	<b>ZERO TOLERANCE ANTI-HARASSMENT POLICY</b>	<b>POLICY TYPE: Code</b>
<b>OWNER: Senior Vice President - Human Resources</b>	<b>REVISION DATE: 09/22/2016</b>	<b>REVISION NO.: 7.2</b>

**PURPOSE**

The purpose of this Zero Tolerance Anti-Harassment Policy ("Policy") is to communicate Devon's commitment to full compliance with all federal, state, and local laws and regulations concerning harassment in the workplace. Devon is committed to providing a work environment that is free of discrimination. In keeping with this commitment, Devon maintains a strict policy prohibiting unlawful harassment of its employees by any employee, vendor, contractor, or other persons with whom Devon employees interact as part of their jobs. The complaint procedures available to employees, as well as the disciplinary penalties that may be imposed for harassing conduct or behavior, are contained in this Policy.

**SCOPE**

This Policy applies to all employees of Devon.

**COMPANY ASSISTANCE**

Any employee who feels that he or she has been the subject of unlawful harassment should, without fear of reprisal, immediately report the behavior to his or her supervisor, department head, or manager. If the employee feels uncomfortable reporting the harassment to his or her supervisor, department head, or manager, the employee may report the harassment to any member of Human Resources (405.235.3611). Employees may also report information of this nature through the use of the Helpline (800.882.8622). Any supervisor, department head, or manager who receives a complaint of harassment or who becomes aware of a situation that could constitute unlawful harassment must promptly and confidentially advise Human Resources of the complaint or situation.


Human Resources shall coordinate an investigation and resolution of all complaints. After its investigation, Human Resources shall determine whether the alleged conduct constitutes unlawful harassment based on the totality of the circumstances, such as the nature of the conduct and the context in which the alleged incident occurred. The investigation shall be conducted so as to maintain the confidentiality of the complaining employee, to the extent possible.

**POLICY STATEMENT**

It is illegal under state and federal law for an employee to harass another employee based on any legally protected characteristic such as race, color, religion, gender, sexual orientation, gender identity, age, national origin, military status, veteran status, or disability. Devon strictly prohibits, and will not tolerate, harassment in the workplace. It is against Devon's policy for an employee to create a hostile working environment by either committing or encouraging harassment. Devon has created an atmosphere that allows each individual to contribute and interact in a workplace accepting of such diverse attributes as race, color, religion, gender, sexual orientation, gender identity, age, national origin, military status, veteran status, or disability.

Harassment may occur between employees of different genders or the same gender. The creation of an intimidating, hostile, or offensive working environment may include such actions as persistent comments or jokes, e-mails, or display of photographs or drawings directed at another person's race, color, gender, national origin, religion, disability, or age.

It is illegal to retaliate against or discipline an employee who makes a good faith complaint of unlawful harassment. Devon prohibits any conduct that ostracizes or retaliates against an employee who makes a good faith complaint of possible violations of this Policy.

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**CONSEQUENCES OF VIOLATION OF POLICY**

Devon has a zero tolerance attitude toward harassment and will deal promptly and effectively with any employee who engages in unlawful harassment. All employees, including department heads, supervisors, and managers, will be subject to discipline, up to and including termination of employment, for any act of harassment. Devon expects all employees not only to abide by, but also to help enforce this Policy. Any supervisor, department head, manager, or other member of management who is aware of a situation that could be a violation of this Policy and who does not bring the situation to the attention of Human Resources will be subject to discipline, up to and including termination of employment. Further, any employee who retaliates against an employee who reports unlawful harassment is subject to discipline, up to and including termination of employment.

**OTHER CONSIDERATIONS**

The Policy Owner will review this policy annually.

**DEFINITIONS**

We use "Devon" to refer to Devon Energy Corporation and each of its direct or indirect wholly-owned subsidiaries.