

# Code of Conduct and Business Ethics

## - Global

---

### **Purpose**

Farmers Edge is committed to an environment that promotes professional success by fostering ethical and responsible conduct Company wide. Our Code of Conduct and Business Ethics serves as a foundation for our Company policies, procedures and guidelines while focusing on respecting the rights of all individuals. All Team Members performing work for Farmers Edge or on its behalf are expected to act lawfully, honestly, ethically, and in the best interests of the Company while performing duties on behalf of Farmers Edge and must seek to avoid even the appearance of improper behaviour.

### **Scope**

This Code applies to all Farmers Edge Team Members in all locations in Canada, United States, Brazil, Australia, Russia and Ukraine.

### **Guiding Principles**

This code is designed to educate all Team Members on what Farmers Edge expects from them through the employment relationship. More specifically, this Code embodies the professional, ethical and responsible qualities each Team Member is expected to achieve and maintain.

This Code applies to all Farmers Edge policies and guidelines. Each policy acts independently of, as well as in conjunction with, our Code of Conduct and Business Ethics to form the foundation of our employment relationship. The expectation of this Code can be best communicated when applied with the following complementing policies: [Corporate Social Responsibility](#), [Harassment, Discrimination & Violence Free Workplace](#), [Sexual Orientation & Gender Identity Non-Discrimination](#), [Corporate Privacy](#), [Information Technology Acceptable Use](#) and [Drugs and Alcohol](#).

The following Team Member expectation statements form a basis of our Code of Conduct and Business Ethics which Farmers Edge believes will result in achieving our commitment and objectives. If you are unsure of how to interpret or have any doubt about whether specific behaviours meet the standards required, you must seek advice of a Leader within Farmers Edge or a member of the Human Resources team.

It is Farmers Edge's expectation that its Team Members understand and commit to the following guiding principles:

- Annually review and ensure understanding of all Company policies and guidelines in the most up to date version that can be found on the Company's intranet – [SharePoint > Human Resources](#)
- Comply with legislative and administrative requirements, and lawful and reasonable directions given by persons in authority
- Exercise best judgment in the interests of our customers, our Team Members and the Company.

- Make decisions fairly and without bias using the best information available
- Leaders to foster a culture where Team Members feel free to ask questions and raise concerns when something doesn't feel right
- Respect the dignity of our customers, Team Members, suppliers, contractors, and/or other parties by treating them with courtesy, honesty, integrity, sensitivity and respect
- Respect the Company's image and reputation in the community at large
- Hold confidential all proprietary information and trade secrets with which the Team Member is entrusted, disclosing only to those inside the organization with a "need to know" and never disclosing to anyone outside the organization unless specifically authorized by the Office of the CEO or Vice President of Legal
- Act responsibly when becoming aware of any unethical behaviour or wrongdoing by any of our customers, Team Members, suppliers, contractors, and/or other parties and report actual or potential breaches of policies
- Treat our customers, Team Members, suppliers, contractors, and/or other parties fairly and with respect, and not harass, victimize or discriminate
- Use Company time, funds, and property for Company business only except where explicitly allowed
- Ensure safety is always of the highest priority and practice safe work; report incidents/injuries to Farmers Edge leadership
- Assist anyone that comes into our business locations to follow our safety procedures and practices
- Abide by this Code of Conduct and Business Ethics and all Company policies and guidelines, priorities and directives in conjunction with the performance of job responsibilities
- Protect all Company information that is shared in confidence, from anyone outside Farmers Edge, including family and friends; this applies even after Team Members have left Farmers Edge employment

### **Special Responsibilities of Leaders**

Officers of the Company and Team Members which the Company has entrusted with a leadership role and/or management of Team Members, shall personally set the example for integrity through their high character and actions and must create and sustain an open environment in which every Team Member feels comfortable raising concerns.

### **Legal Compliance**

Team Members are always expected to comply in good faith with all applicable laws and regulations and behave in an ethical manner in every country where the Company operates its businesses.

Team Members are expected to comply with the Company's policies and procedures that form part of the employment relationship, as amended from time to time. Team Members recognize and acknowledge that the Team Member's relationship with the Company is based on trust and reliance and that in the course of the Team Member's duties that the Team Member will have access to and be entrusted with Confidential Information, the disclosure of any which would be highly detrimental to the

business of the Company and its best interests and would impair, damage or destroy the goodwill of the Company.

Team Members must cooperate fully with Company officers in the preparation of all documents to be filed with regulatory authorities to ensure those persons are aware in a timely manner of all information that is required to be disclosed. Team Members should also cooperate fully with the independent auditors in their audits and in assisting in the preparation of financial disclosures.

## **Third Party Relationships**

### **Conflict of Interest**

A conflict of interest can occur when, through the course of their employment, a Team Member's actions and/or choices are made for the purpose of personal interest or personal gain. Personal interest or personal gain in the decision includes direct (benefit for Team Member) or indirect (for example, a benefit to someone close to a Team Member, such as spouse, parent, child or other close relative or to an interest group of which they are a member) behaviour. Even the perception of a conflict between personal interests and those of the Company may have negative effects and must be avoided.

Team Members have a duty to disclose personal or financial actions that may interfere or have the potential of interfering with their loyalty to the Company. The following list provides additional examples where a conflict of interest may occur and must be avoided:

- Team Members must avoid any action, interest, investment or association that creates a conflict of interest or that interferes with their ability to perform their duties
- Team Members must avoid influencing negotiations or transactions between Farmers Edge and its vendors, contractors or other parties to obtain personal gain
- Team Members must not use or disclose confidential information available from the Company to benefit themselves or others if it creates a conflict

### **Responsibilities**

If a Team Member has questions or concerns regarding this Code, it is their responsibility to speak to their Leader or Human Resources.

All Leaders are accountable and responsible for enforcing this Code and must take all appropriate steps to prevent and eliminate conflicts of interest in their areas of responsibility. Any Leader who is subject to, witnesses, or is made aware of a conflict of interest, shall work to minimize or eliminate the issue. If this is not possible with the available resources, the Leader will be expected to speak confidentially with Human Resources.

### **Directorship**

Farmers Edge Team Members shall not act as directors or officers of any other corporate entity or organization without the prior written approval of the Chair of the Board or as delegated to the Office of the CEO. In all cases these will not be authorized if they are contrary to the interests of Farmers Edge. Farmers Edge Team Members may act as directors or officers of non-profit organizations whose

purposes do not conflict with Farmers Edge and otherwise will not interfere during their work, with written approval from the Office of the CEO.

## **Privacy**

Farmers Edge has adopted a Privacy Policy covering collection, use, disclosure, retention and disposal of Personal Information. Personal Information is any information about an identifiable individual but does not include the title, business address or telephone number of an employee of any organization.

Farmers Edge and all Team Members, vendors and contractors acting on its behalf must not collect, use or disclose personal information for purposes other than those for which consent has been obtained or otherwise in accordance with our privacy policy (a copy of which can be viewed on SharePoint).

Privacy Policy questions should be addressed to our privacy officer at [privacy@farmersedge.ca](mailto:privacy@farmersedge.ca).

## **Reporting & Violations**

The Code of Conduct & Business Ethics, by its very nature, cannot describe every possible situation that the Team Member might encounter in their daily work for Farmers Edge. Team Members are encouraged to ask questions and/or raise concerns with a member of the Farmers Edge leadership team or with Human Resources when compliance issues arise, whether they be real, perceived or may lead to a violation of this Code.

If a Team Member has reason to believe that there has been a violation of our Code of Conduct, they are required to report it to a member of the leadership team or to Human Resources. All reports of suspected violations of our Code of Conduct will be taken seriously and promptly reviewed.

Farmers Edge reserves the right to discipline and, in certain cases, terminate the employment of any Team Member that engages in conduct that is in direct violation of our Code of Conduct. Should a Code of Conduct violation affect our business in a negative fashion, punitive measures, including legal action, may be pursued. Failure to read and abide by the standards set in this Code does not excuse Team Members from these responsibilities.

A Team Member's failure to abide or comply with any of the above guidelines and/or procedures, without specific approval from their Leader may require corrective action, up to and including termination of employment.

This Code encourages Team Members to report any conflicts of interest encountered in their employment at Farmers Edge. Retaliation against the Complainant is strictly prohibited and will result in appropriate disciplinary action. Acts of retaliation include (but are not limited to) interference, coercion, threats, and restraint.

This Code is subject to change and may be amended, supplemented, or superseded by one or more separate policies. If any part of this Code conflicts with local laws or regulations, only the sections of this Code permitted by applicable laws and regulations will apply. Any policies that are specifically applicable to a Team Member's jurisdiction will take precedence to the extent they conflict with this Code.