

Code of Conduct for Suppliers:

Our Guide to Social Responsibility

Table of contents

1. Objectives
2. Scope
3. Glossary
4. Rules of conduct
 - 4.1. Act with respect, loyalty, honesty and integrity
 - 4.2. Comply with all applicable laws, regulations and policies
 - 4.3. Avoid conflicts of interest
 - 4.4. Follow social responsibility standards
 - 4.5. Protect confidentiality of information

CDPQ Infra is committed to promoting integrity and the highest ethical standards in every aspect of its business and that of its subsidiaries.

The Code of Conduct for Suppliers of CDPQ Infra Inc. sets out the principles and rules that must be the basis for the way our Suppliers conduct themselves in their business relationship with CDPQ Infra. It is intended to ensure the integrity, honesty and professionalism of Suppliers.

All Suppliers must comply with the obligations set out in this Code of Conduct for Suppliers when involved in CDPQ Infra activities, or activities related to CDPQ Infra.

Moreover, all Suppliers must provide their employees with sufficient information and training to ensure that they understand and comply with the obligations set out in this Code of Conduct for Suppliers.

1. Objectives

The Code of Conduct for Suppliers sets out CDPQ Infra's commitments and expectations of its Suppliers by establishing ethical rules of conduct regarding confidentiality of information, conflict of interest and responsible business practices. The Code of Conduct for Suppliers sets out standards, rules and principles to guide CDPQ Infra Suppliers in terms of integrity and ethics.

2. Scope

The Code of Conduct for Suppliers applies to all Suppliers for the period during which they provide goods and/or services to CDPQ Infra. Some provisions or special measures, such as those governing confidentiality of information, may continue to apply after the business relationship ends. Among other things, these provisions apply to confidentiality of information.

The Code of Conduct for Suppliers can be found on the CDPQ Infra website at www.cdpqinfra.com in the [Procurement](#) section.

3. Glossary

CDPQ Infra means CDPQ Infra Inc. or any of its subsidiaries.

Conflict of Interest means any real, apparent, potential or contingent situation in which a Supplier could be inclined to favour one person (including the Supplier itself or persons it is linked to) to the detriment of another. This definition also covers any situation that could jeopardize loyalty, integrity or judgment.

Supplier means any supplier of goods and/or services, including contractors, their employees, consultants, advisors and subcontractors involved in the supply of goods or services to CDPQ Infra, whether or not they are bound by a written agreement with CDPQ Infra.

4. Rules of conduct

4.1 Act with respect, loyalty, honesty and integrity

Competence, diligence and integrity

The duties assigned to Suppliers must be carried out diligently, to the best of their ability and with rigour and judgment. In particular, the Supplier must adhere to the highest standards of quality when information is processed on behalf of CDPQ Infra.

The Supplier may not knowingly omit any information or data affecting the accuracy of a report, falsify documents or issue false declarations.

Loyalty and restraint after employment at CDPQ Infra

Obligations of restraint continue after a business relationship with CDPQ Infra ends. Any confidential information brought to the attention of the Supplier as part of the Supplier's business relationship with CDPQ Infra must remain confidential after the relationship has ended. The Supplier must therefore refrain from disclosing its content, providing anyone with advice based on such information and using the information to the Supplier's or a third party's advantage or to the detriment of CDPQ Infra or a third party.

All CDPQ Infra documents in the Supplier's possession must be returned to CDPQ Infra or destroyed at the end of the business relationship.

4.2 Comply with all applicable laws, regulations and policies

Compliance with laws, regulations and policies

As a CDPQ Infra Supplier, it is the Supplier's responsibility to consult, understand and comply with all guidelines that pertain to its relationship as supplier. When in doubt about the interpretation of such guidelines, the Supplier must ask questions or verify its interpretations with CDPQ Infra.

Suppliers shall not engage in any conduct or activity that could expose CDPQ Infra to penalties under the laws and regulations.

The Supplier must also comply at all times with any applicable legislation regarding competition forbidding certain illicit activities. Those activities include conspiracy and collusion. The most sensitive elements are most notably found in the bidding process.

It is forbidden to use facilitating payments, either to insure or to accelerate regular government procedures (such as issuing licenses, permits, visas, etc.).

Fraudulent transactions or activities

It is prohibited for the Supplier to participate, directly or indirectly, in fraudulent transactions or in activities that are illicit or likely to be perceived as such.

The Supplier commits to fully respect any anti-collusion, anti-corruption or anti-money laundering law. Corruption, by definition, is the act of giving, offering, receiving or soliciting, directly or indirectly, namely by using agents or other intermediaries, money or gifts in order to influence the behaviour of a third party, thereby preventing said third party from exercising its normal functions with the goal of obtaining or maintaining professional commitments or obtaining illicit benefits.

Relationships with clients, partners and suppliers

All agreements with Suppliers must be made in keeping with market terms and practices. Tenders are required for certain contracts to ensure sound management and a transparent and fair process. Accordingly, Suppliers must refer to CDPQ Infra's policies on the procurement of goods and services, which must be complied with at all times.

4.3 Avoid conflicts of interest

General principles

Incompatible interests

As part of its business relationship with CDPQ Infra, the Supplier must take the requisite measures to avoid any conflict of interest or any appearance of a conflict of interest, or any potential situation likely to lead to a conflict of interest in order to remain impartial in its business relationship with CDPQ Infra.

If the Supplier is in a real, potential or apparent conflict of interest, the Supplier must immediately report it and withdraw from any discussion, decision or evaluation related to the matter at hand.

Gifts or other benefits

General considerations

Throughout its business relationship with CDPQ Infra, the Supplier must not, under any circumstance, directly or indirectly, offer gifts or any other benefits that may compromise or appear to compromise the objectivity of CDPQ Infra's employees or that are likely to jeopardize the credibility of CDPQ Infra. Money and gift certificates are prohibited at all times, no matter the context.

Specific prohibitions

When, as part of its business relationship with CDPQ Infra, a Supplier participates in a bidding or bidding-like process, the Supplier must not offer, under any circumstance, any gift or benefit to an employee, administrator, consultant or CDPQ Infra employee who participates in the process, for the duration of the process.

4.4 Follow social responsibility standards

Labour

CDPQ Infra expects its Suppliers to comply with all local labour and employment laws and regulations in the countries where they do business. Suppliers must also adhere to the following principles:

Non-discriminatory work opportunities

CDPQ Infra supports employment diversity and equity. The Supplier must provide equal access to employment and equal pay without discrimination.

Child labour

CDPQ Infra does not tolerate the use of child labour by its Suppliers and will not engage in or promote such practices.

Respect and dignity

Suppliers must treat their employees fairly, ethically, respectfully and with dignity, regardless of their employment status. They must protect their employees from harassment, intimidation and victimization in the workplace. This includes all forms of sexual, physical and psychological abuse, and all forms of retaliation.

Health and safety

CDPQ Infra requires its Suppliers to make the health and safety of their employees a priority in all aspects of their business. Suppliers must comply with all applicable health and safety laws, regulations and standards.

Use of substances that may affect faculties

Suppliers must ensure that each of their employees is, at all times, fit for work and does not have impaired faculties in carrying out their duties involving CDPQ Infra, and complies with all applicable local laws and regulations on the use of drugs and alcohol.

Environment

Suppliers are required to operate in a sustainable manner and take the measures needed to prevent pollution, conserve the natural resources needed for their operations, and implement appropriate emergency response procedures and plans.

4.5 Protect confidentiality of information

Suppliers must respect the confidentiality of the information to which they may have access and such information may be disclosed only to authorized persons; moreover, the information must not be used for their, or anyone else's, private gain. Suppliers must also take all necessary steps to protect the confidentiality of information.

Report any concerns or non-compliant situations

The Supplier must immediately report to CDPQ Infra's Ethics, Compliance and Governance Department any concerns or suspicions of non-compliance with the Code of Conduct for Suppliers.

Any situation can be reported by email to cdpqinfra_ethique@cdpqinfra.com or by calling the ethics line at +1 866 723-2377.

Information requests

Any requests for information concerning the application or interpretation of the Code are to be sent to CDPQ Infra Procurement Department at approvisionnement@cdpqinfra.com.

