Fer-Pal Code of Ethics and Business Conduct

Company Policy

May 6, 2025

This Code of Ethics and Business Conduct handbook offers guidelines on the ethical standards in effect at FER-PAL Construction Ltd. Since it does not cover every possible situation, we trust your judgment, your honesty and your personal integrity.

If you have any questions regarding these standards or any particular situation, feel free to contact Human Resources, your manager, or any member of the management team at FER-PAL.

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Objectives

At FER-PAL, we are committed to honesty and integrity in the conduct of our business. We take our responsibility to our employees, customers, and other stakeholders very seriously.

This FER-PAL Code of Ethics and Business Conduct (the "Code") aims to achieve the following objectives:

- To demonstrate to our stakeholders and the public that FER-PAL works to conduct itself ethically;
- To describe FER-PAL's standards of business conduct;
- To guide employees on how to resolve potentially difficult situations;
- To set out FER-PAL's procedures for the reporting of conflicts of interest and other issues relating to the Code; and
- To promote principles of respect and fairness in the workplace and in dealings with the public and our stakeholders.

To Whom Does the Code Apply?

The Code applies to all employees (including seasonal/contract employees) of FER-PAL.

It is your responsibility as a FER-PAL employee to become familiar with the Code, to ask for guidance when necessary, and to report violations of the Code. Ultimately, you must fulfill your responsibilities at FER-PAL in accordance with the Code.

How do I apply the Code in my business dealings?

Because it is critical that we maintain the trust of our customers and stakeholders, compliance with the Code is mandatory. It is important that you understand the Code and how to apply it to situations you may encounter in your work.

It will be relatively easy to determine how to apply the Code to many situations. However, some business situations are more complex. The Code does not describe, or provide guidance for, every circumstance you might encounter in your work. Instead, it sets standards that FER-PAL expects you to meet or exceed in your business dealings. As always, you will be expected to understand and comply with all applicable legal and regulatory requirements and to use your best judgment and common sense, keeping in mind that you are required to comply with the spirit, as well as the written words, of the Code, and applicable laws, rules and regulations.

If you encounter a situation for which the Code does not provide specific guidance, asking yourself the following questions may help you determine how to apply the Code:

- Is this fair and ethical?
- Is this legal?
- Am I confident that FER-PAL would not be embarrassed if this situation became public knowledge?
- Would I approve of this situation if I were a co-worker, a customer, or another partner or stakeholder?

You should be able to answer Yes to each of these questions.

Vision

FER-PAL's Vision

FER-PAL would like to create a long term, sustainable, continuously growing, well managed business.

FER-PAL will remain the predominant player in pipe rehabilitation - now and in the future.

FER-PAL must create and sustain a culture that prizes safety, family, quality products, workmanship, innovation, high profitability, professionalism, great customer service.

Business Practices

Anti-Bribery and Anti-Corruption

FER-PAL is committed to conducting business in an honest and ethical manner and complying with applicable anti-bribery and anti-corruption laws and regulations.

FER-PAL prohibits all bribery or corruption, whether made for the benefit of any third party, public or private. No FER-PAL employee shall, directly or indirectly, promise, authorize, offer or pay anything of value (including gifts, travel, hospitality, charitable donations and employment) to any "Government Official" (as defined below) or other party to improperly obtain or retain business or otherwise secure an undue advantage. Payments that are improper or inappropriate when made directly are not to be made indirectly. Employees must not make, authorize or facilitate a payment if they believe it likely that bribery will occur.

"Government Officials" include:

- Persons serving with, employed by, or an agent of any agency or entity of the national, provincial, state or municipal governments of any country;
- Persons serving with, employed by, or an agent of any political party or political campaign organization;
- Political candidates;
- Employees of any government-owned or government-controlled commercial enterprise; and
- Family members of any such persons identified above.

Anything of value should be understood broadly and may include, for example, cash, gifts, gifts to family members, prepaid or gift cards, travel, meals, lodging, entertainment, loans, forgiveness of a debt, personal favors, political and charitable contributions, business opportunities, employment and medical care.

FER-PAL prohibits even small facilitation payments given to Government Officials to ensure completion of routine administrative functions.

FER-PAL's commitment to compliance with anti-corruption laws extends to the activities of all representatives and business partners. Employees must avoid any situation involving a third party that might lead to a violation of any applicable anti-corruption law. When and where deemed necessary, FER-PAL will conduct anti-corruption-related due diligence on its customers, suppliers and partners and obtain assurances of compliance with applicable anti-corruption laws.

FER-PAL must record payments and other compensation in its corporate books, records and accounts in a timely manner and in reasonable detail. No undisclosed or unrecorded accounts may be established for any purpose. False, misleading, incomplete, inaccurate or artificial entries in the books and records are prohibited. Personal funds may not be used to accomplish what is otherwise prohibited by FER-PAL policies.

In limited circumstances, however, offering gifts or privileges may be appropriate. In each case, you should consider the value of the gift or favour and the circumstances in which it is offered.

The following criteria should be used as a guideline for determining whether a gift or privilege is appropriate.

You may offer gifts, as long as they are:

- Not cash or cash-equivalent;
- Nominal in value, such as pens or calendars or other "trinkets"; and
- Within accepted business practices in our industry.

If you want to offer a gift that fails to meet the above criteria, you must obtain prior written approval from your FER-PAL Vice-President.

You may offer entertainment, such as a meal, refreshment or a sports outing, as long as it is:

- Infrequent;
- Unsolicited;
- Not above $500 in value; and
- In a business setting.

If you wish to offer entertainment that fails to meet the above criteria, you must obtain prior written approval from your FER-PAL Vice-President before offering it.

However, in all cases, if the offer can in any way influence, or appear to influence, the other party's decisions, you should not offer gifts or other favours.

Money Laundering

Money-laundering is the act of disguising the origin of the proceeds of a crime. Law enforcement authorities take money laundering very seriously because it enables other serious crimes and is closely linked to terrorist financing. Employees are strictly forbidden from participating in or facilitating a transaction whose purpose is to disguise the origin of the funds. Employees shall conduct only legitimate business activities and shall not accept or handle cash or other assets that they have reason to suspect are the proceeds of a crime.

Human Rights

FER-PAL opposes the use of child labor, forced labor, and any form of exploitation or slavery and complies with the applicable laws and regulations related thereto.

Political or charitable donations and sponsorships

Employees may not make charitable donations or sponsorships, whether in their own name or in the name of FER-PAL, to obtain or retain business or to gain an improper business advantage. Any charitable contribution or sponsorship that FER-PAL makes must be allowed under applicable laws, made to or for a bona fide charitable organization, and authorized under the terms of the Code.

Employees must secure the prior written approval of the Chief Executive Officer before making a charitable contribution on FER-PAL's behalf.

Political donations in the name of FER-PAL are prohibited.

Record of business and financial files

The accuracy and maintenance of FER-PAL's business and financial records is crucial and must be ensured not only for financial accounts, but also for any other records such as time records, expense reports, and submissions such as benefits claim forms.

In this regard, employees must:

- Always record and classify transactions in the proper accounting period and in the appropriate account and department;
- Never distort the true nature of any transaction;
- Never falsify any document;
- Never enable another person's efforts to violate any law, specifically when related to tax evasion or money laundering; and
- Always support estimates and accruals with appropriate documentation.

Our People

Alcohol and drugs

FER-PAL commits to providing a safe and secure work environment in order to protect everyone's health, well-being and productivity.

Employees are always required to be "fit for duty" when performing their work. The use of any substance that may cause impairment in the workplace is therefore strictly forbidden. In addition, the use, sale, fabrication or distribution of any substance that may impair a person's faculties during working hours and in the FER-PAL workplace is strictly forbidden. The possession of illegal substances or the unlawful possession of a legal substance that may cause impairment in the FER-PAL workplace is strictly forbidden.

All employees must cooperate to ensure conformity to this rule. Any employee who wishes to receive help for an alcohol or drug dependency problem may speak to his/her manager or to Human Resources, or contact the Employee Assistance Program. All requests will be processed promptly, respectfully and in strict confidence. Please refer to FER-PAL's Policy on Alcohol, Drugs, Medications, and Tobacco for further guidance.

Non-discrimination, harassment and other abusive conduct

FER-PAL is an equal opportunity employer.

The diversity of FER-PAL's employees is one of its greatest resources and FER-PAL is committed to providing a business environment free of discrimination and harassment. FER-PAL is firmly committed to providing equal opportunities in all aspects and will not tolerate discrimination or harassment of any kind, including but not limited to discrimination or harassment based on age, ancestry, colour, race, citizenship, ethnic origin, place of origin, creed, disability, family status, marital status (including single status), gender identity, gender expression, record of offences, sex (including pregnancy and breastfeeding), sexual orientation. Please consult our Diversity, Inclusion, and Belonging Policy for more guidance.

Sexual harassment and other abusive conduct

FER-PAL supports the fundamental dignity of all employees and will not tolerate any sexual, coercive, threatening, or exploitative behavior including gestures, language or physical contact.

Data Protection and Privacy

FER-PAL accumulates a considerable amount of personal data information about suppliers, customers, and employees. You are required to keep confidential any personal data that you might access in the course of your work.

You shall respect the privacy of FER-PAL employees, suppliers, and customers. In particular, you shall not use any personal data for a purpose other than the purpose for which such personal data was initially collected and only communicate personal data to FER-PAL employees that need to know the information for the specific purposes for which the personal information was collected.

Furthermore, no personal data will be collected, used, processed or disclosed if done so for an illegitimate purpose, if illegal or if not authorized.

Safety, Health and Environment

FER-PAL strives to provide each employee with a safe and healthy work environment, at a standard no lower than the minimum required by applicable laws.

FER-PAL is committed to providing a safe and healthy work place for its employees and for visitors at its offices and worksites. FER-PAL is equally committed to minimizing the impact of its operations on the environment. These commitments can only be met through the awareness and cooperation of all FER-PAL employees, who have a responsibility to abide by safe operating procedures, to guard their own and fellow employees' health, and to follow applicable safe and sanitary procedures for the disposal of all waste materials.

It is FER-PAL's policy to comply with both the letter and the spirit of all applicable safety, health and environmental laws and regulations, and to develop a cooperative attitude with inspection and enforcement personnel from the relevant agencies.

Please refer to FER-PAL's Health and Safety Policy for further guidance.

External Relations

Customers

Our customers and the members of the communities within which we work represent the purpose for our existence and as such, they deserve our utmost attention and respect. Customer relations must be based on trust and a mutual respect for one another in order to create long-term and fair business relationships. FER-PAL strives to maintain regular communication with its customers. All employees interacting with customers must maintain a high level of professionalism, and must demonstrate care and understanding at all times.

Competition

FER-PAL must maintain its reputation for quality, service excellence and integrity at all times to protect its strong competitive edge. The best way to reach that goal is to remain aggressively and loyally competitive, within the boundaries of our lawful and ethical standards.

Media

When communicating on matters that involve FER-PAL business, you should not speak for FER-PAL unless you have been expressly authorized by the Chief Executive Officer to do so.

In addition to everyday communications with outside persons and organizations, FER-PAL will, on occasion, be asked to express its views to the media.

As a general rule, only members of FER-PAL's senior management may voice the company's opinion on industry-related issues or matters of public interest.

Company Property

Protecting the Company's Property

You are responsible for protecting the company's property, including all items belonging to the company and not limited to office and field materials, supplies, equipment, tools, and vehicles. Company equipment must be used for business purposes and not personal business. Such equipment includes telephones, computers (including the Internet and email), fax machines, printers, photocopiers, cell phones and pagers as well as vehicles, tools and equipment used for our field services.

You must also take reasonable steps to protect assets owned by or entrusted to FER-PAL against loss, theft, damage, and misuse.

You are required to follow internal policies and procedures for handling and protecting FER-PAL's assets. This includes being careful not to breach any copyright laws or regulations when making copies of documents or software, not to reveal company secrets and not to permit others to use FER-PAL's assets, such as its trademarks, without appropriate consent.

FER-PAL is required to maintain accurate and reliable records to meet its legal and financial obligations and to manage its affairs. FER-PAL's books and records should reflect accurately

all business transactions. Undisclosed or unrecorded revenues, expenses, assets or liabilities are prohibited.

In particular, if you are responsible for accounting or record-keeping, you must be diligent in enforcing proper practices.

You may not alter, conceal or falsify any document or record. FER-PAL will follow record retention guidelines consistent with policies and applicable legal and regulatory requirements.

Employees leaving FER-PAL's employ must turn over all objects, documents and data belonging to the company (and copies thereof), such as computer or software equipment, databases, cell phones, credit cards, files, books and manuals.

Use of Technologies

You are not permitted to make copies of applications, computer programs, or any other intellectual property purchased and owned by FER-PAL, in violation of any copyright or trademark laws.

You are responsible for properly using and protecting FER-PAL's IT equipment, assets and company information from misuse, which could increase its susceptibility to viruses. You are also prohibited from installing and using applications on FER-PAL devices such as laptops, mobile phones and systems without the approval of the IT department. You must always remain vigilant in your use of FER-PAL's IT equipment in an effort to avoid phishing attacks and social engineering.

You must report suspicious emails to our IT provider "Fully Managed" (Telus Business) by using the PhishNotify button in Outlook or emailing supportprod@fullymanaged.com (do not forward the suspicious email) or by calling 1-403-775-6100.

FER-PAL has the right, if it deems it appropriate in the circumstances, to access any information stored on its IT systems, including without limitation review documents created and stored on its IT systems, deleting any matter stored in its systems, monitoring Internet sites visited by employees, monitoring chat and news groups, reviewing material downloaded or uploaded by users from the Internet, and reviewing emails sent and received by users. You should not have any expectation of privacy in anything you create, store, send or receive using FER-PAL's IT systems.

Remember to be courteous to other users of FER-PAL's IT systems and to always conduct yourself in a professional manner. The Code's rules against discrimination and harassment (sexual or otherwise) apply fully to FER-PAL's IT systems, and any violation of those rules is grounds for discipline up to and including termination of employment. FER-PAL's computer system cannot be used to send or receive messages or files that are illegal, sexually explicit, abusive, offensive, profane, unwelcome, or that may adversely affect FER-PAL's image.

Any employee that is provided with a work computer, a company cell phone, or both (the "IT Equipment") shall return it, when requested by FER-PAL, in the same good order and condition in which it was received.

Should the IT Equipment be returned damaged, FER-PAL shall be entitled to compensation equal to $200 per computer and $100 per cell phone damaged.

Should the employee fail to return the IT Equipment when requested, FER-PAL shall be entitled to compensation equal to $1,000 per computer and $500 per cell phone not returned.

FER-PAL may claim the compensation set out above via payroll deduction, by setting off the appropriate amount from any salary or other compensation payments owed to the employee under his employment contract or under applicable law. Furthermore, where applicable, FER-PAL reserves the right to claim the actual value of the damage or loss suffered in addition to any compensation it may claim as set out above.

Confidential Information

At a minimum, behaving ethically requires you to comply with all laws, rules and regulations applicable to your activities on behalf of FER-PAL. It also requires you to work within the spirit of the law. You are responsible for understanding the laws, rules and regulations that affect or are relevant to your particular job or position.

All information about FER-PAL and its business is, and must be treated as, confidential until that information has been publicly disclosed by press release or is otherwise generally available to the public. This is the case even if the information seems not significant.

Here are a few examples of sensitive non-public information:

- Financial statements or information;
- New products and services;
- Business and strategic plans;
- Customer / supplier contracts, estimates, rates, and profitability information.

You may not disclose confidential information, except as required by law or as approved in advance by your Vice-President, to anyone outside FER-PAL, including family and friends. This applies even after you have left FER-PAL's employment. You may also not disclose confidential information to FER-PAL colleagues unless they need to know the information to carry out their employment.

You are responsible for protecting confidential information in your custody against theft, loss, unauthorized access, destruction, or misuse.

Please refer to FER-PAL's Confidentiality and Intellectual Property Policy for further information.

Conflicts of Interest

Professional and External Activities, Relationships

The performance of professional activities outside the company can lead to immediate or potential conflicts of interest if these activities adversely affect FER-PAL.

Your external activities are harmful if they affect the performance of the work for which you are paid, if they are incompatible with your professional duties, if they raise a doubt about your ability to perform your duties in an objective manner, or if they affect the company's reputation or image.

You must ensure that your external activities, professional or otherwise, do not conflict with company interests. You must always distinguish between your personal interests and FER-PAL's interests, and avoid any conflict between the two. It is also important to avoid any appearance of a conflict.

You should not be identified with FER-PAL in the course of outside activities unless this has been specifically authorized in advance by FER-PAL. You must advise the Chief Executive Officer of any outside association positions, directorships and/or advisory roles held.

If you are appointed to represent FER-PAL in a trade association or other organization, your contributions must respect the confidentiality of company secrets. These discussions should not be used as a means for competing companies to reach any understanding that would tend to restrict competition or to impair the ability of participants to exercise independent business judgment regarding matters affecting competition. In particular, except when permitted by law and specifically authorized by FER-PAL's Chief Executive Officer, you should not hold discussions or enter into arrangements with competitors concerning prices for products and services, the nature and extent of products and services provided, or other competitive policies or practices.

If you have a personal relationship (such as with a close friend or immediate family member) from which you gain or appear to gain a personal benefit in your professional capacity, that can affect or appear to affect unbiased decision-making, result or appear to result in the sharing of confidential information, or if the relationship is with someone whose position affords them influence or decision-making power, whether that person works within the company, supplier, competitor, or customer, or holds a financial interest therein, such a relationship could give rise to a real or perceived conflict of interest. You are required to disclose such relationships in the Compliance Acknowledgement form, submitted to Human Resources, so that steps can be taken, if needed, to avoid any potential conflicts of interest.

Receiving Benefits from Suppliers and Customers

You should ensure that you are independent, and are seen to be independent, from any business organization that has a contractual relationship to provide goods or services to FER-PAL. For this reason, you should not invest, or acquire a financial interest, directly or indirectly, in any organization if that might influence, or create the impression of influencing, your decisions on behalf of FER-PAL. While giving and receiving benefits to or from suppliers and customers may be a good way to foster business relationships, it can also create a perceived conflict of interest.

Unless specifically provided under the terms of your employment or engagement, you may not receive a commission or other compensation related to the sale of any product or service of or to FER-PAL.

Gifts, Tips and Favours

Employees must furthermore avoid putting themselves in a real or potential situation of conflict of interest regarding customer, vendor and business relations by accepting gifts or privileges from a vendor or any other individual or company that deals with FER-PAL.

In limited circumstances, however, accepting gifts or privileges may be appropriate. In each case, you should consider the value of the gift or favour and the circumstances in which it is accepted.

The following criteria should be used as a guideline for determining whether a gift or privilege is appropriate.

You may receive gifts, as long as they are:

- Not cash or cash-equivalent;
- Nominal in value, such as pens or calendars; and
- Within accepted business practices in our industry.

If you receive a gift that fails to meet the above criteria, you must obtain prior written approval from your FER-PAL Vice-President before accepting it. A record of all gifts received will be maintained in your employee file.

You may accept entertainment, such as a meal, refreshment or a sports outing, as long as it is:

- Infrequent;
- Unsolicited;
- Not above $500 in value; and
- In a business setting.

If you are offered entertainment that fails to meet the above criteria, you must obtain prior written approval from your FER-PAL Vice-President before accepting it.

However, in all cases, if acceptance can in any way influence, or appear to influence, your business decisions, you should not accept gifts or other favours.

No one must ever attempt to obtain a kickback, return or payment.

Application of our Standards

Manager Responsibilities

All FER-PAL managers and senior leaders must set an example by abiding by company standards at all times. Managers must ensure that all their employees are given a copy of the Code, and that they understand and conform to all its guidelines and principles.

Employee Responsibilities

Employees are required to learn and conform to company standards. They must abide by every ethical rule and guideline, and maintain their integrity in the performance of their duties. They must seek counselling or advice in all situations that appear to present an ethical challenge.

Compliance Acknowledgement

You are required to affirm yearly your commitment to comply with the Code, and to provide assurance that you will comply with it.

Contravention of the Code

FER-PAL's continued success depends on maintaining our ethical reputation. For this reason, violations of the Code will be taken extremely seriously and could result in disciplinary action, which may include termination of employment. In addition, if any breach of the Code violates the law, civil or criminal proceedings may result.

What to do if you have contravened the Code

If you believe you may have contravened the Code, you are required to advise your FER-PAL Vice-President, or Human Resources.

Reporting a breach of the Code

If you know or suspect that someone has contravened the Code, it is your responsibility to report this contravention. To facilitate this, FER-PAL has established an anonymous reporting service called ConfidenceLine, which can be used to report wrongdoing or a breach of the Code at FER-PAL by employees, vendors, customers, and other stakeholders. You may use this tool to report anonymously:

- Any breach or suspected breach of the Code, or any of FER-PAL's policies;
- Concerns regarding any questionable accounting or auditing matter;
- Situations in which you feel you are being pressured to violate the law, your safety or your ethical responsibilities;
- Fraud, theft, malicious property damage;
- Sexual or psychological harassment, discrimination, or workplace violence; or
- Any other breaches of business ethics or legal or regulatory requirements;

by calling toll free 1-800-661-9675, or via the internet, at www.LOGISTEC.confidenceline.net, which is available 24 hours a day, 365 days a year. You can speak to an independent Call Agent anonymously to voice your suspicions, or anonymously report wrongdoing on the secured website. These reports will be submitted to Logistec's Chairman of the Audit Committee as well as to the Chief Executive Officer of FER-PAL.

If you believe that any of these circumstances has arisen, you must report it immediately. Your identity in any follow-up discussions or enquiries will be kept in confidence to the extent appropriate or permitted by law.

If you do not wish for your report to be anonymous, you may contact Human Resources, your manager, or Vice-President, and report the wrongdoing directly to them.

A mischievous or malicious allegation of a breach of the Code will, itself, constitute a breach of the Code. Any reprisal, retaliation or disciplinary action against employees for reporting an alleged breach of the Code in good faith is prohibited.

Other Obligations

As a result of your specific position within FER-PAL or your professional background, you may be required to comply with obligations in addition to those set out in the Code, including the following:

- Rules of conduct governing members of your professional group or association; and
- FER-PAL policies governing specific situations you may encounter in your work.

Some sections of the Code list certain relevant policies that may apply to you. If you have any questions about whether a policy applies to you, please contact your manager.

If complying with both the Code and any other obligation described above creates any conflict for you, please report that conflict to your FER-PAL Vice-President, or to Human Resources.

As adopted by the Board of Directors on August 18, 2020, amended on February 15, 2023 and on May 6, 2025.