



POLICY

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SUBJECT: WHISTLEBLOWER POLICY

POLICY

WHISTLEBLOWER POLICY

CORPORATE

Revision Number	Description of Change	Effective Date	Author	Approver
00	Initial Document Creation	12.01.2011	B. Swartz	Board of Directors
01	N/A	07.01.2015	B. Swartz	Board of Directors
02	Revised contact information	03.01.2017	B. Swartz	Board of Directors
03	Updated to reflect new Aecon Whistleblower Hotline through third party provider Navex	02.25.2021	Y. Fushman	Board of Directors
04	Updated contact information and other clarifying amendments	03.05.2024	M. Doyle	Board of Directors
05	Updated to include whistleblower reporting options and protections for U.S. federal contracts and grants under 41 U.S.C. § 4712 and OSH Act.	10.29.2025	M. Doyle	Board of Directors

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1. SCOPE

This Policy applies to Aecon Group Inc. (“AGI”), its operating divisions, subsidiaries and sponsored joint ventures (collectively, referred to as “Aecon” or the “Company”).

2. PURPOSE

At Aecon, we are committed to the highest levels of ethics and integrity in the way that we do business. Our Core Values and our Code of Ethics and Business Conduct guide our everyday conduct. This Policy is an important element in detecting corrupt, illegal or otherwise undesirable conduct and it sets out how Aecon will support you so that you can safely express your concerns, know who to contact, how to make a report and the protections available to you.

This Policy follows the relevant legal requirements and current best practices relating to the preservation of anonymity of whistleblowers and their protection.

3. DEFINITIONS

A “**Complaint**” is a report that a person makes regarding anything they see or suspect that (i) goes against Aecon’s values, (ii) violates the law, (iii) violates our Code of Ethics and Business Conduct or other corporate policies, or (iv) creates a risk or danger to the Company or its employees. For the purposes of this Policy, a Complaint excludes personal work-related grievances as described in more detail in Section 5.6.

“**Retaliation**” has the meaning set out in Section 5.3 of this Policy.

A “**Whistleblower**” is someone who makes a complaint under this Policy and could be a current or former employee, director, officers, supplier, vendor, partner, subcontractor or other relevant stakeholder.

4. IMPLEMENTATION AND OVERSIGHT

4.1 Audit Committee

This Policy has been established by the Audit Committee, which will oversee the Policy and measure its progress. The Audit Committee, in conjunction with other Board-level committees or the full Board, if applicable, will perform an annual review of this Policy and will report on the progress to the Board annually.

5. POLICY

5.1 When to Submit a Complaint

Individuals should submit a Complaint if:

- i. they feel that they have information indicating that Aecon is in breach of applicable requirements or is experiencing problems with compliance related to any of the following matters:

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- a. the Code of Ethics and Business Conduct Policy 1.00;
 - b. the Anti-Corruption and Anti-Bribery Policy 1.03;
 - c. the Insider Trading Policy 3.20;
 - d. applicable laws and regulations;
 - e. information and record keeping;
 - f. accounting policies and procedures;
 - g. financial statements and public disclosure record;
 - h. auditing matters; or
 - i. the effectiveness of the internal accounting and disclosure controls; and
- ii. the identification and communication of such information through normal reporting channels is either not possible or not receiving appropriate attention.

This list is not intended to be exhaustive. It is the responsibility of all directors, officers and employees to comply with all Aecon policies and to report, as appropriate, violations or suspected violations in accordance with this Policy.

5.2 Responding to Complaints

Complaints may be submitted on a confidential or anonymous basis in accordance with the provisions of Section 5.5 below. Complaints will be kept confidential, to the extent possible, consistent with the need of the Company to conduct an adequate investigation.

Complaints will be acknowledged in a timely manner (where the report has not been made anonymously) by the General Counsel, Public Company and Corporate Secretary or the Audit Committee Chair. All Complaints will promptly be investigated and appropriate corrective action will be taken if warranted by the investigation.

5.3 Whistleblower Protection

Whistleblowers may elect (but are not required) to identify themselves when submitting a Complaint and supporting information to the Audit Committee Chair or the General Counsel, Public Company & Corporate Secretary.

Aecon recognizes that by raising issues or concerns in good faith in accordance with the provisions of this Policy, individuals are advancing the overall interests of Aecon, thereby helping to safeguard the financial integrity, ethical culture and reputation of Aecon. Therefore, Aecon strictly prohibits any discrimination, retaliation or harassment (collectively "**Retaliation**") against any person making a Complaint under this Policy. The Company also strictly prohibits any Retaliation against any individual who participates in the investigation of a Complaint. Any indication that a manager, supervisor or employee is involved in Retaliation will be thoroughly investigated and appropriate disciplinary action will be taken. Such whistleblower protections described in this Section 5.3 do not apply

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where a person making a Complaint participated in the wrongdoing which was the subject of the Complaint.

5.4 Acting in Good Faith

Anyone filing a Complaint must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of law (including jurisdictions outside Canada in which Aecon is working), Aecon policies or a matter outlined in Section 5.1. Any unsubstantiated allegations which prove to have been made maliciously or knowingly to be false, will be viewed as a serious disciplinary offense.

Whistleblowers who file Complaints pursuant to this Policy can and will continue to be held to the general job performance standards of Aecon. Therefore, an employee against whom legitimate adverse employment actions have been taken or are proposed to be taken for reasons other than prohibited retaliation, such as poor job performance or misconduct by the employee, is prohibited from using this Policy as a defense against the lawful actions of the Company.

5.5 How to Submit a Complaint

Individuals can use any of the following methods to report a concern.

Audit Committee Chair or General Counsel, Public Company & Corporate Secretary

Complaints may be submitted in confidence by voicemail, email or regular mail to the Audit Committee Chair or the General Counsel, Public Company & Corporate Secretary as outlined below. Complaints should identify as many relevant facts as possible, including, if applicable:

- i. the date(s) relevant to the identified issue;
- ii. the name of any persons involved in the identified activity;
- iii. the specific facts that give rise to the concerns expressed; and
- iv. any suggestions for resolving or dealing with the problems or issues identified.

U.S. Federal Contractors Only: If the complaint pertains to gross mismanagement of a U.S. federal contract or U.S. government-issued grant; gross waste of U.S. federal funds; abuse of authority; substantial danger to public health or safety; or violations of U.S. law, rule, or regulation related to a federal contract or grant, the individual can at their discretion, choose to also contact the appropriate U.S. regulatory, enforcement, or governing body with respect to their complaint. All statutory rights pursuant to 41 U.S.C. § 4712 will be respected and properly followed. For more information, please see [here](#).

Contact Information:

SUBJECT: WHISTLEBLOWER POLICY**Audit Committee Chair**

Debbie Stein
20 Carlson Court, Suite 105
Toronto, ON M9W 7K6
Email: debbie@debbiestein.com

**General Counsel, Public
Company & Corporate
Secretary**

Martina Doyle
20 Carlson Court, Suite 105
Toronto, ON M9W 7K6
Tel: 416.297.2600
Email: mdoyle@aecon.com

Aecon Ethics Hotline

All Complaints may also be submitted via Aecon's Ethics Hotline either online or by phone. The Aecon Ethics Hotline is operated by an independent third party, is available 24 hours a day, 7 days a week and offers individuals the choice to report anonymously. If you choose to make an anonymous report via the Ethics Hotline, your anonymity will be protected to the fullest extent possible.

Individuals can access the Ethics Hotline either:

- Online:
 - By visiting <http://aecon.ethicspoint.com> via your computer or laptop.
 - By scanning the QR code below or by visiting <http://aecon.navexone.com> on your mobile device.



- By calling **1-844-980-2967** toll-free in Canada and the United States.

Contact Supervisor, Human Resources or Legal

Employment-related concerns should continue to be reported through your normal channels such as your supervisor, local HR representative, or to the President, the SVP, Human Resources, or the General Counsel, Public Company & Corporate Secretary but may also be reported through the reporting hotline referred to above.

Regardless of which method a whistleblower chooses to make a Complaint, a Complaint made anonymously may impact Aecon's ability investigate the Complaint. If you are making a Complaint anonymously, please ensure you have provided sufficient information so that Aecon may properly investigate such Complaint.

5.6 Personal Work-Related Grievances

A personal work-related grievance is a report of behaviour that has implications for the discloser personally and does not have significant implications for Aecon. Examples include (i) an interpersonal conflict between you and another employee, or (ii) a decision relating to

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your employment engagement, such as a transfer, promotion or disciplinary action. Personal work-related grievances must be raised with your manager or with your HR representative.

5.7 Records Retention

All documents related to the reporting, investigation and enforcement of Complaints under this Policy shall be kept in accordance with Aecon's Record Retention Policy 1.90.

5.8 Violations

The policies and practices of the Company have been developed as a guide to our legal and ethical responsibilities to achieve the highest business standards and protect the interests of our stakeholders. As such, every employee should understand that any violation of this Policy, including Retaliation against a person who makes or participates in the investigation of a Complaint, would subject the employee to appropriate disciplinary action, up to and including immediate dismissal. This Policy is intended to encourage and enable employees and others to raise serious concerns within Aecon prior to seeking resolution outside the Company.

6. RELATED DOCUMENTS

- Code of Ethics and Business Conduct
- Competition and Anti-Corruption Policy
- Insider Trading Policy