



# **CODE OF CONDUCT & ETHICS**

Revised May, 2023



---

# Table of Contents

[MESSAGE FROM THE BOARD CHAIR](#)

[MESSAGE FROM THE PRESIDENT & CEO](#)

1. [INTRODUCTION](#)

2. [THE PRINCIPLES](#)

3. [RESPONSIBILITIES](#)

4. [REPORTING](#)

5. [PUBLIC INTEREST DISCLOSURE \(WHISTLEBLOWER PROTECTION\)](#)

6. [STATUTORY REQUIREMENTS](#)

7. [GETTING HELP AND ADVICE](#)

[APPENDIX A: CONTACT LIST](#)

[APPENDIX B: GLOSSARY](#)



## MESSAGE FROM THE BOARD CHAIR

*We exist to make it possible.*

*At ATB Financial, our core reason for being is to turn our clients' what-if into when, and to find a better way, in more than just banking. We believe anything is possible, and that we can uplift legacies and livelihoods, in ways not yet imagined.*

*We ask "what if"? That belief is ingrained in each and every team member. It's a reflection of our client obsession, and through that obsession we build and maintain client trust and make our clients' goals possible.*

*So, why a Code of Conduct? Because we do not take that trust lightly, and we seek to always do what is right for them and for ATB Financial. This comes down to the actions each team member makes every day. ATB Financial is committed to high standards of ethics, fairness, and doing what is right, and this Code of Conduct guides our team members in carrying out that commitment.*

*For more on how we put those words into action, please, read on....*



*Joan*




---

## MESSAGE FROM THE PRESIDENT & CEO

*ATB Financial is client obsessed, and we come to work every day to make it possible for our clients. Trust is at the centre of this obsession - that we are trusted advisors, that our reporting is transparent and trustworthy, and that our actions match our words. We also know that situations are not always clear cut and we can't always foresee every circumstance where a difficult decision might be required. However, we can and must be guided by timeless principles of ethical conduct to assist us in making the right choices. At ATB Financial, those principles are:*

- Conduct ourselves with honesty and integrity
  - Act objectively to avoid conflicts of interest
    - Respect confidentiality and privacy
    - Honour our commitments
  - Behave in a professional manner. Consider how our actions will be perceived
    - Uphold the laws, rules, and regulations
- Raise our hands if we see something we think is not in the best interests of our clients or ATB.*

*It takes courage to look beyond the impossible and make it happen for our clients, and it also takes courage to act ethically and responsibly. This is an important part of being an ATB team member.*

*Thanks for everything you do to maintain our clients' trust in ATB and our team members.*



*Curtis*



---

## 1. INTRODUCTION

The *ATB Financial Code of Conduct and Ethics* (the Code) outlines the principles which guide the behaviour of all ATB Financial team members. These principles apply at all times whether working at ATB's premises, on the road or at home. The Code applies to all ATB team members and members of any Board of Directors. Suppliers and contractors are expected to follow similar principles and share ATB's commitment to ethics and integrity.

The Code also outlines the responsibility of ATB team members to report actual or suspected breaches of the Code by themselves or others. To support this, ATB has developed a Whistleblower Program to facilitate the confidential and anonymous disclosure of actual or suspected breaches of the Code, without fear of reprisal. As part of the Whistleblower Program, ATB has established the Safe Disclosure Framework which sets out how ATB will manage and investigate reports of improper or unethical activity under the Code. To facilitate the disclosure and investigation of significant serious matters in or relating to ATB or its subsidiaries that a team member believes may be unlawful, dangerous to the public or injurious to the public interest, ATB has also developed the Public Interest Disclosure Framework. The whistleblower reporting system can be accessed [here](#).

The Code is the foundation for other ATB compliance programs about privacy, occupational health and safety, anti-money laundering, business continuity, and information security. It is important to understand how these compliance programs relate to the Code. ATB provides team members with the necessary information and training to make the connections and to comply.

As a financial institution, we must be above reproach and hold ourselves to high ethical standards. When faced with difficult decisions, we have a duty to Albertans to make choices that are not only morally and legally correct, but ones that will also stand the test of public scrutiny. ATB's leaders are responsible for modelling ethical behaviour and for setting the tone.

The Code is principle-based.

- A principle is a rule or standard that defines appropriate behaviour. It guides our thinking and behaviour in a given situation (as in "follow your principles").
- Values are what is deemed important in any given group culture.

Principles help us understand what values look like in action. For example, honesty is a value, and always telling the truth is a principle. Principles are more specific than values, but not as clear cut as policies or business rules. Principles guide us in areas where policies do not exist. Policies and business rules provide important additional detail and support the principles.



POLICY/BUSINESS RULE		VALUE	PRINCIPLE
<b>Definition</b>	A cherished ideal	A timeless rule that guides our thinking and behaviour in a given situation	A set of specific standards or behaviours directed and enforced by authorities
<b>Example</b>	Integrity	Act objectively.	ATB's business rules around processing team member loans

In this rapidly changing and complex world, we cannot create rules or policies to cover all possible ethical situations. Instead, we operate from a foundation of trust where we believe, with the right education and support, team members will do the right thing.

Each of us will need to make sure we thoroughly understand the principles, and talk with the appropriate person when we face difficult situations. With a rules-based approach, some people assume if the rules are silent on an issue, it is okay to proceed. With a principles-based approach, the same assumption cannot be made. If in doubt, ask. Team members are protected against any form of reprisal for speaking up in good faith about potential violations of the Code.



## 2. THE PRINCIPLES

The following six principles are the foundation for the *Code*:

1. Conduct yourself with honesty and integrity.
2. Act objectively.
3. Respect confidentiality and privacy.
4. Honour your commitments.
5. Behave in a professional manner.
6. Uphold the law, rules and regulations.

### 1. Conduct yourself with honesty and integrity.

We are committed to creating and fostering an environment of trust. Trust is the cornerstone of the financial services industry. Trust is built through the many moments of truth where we have the opportunity to demonstrate honesty and integrity.

#### This principle means choosing to:

- Place the interests of clients and ATB above your own interests.
- Spend ATB's money and be prudent with any assets you use in your role at ATB, as if they were your own.
- Express if you feel unfairly treated.
- Admit and correct your mistakes.
- Have the courage to tell the truth and support others to do the same.

#### **Scenario - Data Manipulation**

*Mikaela excels in her role as a relationship manager at a fairly busy suburban branch. She has a great reputation with team members and clients and a good understanding of what ATB products are best for the clients that she deals with.*

*One day she is helping a new client that is looking to open a bakery in the neighbourhood. The client has asked for a sizable term loan along with a business mastercard. After reviewing the application, Mikaela realizes that their current financial status doesn't support the loan they are seeking, and that their mastercard application is missing some important information. However, based on her experience, she expects that they will be able to qualify for the products they are seeking in the near future if they continue their current rate of growth. Motivated by a desire to see these clients succeed, Mikaela uses her knowledge of ATB's policies to determine what level of financial performance would be needed to justify the loan, and changes the data in the application so that it meets these requirements. She also fills in the information missing in the mastercard application to get that product approved.*

*What Mikaela did here was wrong. It is never ok to knowingly submit false information or include information that hasn't been properly verified, even if you think it is true. Doing so could result in clients getting products that aren't right for them and put ATB at risk. Mikaela should have discussed the situation with the client and, if necessary, sought direction from her Leader. By doing what she did, even with good intentions, Mikaela risks losing her job.*

### 2. Act objectively and no self-dealing.



Our clients, suppliers and competitors have a right to expect we will conduct our business relationships fairly and openly. There is no place for personal or competing interests.

**This principle means choosing to:**

- Not put yourself or ATB in a conflict of interest. Any actual, potential, or perceived conflict of interest must be reported to your leader or one of the designated contacts in the Code.
- Excuse yourself from situations where your relationships may bring (or may be perceived to bring) your impartiality into question, such as involvement with your own accounts or those of family members (self-dealing). Team members must act impartially in carrying out their duties.
- Pursue outside activities including supplemental employment freely, as long as required approvals are in place and they do not interfere or conflict with your duties at ATB. For more information about supplemental employment, including the approval process, see below under section VII, Statutory Requirements.

**FAQ- No Self-Dealing**

*I have family members or close friends that have asked me to help them open accounts at ATB. Isn't it easier for me to just do that for them, rather than having to refer them to another ATB team member?*

It might seem easier, but that doesn't make it right. Even perceived conflicts of interest should be avoided because they can erode the trust that is placed in ATB. Of course, we want all team members to be loud and proud about ATB's products, and we encourage you to introduce your friends and family to your ATB team members that can help them make their goals possible.

**FAQ- Gifts**

*What should I do if I receive a gift from a client or vendor? I don't know how much it costs and don't want to create a perceived conflict of interest, but I also don't want to offend anyone by refusing it.*

You are right to be thinking about potential conflicts of interest, as that can arise in cases of extravagant or unusually valuable gifts. It's also common for partners to exchange presents or shows of hospitality throughout the year, especially during holidays. There is more information about gifts in Section 6 of the Code, but if you are unsure of the value of a gift, or believe the annual value of gifts from the same source to be greater than \$200 for tangible gifts (ie. meals, clothing) or \$500 for intangible gifts (ie. event tickets) you should discuss the situation with your leader, and either one of you can reach out to any of the contacts listed at the end of the Code with questions. Some potential solutions might be for the gift to be accepted on behalf of ATB (for example, a work of art that remains on ATB premises), for the gift to be enjoyed alongside the client (for example, accompanying them to an event), or for the gift to be returned with a considerate note of appreciation and explanation.

**Scenario - Conflict of Interest and Supplemental Employment**

*Paula, who works mostly from home, came up with an idea for a new computer program to help people manage their finances. She created it 'on the side' during breaks from her primary ATB work, and is now planning on incorporating a new company to sell it. She thinks ATB could benefit by offering it to clients, and so she approached her leader, Kathleen, to see if ATB was interested in partnering on it. Kathleen reminded Paula that creating a new company, or being a significant shareholder or director in another entity, is considered supplemental employment that requires prior approval, and that any products created by a team member in the course of their employment (including with ATB's materials) belong to ATB.*

**DID YOU KNOW..**

*Using internal banking systems to make a deposit to your sister-in-law's account, check the balance of your account, or withdraw cash from a branch coffee fund on which you have signing authority are all forms of Self-Dealing. So is acting as the ATB representative on a family member's account, such as activating a bank card for your child. Also,*





*supplemental employment includes being a director, shareholder or signing officer for another entity, and team members with approved supplemental employment must ensure a different team member represents ATB in any dealings with that entity.*

### 3. Respect confidentiality and privacy.

Our clients expect that their financial, business and personal information is protected at all times. Similarly, team members expect their personal information to be accurate and appropriately safeguarded. Each of us has an obligation to maintain a duty of confidentiality and to protect the privacy of personal and confidential information.

**This principle means choosing to:**

- Only access, use, and disclose personal information in accordance with established privacy policies and procedures. .
- Only disclose ATB proprietary information to authorized recipients.
- Maintain the strictest confidentiality with respect to client, team member, and ATB information both during and after your employment with ATB.

**Scenario – Privacy**

*Alison is a Relationship Manager working mostly from a large urban branch. They are very excited about the upcoming wedding of their best friend Julie in six months. On Monday, Alison helped Julie select a pattern for a very lavish and expensive wedding dress from Brides-R-Us. The dress takes four months to make. Julie is going to put down a \$1,500 down payment on the dress on Friday.*

*On Wednesday Alison is reviewing some updated reporting while working from their home office and discovers that Brides-R-Us, an ATB Financial client whose account is managed by their co-worker, is severely delinquent on its loan payment and is teetering on the verge of bankruptcy. At that moment, they receive a phone call about a different client and move their focus to that situation, though the information remains visible on their laptop computer.*

*Alison is expecting some friends over for dinner that evening, including Julie. Just as the doorbell rings, Alison notices that the confidential information about Brides-R-Us is still visible on her laptop computer, and there is a risk that her visitors might see it. Alison quickly shuts her computer down and ensures all confidential information is securely put away. Alison knows that Brides-R-Us, like all ATB Financial clients, has a right to expect complete confidentiality of information regarding their account. This means that Alison is prohibited from sharing this information with Julie, even though that might be difficult, and that they must take steps to prevent the inadvertent disclosure of confidential information. This near miss was also a reminder to Alison to review their home office setup to make sure they are taking the appropriate precautions.*

*If you have any doubt regarding the appropriateness of disclosing client information to another party as outlined above, contact your Leader for direction prior to releasing information.*

### 4. Honour your commitments.

People rely on the word of ATB team members. Team members need to support organizational commitments and ATB needs to support team members to deliver on their commitments to clients and other team members. As an organization, we need to stand behind our words and actions. Our credibility depends on it.

**This principle means choosing to:**

- Follow through on your commitments, even when it is difficult to do so.
- Take responsibility for the effects of your actions, be they environmental, social or financial.



### **Scenario – Time and Attention to Duties**

*Charles is the Leader of a mid-sized, rural branch. He is very personable, outgoing, and active in the community. As part of his marketing strategy, Charles will often entertain prospective clients by taking them golfing, during which he will endeavour to strengthen his relationship with clients and promote additional products and services to match their needs. These golf games often last four hours or more, and Charles usually has a number of phone calls and emails to return afterwards. One morning while Charles was having coffee with a client at the local coffee shop, the client complained about a local businessman.*

*"I'm so frustrated with the guy. Every time I try to make an appointment to see him, I'm told that he's away from the office for the afternoon. It seems like he's always at some convention or on holidays or something. I'm seriously considering switching companies."*

*The client's comments reminded Charles about ATB's ID of being Client Obsessed, and he decides that once he gets back to the branch he'll review the timing and frequency of his promotional activities.*

## **5. Behave in a professional manner.**

Our personal conduct has a direct effect on ATB's reputation as a place to work and conduct business.

### **This principle means choosing to:**

- Only provide advice, recommendations or services that are within the scope of your employment with ATB and for which you have the necessary knowledge, skills and experience, and meet any applicable licensing requirements.
- Communicate and act in a way that does not embarrass yourself or ATB, both during and after work hours. This includes social media and online activity.
- Be in financial good standing. If you are experiencing financial challenges, ensure you are proactively seeking help and advising your leader or PCBC.
- Provide a high quality of service to all clients and team members, respecting their rights and differences. This includes supporting ATB's principles of equity and inclusion, as part of being a Champion of Belonging.

### **Scenario - Act Professionally**

*Sabeen just had a bad day. She is a relationship manager who splits her time between working at home and from a nearby corporate office, and had two complicated funding requests come in at the same time. She worked hard to get them done, but just as she was looking forward to a relaxing evening she received an email with another urgent request. Although she started reviewing it as soon as she could, she was not able to complete it. Later that night, she was still feeling tired and frustrated while checking her social media feeds. She updated her status to say "Nothing like a bad day at work, caused by OTHER PEOPLE not knowing how to manage timelines". When she woke up the next day, feeling refreshed, she thought about the fact that all of her social media connections would be able to see her status. She is proud to work at ATB - even though her profile doesn't identify her as an ATB team member, she knows that she is still seen as an ATB representative. She logged back on, and deleted her status, as she didn't want to harm ATB's reputation or act unprofessionally. When she arrived at work, she reported it to her leader, who thanked her for her hard work the previous day and sympathized with her feelings, but also reminded her about her obligations under the Code of Conduct.*

### **FAQ - Diversity, Inclusion and Belonging**

*Why should I get involved with someone else's discriminatory attitude? I don't want to be seen as 'causing trouble' for something that might not affect me personally.*



ATB is a proudly diverse workplace, and stereotypical comments or attitudes don't reflect our ID as a Champion of Belonging. Harassment can take many forms, including 'micro-aggressions' that reflect an underlying discriminatory attitude, and it is prohibited under our Code. All team members have obligations to report potential breaches of the Code. Situations like this can harm team members and negatively affect the sense of belonging within ATB and, conversely, their ability to provide our clients with our very best.

**Scenario - Harassment**

*Jung was excited to find a job with ATB right after finishing his university degree. After starting, he quickly made friends with his team members, including Zoe, who is also new to ATB. Recently, Jung noticed that another team member, Anton, would often make comments about Zoe's appearance. At a recent off-site team building event, Jung overheard Anton tell Zoe she was beautiful and saw him try to hold her hand, which she quickly pulled away. Jung was concerned about Zoe being harassed. He asked Zoe about Anton's behaviour, and Zoe said that it made her uncomfortable and that she had asked Anton to stop, but also that she didn't want to 'make trouble' by complaining. Jung knew that ATB does not tolerate harassment, and that anyone who reported it in good faith was protected from reprisal. Jung read through the Code of Conduct, and decided to report Anton's behaviour to one of the designated contacts listed in the Code of Conduct. The report was reviewed and, after an investigation, Anton's employment was terminated.*

**DID YOU KNOW...**

*Harassment or bullying is prohibited regardless of whether it is verbal, in writing (including via social media), physical, sexual, or in any other form. It includes any type of conduct that the actor knows or ought to know was unwelcome and that does or is meant to intimidate, offend, embarrass or humiliate a person, but does not include an appropriate and legitimate exercise of supervisory authority.*

**6. Uphold the law, rules and regulations.**

To "do the right thing" starts with compliance to the law. ATB and team members are subject to, and expected to understand and comply with, the laws of Alberta and Canada and the expectations of our regulators.

**This principle means choosing to:**

- Comply with both the spirit and intent of the law, and not just the words of the law. This applies both at and outside of work.
- Hold yourself accountable to the highest standard when you are subject to multiple jurisdictions or codes of conduct. This includes laws in other jurisdictions that prohibit certain transactions with government officials or other foreign entities.
- Meet all fiduciary obligations in circumstances where a fiduciary relationship exists (See the definition of "fiduciary relationship" in Appendix B).
- Report financial and/or accounting irregularities, or instances of non-compliance with law, rules and/or regulations.
- Cooperate fully with investigations and audits.

**DID YOU KNOW....**

*A technical defense to breaking the law might avoid prosecution or a conviction, but may still be considered a breach of the principle to uphold the law, rules and regulations. You have an obligation to report being charged with an offense under the law, or regulation or by a self-regulating body (for e.g. IIROC)*



### 3. RESPONSIBILITIES

**Each team member:**

**Understand, comply, ask for help and advice, report**

Step 1	Step 2	Step 3
Ask yourself:  Does this situation make me feel uneasy?  Would I feel uncomfortable if this situation or my role in it was shared publicly?	If yes, review the principles in the Code, and then ask:  Is there contemplated action that would violate these principles?  Could this action erode client and stakeholder trust in ATB?	If yes, seek guidance from your leader, your PCBC business partner, or any of the contacts listed at the end of the Code.  Remember that all team members are required to report any potential breaches of the Code

As an ATB team member, you are responsible for ensuring that you read and understand the Code and stay current on updates to the Code. You are required to comply with the principles in the Code every day. Failure to do so is a serious matter and may result in disciplinary action including reprimands or termination of your employment or relationship with ATB

**Leaders:**

**Lead, respond, escalate, document**

In addition to the responsibilities listed above for every team member, as a leader you are also responsible to:

- Lead by example (role modeling the principles in the Code) and ensure the Code is followed.
- Respond to questions from team members who report to you quickly and take action to resolve or escalate any actual or suspected breach of the Code as soon as practical. Refer the issue to a designated contact if you require help or advice to resolve the situation.
- Ensure that any actual or suspected breach of the Code that is reported to you is reported to the appropriate person as soon as practical (see Reporting section below).
- Document the issue, the resolution (if known), and to whom the issue has been escalated. Keep this documentation to support how the issue has been addressed.

**Designated contacts:**

**Advise, refer, report, document**

In addition to the responsibilities listed above for team members and leaders, as a designated contact (see the Contact List in Appendix A) you are also responsible to:

- Advise leaders on the appropriate course of action to take regarding any issue reported to you as soon as practical.
- Refer the issue to other designated contacts or the Ethics Committee if you require help or advice to resolve the situation.
- Ensure that any actual or suspected breach of the Code that is reported to you is reported to the appropriate person as soon as practical (see Reporting section below).
- Document the issue along with any decisions made or actions taken. Keep this documentation to support how the issue has been addressed.

**Ethics committee:**



---

**Advise, document, update, report**

ATB's Ethics Committee consists of the President and Chief Executive Officer, Chief People, Culture, Brand & Communications Officer, Chief Risk Officer and Chief Legal & Sustainability Officer & Corporate Secretary. The Ethics Officer, the Vice-President, People & Culture, and the Vice-President, Internal Assurance support this committee. The Ethics Committee is responsible to:

- Advise designated contacts and decide on appropriate courses of action for matters referred to it by any designated contacts.
- Oversee the Code and the Whistleblower Program including recommending or approving changes.
- Provide advice and guidance on the development and implementation of key ethics practices at ATB.
- Report:
  - o At least annually, to the Governance and Conduct Review Committee of the Board on matters relating to the Code; and
  - o As soon as practicable, to the Audit Committee of the Board on all good faith reports relating to alleged improper activity involving financial controls or financial irregularities.



---

## 4. REPORTING

### a. Obligation to Report

It is critical to ATB's success and reputation that all team members follow the Code. Promptly reporting actual or suspected breaches of the Code may also protect ATB and its team members as ATB may be required to report certain types of breaches to law enforcement or regulatory authorities and ATB or the team member involved could be subject to civil, criminal or regulatory sanctions, penalties, or fines.

Each team member has a duty to report actual or suspected breaches of the Code (see How to Report section below). You must promptly report if:

- You have breached the Code; or
- You become aware of a breach, or suspected breach, of the Code by any other team member or any other situation that could put ATB at risk of loss or harm.

Leaders and designated contacts may report all actual or suspected instances of *Wrongdoing* (see Glossary) to the Designated Officer, via the [Whistleblower Reporting System](#), or directly to the Public Interest Commissioner (see the Contact List in Appendix A and the How to Report section below).

### b. Consequences of Not Reporting

Adherence to the Code is a condition of employment. Failure to comply with the Code, including failure to report an actual or suspected breach of the Code by yourself or others, is a serious matter and may result in disciplinary action including reprimands or termination of your employment or relationship with ATB.

Leaders or designated contacts that fail to respond to a request for help or advice in a timely manner may also be subject to disciplinary action.

### c. Protection from Reprisal

ATB is committed to conducting its affairs to high standards of ethics, fairness and professionalism and to providing accurate and reliable financial reporting. To support these goals, as part of its Whistleblower Program, ATB is committed to protecting any team member, director or officer from reprisal for speaking up and making a good faith report of actual or suspected breaches of the Code or for participating in an investigation involving such matters.

Reprisal can include adverse compensation or workplace consequences such as negative performance evaluations, creating a hostile work environment, harassment, demotion, dismissal or giving someone tasks intended to alienate or discourage him or her.

If you believe you or another team member have encountered any form of reprisal, follow the reporting procedures in the How to Report section below to ensure the situation is addressed promptly.

For more information please see the Whistleblower Program page on ATB Connect.

### d. How to Report

Team members can report an actual or suspected breach of the Code by:

- speaking with their leader;



- contacting any one of the designated contacts, a member of the Ethics Committee or the Designated Officer (see the Contact List and Glossary); or
- filing a confidential, anonymous report through the [Whistleblower Reporting System](#) (see the Contact List in Appendix A).

Please note: To assist ATB in meeting its legal obligations, all actual or suspected instances of *Wrongdoing* (see Glossary) may be reported:

- directly to the Designated Officer in writing (see the Contact List in Appendix A);
- via the [Whistleblower Reporting System](#); or
- directly to the *Public Interest Commissioner* (see the Contact List in Appendix A).

*Wrongdoing* (see Glossary) relates to significant serious matters in or relating to ATB or its subsidiaries that a team member believes may be unlawful, a situation of gross mismanagement, or dangerous to the public or injurious to the public interest, but does not cover normal workplace issues.

Reprisals related to Wrongdoing are to be reported directly to the Public Interest Commissioner. Reprisals related to matters not considered Wrongdoing should be reported using the same options as reporting an actual or suspected breach of the Code.

#### **e. Investigations, Inquiries and Reviews**

All reports will be reviewed and any allegations of a breach of the Code will be investigated promptly and thoroughly, as appropriate. ATB keeps these reports confidential, and a report of misconduct or information is disclosed only to the extent necessary to investigate and address the situation. A finding that the Code has been breached will result in discipline commensurate to the breach, up to and including termination. Further details on how ATB will manage a report that relates to an actual or suspected breach of the Code are set out in the Safe Disclosure Framework, which is a component of the Whistleblower Program posted on ATB Connect.



## 5. PUBLIC INTEREST DISCLOSURE (WHISTLEBLOWER PROTECTION)

Day to day workplace issues that fall short of *Wrongdoing* should be dealt with using the procedures outlined above. However to facilitate the disclosure and investigation of significant serious matters in or relating to ATB that a team member believes may be unlawful, a situation of gross mismanagement, or dangerous to the public or injurious to the public interest, ATB has developed the Public Interest Disclosure Framework, which is a component of the Whistleblower Program posted on ATB Connect.

The Public Interest Disclosure Framework only applies to conduct which qualifies as *Wrongdoing* which generally includes only significant serious matters in or relating to ATB and those persons involved in conducting its affairs (and in relation to ATB). *Wrongdoing* means:

- (a) A contravention of an act or regulation;
- (b) An act or omission that endangers life or safety of others or endangers the environment;
- (c) Gross mismanagement that shows a reckless or willful disregard for the proper management of
  - (i) of public funds
  - (ii) or a public assets
  - (iii) the delivery of a public service; or
  - (iv) employees as a result of a culture of systemic harassment, bullying or intimidation; or
- (d) Knowingly directing or counselling an individual to commit a wrongdoing.

The Public Interest Disclosure Framework does not apply to actual or suspected breaches of the Code that fall short of *Wrongdoing*. The Public Interest Disclosure Framework includes information on how to report suspected instances of *Wrongdoing*, ensures team members who file good faith reports of *Wrongdoing* are protected from reprisal, and establishes time lines for investigations of reports.

If you have any questions regarding the Public Interest Disclosure Framework please contact the Designated Officer.





## 6. STATUTORY REQUIREMENTS

ATB, as well as ATB's subsidiaries, are public agencies in the [Conflicts of Interest Act](#) (Alberta). As a result, there are some additional requirements that apply:

1. You must not accept or provide gifts and gratuities other than the normal exchange of gifts between friends or business colleagues, tokens exchanged as part of protocol, or the normal presentation of gifts to people participating in public functions.

The value of any gifts accepted (either on their own or combined with other gifts) from the same source in one calendar year must not exceed \$200, in the case of tangible gifts (for example, meals or items of clothing) or \$500 in the case of intangible gifts (for example, a round of golf or an invitation to an event). If you receive a gift worth more than these limits, you must disclose it to your leader, any of the designated contacts (see the Contact List in Appendix A) or the Designated Officer, and abide by their direction on how to treat the gift.

2. Any concurrent employment or appointment to a board or similar body must have prior written approval from your Leader or the Ethics Committee.
3. ATB team members must not act in self-interest or further their private interests by virtue of their position with ATB or through the carrying out of their duties for ATB.
4. ATB's CEO, as well as the CEO of any of ATB's subsidiaries, must not be involved in any other appointment, business, undertaking or employment (including self-employment) without the prior written approval of the Alberta Ethics Commissioner.
5. As senior officials under the [Conflicts of Interest Act](#) (Alberta), the President and CEO of ATB or of an ATB subsidiary, along with the Chair of the Board of Directors of ATB or of an ATB subsidiary, are subject to specific sections in that legislation:

Conflicts of interest: These individuals must not:

- a) Take part in a decision in the course of carrying out their role knowing that the decision might further their private interest, or a private interest of a person directly associated with them or their adult or minor child.
  - b) Use their office to influence or seek to influence a decision of or on behalf of the Crown or a public agency to further their private interest, or a private interest of a person directly associated with them or their minor child or to improperly further any other person's private interest.
  - c) Use or communicate information not available to the general public that was gained in their course of carrying out their duties to further or seek to further their or anyone else's private interest.
  - d) They must appropriately and adequately disclose a real or apparent conflict of interest (see the How to Report section above).
6. The President and CEO of ATB is also a designated senior official under the [Conflicts of Interest Act](#) (Alberta), meaning this individual is subject to other sections as well:

Restrictions on holdings: They may not own or hold a beneficial interest in any publicly-traded securities unless held in a blind trust or other arrangement approved in writing by the Ethics Commissioner. This arrangement must be in place within 60 days (or a longer period approved by the Ethics Commissioner) of a person becoming a designated senior official, this requirement first becoming in force, or the acquisition of the securities.



Disclosure Requirements: Within 60 days of becoming a designated senior official (or within this requirement becoming effective, whichever is earlier):

- a) They must file a disclosure statement in a manner and form specified by the Ethics Commissioner making full disclosure of their assets, liabilities, investments, holdings, and other interests. This disclosure must be repeated on an annual basis.
- b) They must file a disclosure statement in a manner and form specified by the Ethics Commissioner making full disclosure of the assets, liabilities, investments, holdings, and other interests of any person directly associated with them. This disclosure must be repeated within 30 days after they cease to be a designated senior official.

Updated disclosure statements must be provided within 30 days if any disclosed information materially changes.

Post-employment restrictions: For 12 months after they cease to be a designated senior official, they must not:

- a) Lobby any public office holder, as defined in the *Lobbyists Act* (Alberta);
- b) Act on a commercial basis, or make any representations on their own or anyone else's behalf to ATB, in connection with any ongoing matter that they directly acted or advised on while a designated senior official;
- c) Make representations regarding, or solicit or accept on their own behalf, a contract with or benefit from, any department or public agency they had significant dealings with during their designated senior official role; or
- d) Accept employment with an individual, organization, board of directors or equivalent body of an organization they had significant official dealings with during their designated senior official role.

They may apply to the Ethics Commissioner to waive these restrictions or to reduce the time period.

For the purposes of this section:

A person is considered to be 'directly associated' with an individual if that person is:

- a) the individual's spouse or adult interdependent partner;
- b) a for-profit corporation that the individual is a director or senior officer of;
- c) a privately-held, for-profit corporation that the individual owns or is the beneficial owner of shares in;
- d) a partnership in which the individual is a partner or in which a corporation listed in b) or c) above is a partner; or
- e) a person or group of people acting with the express or implied consent of the person.

Private interest excludes interests that:

- a) are of general application;
- b) affect a person due to their inclusion in a broad class of the public;
- c) concerns the remuneration and benefits of an individual;
- d) are trivial; or
- e) relate to publicly traded shares that are held in a blind trust or other approved arrangement.

## 7. GETTING HELP AND ADVICE

A copy of this Code can be found at atb.com. This version of the Code was made publicly available on June 15, 2023, and will come into force 7 days after that date. Team members can obtain further information from the following resources on ATB Connect:



IF YOU HAVE QUESTIONS ABOUT...	PLEASE SEE THIS REFERENCE
Team member conduct	<ul style="list-style-type: none"> <li>• Team Member Conduct</li> </ul>
Privacy and confidentiality	<ul style="list-style-type: none"> <li>• Privacy page</li> <li>• Privacy Statement and Privacy Code on ATB.com</li> </ul>
Occupational health and safety	<ul style="list-style-type: none"> <li>• Occupational Health and Safety</li> </ul>
Money laundering and terrorist financing	<ul style="list-style-type: none"> <li>• Anti-Money Laundering / Anti-Terrorist Financing</li> </ul>
Information technology and telecommunications use and security	<ul style="list-style-type: none"> <li>• Information and Cyber Security</li> </ul>
Investments and Securities Trading	<ul style="list-style-type: none"> <li>• Securities Trading Policy</li> </ul>
External employment	<ul style="list-style-type: none"> <li>• Team Member Conduct (refer to Supplementary Employment &amp; Political Involvement)</li> </ul>
External communications and media relations	<ul style="list-style-type: none"> <li>• Media and Reputation page</li> </ul>
Entertainment and business development	<ul style="list-style-type: none"> <li>• ATB Concur and Expense MasterCard</li> </ul>
Harassment	<ul style="list-style-type: none"> <li>• Violence &amp; Harassment Policy</li> </ul>
Social media usage	<ul style="list-style-type: none"> <li>• Social Media Guidelines</li> </ul>
Wrongdoing	<ul style="list-style-type: none"> <li>• Code of Conduct and Whistleblower Program; or</li> <li>• Contact the Designated Officer</li> </ul>



## APPENDIX A: CONTACT LIST

In addition to your leader, the following leaders and executives are available to discuss any actual or suspected breach of the Code or questions or concerns regarding the Code. Unless noted, each of the following designated contacts are located at ATB Place 2100, 10020-100 Street, Edmonton, AB T5J 0N3:

### People & Culture

Tara Lockyer | Chief People, Culture, Brand & Communications Officer | 3699 63 Avenue NE, Calgary AB T3J 0G7 | 587-223-3704 | Transit #280 | tlockyer@atb.com

Maureen Galway | Vice-President, People & Culture | 780-446-7184 | Transit #350 | mgalway@atb.com

### Privacy

Chike Unaegbunam | Managing Director, Regulatory Compliance and Chief Privacy Officer | 780-903-2737 | Transit #426 | privacyofficer@atb.com

### Legal Services

Stuart McKellar | Chief Legal and Sustainability Officer & Corporate Secretary | 780-916-0132 | Transit #110 | smckellar@atb.com

### Information Security

Innes Holman | Senior Vice President of Technology Strategy, Architecture, Risk and Cyber Security | 3699 63 Avenue NE, Calgary AB T3J 0G7 | 403-606-0748 | Transit #131 | iholman@atb.com

### Internal Assurance

Omar Rehman | Senior Vice President, Internal Assurance | 3699 63 Avenue NE, Calgary AB T3J 0G7 | 403-519-3393 | Transit #402 | orehman@atb.com

### Compliance

Cameron Bowman | Chief Ethics & Compliance Officer | 780-554-6122 | Transit #426 | cbowman@atb.com

### Chief Risk Officer

Renee Oxley | Chief Risk Officer | Suite 600, 585 - 8th Avenue SW, Calgary AB T2P 1G1 | 780-293-3267 | Transit #379 | roxley@atb.com

### President's Office

Curtis Stange | President and Chief Executive Officer | 780-408-7181 | Transit # 100 | cstange@atb.com

### Board of Directors

Rob Logan | Chair, Governance and Conduct Review Committee | rlogan@atb.com

Joan Hertz | Chair, Board of Directors | jhertz@atb.com

### Safe Disclosure Reporting System

Telephone HotLine (Live Operator), 1-866-521-1686

Telephone HotLine (Voicemail), 1-866-521-1686

Internet <http://www.clearviewconnects.com>

In writing: ClearView Connects, PO Box 11017, Toronto, Ontario, M1E 1N0

### Public Interest Commissioner

Public Interest Commissioner | 780-641-8659 | 1-855-641-8659 | 9925-109 Street, Suite 700 | Edmonton, AB T5J 2J8 | [info@pic.alberta.ca](mailto:info@pic.alberta.ca) | [www.yourvoiceprotected.ca](http://www.yourvoiceprotected.ca)



## APPENDIX B: GLOSSARY

<p>Client</p>	<p>Includes ATB Financial:</p> <ul style="list-style-type: none"> <li>• Borrowers</li> <li>• Depositors</li> <li>• Purchasers of investment products</li> </ul>
<p>Designated Officer</p>	<p>The individual appointed by the CEO to investigate allegations of Wrongdoing under the Public Interest Disclosure Framework. Currently, the Designated Officer appointed is:</p> <p style="text-align: center;">Stuart McKellar Chief Legal and Sustainability Officer &amp; Corporate Secretary 780-408-7314 Transit #110 smckellar@atb.com</p>
<p>Family</p>	<p>Includes a team member's spouse or partner and any of the following relations of an team member or spouse:</p> <ul style="list-style-type: none"> <li>• Parents</li> <li>• Guardian</li> <li>• Grandparent</li> <li>• Grandchild             <ul style="list-style-type: none"> <li>• Child</li> <li>• Sibling</li> <li>• Uncle</li> <li>• Aunt, or</li> </ul> </li> <li>• The spouse of any of the above</li> </ul>
<p>Fiduciary relationships</p>	<p>A legal or ethical relationship where one party acts in a trustee capacity for a second party who is expected to benefit from the relationship. The beneficiary places confidence, good faith and reliance in the trustee to act for his or her sole benefit and interests</p>
<p>Safe Disclosure Reporting System</p>	<p>An independent, confidential and anonymous reporting channel for financial and ethical concerns.</p>



<p>Team Member</p>	<p>Includes all individuals employed by ATB Financial (and all of its subsidiaries) including the following:</p> <ul style="list-style-type: none"> <li>• Permanent full-time or part-time team members</li> <li>• Probationary full-time or part-time team members             <ul style="list-style-type: none"> <li>• Term team members</li> <li>• Casual team members</li> </ul> </li> </ul> <p>Also includes individuals (a) working on ATB premises for a period longer than three (3) months or (b) who have access to ATB systems and confidential information in the course of their work</p>
<p>Wrongdoing</p>	<p>In relation to ATB and those persons involved in conducting its affairs, means:</p> <p>(a) A contravention of an act or regulation;</p> <p>(b) An act or omission that endangers life or safety of others or endangers the environment;</p> <p>(c) Gross mismanagement that shows a reckless or willful disregard for the proper management of</p> <ul style="list-style-type: none"> <li>(i) public funds</li> <li>(ii) public assets</li> <li>(iii) the delivery of a public service; or</li> <li>(iv) employees as a result of a culture of systemic harassment, bullying or intimidation</li> </ul> <p>(d) Knowingly directing or counselling an individual to commit a wrongdoing.</p>