



Renewable Energy.
Sustainable Development.

Supplier Code of Conduct

Innergex Renewable Energy Inc. and Affiliated Companies

FOREWORD

Innergex Renewable Energy Inc. and its subsidiaries (collectively “**Innergex**” or the “**Corporation**”) are committed to increasing their production of renewable energy by developing, constructing and operating high quality facilities while respecting the environment and balancing the best interests of the host communities, its partners, and its investors. Innergex remains committed to responsible growth that balances people, our planet, and prosperity.

SCOPE

This Supplier Code applies to all of the Corporation and its subsidiaries TIER 1 suppliers for which total spend amount exceeds CAN\$250,000. In addition, the Supplier Code shall immediately apply to any supplier that has been assessed as being a medium or high risk supplier as defined in the Corporation’s risk mapping procedures, which as been designed in relation to the Government of Canada’s *Fighting Against Forced Labour and Child Labour in Supply Chains Act*.

OVERVIEW

The Innergex Supplier Code of Conduct (the “**Supplier Code**”) is meant to be consistent with the Innergex Code of Conduct and the Safeguard and Promotion of Human Rights Policy, which sets the standards and provides guidance as to Innergex expectations for all employees, officers, consultants, members of the Board of Directors and others when representing the Corporation. The purpose of the Supplier Code is to provide guidelines to Suppliers to ensure that Innergex’s integrity and good corporate citizenship are maintained through the adherence to high ethical standards, backed by open and honest relations among employees, shareholders, directors, officers, suppliers, host communities, partners and other stakeholders. The principles, contained within the Supplier Code pertain to Innergex suppliers, their employees, agents and sub-suppliers (collectively or individually, the “**Supplier**”) and include:

- compliance with the laws, rules and regulations in the jurisdiction in which the Corporation operates and with the laws, rules and regulations of any other jurisdiction that is applicable to the Suppliers
- commitment to promoting a safe and respectful work environment
- prevention of harassment and bullying in the workplace
- acting ethically in all matters including in matters of conflict of interest, receiving gifts or other benefits and insider trading

- conducting oneself with respect and acting as good stewards for the environment and Innergex host communities
- maintaining information security

GOAL

The goal of the Supplier Code is to ensure safe and healthy workplaces, where human and civil rights conditions follow the principles established in the conventions included in Innergex’s Safeguard and Promotion of Human Rights Policy. The Supplier Code aligns with Innergex’s commitment to the United Nations Sustainable Development Goals number 5 *Gender Equality*, 8 *Decent Work and Economic Growth*, 10 *Reduced Inequalities*, 13 *Climate Action*, and 16 *Peace, Justice and Strong institutions*.

SUPPLIER RESPONSIBILITIES

Supplier shall comply with minimum internationally recognized standards that address:

<p>Health and Safety</p>	<p>Suppliers are obligated to follow all applicable health and safety legislation and regulations and perform all services with diligence regarding health and safety matters. Suppliers are responsible for protecting their employees and anyone present on or near the workplace from possible occupational health and safety hazards caused by their business activities. When necessary, Suppliers are responsible for providing their employees with adequate personal protective equipment, training on the safe use of tools and equipment, and shall oversee employees’ compliance with safe working practices.</p>
<p>Human Rights – Child Labour</p>	<p>Innergex will not tolerate the use of child labour at any level in its supply chain.</p> <p>The definition of “Child labour” is provided in the <i>Fighting Against Forced Labour and Child Labour in Supply Chains Act</i> (Canada): means labour or services provided or offered to be provided by persons under the age of 18 years and that (a) are provided or offered to be provided in Canada under circumstances that are contrary to the laws applicable in Canada; (b) are provided or offered to be provided under circumstances that are mentally, physically, socially or morally dangerous to them; (c) interfere with their schooling by depriving them of the opportunity to attend school, obliging them to leave school prematurely or requiring them to</p>

	attempt to combine school attendance with excessively long and heavy work; or (d) constitute the worst forms of child labour as defined in article 3 of the Worst Forms of Child Labour Convention, 1999, adopted at Geneva on June 17, 1999.
Human Rights – Forced Labour	The Supplier is strictly prohibited from using any form of violence or modern slavery to employ individuals and from benefitting from any form of human trafficking. The definition of “Force labour” is provided in the Fighting Against Forced Labour and Child Labour in Supply Chains Act (Canada): means labour or service provided or offered to be provided by a person under circumstances that (a) could reasonably be expected to cause the person to believe their safety or the safety of a person known to them would be threatened if they failed to provide or offer to provide the labour or service; or (b) constitute forced or compulsory labour as defined in article 2 of the Forced Labour Convention, 1930, adopted in Geneva on June 28, 1930.
Fair wages and working hours	The Supplier shall provide fair wages and benefits that meet or exceed the applicable wage and compensation laws. In the event of cross-border personnel deployment, the Supplier shall adhere to all the applicable legal requirements, especially regarding minimum wages. Where no wage law exists, workers must be paid at least the minimum local industry standard. The Supplier shall comply with all the applicable laws and regulations on working hours and maintain accurate records thereof to make sure that overtime does not exceed levels that create inhuman working conditions.
Freedom of association and the right to collective bargaining	Suppliers must recognize and respect the rights of employees to freely associate, organize and bargain collectively, in accordance with local laws.
Non-discrimination	Suppliers must ensure that their workplace is free from harassment and unlawful discrimination. Suppliers must refrain from discrimination based age, gender, sexual orientation, disability, race, religion, family situation, social background, political opinion, trade union membership or activities or other factors when it comes to hiring and employment practices which includes promotions, rewards, and access to training.
Diversity and inclusion	Suppliers must maintain workplaces characterized by professionalism, and respect for the dignity of every individual with whom their employees interact, including respect of different races, ethnicities, nationalities, genders, ages, religions, disabilities, and sexual orientations and with

	differences in education, personalities, skill sets, experience and knowledge and other disrespectful or inappropriate behaviour.
Conflict minerals	The Supplier must be committed to sourcing conflict minerals supplied to Innergex with due respect for human rights, the need to avoid contributing to conflict, and the desire to support development through supply chain practices. Such minerals originating from conflict-affected and high-risk areas may be sourced only in accordance with existing international standards and applicable laws and regulations.
Environmental considerations	Suppliers must conduct their operations with minimal environmental impact, respect applicable environmental laws and regulations, and adopt procedures, contingency plans, emergency response measures and management systems, as appropriate for their business. Suppliers must obtain, maintain, and hold records on all environmental permits, approvals, licences and registration as required under environmental legislation.
Anti-corruption & fraud	Suppliers are required to comply with the anti-corruption and anti-bribery laws and regulations of each jurisdiction in which Innergex conducts business activities. “ Corruption ” includes the abuse of entrusted power for private gain and generally means the act of directly or indirectly giving, offering, promising, authorizing or receiving a bribe. It also means its use by a person, through his or her position of influence, authority or trust, to benefit for his or her own personal gain or that of others.
Insider trading & tipping	Undisclosed material information is any information that has not been disclosed to the public, relating to a public company that if disclosed could reasonably be expected to influence a reasonable investor’s investment decisions, or affect the market price or value of the public company’s shares or other securities. A person in possession of undisclosed material information is forbidden from purchasing, selling, or trading in any securities of the Corporation, until the material information is made public.
Conflicts of interest	Suppliers shall avoid conflicts of interest or situations giving the appearance of a conflict of interest when doing business with the Corporation. Suppliers must promptly disclose to Innergex any instances of perceived, potential, or actual conflicts of interest.

In addition, Supplier shall conduct themselves in accordance with Innergex standards including:

- **Promotion of social and environmental responsibility:** Supplier shall promote environmental sustainability and conduct business in an environmentally responsible manner while working

to minimize their environmental impact; ensure all legally required environmental permits, approvals and registrations are obtained, maintained and kept current, and their operational and reporting requirements must be followed; and ensure all business is conducted in good faith and in line with community expectations.

- **Respecting Indigenous rights:** Supplier shall make their best effort to learn and benefit from the knowledge and expertise offered by Indigenous groups to better understand the benefits of their participation, inclusion and knowledge for a more inclusive and sustainable outcome.

Suppliers are expected to use their best efforts to ensure this Supplier Code is adhered to within their own supply chains.

In the event a Supplier becomes aware of a deviation to any of its obligations under the Supplier Code, related to the manufacturing of Innergex goods or not, Supplier shall immediately notify Innergex at procurement@innnergex.com of such deviation and provide the mitigation plan and outline corrective actions in a commercially reasonable time. Failure to comply with this Supplier Code could result in the termination of a contract.

In addition, anyone believing that a Supplier has engaged in illegal, unethical, or otherwise improper conduct, or conducted any other activity in violation of this Supplier Code is encouraged to speak up and report such conduct at suppliers@innnergex.com. A Supplier is prohibited to retaliate against anyone who reported, in good faith, the contraventions of this Supplier Code or for filing a complaint.

Supplier shall acknowledge and agree to the terms of the Supplier Code as a condition of doing business with Innergex in writing below. Innergex, acting reasonably, reserves the right to monitor compliance by Supplier with the Supplier Code, including but not limited to, performing factory audits and requesting supplier and sub-suppliers supply chain track records. Additionally, Supplier shall also comply to its own code of conduct, a copy of which will be submitted with this completed form.

IN WITNESS WHEREOF, Supplier hereto has signed this Supplier Code of Conduct.

Place: _____

Supplier name: _____

Name of the signatory : _____

Title: _____

Date: _____

Signature: _____