

# Code of Business Conduct and Ethics & Code Policies



October 2018



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## **A. CODE OF BUSINESS CONDUCT AND ETHICS**

### **Purpose**

This Code of Business Conduct and Ethics (the “Code”) is a statement of Devon Canada Corporation (“Devon Canada”) setting out its expectations in various areas of legal and ethical concern. The Code recognizes that the reputation of Devon Canada and its parent, Devon Energy Corporation (“Devon”), is dependent upon the integrity and sense of responsibility of its directors, officers, employees, consultants, contractors and secondees. It is imperative that a high standard of ethical, professional and legal conduct be evidenced in all business practices. This Code should serve as a reference for all Devon Canada directors, officers, employees, consultants, contractors and secondees in fulfilling their responsibilities to conduct business in a legal and ethical manner.

In addition to the Code, Devon Canada has adopted numerous policies addressing specific elements of the business. When appropriate, those separate policies will be referred to in the Code and are incorporated herein by reference (the “Code Policies”). If there is a conflict between the Code and a Code Policy, you must comply with the specific Code Policy.

It should be noted that, while compliance with applicable federal, provincial and municipal laws is the foundation of the Code and Code Policies, Devon Canada expects its employees to avoid unethical business dealings, whether actual or perceived, even in situations where no law may be violated. In fact, in many instances, the standards set forth in the Code and the Code Policies exceed legal requirements.

The Code and the Code Policies are not all-inclusive and nothing can replace good judgment.

Unless otherwise stated, the Code and Code Policies apply to all directors, officers, employees, consultants, contractors and secondees of Devon Canada, regardless of the individual's position. Any reference to "employees" in the Code or Code Policies shall include directors, officers, employees, consultants, contractors and secondees of Devon Canada, unless otherwise stated. Any reference to "Devon Canada" in the Code or Code Policies includes Devon Canada and its affiliates.

### **Applicable Law**

Devon Canada employees are expected to take all steps necessary to ensure that they are conducting business in full compliance with all applicable laws.

If there are questions about a law or its application in a particular situation, Devon Canada's Legal Department should be consulted.

### **Competition Laws**

Devon Canada employees are required to comply with the *Competition Act* which has the intent to encourage competition, promote greater economic efficiency and enhance Canada's position in world markets. The *Competition Act* prohibits certain criminal offences (such as price-fixing and bid-rigging).

Bid rigging occurs when competitors agree amongst themselves to eliminate competition. The effect is to deny the public a fair price.

Price fixing is an agreement among competitors (written, verbal, or inferred from conduct) that raises, lowers, or stabilizes prices or competitive terms. Generally, competition laws require that each company establishes prices and other terms on its own, without agreeing with a competitor.

## **Environment, Health and Safety**

Devon Canada is committed to conducting its activities in a manner that safeguards the health and safety of its employees, contractors and the public, and preserves the quality of the environment for future generations. This commitment is facilitated through a management system for Environment, Health and Safety.

Devon will:

- Incorporate environment, health and safety into all business activities and decisions;
- Identify risks and take proactive steps to prevent or reduce the impact of those risks;
- Measure performance for continual improvement aimed at zero incidents; reduced emissions; and the conservation of energy, water, land and biodiversity;
- Meet or exceed all regulatory requirements and industry standards;
- Deliver innovative solutions that will help us improve our environment, health and safety performance year after year;
- Promote a culture where workers have the authority and responsibility to stop work without repercussion;
- Provide employees with the training, knowledge and tools to achieve environment, health and safety excellence;
- Engage the public, government agencies and other stakeholders regarding company operations and be responsive to their concerns; and
- Have effective response capability to manage unplanned events.

Devon believes exemplary environmental, health and safety performance is essential to fulfill our business goals and meet the expectations of our many stakeholders.

All employees are responsible for complying with Devon Canada's various policies on environment, health and safety. In particular, Devon Canada expects all employees to:

- Create and maintain a safe work environment;
- Minimize and eliminate, where possible, the environmental impacts of Devon Canada's activities;
- Foster and build cooperative working relationships with communities and governments in Devon Canada's areas of operation;
- Review, monitor and enhance environmental and safety performance; and
- Promptly, efficiently and effectively report and respond to any environmental and safety concerns.

### **Conflicts of Interest**

Devon Canada strives to maintain the highest degree of integrity in the conduct of its business. In order to comply with this objective, when conducting business on behalf of Devon Canada, including dealing with third parties or other employees, it is imperative that employees act and think on behalf of Devon Canada only and maintain judgment independent of personal interest. Please refer to the Conflicts of Interest Policy for additional information.

### **Gifts and Entertainment**

The business relationships Devon Canada has with its contractors, suppliers, vendors, and service providers are of utmost significance. It is Devon Canada's policy to achieve the highest standards of ethics and integrity in all those relationships and to ensure that third parties with whom Devon Canada associates exhibit the same degree of commitment to that standard. In support of that policy, it is vital that Devon Canada and its employees maintain relationships that are unencumbered by events or activities that may be construed as creating improper incentives to continue or establish business with Devon Canada. Please refer to the Gifts and Entertainment Policy for additional information.

You will be required to obtain prior management approval prior to accepting gifts or entertainment from external parties that exceed \$100 in value by completing an online Employee Gifts and Entertainment Declaration Form. The Employee Gifts and Entertainment Declaration Policy provides additional details and requirements which must be followed prior to accepting gifts or entertainment.

Gifts and entertainment provided to any government employee are prohibited except to the extent they are permitted by applicable laws, rules and regulations and approved by Devon Canada's General Counsel.

### **Fair Dealing**

Every employee will deal honestly and ethically with others, including all customers, vendors, contractors, competitors and other employees, while engaged in business on behalf of Devon Canada. No employee will take unfair advantage of anyone through manipulation, concealment, improper use of confidential information, misrepresentation of material facts, or any other unfair dealing practice.

### **Use and Protection of Devon Canada Assets**

Devon Canada's facilities, equipment, materials, supplies, and other assets are for use on Devon Canada matters. Each employee is expected to protect Devon Canada's assets against theft, loss, or misuse. Devon Canada's assets include, but are not limited to: land, buildings, equipment, inventory, employee time, office supplies, cash, vehicles, computers, phones, iPads/tablets, information systems and corporate information. Corporate information includes trademarks (e.g. the Devon logo), patents, software developments and applications, strategic and operational knowledge and financial information. Additionally, it includes such intangible items as business plans, inventions (which shall be considered Devon Canada property), potential prospects and Devon Canada records. Use of Devon Canada information or assets for personal gain or in a manner contrary to Devon Canada interests, whether or not Devon Canada suffers any loss, is prohibited.

**Fraud**

Fraud is the intentional act of misrepresenting facts for business or personal benefit. Fraud can include activities such as misstatement of expense accounts or the manipulation of financial or operational information. Devon Canada strictly forbids any fraudulent activity or attempts to conceal fraud. This includes activities committed with the intent to benefit Devon Canada.

Employees are expected to report fraudulent activities to any member of Devon Canada's management or directly to Devon Canada's General Counsel. These issues will be thoroughly investigated and appropriate disciplinary and/or legal action will be taken against those committing fraud.

**Insider Trading**

Employees who have access to insider information about Devon are not permitted to use or share that information for stock trading purposes. To use insider information for personal financial benefit or to "tip" others who might make an investment decision based on that information is unethical and could be illegal. Please refer to the Insider Trading Policy for additional information. Members of Devon's board of directors and Devon's executive officers are subject to additional restrictions on their transactions in Devon securities.

Insider information includes material non-public information about matters such as significant contracts, claims, liabilities, major litigation, potential sales, mergers or acquisitions, confidential oil, gas and other mineral plans, activities, earnings, forecasts and budgets. Questions regarding our policies on insider information should be directed to Devon's Corporate Secretary or Devon Canada's General Counsel.

## **Confidentiality and Information Ownership**

As an employee of Devon Canada, you may have access to non-public information concerning Devon Canada, its employees and third party business relationships. This information must not be communicated to any person, including other employees, unless that employee has a need to know that information for a legitimate business purpose of Devon Canada.

Any invention, discovery, improvement, work product, trade secret and other technological development made by an employee of Devon Canada during their employment with Devon Canada (whether during or after work hours) related directly or indirectly to the business of Devon Canada, is the property of Devon Canada. Employees will promptly and fully communicate to Devon Canada in writing any invention, idea, discovery or work of authorship conceived, developed, or reduced to practice in the course of their employment, either alone or as a co-inventor or discoverer. Such invention, idea, discovery or work of authorship, whether subject to patent, copyright, trademark or other protection, will be the sole property of Devon Canada. In some instances, certain employees may be required to execute a separate assignment-of-inventions agreement to ensure Devon Canada's intellectual property rights are protected. In addition, all information, which an employee obtains, receives from third parties, prepares or develops, either alone or in conjunction with others, while in the employment of Devon Canada, is the property of Devon Canada.

Employees must be mindful of any intellectual property rights of third parties and ensure that they take appropriate measures to satisfy themselves that any third party information is authorized for use or dissemination by such third party owner. Such information includes but is not limited to reports, analysis, maps, drawings, photographs, intellectual property (including patentable ideas, copyright material and industrial designs), computer software (and enhancements) and e-mail. In the event an employee

leaves Devon Canada or is terminated for any reason, such employee must not take, and must return to Devon Canada prior to departure, all copies of such information and must continue to protect and respect the confidentiality of such information after their departure.

Devon is required by law to retain certain types of records, usually for a specific period of time, and employees are required to assist Devon in fulfilling these record retention requirements, as well as maintaining accurate records.

### **Alcohol and Drug**

Devon Canada has a policy regarding the use of alcohol, drugs and other impairing substances that may influence an individual's ability to safely and acceptably perform assigned work duties and responsibilities for Devon Canada. Please refer to the Alcohol and Drug Policy for additional information.

### **Harassment, Discrimination and Violence Prevention**

Devon Canada strictly prohibits all types of Harassment, Discrimination and Violence in the Workplace. Harassment or Discrimination based on any factor including race, colour, religious beliefs, gender, gender identity, gender expression, sexual orientation, place of origin, age, physical disability, mental disability, marital status, ancestry, family status, source of income, or any other factor protected by law is prohibited and will not be tolerated. Actual or threatened Violence is prohibited. Please refer to the Harassment, Discrimination and Violence Prevention Policy for additional information.

### **Aboriginal Relations**

Devon Canada recognizes aboriginal peoples as key stakeholders in many of Devon Canada's business activities. Devon Canada has developed certain principles for employees in their dealings with aboriginal people. Please refer to the Aboriginal Relations Policy for additional information.

### **Communication Systems Usage**

Devon Canada has a policy regarding its communication systems which, in addition to other matters, specifically addresses computer and internet usage. The purpose of the policy is to ensure that Devon Canada's systems and all information received, created and transferred is properly utilized and protected. Please refer to the Communication Systems Usage Policy for additional information.

### **Privacy**

Devon Canada is committed to the protection of personal information in accordance with applicable laws. Please refer to the Privacy Policy for additional information on the obligations of Devon Canada and its employees in respect of the collection, use, storage, disclosure and protection of personal information.

### **Political Contributions**

No funds or assets of Devon Canada shall be contributed to any political party or organization or individual political candidate without the consent of Devon Canada's President.

### **Public Disclosure of Information**

The communication of information to media, investors and analysts must be done only by authorized spokespersons of Devon and Devon Canada or their designated alternates. The authorized spokesperson for Devon Canada is the President. Unless specifically authorized, all other Devon Canada employees must refrain from public comment on corporate developments of Devon or Devon Canada and shall refer inquiries to the Devon Canada Corporate Communications Department or the President.

## **Accounting and Disclosure Practices**

It is Devon's policy to keep books, records and accounts that completely and fairly reflect its financial condition and to comply with applicable accounting principles, laws, rules and regulations ("Accounting Rules"). Employees are responsible for familiarizing themselves with Devon's authority limitations and policies on the execution of contracts and should limit their actions to those within the specific authority granted to them by Devon. Please refer to the [Contract Review Policy](#), [Signature Authority Policy](#) and [Corporate Financial Authority Limits](#). Employees who have accounting and auditing responsibilities are responsible for understanding and complying with all Accounting Rules, ethical standards and internal procedures.

Full and complete disclosure of important information to the public about Devon, both financial and non-financial, is a complex process involving numerous departments to ensure that truthful, accurate and reliable information is shared. We have designed accounting and disclosure processes to record, process and report in a timely manner all material information as required by applicable laws. The Disclosure Committee of Devon is responsible for overseeing these processes. You are expected to comply with these processes and carefully consider and respond in a timely manner to any inquiries from, or on behalf of, the Disclosure Committee. If you have comments or questions regarding information that may require consideration by the Disclosure Committee you should provide the information to Devon Canada's General Counsel.

## **Lobbying Activities**

Without the prior approval of Devon Canada's President, you may not officially represent Devon Canada in making contacts on Devon Canada's behalf with any federal, provincial or municipal governmental official or member or employee of a legislative body or governmental agency for the purpose of influencing policy, legislation, regulations or any other official action. In connection with lobbying efforts, Devon Canada or certain of its employees may have to register with the appropriate governmental entity or registry.

## **External Communications**

From time to time, employees may be contacted by government representatives or legal counsel representing other companies, government agencies, or individuals in connection with investigations that concern Devon Canada, its businesses, clients, employees, or suppliers. While Devon Canada cooperates with all reasonable requests from government agencies and authorities, all requests for information, other than what is provided on a routine basis, should immediately be reported to Devon Canada's General Counsel. An employee who is contacted should decline to respond and should refer the requester to Devon Canada's General Counsel. Likewise, if an employee receives a subpoena, notice to attend, or other request to testify or produce documents, a copy of the subpoena, notice to attend, or request should be forwarded immediately to Devon Canada's Legal Department. Guidance should be received from Devon Canada's Legal Department before responding to any request, and all responses must be coordinated through Devon Canada's Legal Department. All information provided should be truthful and accurate. Employees must never mislead any investigator and never modify or destroy documents or records in response to an investigation.

## **Requests for Information from the Media and Public, Public Speaking and Publishing Articles**

Devon Canada's President and Corporate Communications Department are the only authorized parties to work with the media directly. When Devon Canada provides information to the news media, Devon Canada has the obligation to report accurately and completely all material facts. In order to ensure that Devon Canada complies with its obligations, employees who are contacted by the media for information or interviews regarding Devon or Devon Canada's business activities and plans, financial information, or Devon or Devon Canada's position on public issues must refer the request to Devon Canada's President or Corporate Communications Department.

Speeches and articles offer excellent opportunities for Devon Canada and its employees to present topics, ideas, and information of interest to business and professional audiences. These communications provide the public with a clearer understanding of Devon Canada and its business. A speech, presentation or article on a professional topic written by an employee for delivery to an audience or publication represents Devon Canada. Speeches and articles must be approved by the applicable area's Vice President and Devon Canada's Corporate Communications Department.

## **Reporting of Business Expenses**

All employee expense reports must be submitted promptly and accurately. Managers are responsible for the careful review of all expenses reports submitted for their approval.

## **Antiboycott Laws**

United States laws prohibit a company from taking action to support a boycott imposed upon another country that is friendly to the United States. If you receive a request in any respect related to a foreign boycott you must immediately report the request to Devon Canada's General Counsel. These antiboycott laws apply to Devon Canada as an indirect subsidiary of Devon.

The antiboycott laws prohibit Devon Canada from refusing or agreeing to refuse to do business (1) with or in a boycotted country, (2) with any business concern organized under the laws of a boycotted country, (3) with any national or resident of a boycotted country, or (4) with any person who has dealt with a boycotted person or country, when such refusal is pursuant to an unsanctioned foreign boycott. Also prohibited is the furnishing of information for boycott-related purposes, including not only past, present or future business relationships with or in a boycotted country or with a company in the boycotted country, but also any information, public or not, whether connected with boycott-related matters or provided for boycott-related purposes. The laws also require that boycott-related requests be promptly reported.

References to a boycott and the receipt of boycott-related requests are frequently associated with transactions that involve sales to buyers in boycotting countries. However, the laws are equally applicable to purchases made from such countries. Therefore, the principles contained herein must be considered whenever a transaction with a buyer or seller from a boycotting country is being considered. Boycott-related requests may also appear from third countries that are rendered pursuant to transactions connected with boycotting countries.

No employee shall refuse to do business with any country, company, or person for boycott-related purposes. Further, no employee shall provide information, statements, certificates, or any other communication, whether written or oral, which would be in violation of U.S. antiboycott laws and regulations. More specifically, no employee shall provide any information with regard to our relationship with a boycotted country or any national of a boycotted country, whether in positive or negative terms, or provide any other information if requested or provided for boycott-related purposes.

A more detailed explanation is contained in Devon's Antiboycott Compliance Policy which is posted on Devon Canada's Strata site. Any questions on the application of the U.S. antiboycott laws and regulations should be referred to Devon Canada's General Counsel.

### **Anti-Corruption**

In the United States, the Foreign Corrupt Practices Act (the "FCPA") prohibits the bribery of foreign public officials. The FCPA also requires accurate and complete books and records and the maintenance of proper internal accounting controls. The FCPA applies to Devon Canada as an indirect subsidiary of Devon.

In Canada, the Corruption of Foreign Public Officials Act (the "CFPOA") prohibits the transferring or offering to transfer any type of benefit for the purpose of influencing a foreign official to misuse his or her power or influence. Companies or individuals charged under the CFPOA may also be charged under the Criminal Code (Canada) with offences including fraud, secret commissions and conspiracy.

All Devon Canada employees working in areas where local or international laws are applicable must remain equally attentive to compliance with such applicable local and international laws relating to bribery and the prevention of bribery.

All Devon Canada employees are expected to conduct Devon Canada business legally and ethically. The use of Devon Canada funds or assets for any unlawful, improper or unethical purpose is prohibited. Improper gifts, payments or offerings of anything of value to foreign officials, or other persons, could jeopardize Devon's growth and reputation, and will not be tolerated. Please refer to the Anti-Corruption Policy for additional information.

## **Code of Conduct Violations**

Violations of the Code or Code Policies are serious offenses that may result in disciplinary action, up to and including termination. In addition, violations of the law may result in fines, penalties, or other legal remedies, including imprisonment.

Devon Canada expects all employees to not only abide by, but also to help enforce, the Code and the Code Policies. Although not required to conduct his or her own investigation, any employee that is aware of a potential or perceived violation of the Code or a Code Policy has an obligation to report that fact to his or her supervisor, a member of Devon Canada's Human Resources Department, Devon Canada's Security Department, Devon Canada's General Counsel, or by calling the Devon Ethics and Compliance Helpline (1-866-407-3390) (the "Helpline"). Additionally, there may be further specific reporting obligations and instructions in the Code Policies. There will be no reprisals for the good faith reporting of a perceived violation. Reports of a violation will be investigated promptly and the matter will be treated, to the extent possible, as confidential.

Should you have any questions regarding the Code or any of the Code Policies, please contact Devon Canada's General Counsel or Devon Canada's Legal Department.

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## **B. CODE POLICIES**

### **CONFLICTS OF INTEREST**

#### **Purpose**

Devon Canada Corporation (“Devon Canada”) strives to maintain the highest degree of integrity in the conduct of its business. Devon Canada believes it is also imperative that employees maintain unbiased judgment when dealing on behalf of Devon Canada.

As one of Devon Canada’s employees you may find yourself in situations where your personal interests and those of Devon Canada may be inconsistent or may appear to be inconsistent. Such a situation is referred to in this policy as a “Conflict of Interest” (defined below). The purpose of this policy is to inform employees of Devon Canada’s expectation on Conflicts of Interest and to provide direction to assist you in avoiding perceived or actual Conflicts of Interest.

This policy applies to all employees of Devon Canada. Any reference to “employee” in the policy includes directors, officers, employees, consultants, contractors and secondees of Devon Canada.

#### **Definitions**

**“Associate(s)”** shall include, but not be limited to, an employee’s spouse or any person who is living in the employee’s household, employee’s parents, employee’s spouse’s parents, employee’s and/or employee’s spouse’s children, and employee’s and employee’s spouse’s brothers and sisters. The list provided in this definition is not exhaustive, but is intended to provide an example of the type of relationship that would commonly constitute a person as an Associate.

**“Conflict of Interest”** shall include, but is not limited to: a) any action by an employee, direct or indirect, that may lead to personal gain or advantage to the employee or an Associate from the employee’s employment activities; b) having a relationship with another employee where such relationship influences, or could be perceived to influence, decisions including hiring, compensation, performance rating or promotion; c) use of non-public information to obtain financial gain or advantage for the employee or an Associate; d) misuse of Devon Canada resources or assets, including phones, iPads/tablets, and computer systems; and e) the prohibited purchase and sale of shares as provided in the Insider Trading Policy.

**“Substantial Financial Interest”** means any financial interest of an employee that might influence, or might reasonably be perceived to influence, that employee’s judgment or action in the conduct of Devon Canada business. For the purposes of determining a Substantial Financial Interest, the interest of the employee and his or her Associates shall be combined.

## **The Policy**

No employee shall engage in any activity that could give rise to, or could be perceived to give rise to, a Conflict of Interest.

No employee shall hold a Substantial Financial Interest in an entity that, directly or indirectly, conflicts with, or appears to conflict with, the proper performance of the employee's duties or responsibilities at Devon Canada or which might affect the employee's independence of judgment in transactions between Devon Canada and such an entity. In addition, no employee shall make an investment in a company that would be prohibited in the Insider Trading Policy.

Employees are required to disclose any Substantial Financial Interest that either they or their Associates have in any entity that has business relations or dealings with Devon Canada as well as any employment, directorship or consultancy relationship that exists with such an entity. Further, an employee who wishes to serve on a board of directors for an entity that is not affiliated with Devon Canada must obtain the approval of their immediate supervisor and Devon Canada's General Counsel.

## **General Guidelines**

The following guidelines apply to some of the most common Conflict of Interest situations. The following is in no way a complete list of potential Conflicts of Interest and does not limit the general prohibition against Conflicts of Interest provided in this policy.

Whenever an employee is uncertain as to the existence of a potential Conflict of Interest or the application of this policy, he or she should discuss the particular situation with his or her supervisor or Devon Canada's General Counsel.

## 1. Outside Activities

It is Devon Canada's policy that no employee shall participate, directly or indirectly, in outside activities, including the use of social media by an employee, which interfere, or have the appearance of interfering with the performance of the employee's duties and responsibilities to Devon Canada, or that could damage the reputation of Devon Canada. Additionally, although Devon Canada does not wish to dictate the personal conduct of individual employees outside of working hours, it expects employees to act lawfully at all times and to conduct their personal affairs as good and responsible citizens.

## 2. Supplying the Company

Employees may not work for or represent a Devon Canada supplier or vendor while in the employ of Devon Canada. In addition, no Devon Canada employee may accept money or benefits of any kind for any advice or services that may be provided to a supplier or vendor in connection with its business with Devon Canada.

## 3. Associate Working in the Industry

From time to time, an employee may encounter a situation where an Associate of the employee is employed by a competitor, supplier or vendor of Devon Canada. Such situations require the employee to take extra precautions in respect of security, confidentiality and Conflicts of Interest.

Several factors should be considered when assessing the acceptability of such a situation. Such factors include, but are not limited to, the relationship between Devon Canada and the other company, the nature of the employee's responsibilities to Devon Canada, the nature of the Associate's responsibilities to the competitor, supplier or vendor, and the access the employee and the Associate have to their respective employer's confidential information.

To remove any doubts or suspicions regarding potential Conflicts of Interest, employees must advise their supervisors of any potential Conflict of Interest, including any investment, financial interest, or other personal exposure or involvement in, or with, any other company, partnership or other entity or any person, or property with whom or in respect of which Devon Canada has or is about to have dealings. The employee's supervisor shall consult with Devon Canada's General Counsel on the advisability and propriety of the situation. Approval by Devon Canada's General Counsel will be required for any situation that may result in an actual or perceived Conflict of Interest and, if approved, may require certain measures be taken including, but not limited to, a change in job responsibilities of the employee.

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## **GIFTS AND ENTERTAINMENT**

Any reference to “employee” in this policy includes directors, officers, employees, consultants, contractors and secondees of Devon Canada Corporation (“Devon Canada”). Except where stated to be applicable only to a Devon Canada full-time, part-time, or temporary employee (“Devon Canada Employee”), this policy applies to all employees when engaged in Devon Canada related business.

Employees must avoid the direct or indirect receipt of payments, gifts, services, or entertainment from external parties that exceed what is generally considered nominally valued, common-courtesy items usually associated with ethical business practices. Moreover, receipt by employees of an excessive number of nominally valued, common-courtesy items, must be avoided. Receipt of such a payment, gift, service, or entertainment might be regarded as placing the employee under some obligation, or perceived obligation, to a third party dealing or desiring to deal with Devon Canada.

Excessive gifts and entertainment at the expense of Devon Canada must not be provided to others or accepted by employees. Entertainment expense should be kept to a minimum and should only be incurred if there is a clear business reason for the expenditure.

The following are strictly prohibited:

- Gifts of cash, gift cards, or cash equivalent
- Receipt of an excessive number of nominally valued, common-courtesy gifts or items
- Entertainment where overnight accommodation is required
- Giving or receiving gifts that impose any sense of obligation on the parties

The following criteria shall be used when determining the reasonableness of a gift or entertainment:

- Is the gift consistent with accepted business practice?
- Would the disclosure of the gift embarrass you or Devon Canada?
- Is it ethically acceptable to receive or provide the gift?

Should an employee's supervisor have any doubt about the propriety of an employee accepting a gift, the employee's supervisor must consult with Devon Canada's General Counsel.

You will be required to obtain management approval prior to accepting a gift or entertainment from external parties that exceeds \$100 in value by completing an online Employee Gifts and Entertainment Declaration Form. The [Employee Gifts and Entertainment Declaration Policy](#) includes a link to the Employee Gifts and Entertainment Declaration Form and provides additional details and requirements which must be followed prior to accepting a gift or entertainment.

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## **INSIDER TRADING**

### **Purpose**

The purpose of this policy is to set forth policies of Devon Canada Corporation (“Devon Canada”) and Devon Energy Corporation (“Devon”) in relation to the trading of corporate securities and the use of non-public information by employees of Devon Canada. Please refer to the [Insider Trading Policy](#) for additional information.

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## **ALCOHOL AND DRUG**

All capitalized terms used in this Policy are defined terms that shall have the meanings as provided in the definitions section at the end of this Policy.

### **Purpose**

Devon Canada is committed to providing a safe and healthy work environment for all of its Employees and Contractors. The use of Illegal Drugs, Alcohol, Cannabis, Medications and other Impairing Substances contrary to the Policy can have serious adverse effects and jeopardize the safety and well-being of Employees, Contractors, the public, the environment and the integrity of Devon Canada's facilities and equipment.

This Policy enables Devon Canada and its Employees and Contractors to create a safe and healthy work environment.

### **Applicability**

Devon Canada will comply with applicable laws in effect from time to time governing the Testing for the presence of Impairing Substances in Devon's Employees and Contractors. Except where stated to be applicable only to an Employee, this Policy applies to all Employees and Contractors when engaged in Devon Canada Work.

### **Prohibitions and Restrictions on Use and Activities for Impairing Substances**

#### ***Strict Prohibition on Illegal Drugs***

Devon Canada prohibits Employees and Contractors from bringing Illegal Drugs (including Drug Paraphernalia) onto Devon Canada Premises. Devon Canada prohibits Employees or Contractors from being under the influence of, possessing (whether in their bodies, on their persons, or among their belongings), using, transferring, soliciting, selling or attempting to transfer, solicit, or sell Illegal Drugs while engaged in Devon Canada Work, or at any time during Work Hours.

***Devon Canada Office Premises - Alcohol, Cannabis and other Impairing Substances***

Devon Canada prohibits Employees and Contractors from:

- a) consuming Alcohol, Cannabis, or any other legal Impairing Substances (excepting Medication) on Devon Canada Office Premises;
- b) consuming Alcohol, Cannabis, or any other legal Impairing Substances (excepting Medication) at any time during Work Hours.

Employees and Contractors that work at Devon Canada Office Premises may be allowed to consume Alcohol, Cannabis, or other legal Impairing Substances during Work Hours, provided that prior to any such consumption they: (a) are no longer on Devon Canada Office Premises; (b) are no longer engaged in Devon Canada Work; (c) have been pre-approved by their immediate supervisor to take vacation or flex exception time; and (d) are not returning to Devon Canada Office Premises that day.

***Devon Canada Field Premises - Alcohol, Cannabis and other Impairing Substances***

Devon Canada prohibits Employees and Contractors from:

- a) possessing or consuming Alcohol, Cannabis, or any other legal Impairing Substances (excepting Medication) on Devon Canada Field Premises;
- b) consuming Alcohol, Cannabis, or any other legal Impairing Substances (excepting Medication) at any time during Work Hours.

Devon will continue to use its current Testing for Cannabis, which Testing will determine whether the levels of Cannabis present exceed the limits as set forth in the Devon Canada A&D Testing Procedure.

### ***Medications***

Possession or use of Medications on Devon Canada Premises requires that Employees and Contractors must medically and legally be entitled to possess such Medications. Employees and Contractors may be asked to provide evidence of these requirements to Devon Canada.

All Employees and Contractors are expected to consult with their physician or other medical professional regarding the effect of prescribed Medications, and to consult a pharmacist regarding the effect of over-the-counter Medications they are using. When taking Medications which may impact their ability to report and remain Fit for Work while on Devon Canada Premises or while completing Devon Canada Work, all Employees and Contractors are required to disclose such use as per the section titled “Requirements to Disclose Use of Impairing Substances”.

### ***Cannabis as a Medication***

If an Employee or Contractor is consuming Cannabis as a Medication and has a legally obtained valid medical authorization, permit or prescription for Cannabis, such Employee or Contractor is still required to disclose such use as per the section titled “Requirements to Disclose Use of Impairing Substances”. If they are consuming Cannabis as a Medication, Employees and Contractors will generally not be considered Fit for Work for a Safety Sensitive Position at Devon Canada due to the lack of control over variations in product potency, potential side effects of use, and difficulties in monitoring an individual’s continued compliance with recommended dosage and frequency of use.

## **Employee and Contractor Responsibilities**

### ***Compliance with Policy***

All Employees and Contractors are obligated to perform their jobs in accordance with the provisions of this Policy.

### ***Fit for Work***

All Employees and Contractors are expected to report and remain Fit for Work at all times while on Devon Canada Premises or while completing Devon Canada Work. Failure to remain Fit for Work while on Devon Canada Premises or while completing Devon Canada Work is a violation of this Policy.

### ***Required Reporting***

Any Employee or Contractor who believes that another Employee or Contractor is not Fit for Work shall report these concerns to either his or her supervisor, or confidentially through the Helpline (1-866-407-3390).

### ***Requirement to Disclose Use of Impairing Substances***

Employees must disclose to a Devon Canada Health Representative, and Contractors must disclose to their immediate Devon Canada supervisor and to their company health representatives (or equivalent), the use any Impairing Substances in accordance with the following:

- a) All Employees and Contractors must disclose the use of any Illegal Drug; and
- b) All Employees and Contractors must disclose the use of any Impairing Substances which may impact their ability to report and remain Fit for Work while on Devon Canada Premises or while completing Devon Canada Work.

The failure of any Employee or Contractor to disclose the use of any such Impairing Substances as required above is a violation of this Policy.

### ***Potential Accommodation of Employees***

After an Employee discloses his or her use of any Impairing Substances which may affect their ability to report and remain Fit for Work while on Devon Canada Premises or while completing Devon Canada Work, such Employee has a further obligation to report any physician authorized need for modified work associated

with the use of such Impairing Substance to a Devon Canada Health Representative. If after such disclosure there is any question or concern as to the ability of the Employee to remain Fit for Work while using such Impairing Substances, a Devon Canada Health Representative, the Employee, and the Employee's supervisor will meet to further discuss options and the potential to accommodate any medically required work modification or temporary reassignment. As provided in the section titled "Restrictions on Cannabis as a Medication" any Employee who is consuming Cannabis as a Medication (with a legally obtained valid medical authorization, permit or prescription) will generally not be considered Fit for Work for a Safety Sensitive Position at Devon Canada, and as such any potential accommodation will be limited to jobs that are not Safety Sensitive Positions.

### ***Contractors***

After a Contractor discloses their use of any Impairing Substance in accordance with the section titled "Requirement to Disclose Use of Impairing Substances", such Contractor shall be prohibited from attending on Devon Canada Premises or completing Devon Canada Work.

### ***Standby/On-Call***

Employees and Contractors who are on standby/on-call must be able to report Fit for Work in compliance with this Policy. Failure to remain Fit for Work while on standby/on-call is a violation of this Policy. Additionally, if circumstances arise where Employees or Contractors who are not on standby/on-call but are nevertheless requested to complete Devon Canada Work or to attend at Devon Canada Premises, such Employees or Contractors must decline such request if they are not able to report Fit for Work in compliance with this Policy. Failure to decline such request in this situation is a violation of this Policy.

### ***Notice of Driving Violations and Restrictions Relating to Impairing Substances***

Any Employee or Contractor whose job duties for Devon Canada require the operation of a motor vehicle must: (1) notify their supervisor immediately if the Employee or Contractor is charged with impaired driving or another related charge (including blowing over the legal blood alcohol content, driving while impaired, or refusing to blow into a breath analyzer), regardless of where such charge occurred, and whether or not it was during Work Hours; and (2) notify their supervisor, before the end of the business day such information is known, if the Employee or Contractor's license to operate a motor vehicle is restricted, revoked, suspended, or withdrawn. Failure to report any such events as required in this section is a violation of this Policy.

### ***Notice of Charges and Convictions Related to Impairing Substances***

Any Employee or Contractor who is charged with, convicted of, or pleads guilty to criminal offenses committed on Devon Canada Premises or during the conduct of Devon Canada Work, including business travel, that involve the manufacture, use, possession, sale or transfer of Illegal Drugs, or the manufacture, illegal use, sale or transfer of Alcohol, Cannabis or Medications, shall report that information to their supervisor before the end of the business day such information is known. Failure to report any such events as required in this section is a violation of this Policy.

## **Testing for Impairing Substances**

### ***Circumstances for Required Testing***

Devon Canada will require Employees, Contractors and Applicants to complete Testing for Impairing Substances as generally set forth below. The specific details of all Testing done by Devon Canada are set forth in both the Devon Canada A&D Testing Practice and the Devon Canada A&D Testing Procedure.

- **Applicant Pre-Employment Testing for Safety Sensitive Positions.** Devon Canada requires that all Applicants, who have been given a conditional offer of employment at Devon Canada for a Safety Sensitive Position, shall complete Testing.
- **Employee Pre-Placement Testing for Safety Sensitive Positions.** Devon Canada requires all Employees that are transferring from a non-Safety Sensitive Position at Devon Canada to a Safety Sensitive Position at Devon Canada to complete Testing.
- **Pre-Access Testing for Safety Sensitive Positions.** Devon Canada requires all Employees and Contractors in Safety Sensitive Positions at Devon Canada worksites to complete Testing prior to accessing such worksites, unless they have already successfully passed Testing in the 12 months prior to such access.
- **Annual Pre-Access Testing.** Devon Canada requires all Employees and Contractors in Safety Sensitive Positions at Devon Canada who continue to work at Devon Canada worksites to complete Pre-Access Testing on an annual basis.
- **Reasonable Grounds Testing.** If Devon Canada reasonably believes that an Employee or Contractor may be under the influence of Impairing Substances, Devon Canada may require the Employee or Contractor to complete Testing. The circumstances and observations that establish the basis for Reasonable Grounds Testing are set forth in the Devon Canada A&D Testing Procedure.
- **Post Serious Incident or Near Miss Testing.** If an Employee or Contractor is involved in the chain of acts or omissions which leads up to or results in a Serious Incident or Near Miss, Devon Canada may require the Employee or Contractor to complete Testing.
- **Return to Duty and Follow-Up Testing.** In circumstances where an Employee has disclosed to Devon Canada that they have a dependency

respecting Impairing Substances, and such Employee has successfully completed a treatment program, as a condition of such Employee's return to work, Devon Canada will request Testing prior to returning to work and may ask the Employee to undergo unannounced Testing from time to time after the Employee's return to work.

### ***Required Consent for Testing***

Any Employees, Contractors and Applicants who are required to complete Testing will be required to sign a consent form immediately prior to the sample collection, authorizing the release of complete results to a Devon Canada Health Representative who will communicate the results to Devon Canada.

### ***Refusal to Complete Testing***

If an Employee or Contractor fails to report for a scheduled Test, refuses Devon Canada's request for Testing or refuses to complete the required consent form for Testing, this action will be a violation of this Policy. Additionally, if any Employee or Contractor fails to report an incident to avoid Testing, such action shall also be considered a failure to complete Testing and is a violation of this Policy.

### ***Tampering of Samples***

Devon Canada prohibits the actual or attempted tampering of Testing samples, including the addition of Adulterants to Testing samples. Actual or attempted tampering of Testing samples constitutes a refusal to complete Testing and is a violation of this Policy.

### ***Testing Results***

If the Testing results of an Employee or a Contractor show that the levels of any Impairing Substances present exceed the limits as set forth in the Devon Canada A&D Testing Procedure, this will be a violation of this Policy.

### ***Procedures for Testing for Impaired Substances***

Devon Canada will require Employees, Contractors and Applicants to comply with the procedures for Testing for Impairing Substances set forth in the Devon Canada A&D Testing Procedure.

### **Searches and Inspections**

Devon Canada may at any time conduct unannounced searches and inspections of Devon Canada Premises or of any person and personal property located on or in Devon Canada Premises, including without limitation, through the use of scent-trained animals and physical searches. Any failure by an Employee or Contractor to comply with a search request will be a violation of this Policy.

### **Employee Assistance Program**

Devon Canada maintains an Employee Assistance Program as a resource for Employees to help with dependency respecting Impairing Substances. Devon Canada encourages Employees to seek assessment for dependency respecting Impairing Substances at any time through the EAP. Information about the EAP may be obtained from each of a Devon Canada Health Representative, the Employee's supervisor, the Devon Canada Human Resources department in Calgary, Alberta, Devon Canada's Online Strata site, or by calling the LifeWorks Call Centre number (1-877-207-8833).

### ***Treatment under Employee Assistance Program***

If an Employee discloses to Devon Canada that they believe they may have a dependency respecting Impairing Substances, the Employee shall receive a mandatory referral to the EAP. Once a referral to the EAP is made, and if it is determined that an Employee has a dependency respecting Impairing Substances, while consulting with representatives of Devon Canada, the Employee and counselor will decide on a treatment program to address such dependency. Devon Canada encourages sound treatment for all Employees working to overcome their dependency respecting Impairing

Substances. If an Employee refuses to participate in any required EAP assessment or refuses to complete a recommended treatment program, this will be considered a violation of this Policy.

### ***Monitoring Agreement for Return to Work***

After an Employee has successfully completed a treatment program and has subsequently had their medical clearance approved by a Devon Canada Health Representative, the Employee may conditionally return to active employment duties at Devon Canada. However, prior to returning to active employment duties, the Employee will be required to enter into a Monitoring Agreement with Devon Canada. If an Employee refuses to enter into such Monitoring Agreement or otherwise breaches the terms of such Monitoring Agreement, this will be considered a violation of this Policy.

### **Consequences of Violation of this Policy**

The safety and well-being of Devon Canada Employees and Contractors are of the utmost importance and as such, any violations or suspected violations of this Policy will be investigated by Devon Canada. Devon Canada considers all violations of this Policy to be a serious matter. As such, the following consequences will be undertaken when a violation of this Policy has occurred:

#### ***Employees***

Any Employee who violates any portion of this Policy is subject to termination from Devon Canada for cause, unless Devon Canada in its sole discretion determines that the nature and seriousness of the violation warrants discipline that is less than termination for cause.

#### ***Contractors***

If the actions or performance of a Contractor are in violation of this Policy, Devon Canada may immediately remove such Contractor from Devon Canada Premises,

prohibit such Contractor from completing any Devon Canada Work, and terminate any contract such Contractor may have with Devon Canada.

**Definitions**

**“Adulterants”** means any substance introduced or activity performed to a Test sample to alter or affect the results of a drug and alcohol test.

**“Alcohol”** is the intoxicating agent in beverage alcohol, ethyl alcohol, or other low molecular weight alcohols including methyl and isopropyl.

**“Applicant”** is any individual who has applied to be an Employee at Devon Canada in a Safety Sensitive Position.

**“Cannabis”** means:

- a) a cannabis plant;
- b) any part of a cannabis plant, including the phytocannabinoids produced by, or found in, such a plant, regardless of whether that part has been processed or not;
- c) any substance or mixture of substances that contains any part of a cannabis plant; or
- d) any substance that is similar to any phytocannabinoids produced by, or found in, a cannabis plant, regardless of how the substance was obtained or produced, in any form, whether inhaled, ingested, or used topically and whether medically authorized, prescribed or used recreationally.

**“Contractor”** is any individual who is a consultant, contractor or secondee of Devon Canada, and includes any individual who is hired, employed or otherwise working for a consultant or contractor of Devon Canada.

**“Devon Canada”** is Devon Canada Corporation.

**“Devon Canada A&D Testing Practice”**

**[The Devon Canada Alcohol and Drug Testing Practice](#)**

**“Devon Canada A&D Testing Procedure”**

**[The Devon Canada Alcohol and Drug Testing Procedure](#)**

**“Devon Canada Field Premises”** means, with the exception of the Devon Canada Office Premises, any building, facility, camp, pipeline, equipment, property, vehicle, airplane, or location owned, rented, leased, or controlled by Devon Canada or which Devon Canada has access to, and any other premises where Devon Canada assigns its Employees or Contractors or to where Employees or Contractors travel as part of their job duties with Devon Canada, including without limitation, Devon Canada owned, leased, or rented vehicles, airplanes, and personal vehicles while used for Devon Canada business.

**“Devon Canada Health Representative”** is an Employee who operates as a provincially licensed and regulated Health Care Provider, and may include a Registered Nurse, an Occupational Health Nurse or a Paramedic.

**“Devon Canada Office Premises”** means all of the following Devon Canada leased premises: (a) the office premises located in the Devon Tower in Calgary; (b) the office premises located in Bonnyville; (c) the office premises located in Lloydminster; and (d) the warehouse premises located in Calgary.

**“Devon Canada Premises”** collectively means the Devon Canada Field Premises and the Devon Canada Office Premises.

**“Devon Canada Work”** means all work and business activities undertaken for or on behalf of Devon Canada, whether conducted on or off of Devon Canada Premises.

**“Drug Paraphernalia”** means equipment, product, material, or any other thing used, intended for use, or designed for

use with Illegal Drugs. Drug Paraphernalia includes equipment, product, material, or any other thing used to conceal Illegal Drugs or any controlled substance.

**“EAP”** is Devon Canada’s Employee Assistance Program.

**“Employee”** is any individual who is a director, officer, or a full-time, part-time, or temporary employee of Devon Canada.

**“Fit for Work”** means being able to safely and acceptably perform assigned work duties and responsibilities without limitations due to the presence of any Impairing Substance in a person’s body.

**“Illegal Drug(s)”** means any form of any drug that: (a) is not legally obtainable; (b) may be legally obtainable but is illegally obtained; (c) is used in a manner or for a purpose other than as prescribed by a licensed physician; or (d) is used or possessed in violation of this Policy. Further, drugs, chemicals, or other products inhaled to induce drug like affects, commonly called inhalants, are Illegal Drugs under this Policy.

**“Impairing Substance”** is any drug, chemical, or agent, the use of which has the potential to change or adversely affect the way a person thinks, feels or acts, and which for clarity, includes Alcohol, Illegal Drugs, Cannabis and Medications.

**“Medication”** is an Impairing Substance obtained legally either: (a) over-the-counter; or (b) through a physician’s prescription or medical authorization.

**“Monitoring Agreement”** is an agreement to be entered into by an Employee and Devon Canada which provides that as a condition of continued employment with Devon such Employee shall continue any required treatment, complete unannounced Testing, and comply with other restrictions or requirements as may be established by Devon Canada.

**“Near Miss”** is an incident which does not cause a Serious Incident, but had the potential to do so.

**“Policy”** means this Devon Canada Drug and Alcohol Code Policy.

**“Safety Sensitive Position”** is a job position in which an Employee or Contractor in the field has a key or direct role in a field-operation (including driving if driving is mandatory requirement of the job) where any action or decision, if not carried out properly, could cause, result in or contribute to a Serious Incident or a Near Miss.

**“Serious Incident”** is an incident that results in:

- a fatality;
- a serious personal injury to a worker, member of the public or other individual;
- an act of harassment or violence;
- an environmental incident with significant consequences;
- a significant loss or damage to property or equipment;
- or
- a significant loss of Devon Canada revenues, including the payment of damages or fines.

**“Test”** or **“Testing”** means any testing for Impairing Substances that may be required by Devon in accordance with the terms under this Policy, the Devon Canada A&D Testing Practice, or the Devon Canada A&D Testing Procedure, and which for clarity, includes breathalyzer, urinalysis, oral swab or any other form of testing procedure.

**“Work Hours”** means:

- a) for Devon Canada Office Premises, the hours of 8:00 a.m. - 5:00 p.m.; and
- b) for Devon Canada Field Premises, the hours that such Employee or Contractor is engaged in Devon Canada Work, including all regularly scheduled work hours for such Employee or Contractor.

October 2018

## **HARASSMENT, DISCRIMINATION AND VIOLENCE PREVENTION**

### **Purpose**

The purpose of this policy is to inform all Devon Canada Corporation (“Devon Canada”) Employees and Contractors of Devon Canada’s commitment to provide a Workplace in which all workers are treated with respect and dignity, and a Workplace where workers are not subjected to, or participate in, Harassment, Discrimination or Violence. Devon Canada is committed to eliminating or, if that is not reasonably practicable, controlling the hazards of Harassment, Discrimination and Violence in the Workplace. This policy sets out Devon’s policies and procedures for preventing and resolving employment related incidents of Harassment, Discrimination and Violence.

Devon Canada has a zero tolerance policy toward Harassment, Discrimination and Violence and will deal promptly and effectively with any Employee or Contractor who engages in behaviours or actions that are determined to be Harassment, Discrimination or Violence.

This policy applies to all Employees and Contractors of Devon Canada when attending at the Workplace.

### **Definitions**

**“Contractor”** is any individual who is a consultant, contractor or secondee of Devon Canada, and includes any individual who is hired, employed or otherwise working for a consultant, contractor or secondee of Devon Canada.

**“Discrimination”** means unfair treatment of a person or group of people because of race, religious beliefs, colour, physical disability, mental disability, age, ancestry, place of origin, marital status, source of income, family status, gender, gender identity, gender expression, sexual orientation, or any other factor protected by law.

**“Employee”** is any individual who is a director, officer, or a full-time, part-time, or temporary employee of Devon Canada.

**“Harassment”** means an incident of objectionable or unwelcomed conduct, comment, bullying or action by a person that the person knows, or ought reasonably to know, will or would:

- a) cause offence or humiliation to a person; or
- b) adversely affect a person’s health and safety.

**Harassment includes, but is not limited to:**

- Conduct, comment, bullying or action because of race, religious beliefs, colour, physical disability, mental disability, age, ancestry, place of origin, marital status, source of income, family status, gender, gender identity, gender expression, sexual orientation, or any other factor protected by law.
- Threatening, intimidating or inappropriate verbal conduct such as derogatory comments or slurs.
- Threatening, intimidating or inappropriate visual conduct such as pornographic or derogatory posters, photographs, calendars, cartoons, e-mails, social media posts, images, video clips, drawings or gestures.
- Written or electronic communications or social media posts containing statements which may be offensive to individuals, including derogatory comments or slurs, sexist or sexual comments, or comments involving racial or ethnic stereotypes.
- Physical conduct such as unwanted touching or restricting normal movement.
- Continued behaviour subsequent to a communication by a complainant to the harasser that the harassing behaviour was not acceptable.
- Sexual Harassment.

**“Sexual Harassment”** means any harassment of a sexual nature and includes, but is not limited to:

- Sexual solicitation, advances, requests for sexual favours, or verbal or physical conduct of a sexual nature;
- Crude or inappropriate jokes;
- Creation of, or contribution to, an intimidating, hostile or offensive Workplace as a result of sexist or sexual comments, actions or materials that interfere with the work or work relationships of job applicants, Employees or Contractors; and
- Requests, threats or promises in relation to employment or advancement opportunities, including but not limited to hiring, promotion, pay, working conditions, termination and assignments in return or exchange for sex, sexual favours, or other conduct of a sexual nature.

**“Supervisor”** means an Employee or Contractor who has responsibility for a Workplace or is responsible for supervising another Employee or Contractor.

**“Workplace”** means any Devon Canada work site in the field or office, any other location where Devon Canada business is conducted, and any other location where Devon Canada has sponsored an event, whether during or outside of normal working hours.

**“Violence”** means the threatened, attempted or actual conduct of a person that causes or is likely to cause physical or psychological injury or harm, and includes, but is not limited to:

- Physical attacks or aggression;
- Threatening behavior;
- Verbal or written threats;
- Domestic violence;
- Sexual violence;
- Physical force to intimidate a person; and
- Physical force in reaction to a dispute.

## **Responsibilities and Requirements for all Employees, Contractors and Supervisors**

All Employees and Contractors shall prevent Harassment, Discrimination and Violence by:

- Not causing or participating in any behaviours or conduct at the Workplace that are considered Harassment, Discrimination or Violence.
- Treating others courteously and respectfully in all work relationships.
- Identifying and avoiding potentially violent situations at the Workplace.
- Eliminating harassing conduct, unwanted touching, or communications at the Workplace that are sexual, sexist or otherwise discriminatory.
- Reporting all incidents at the Workplace involving Harassment, Discrimination or Violence as set out below in the reporting section.
- When practical, communicating to the perceived harasser that the particular behaviour being complained of is not appropriate.
- Complying with this policy, completing any education and training that may be required by Devon Canada, and following any procedures that may be put in place by Devon Canada.

In addition to complying with all of the responsibilities and requirements of Employees and Contractors above, Supervisors are also expected to prevent Harassment, Discrimination and Violence in the Workplace by, as far as reasonably practicable, ensuring that the workers being supervised by them are not subject to, or participating in, any behaviours or conduct at the Workplace that is considered Harassment, Discrimination or Violence.

### ***Act in Good Faith***

No Employee or Contractor will be penalized or disciplined if they are acting in good faith and following this policy when addressing situations involving Harassment, Discrimination or Violence.

Notwithstanding the foregoing, no Employee or Contractor shall provide Devon Canada with information that an Employee or Contractor knows, or ought reasonably to know, is false.

### ***No Retaliation***

No Employee or Contractor shall retaliate against any person for: (a) making or threatening to make a complaint of Harassment, Discrimination or Violence under this policy; or (b) participating in an investigation into Harassment, Discrimination or Violence allegations.

### **Responsibilities and Requirements for Devon Canada**

Devon Canada will, as far as reasonably practicable, ensure the Workplace is free from Harassment, Discrimination and Violence and will:

- Communicate this policy to all Employees and Contractors.
- From time to time, provide ongoing education, procedures, and training to identify and prevent Harassment, Discrimination and Violence in the Workplace.

### ***Harassment, Discrimination and Violence Prevention***

Devon Canada will, as far as reasonably practicable:

- Conduct investigations into any allegations of Harassment, Discrimination or Violence in the Workplace in a fair, respectful and timely manner.
- Take prompt and appropriate corrective disciplinary action when it has been determined that the provisions of this policy relating to the prevention of Harassment, Discrimination and Violence have been violated.
- Not disclose the: (a) circumstances related to an incident of Harassment, Discrimination or Violence; (b) name(s) of the complainant(s); (c) name(s) of the person(s) alleged to have committed the Harassment, Discrimination or Violence; or (d) name(s) of any witness(es) to the incident of Harassment, Discrimination or Violence, except

where: (i) required by law; (ii) necessary to investigate the incident or take corrective action; (iii) necessary to inform the parties involved in the incident of the results of the investigation; (iv) necessary to report, update or provide legal advice to the executive of Devon Canada; or (v) in an incident of Violence, necessary to inform workers of a specific or general threat of Violence or potential Violence (and in such circumstance, Devon Canada will only disclose the minimum amount of personal information required).

## **Reporting of Harassment, Discrimination or Violence**

### ***Reporting of Harassment or Discrimination***

If an Employee or Contractor feels that he or she is being, or has been, subjected to Harassment or Discrimination, that concern should first be communicated to the alleged harasser or discriminator to the extent that Employee or Contractor feels comfortable in doing so. If the Employee or Contractor is not comfortable in discussing the issue with the alleged harasser or discriminator, or if the Employee or Contractor has previously discussed the issue with the alleged harasser or discriminator and such behavior continues, the Employee or Contractor shall do one of the following: (a) inform his or her supervisor; (b) inform the Devon Canada Human Resources Department; (c) inform the Devon Canada Security Department; (d) inform the Devon Canada Legal Department or (e) call the Helpline (1-866-407-3390).

Additionally, should an Employee or Contractor witness Harassment or Discrimination at the Workplace, such Employee or Contractor shall do one of the following: (a) inform his or her supervisor; (b) inform the Devon Canada Human Resources Department; (c) inform the Devon Canada Security Department; (d) inform the Devon Canada Legal Department or (e) call the Helpline (1-866-407-3390).

After an Employee or Contractor has reported an incident of Harassment or Discrimination, Devon Canada will follow the Complaint Process set forth in the Code.

### ***Reporting of Violence***

Any incident involving Violence, whether as a victim or a witness, should be immediately reported by the Employee or Contractor to one of the following: (a) his or her supervisor; (b) the Devon Canada Human Resources Department; (c) the Devon Canada Security Department; (d) the Devon Canada Legal Department or (d) the Helpline (1-866-407-3390).

After an Employee or Contractor has reported an incident of Violence, Devon Canada will follow the Complaint Process set forth in the Code.

### ***Violence Causing Imminent Danger***

If an Employee or Contractor witnesses, or is subject to, any act of Violence that is a significant risk to themselves or others, such Employee or Contractor shall:

- Call 9-1-1 immediately;
- Assist any individuals in immediate danger and retreat to a safe location until assistance arrives;
- Seek medical attention for victims; and
- After the incident of Violence has been controlled, report the incident of Violence as set forth above.

### **No Restriction on Further Legislative Action**

This policy is not intended to discourage an Employee or Contractor from exercising any rights pursuant to any other law, including any applicable human rights legislation such as the *Alberta Human Rights Act*.

### **Consequences of Violation of this Policy**

Devon Canada considers all violations of this Policy to be a serious matter. As such, the following consequences will be undertaken when a violation of this Policy has occurred:

***Employees***

Any Employee who violates any portion of this Policy is subject to termination from Devon Canada for cause, unless Devon Canada in its sole discretion determines that the nature and seriousness of the violation warrants discipline less than termination for cause.

***Contractors***

If any Contractor violates any portion of this Policy, Devon Canada may immediately remove such Contractor from the Workplace, prohibit such Contractor from completing any further work for Devon Canada, and terminate any contract such Contractor may have with Devon Canada.

October 2018

## **ABORIGINAL RELATIONS**

### **Purpose**

Devon Canada Corporation (“Devon Canada”) recognizes Aboriginal peoples (Status / non-status, Métis and Inuit) as key stakeholders in many of Devon’s business activities. Devon Canada will endeavour to establish and maintain positive and productive relationships with affected communities. The purpose of this policy is to provide employees with the goals and principles of Devon Canada as they relate to the interaction of Aboriginal peoples and Devon Canada’s operations.

Any reference to “employees” includes directors, officers, employees, consultants, contractors and secondees of Devon Canada.

### **Goals and Principles:**

The following goals and principles have been developed to ensure the unique cultures, perspectives and values of Aboriginal peoples are considered and respected in Devon Canada’s operations.

Devon Canada will:

- a) Identify and initiate relationships with Aboriginal peoples who may be affected by Devon Canada’s activities through early and ongoing communication.
- b) Listen to the expressed views of Aboriginal peoples affected by Devon Canada’s operations, and endeavour to conduct such activities in a manner that respects and responds to these values.
- c) Respect the significance of Aboriginal heritage and culture and work with Aboriginal communities to understand issues of concern.

- d) Foster understanding and appreciation of Aboriginal peoples, their concerns and values through cross-cultural awareness presentations and discussion at all levels of Devon Canada's organization including operations.
- e) Support education and training initiatives focused on the needs of Aboriginal peoples in order to generate a local skilled workforce with a view to creating greater certainty and self-sufficiency for the Aboriginal communities.
- f) Promote awareness of oil and gas industry operations in an effort to create career interest in the industry, positioning Aboriginal communities to take advantage of longer-term employment opportunities.
- g) Balance the social and economic benefits associated with Devon Canada's business activities to ensure opportunities are available to all local communities.
- h) Encourage employees, where feasible, to utilize Aboriginal peoples and businesses, recognizing that building local capacity through employment offers one of the most effective opportunities for local communities to benefit from Devon Canada's activities.

**Policy**

It is Devon Canada's policy to ensure that those employees who engage in Devon Canada's business activities that could have an impact on Aboriginal peoples are made aware of and conduct such activities in accordance with the goals and principles set out herein.

October 2018

## **COMMUNICATION SYSTEMS USAGE**

### **Purpose**

The purpose of this policy is to establish appropriate use of Devon Canada Corporation's ("Devon Canada") communication systems, including its computer equipment, cell phones, iPads/tablets, phone systems and Internet access. Devon Canada is responsible for securing its communication systems in a reasonable and commercially responsible manner against unauthorized access and abuse, while at the same time making them accessible to authorized and legitimate users. This responsibility includes informing users of expected standards of conduct and the consequences of not adhering to them.

Devon Canada is committed to maintaining an open and positive environment where self-growth and learning of technology is encouraged. Devon Canada has developed this policy to ensure that its communication systems and all information created and transferred through its systems are protected. In addition to Devon Canada's policy, the users of the communication systems are responsible for respecting and adhering to local, provincial, federal and international laws.

This policy applies to all employees of Devon Canada. Any reference to "employee" in this policy includes directors, officers, employees, consultants, contractors and secondees of Devon Canada.

### **General Use**

All communication systems, including computer equipment, cell phones, iPads/tablets, phone systems and Internet access, have been provided for business use. You may use such communication systems for limited personal use provided that you do so on your own time, you are not interrupting service to others, such use is conducted in accordance with this policy and there is no actual or potential additional cost or damage to Devon Canada. You should not have any expectation of privacy when using

Devon Canada's communication systems. Devon Energy Corporation ("Devon") and Devon Canada monitor all communication systems.

### **Electronic Mail and Information Systems Usage**

Use of electronic mail (e-mail) is an effective communication service provided to employees. Persons using this service are expected to act responsibly and respect the rights of others. Employees may use e-mail for personal messages provided that such use does not create unreasonable volume demands on the system and such e-mails otherwise comply with this policy and would not otherwise damage the reputation of Devon Canada. Employees are encouraged to use the same personal and professional courtesies and considerations in e-mail as they would in other forms of communication.

Specific prohibited uses of Devon Canada's communication systems include without limitation:

- a) Attempts to read, copy, modify or delete electronic messages of other users.
- b) Sending, receiving, posting, or storing harassing, threatening, pornographic, obscene, inappropriate or other objectionable messages, images, posts, blogs, video clips, or attachments. When receiving such materials employees must promptly request the sender stop sending such materials to them.

Employees should be aware that all communications on Devon Canada's communication systems, including e-mail, texts and other forms of electronic communication may be subject to subpoena or legal disclosure and used as evidence in the legal process.

### **Internet Usage**

As a user of Devon Canada's communication systems, iPads/tablets, and cell phones, you are authorized to access the Internet. You should be aware that every Internet site

you visit is capable of determining who you are, and who you represent. While “non-business” browsing is not specifically prohibited during non-business hours, access to the Internet should include the use of good judgment, common sense and discretion.

Specific prohibited uses of the Internet include:

- a) Prevalent use of the Internet for non-business purposes during business hours.
- b) Accessing, sending, posting, receiving or storing adult, gambling or other inappropriate sites or material whether through electronic attachments, or otherwise.
- c) Use for illegal or unlawful purposes.
- d) Use of Devon Canada’s communication systems in attempts to gain unauthorized access to remote systems.
- e) Downloading programs without approval by the IT Department.

Remote access to the Internet by employees (including residential access) is permitted, however such access continues to be subject to this policy.

### **Social Media**

Web applications that facilitate information sharing and collaboration include web-based communities, social-networking sites, video or photo-sharing sites, chat rooms or forums, wikis, virtual worlds, blogs, text messaging and numerous others (together known as “social media”).

Employees have the right to create personal blogs and postings on social media outside of business hours. Careless use of social media can pose unnecessary risks to Devon and Devon Canada’s proprietary and confidential information and reputation. In this regard, online misconduct on social

media can be grounds for discipline up to and including termination for cause, even if it does not occur during business hours or using Devon Canada resources. Inappropriate content for any social media posting includes, but is not limited to: (1) Devon or Devon Canada confidential or proprietary information; (2) information concerning Devon or Devon Canada or employees that would violate this Code of Conduct or any other Devon Canada policy, including the Privacy Policy; and (3) comments or images relating to Devon or Devon Canada that could harm the reputation of Devon or Devon Canada or its employees.

### **Audit**

Devon Canada reserves the right to audit employee activity on its communication systems and devices, including use of e-mail, computer systems, cell phones, iPads/tablets and the Internet, at any time without the knowledge of the employee. Each employee consents to the audit of such activity including in circumstances where communication systems and devices are being utilized by the employee for limited personal use. You should not have any expectation of privacy when using Devon Canada communication systems and devices.

### **Corporate Information**

Information is a corporate asset and must be appropriately managed to ensure its confidentiality, integrity, and availability. In many cases, corporate information will be made available to authorized employees through Devon Canada's communication systems. All corporate information disclosed to employees shall be treated confidentially and disclosure to third parties is not allowed without prior authorization from an employee's supervisor. It is the responsibility of all employees and other authorized users to ensure information is protected from unauthorized modification, destruction, or disclosure, whether accidental or intentional.

### **Ownership of Information**

All information used in Devon Canada's operations is Devon

Canada's property. Employees may not copy, alter or destroy data, software, documentation or electronic communications belonging to Devon Canada without authorized permission. All software or other applications developed by Devon Canada employees on behalf of Devon Canada, or purchased by Devon Canada, is Devon Canada's property.

### **Licences and Copyrights**

All employees must adhere to software licence agreements and respect copyrights on all material, including product obtained through the Internet. All hardware and software products (including any electronic devices being integrated with corporate hardware) must be approved by the IT Department. The IT Department reserves the right to uninstall any unapproved hardware or software from Devon Canada equipment and devices without the consent of the employee.

### **Violations**

Any violation of this policy may result in disciplinary action up to and including termination for cause. In addition, violations of the law may result in fines, penalties or civil and criminal prosecution.

### **Guidelines**

From time to time, the IT Department will issue or adopt policies or guidelines located on Devon Canada's Strata site addressing specific issues and may provide instruction relating to the usage and security of Devon Canada's communication systems and technology. Please refer to the [Information System General Usage Policy](#) additional information.

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## **PRIVACY POLICY**

### **Purpose**

The purpose of this policy is to inform all of Devon Canada Corporation's ("Devon Canada") employees of its commitment to the protection of personal information in accordance with applicable laws. Personal information includes any factual or subjective information about an identifiable individual. Personal information does not include the name, title, business address or telephone number of an employee.

This policy applies to all employees of Devon Canada. Any reference to "employee" in this policy includes directors, officers, employees, consultants, contractors and secondees of Devon Canada.

### **Collection and Receipt of Information**

Devon Canada collects, receives, uses, discloses and releases information for the purposes of implementing and managing its relationship with employees, landowners and third parties, and to comply with all applicable laws. This information may be obtained or provided through resumes, filling out forms, submitting benefit claims, electronic communications or telephone conversations. The type and accuracy of the information collected is solely contingent upon what is provided to Devon Canada.

### **Collection, Receipt, Use, Disclosure and Release of Information**

The information collected or received by Devon Canada will be collected, received, used, disclosed, and released for the purposes of carrying on an ordinary business or employment relationship, including the administration of pay and benefits for employees, and to comply with all applicable laws. It is the responsibility of each employee to provide accurate and truthful information, including the submission of benefit claim forms and expense reports. In this regard, in order to ensure accurate and truthful information is provided by an employee, Devon Canada's

benefit provider in the course of conducting an audit or investigation may release details to Devon Canada where possible inaccurate or untruthful information has been submitted by an employee. An employee's information may be provided to Devon Energy Corporation ("Devon") in respect of such business or employment relationship, and to ensure Devon is able to comply with applicable laws. The information Devon Canada collects or receives will be used by Devon and Devon Canada to create records to be used in conducting its business, including the administration of pay and benefits for employees, and the compliance with applicable laws. Each employee consents to the collection, receipt, use, disclosure and release of personal, or other, information on the basis set forth herein.

### **Storage and Disclosure**

Devon Canada has taken steps so that information collected by Devon Canada is stored in a secure manner that restricts the right of access to only those people within Devon or Devon Canada who have a need to know such information. Except for the purposes provided herein, Devon Canada does not disclose, reveal, share or otherwise disseminate any personal information to third parties without consent (actual or deemed) unless required by law or within the course of legal undertakings.

### **Destruction and Conclusion of Relationship**

Subsequent to the conclusion of business or employment relationships, Devon Canada or Devon, if applicable, will securely store or destroy all records of personal information no longer needed to maintain the employment relationship in accordance with Devon Canada and Devon's record retention and destruction policies and procedures.

Access to a departing employees communication systems, including computer equipment, cell phones, iPads/tablets, phone systems and Internet access, may be provided to a departing employee's supervisors.

Employees should limit the storage of personal information, communications, pictures or other personal data on Devon's communication systems ("Personal Data"). At the conclusion of the business or employment relationship, Devon will have no obligation to provide a departing employee with any Personal Data. Devon, in its sole discretion, may in certain circumstances provide a departing employee with certain Personal Data, where such requests are reasonable, limited in scope, and Devon is easily able to retrieve such Personal Data.

**Queries and Dispute Resolution**

Should you have any questions or concerns regarding this policy or the information collected hereunder, please do not hesitate to contact Devon Canada's General Counsel.

October 2018

## **ANTI-CORRUPTION POLICY**

### **Purpose**

In Canada, the Corruption of Foreign Public Officials Act (the “CFPOA”) prohibits the transferring or offering to transfer any type of benefit for the purpose of influencing a foreign official to misuse his or her power or influence. Companies or individuals charged under the CFPOA may also be charged under the Criminal Code (Canada) with fraud, secret commissions and conspiracy.

The United States has enacted the Foreign Corrupt Practices Act of 1977, as amended (the “FCPA” or the “Act”). The FCPA applies to Devon Canada Corporation (“Devon Canada”), as a result of Devon Canada being an indirect subsidiary of Devon Energy Corporation (“Devon”).

The nature of the oil and gas industry requires Devon to operate in a wide range of legal and business environments, many of which challenge our firm commitment to conduct business with honesty and integrity. The purpose of this Anti-Corruption Policy is to reiterate that commitment, and to explain the specific requirements and prohibitions of the applicable laws that reinforce and police this commitment, no matter the business relationship or where Devon operates.

This policy applies to all employees of Devon Canada. Any reference to “employee” in this policy includes directors, officers, employees, consultants, contractors and secondees of Devon Canada.

All employees working in areas where local or international laws are applicable must remain equally attentive to compliance with such applicable local and international laws relating to bribery and prevention of bribery.

All employees are required to conduct Devon Canada business legally, ethically, in compliance with all applicable laws and this policy. The use of Devon Canada funds or

assets for any unlawful, improper or unethical purpose is prohibited. Improper gifts, payments or offerings of anything of value to foreign officials, or other persons, could jeopardize Devon and Devon Canada's business endeavors and the reputation of Devon and Devon Canada, and is strictly prohibited.

### **The FCPA**

All employees must comply fully with applicable U.S. and international laws prohibiting corruption, including the FCPA and similar anti-bribery laws of other countries. Where other anti-corruption laws apply and are more restrictive than the FCPA, those laws must be followed.

The FCPA makes it illegal for U.S. citizens and companies, their officers, directors, employees and agents, and any stockholders acting on their behalf, as well as foreign companies and persons acting in the United States, to bribe foreign (i.e., non-U.S.) officials. Although the concept is simple, the law directly affects everyday business relationships with foreign governments and government-owned oil companies in the United States and other countries in which Devon may operate.

The FCPA also requires accurate and complete books and records and the maintenance of proper internal accounting controls. To comply with these requirements, all employees must follow Devon's accounting requirements. Employees should never accede to requests for false invoices or for payment of expenses that are unusual, excessive, inadequately described, insufficiently documented or otherwise raise questions. Moreover, all employees must fully comply with all requirements applicable to the preparation and submission of expense reports.

Violations of the FCPA can also run afoul of other U.S. laws as well, including U.S. anti-money laundering laws, mail and wire fraud, conspiracy, the Racketeer Influenced and Corrupt Organization (RICO) Act, and other laws. Specifically, it is Devon Canada's policy to comply fully with

the FCPA and all other applicable laws.

The FCPA imposes criminal and civil liability on individuals and corporations. Corporate FCPA fines and penalties typically range from the tens of millions of dollars to in excess of \$100 million. Dozens of enforcement actions have focused on the oil and gas industry; those cases have generated some of the highest fines and penalties. Nearly all individuals prosecuted for FCPA violations are sentenced to prison, probation, or both. Moreover, in addition to these penalties, a person or company found in violation of the FCPA may be disqualified from U.S. government contracts, export licences, and other government financing and insurance programs.

### **Worldwide Application of FCPA**

The FCPA extends to all of Devon's domestic and foreign operations, including operations conducted by any departments, subsidiaries, agents, consultants or other representatives. Under the FCPA, Devon is responsible for ensuring that its consolidated subsidiaries and affiliates, including joint ventures, comply with the accounting provisions of the FCPA. Devon will undertake good faith efforts to ensure minority-owned affiliates follow this policy, or equivalent procedures.

This FCPA also extends to all of the financial record-keeping activities of Devon and Devon Canada and is integrated with the obligations to which Devon and Devon Canada is already subject by virtue of the federal and state securities laws, including the U.S. Securities and Exchange Act of 1934.

Devon's Anti-Corruption Policy and Procedures and Anti-Corruption Guide sets forth Devon's FCPA policies and procedures in detail, and is located on Strata and extends to those persons at Devon Canada whose job duties are likely to lead to an involvement in or exposure to any of the areas covered by the FCPA. Such persons are referred to, and required to comply with all of the requirements of Devon's

Anti-Corruption Policy and Procedures and the Anti-Corruption Guide to avoid inadvertent violations and to recognize potential issues in time for them to be appropriately addressed.

### **The CFPOA**

The CFPOA is analogous to the FCPA, and applies to individuals and corporations. Canada has jurisdiction over activities of Canadians and Canadian corporations in respect of the bribery of foreign public officials even if all the activities related to the bribery take place outside of Canada. Canadian companies may also be held liable for the acts of agents or contractors if the agent or contractor plays an important role in managing the company's activities, or if an officer of the company knows about the conduct of the agent or contractor and does not take reasonable measures to stop them.

Like the FCPA, the CFPOA forbids the transferring or offering to transfer any type of benefit for the purpose of influencing a foreign official to misuse his or her power or influence. The CFPOA applies to all business activities, whether or not they are for profit. The business arrangement in question need not include the recipient of the bribe or that the bribe be successful. The CFPOA also creates a separate criminal books and records offence for misrepresenting or concealing the bribery of foreign public officials in a company's record keeping.

Companies and individuals charged under the CFPOA may also be charged under the Criminal Code (Canada) with offences including fraud, secret commissions and conspiracy. Provisions of the Criminal Code (Canada) also prohibit the laundering or possession of the proceeds of other criminal acts.

Unlike the FCPA which can be enforced through civil or criminal sanctions, the CFPOA can only be enforced through criminal prosecution. Conviction for a CFPOA violation can result in imprisonment. There is no legal limit to fines that can be imposed and companies can be required to disgorge all proceeds from the commission of the offence.

### **Annual Certification**

Each employee whose duties are likely to lead to involvement in any of the areas covered by this policy will be asked periodically to attend training sessions as well as complete, sign and return a certification of compliance with this policy to the Devon Canada Legal Department on a periodic basis.

### **Consequences of Violation**

Devon Canada prohibits retribution or retaliation of any kind against employees who in good faith report potential or actual ethics or legal violations. Our employees' commitment to full compliance with our legal obligations and ethical standards is valued, respected and essential to fulfillment of this policy.

Any employee that violates this policy, the FCPA, the CFPOA, or any other applicable legislation in respect of bribery or corruption, will be disciplined up to and including the termination for cause.

If you have questions or problems concerning interactions with foreign officials, other persons, or payment practices, as contemplated herein, you should contact Devon Canada's General Counsel. Alternatively, you may direct questions or concerns to the Helpline (1-866-407-3390). The Helpline offers a confidential and/or anonymous way to report illegal or unethical activity, including violations of this policy.

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## **C. COMPLAINT PROCESS**

### **Purpose**

The purpose of this Complaint process is to provide information on how complaints, including violations of the Code or Code Policies, are investigated. Any reference to “Employee” in this guideline includes directors, officers, employees, consultants, contractors and secondees of Devon Canada Corporation (“Devon Canada”).

Each complaint has its own unique facts and circumstances. In this regard, depending upon those facts and circumstances, the scope and process for conducting an investigation may differ.

### **Notification**

Any Employee (the “Complainant”) who wishes to make a complaint should contact his or her supervisor or a member of any of Devon Canada’s Human Resources, Security or Legal Department (individually or collectively the “Investigator(s)”), Alternatively, the Complainant may contact the Helpline (1-866-407-3390) which offers the Complainant a confidential and/or anonymous way to report illegal or unethical activity, and any violation of the Code or Code Policies.

Depending upon the facts being alleged in the complaint, the complaint may be managed by one or more of the Investigator(s). In some cases, Devon Canada’s General Counsel (or delegate) will lead the investigation in order to protect privilege and provide legal advice to Devon Canada in respect of the complaint.

### **Investigation**

The Complainant will be contacted by the Investigator(s) as soon as possible following the date of the complaint.

The Investigator(s) will interview the Complainant and may ask the Complainant to prepare a written statement.

The Investigator(s) will obtain relevant documents, which may include, but are not limited to: personnel files, disciplinary records, attendance/time records, communication systems and devices, written statements, and payroll records.

The Investigator(s) may interview the alleged offender(s) and witness(es) and collect corroborating or exculpatory evidence, records, etc., as determined by the Investigators.

The investigation, and any response by Devon Canada, will be completed as quickly as is reasonably practicable under the circumstances.

### **Disciplinary Action**

The Investigator(s), and Devon Canada Executive member(s), if required, will make a decision regarding any required discipline arising from the complaint.

The Investigator(s) will advise the Complainant that the investigation has been completed, and may discuss any remedial action taken, if appropriate.

### **Follow-up**

If the circumstances require, the Investigator(s) will follow up with the Complainant for a reasonable period of time after the investigation has been completed to ensure proper resolution of the complaint has been achieved.

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Helpline: 1-866-407-3390