises as well as off premises. It also applies to those who authorize assets to be held in our custody or safekeeping, in which case we are responsible for being aware of and satisfied with their security procedures. We are expected to take reasonable measures to safeguard access controls, such as user IDs and passwords, pass cards, smart card or token, and keys. We should have no expectation of privacy when using any Ascension asset or device, either on Ascension premises or off site. Ascension has the right to review, monitor, and conduct audits of its equipment, systems, and devices, including internal and external communications. Those who request to use their own equipment to perform their duties must comply with all applicable legislation and Ascension Policies. The use of personal equipment will never be an excuse or a valid justification for any illegal or inappropriate use in contravention with such legislation or Ascension Policies. Anything Employees design, develop, create, or author in their capacity as an Employee of Ascension becomes the sole and exclusive property of Ascension. Consultants and Vendors must refer to their contracts for details on intellectual property; unless otherwise specified, anything Consultants or Vendors design, develop, create, or author in their capacity as an Employee of Ascension becomes the sole and exclusive property of Ascension

#### 4.8.4 Information Technology Security

Information Technology Security is committed to protecting Ascension and encouraging users to protect Ascension from illegal or damaging actions by individuals, whether committed knowingly or unknowingly. Systems and equipment, including but not limited to all computer equipment provided to us by Ascension, as well as all software, operating systems, mobile devices, storage media, and network accounts providing access to electronic mail (email) and Internet browsing, are the property of Ascension. While

Ascension accepts reasonable personal use of some of the above, these systems and equipment are to be used primarily for business purposes during the course of normal activities, as well as to serve the interests of Ascension. Ascension is the exclusive owner of all Information Assets, which includes data recorded on any computer facilities and devices. We must safeguard any information of which we are the designated information asset owner, or have custody or use of, even when we are disposing of records or equipment. We must comply at all times with Ascension security processes and protection requirements, including any specific requirements applicable to a particular system or program, including devices. Those who regularly work at home or offsite, or have Ascension equipment or devices in their custody as part of an approved arrangement, are expected to keep the Information Asset safe and to follow Ascension Policies. We are required to read and adhere to at all times Ascension's applicable policies on information technology.

## 5.0 REVIEW OF BREACHES TO THE CODE AND DISCLOSURE OF WRONGDOING IN THE WORKPLACE

Ascension has an Internal Procedure to review breaches to the Code and policies on disclosure of wrongdoing in the workplace. Ascension promotes a culture of open and honest communication, where issues and concerns can be handled with respect and confidentiality. Any questions or concerns related to breaches to the Code or wrongdoing should be forwarded to at least two (2) Officers or members of Ascension's Board of Directors.

### 5.1 Internal Procedure to Review Breaches to the Code

Ascension's Internal Procedure to Review Breaches to the Code outlines Ascension's procedure to review a Breach to the Code (as defined in the procedure). It also confirms clear responsibilities and accountabilities with regards to an investigative process and informs us all on how we are expected to conduct ourselves when we become aware or are informed of a Breach to the Code.

### 5.2 Ascension's Policy on the Disclosure of Wrongdoing in the Workplace

When we have reasonable grounds to believe that another person has committed, is about to commit, or has been asked to commit a wrongdoing in violation of the Code, we are required to report it. This can be done without fear of reprisal. When making a report, everyone should respect the reputation of individuals and refrain from making false or misleading disclosures of wrongdoing or disclosures in bad faith. Disclosures of wrongdoing may be anonymous and confidential and should follow the internal processes established in this policy.

### 5.3 Disclosure Channels

Disclosure of any wrongdoing is made to the Chief Executive Officer as well as a second Officer, and may also be made to a direct Manager, additional Officers or members of the Board of Directors. Those who want to anonymously report any suspected wrongdoing may also do so in writing.

## 6.0 ADMINISTRATION OF THE CODE

### 6.1 Acknowledgments and Renewal for Employees

When hired, every Ascension Employee is required to swear the Oath or Solemn Affirmation and sign a Compliance Acknowledgment certifying they have read and understood the Code, and that they, as a condition of employment, will comply with the Code. Each year, as a condition of employment, Ascension Employees review the Code and renew this Acknowledgment. They must consult with their Managers if they are unsure of the course of action to follow, with respect to their obligations under the Code.

### 6.2 Acknowledgement and Renewal for Consultants

Consultants are required to conduct themselves in a manner consistent with the Code. When retained, they swear the Oath or Solemn Affirmation and confirm within their Ascension Consulting Agreement and Contract with Ascension that they have read and understood the Code, and that, as a condition of their contract, they will comply with the Code. In the case of a company, the company commits to Ascension to provide a copy of the Code to all individuals that are assigned to provide services and to monitor their compliance with the obligations set out in the Code at all times. Each year, Ascension Consultants review the Code and renew their oath, personally or on behalf of the employees assigned to perform services, as a condition to maintaining and continuing the Ascension Consulting Agreement and Contracts in place. Consultants must consult an Ascension manager if they are unsure of the course of action to follow with respect to their obligations under the Code.

### 6.3 Acknowledgment and Renewal for Vendors

Vendors, as defined in the Code, are required to comply with the Code. Ascension does not establish or maintain any relationship with an individual or company that does not adhere to business standards and ethics that comply with its Code. Any Vendor providing services to Ascension signs the Oath or Solemn Affirmation, and confirms within its service contract (whatever the title) or a Statement of Work contracted with Ascension, that he has read and understood the Code and agrees to comply with it as a condition of his contract. In the case of a company, the company commits to Ascension to have the Oath or Solemn Affirmation signed and to provide a copy of the Code to any individual assigned to perform services, as a condition to maintaining and continuing a business relationship with Ascension. Each year, Ascension's Vendors review the Code and renew their oath, personally or on behalf of the employees assigned to perform services, as a condition to maintaining and continuing a business relationship with Ascension.

### 6.4 Code Interpretation

If there is any need for interpretation under the Code of Conduct, Ethic, and Values, the Director of Human Resources is responsible for rendering a decision. Any appeals on the interpretation of the Code must be filed in writing with the Ascension Board of Directors.



## 6.5 Review and Approval of the Code

The Code is reviewed regularly, at least every two (2) years by the Governance/Nominating Committee and approved by the Board with any changes required.

## SCHEDULE 1.0 - DEFINITIONS

To assist in understanding the Code, the following key terms and words are defined:

**“Ascension”** Ascension Innovation Management Inc. (also referred to as **“AIM”**).

**“Ascension Policies”** Refers to Ascension’s corporate directives, policies, business processes, and rules.

**“Board Member”** An Individual currently appointed to Ascension’s Board of Directors in accordance with Ascension’s Articles of Incorporation.

**“Client”** Any legal entity or individual with whom Ascension transacts or proposes to transact for the purposes of fulfilling our mission, or offering our products and services, including Innovation Management, Technology Management, Salesforce consulting, cloud technology consulting, proprietary software products, third-party software products, Client-owned software products, and custom development services.

**“Conflict”** or **“Conflicts of Interest”** interfere with, or may interfere with, the responsibility and duty of an Employee, Consultant, or Vendor to Ascension or our Clients. Even if Ascension is not adversely affected by the conduct, a conflict arises when an individual exercises a duty or function that provides an opportunity to further their personal interest or those of his Family Members or Interested Persons, or to improperly further another person’s personal interest.

**“Consultant”** or **“Consultants”** Any business or person who is not an Employee of Ascension that is bound by an Ascension Consulting Agreement and one or more contracts to provide consulting services to Ascension Clients.

**“Director”** An Individual who is either an active Ascension Employee or Consultant, and is appointed to a Director role by a vote of the Officers.

**“Employee”** or **“Employees”** All Ascension permanent and temporary personnel, whether full-time or part-time, who have an active employment agreement with Ascension.

**“Family Members”** With respect to any Ascension Employee, Consultant or Vendor, means a person in a familial relationship including: a spouse or equivalent, live-in partner, dependent, child, stepchild, parent, foster parent, mother-in-law or father-in-law, grandparent, sibling, sister-in-law or brother-in-law, or any other such person whether or not they reside in the same household as the Employee, Consultant, or Vendor.

**“Information Asset”** Any documentary material, regardless of form or medium, created by Ascension Employees or received from other sources and under the custody of Ascension.

**“Interested Person”** Any individual or legal entity having a close personal or business relationship with an Employee, Consultant, or Vendor.

**“Officer”** Members of Ascension’s senior management team.

**“Personal Device”** Means a personally-owned device not provided by Ascension that is used during the course of normal personal activities, as well as to serve the interests of Ascension.

**“Personal Information”** Is defined as any information that can lead to an individual being identified, including: age, citizenship, education, ethnic origin, financial history, gender identification or orientation, heritage, marital status, medical history, opinions of or about the individual, personal views, or religion. This also includes personal information about Ascension’s Employees, Consultants, Clients, Board Members, Directors, Officers, shareholders, Advisory Board, and Interested Persons.

**“The Code”** Refers to the Ascension Code of Conduct, Ethics, and Values.

**“They,” “Their,” or “Them”** Collectively designates any individual regardless of what pronoun that individual prefers to be addressed as, only for purpose of providing clarity to the Code.

**“Vendor” or “Vendors”** Any company or person who is not an Employee of Ascension that provides products or services to Ascension under one or more Statements of Work, or any other agreement (regardless of its title) stipulating the products or services to be provided to Ascension.

**“We,” “Us,” or “Our”** Collectively designates all Ascension Employees, Consultants, and Vendors. This is intended to indicate that compliance with the Code is both a personal and collective responsibility.