



# Code of Ethics

Bringing Our Values to Life

Version adapted to 90% subsidiaries



# Message from the President and Chief Executive Officer

## Code of Ethics: Bringing Our Values to Life

We have been developing and maintaining an exemplary ethical culture within our organization for several years. Hydro-Québec has adopted a Code of Ethics that centres on our values: the common good, inclusion, courage and innovation. These values inspire us and provide clarity in the work we do each day.

The Code of Ethics is a tool designed to guide our actions and decisions, and determine the behaviours we should adopt or avoid when doing our work. By following the Code, you are helping to bring Hydro-Québec's values to life and demonstrating the importance of our ISO 37001 certification in the fight against corruption. Most of all, you are helping to maintain high standards of ethics and good governance.



Just like me, I invite you to take ownership of it and apply its rules and principles.

We all have a role to play.

**Claudine Bouchard**

# How to use the Code of Ethics

The Code is based on four key principles that include a series of commitments from the employees to Hydro-Québec.

These commitments are identical whether we work for Hydro-Québec or for one of its subsidiaries. The adjustments to the Code for subsidiaries are intended to facilitate its day-to-day use and help us adapt internal and external guidelines. Whenever the name Hydro-Québec appears in the Code, it refers to all of Hydro-Québec, including our subsidiary.

Each commitment has the following components:

- **How we fulfill this commitment**  
*Set of expected behaviors.*
- **Our daily actions**  
*Examples of expected behaviors in the form of actions*
  - ✓ Do
  - ✗ Don't
- **Ethics Meter**  
*Relevant questions to ask yourself.*
- **What a dilemma!**  
*Scenarios to illustrate commitment.*

## Additional information

The information contained in the [hyperlinks](#) and the [info bubbles](#) can be useful for understanding but optional for the annual renewal of the Statement of Commitment to the Code of Ethics.

## Navigation

- Access bookmarks
- Go to table of contents
- Back to last page viewed

CODE OF ETHICS | OUR COMMITMENTS TO HONEST BUSINESS RELATIONSHIPS

---

### We report relationships that could lead to problematic situations at work.

Although our personal relationships are part of our private lives, at work they can lead to conflicts of interest or even jeopardize the work environment or performance. We are aware of this and take appropriate measures.

**How we fulfill this commitment**

- By ensuring that our personal relationships do not place us in a conflict of interest or adversely affect our work environment or performance.
- By reporting to our manager our personal relationships that result in or could result in problematic situations. If the personal relationship involves our manager, we notify a higher-level manager.
- By fully cooperating in the resolution of issues.

Ethics Meter

- Do I ensure that I am not in a decision-making position on matters pertaining to a related person?
- Have I reported my personal relationships in the event of supervision, even if it is indirect? For example, my manager's immediate supervisor is my sister.

**Our daily actions**

- ✓ Ensure that hiring, promotion, and performance management processes proceed in an objective and fair manner.
- ✗ Supervise a close family member or person with whom we have an intimate relationship.

**What a dilemma!**

*Beatrice is in love with Adriel. They both work for Hydro-Québec. Everything was fine until a lover's spat broke out in the hallway upstairs! Colleagues felt uncomfortable. This is problematic because Beatrice is called upon to oversee Adriel's work. The manager is unaware of the relationship and must now manage a problematic situation (conflict of interest and uncomfortable work atmosphere) by reminding the employees of the obligation to disclose their relationship, by speaking with the people involved and by exploring the possibility of changing the employees' assignments. Recall that failure to disclose a relationship in a conflict-of-interest situation could result in disciplinary action.*

**To learn more**

The employer can be justified in intervening in these cases to ensure a healthy workplace free from favoritism.

16



<b>1</b>	<b>A practical code for ethical conduct</b>	<ul style="list-style-type: none"> <li>Values to guide us ..... 2</li> <li>Responsibilities for everyone ..... 3</li> <li>A guide for reflection on ethical action ..... 4</li> </ul>	<ul style="list-style-type: none"> <li>2</li> <li>3</li> <li>4</li> </ul>
<b>2</b>	<b>Our commitments</b>	<ul style="list-style-type: none"> <li><b>To a safe and healthy work environment</b> <ul style="list-style-type: none"> <li>✓ We take care of ourselves and others. .... 7</li> <li>✓ We help create a fair, diverse, and inclusive work environment. .... 8</li> <li>✓ We show respect, civility, and kindness. .... 9</li> <li>✓ We act with professionalism. .... 10</li> </ul> </li> <li><b>To sustainable development</b> <ul style="list-style-type: none"> <li>✓ We commit to respect and protect the environment. .... 12</li> <li>✓ We reflect on our social responsibility. .... 13</li> </ul> </li> <li><b>To honest business relationships</b> <ul style="list-style-type: none"> <li>✓ We prevent, report, and manage conflicts of interest. .... 15</li> <li>✓ We report relationships that could lead to problematic situations in the workplace. .... 16</li> <li>✓ We take precautions before engaging in an external activity ..... 17</li> <li>✓ We commit to the fight against corruption. .... 18</li> <li>✓ We do not accept gifts, invitations, or any other benefits (with some exceptions). .... 19</li> <li>✓ We treat suppliers and partners objectively, without bias. .... 20</li> </ul> </li> <li><b>To unwavering loyalty</b> <ul style="list-style-type: none"> <li>✓ We are loyal to Hydro-Québec. .... 22</li> <li>✓ We manage information responsibly. .... 23</li> <li>✓ We use Hydro-Québec's assets and resources diligently and reasonably. .... 25</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>7</li> <li>8</li> <li>9</li> <li>10</li> <li>12</li> <li>13</li> <li>15</li> <li>16</li> <li>17</li> <li>18</li> <li>19</li> <li>20</li> <li>22</li> <li>23</li> <li>25</li> </ul>
<b>3</b>	<b>Support and guidance on applying the Code</b>	<ul style="list-style-type: none"> <li>✓ Get help or report a problem. .... 27</li> <li>✓ Be aware of the consequences of breaching the Code. .... 28</li> </ul>	<ul style="list-style-type: none"> <li>27</li> <li>28</li> </ul>
<b>4</b>	<b>We understand and we commit.</b>	.....	29



# 1 A practical code for ethical conduct

The *Code of Ethics* (the “Code”) guides us in making well thought-out and responsible decisions. Embedded in the company’s values, it helps us protect our reputation and inspire confidence. Let’s respect the Code and set the example!

The Code consists of:

- Values to guide us
- Responsibilities for everyone
- A guide for reflection on ethical action

## Values to guide us

Hydro-Québec's values help us assess whether our actions are acceptable or not. They are the first points of reference that allow us to make a fair judgement in particular situations that we may encounter.

Our values reflect both our identity and our aspirations. We can therefore say that the following four values are central to our company's culture!



### The common good

Because we can and we want to increase collective well-being. Being a government-owned corporation means making the common good central to all our decisions. It means helping to develop ideas and advancements through listening and teamwork.

---

### Inclusion

Because we treat everyone with fairness, openness and respect. We include people from all backgrounds in our initiatives and celebrate the diversity and richness that this brings. We act as one big family—open, caring, and willing to cooperate with anyone who wishes to do so.

---

### Courage

Because we act with conviction and fairness. Our history shows that, to fulfill our mission, we constantly push the limits of what is possible by demonstrating courage and setting an example. We take pride in our achievements, we try to do things right, and we work hard to help build a better future for everyone.

---

### Innovation

Because we strive for continuous improvement on all levels through boldness and agility. We firmly believe that our actions, ingenuity, and sense of innovation can contribute to the sustainable transformation of Québec so that we can collectively move forward from a societal, environmental, and economic perspective.

## Responsibilities for everyone

We comply with the laws, regulations, and in-house guidelines that apply to our activities. In situations not covered by in-house or external guidelines, we are required to meet high standards of sound administration and good conduct. As a public utility, Hydro-Québec must demonstrate honesty and rigor.

In this Code, the prohibition on performing an act includes attempting to perform it, participating, in it or encouraging someone to perform it.

This Code applies to all permanent, temporary, and casual employees of Hydro-Québec and its 90% subsidiaries .

The Code also applies to telework situations.

### Employee responsibilities (all)

Each of us has a duty to know the Code and respect its commitments:

- by acting in a responsible, committed, and kind manner, particularly in applying the rules to which we are subject
- by asking for advice when we need it
- by promptly reporting situations that are actually or potentially problematic.

### Manager responsibilities

Managers demonstrate ethical leadership:

- by showing integrity and setting an example
- by ensuring that all staff read and adhere to the Code
- by promptly dealing with non-compliance with the Code and informing their manager
- by promoting an environment conducive to clear and open communication, where it is easy to bring up ethics issues and to discuss and solve problems without fear of repercussions


### Other guidelines

Other guidelines also deal with ethical matters. These guidelines either supplement the Code or are specific to certain situations. They do not replace the Code. In the event of differing interpretations, the stricter rules apply.

# A guide for reflection on ethical action

A code cannot address every situation. We must exercise good judgement and act with discretion at all times. The following questions can help us reflect and make good decisions. If the answer to any of the questions is **No**, it's a sign that an ethical issue is arising!

I take a moment to stop and consider other options, by considering these questions. When in doubt, I check with my manager or the ethics team.




**Behave ethically**

## 1 - Recognize the ethical issue

- a. Am I acting in accordance with applicable laws, regulations, and in-house guidelines?
- b. Am I taking the company's values into account in my assessment of the situation?
- c. Can I state that I am exercising my judgement objectively in the interests of Hydro-Québec?
- d. Can I state that my emotions or preconceptions are not preventing me from viewing the situation clearly?

## 2 - Consider all the facts and options

- a. Have I fully assessed the options, taking the facts into account?
- b. Have I initiated dialogue with the people involved?
- c. Would a reasonably informed person feel that my behavior is smart and fair in the circumstances?

## 3 - Think about the consequences of my decision

- a. Am I aware of the consequences of my decision, particularly on Hydro-Québec and on others?
- b. Am I maintaining the trust of my colleagues, managers, and other stakeholders by making this decision?
- c. If everyone acted this way, would it be acceptable?
- d. Am I avoiding harming Hydro-Québec's interests and reputation?



## 2 Our commitments

- To a safe and healthy work environment
- To sustainable development
- To honest business relationships
- To unwavering loyalty



Our commitments

## To a safe and healthy work environment

Together, we are building a safe working environment where empathy and trust prevail.

- We take care of ourselves and others.
- We help create a fair, diverse, and inclusive work environment.
- We show respect, civility, and kindness.
- We act with professionalism.

## We take care of ourselves and others.

Our physical and mental health and our safety, as well as those of our colleagues and the public, are crucial.

### How we fulfill this commitment

- By putting health, safety, and wellness at the center of our decisions and actions and by demonstrating leadership in this respect.
- By understanding and following the laws, regulations and in-house guidelines concerning physical and mental health and occupational safety that apply to our work.
- By promptly reporting an event or situation that may pose a risk to the health or safety of ourselves, our colleagues, or the public.
- By actively participating in health, safety, and wellness prevention, training, and ongoing improvement activities, including those related to emergency measures.
- By rigorously applying the measures put forward to make Hydro-Québec's facilities safe for everyone.



#### Ethics Meter

- Am I attentive to myself and others?
- Do I intervene when something isn't right?
- Do I inform my managers?

### Our daily actions

- ✓ Watch for signs that our physical and mental health is deteriorating.
- ✓ Accompany visitors in the company's facilities.
- ✓ Wear our photo ID card at all times, as well as our personal protective equipment when required.
- ✓ Maintain good personal hygiene out of respect for both our colleagues and our customers.

- 
- ✗ Fail to comply with laws and regulations involving civil security, such as the *Highway Safety Code*.
  - ✗ Be in a state that prevents us from carrying out our duties efficiently and safely.
  - ✗ Fail to comply with the guidelines regarding alcohol and drugs in the workplace.
  - ✗ Cause harm to another person's physical or mental health.

### What a dilemma!

*Raphaëlle notices that Emilio is driving a Hydro-Québec vehicle while under the influence of drugs or alcohol. What should she do? She must try to convince Emilio to stop and report the situation immediately because the applicable management rule provides for zero tolerance. This is a serious breach and Emilio will be disciplined accordingly.*

## We help create a fair, diverse, and inclusive work environment.

Our approach ensures that everyone we come into contact with feels valued and fully respected. We treat them fairly.

We support our colleagues and work as a team by leveraging our differences.

### How we fulfill this commitment

- By adopting open-minded behaviors toward others, we foster an inclusive, rewarding work environment.
- By listening and showing consideration to others, we ensure that differences bring us together rather than separate us.



#### Ethics Meter

- Am I aware of how my attitude and behavior impact others?
- Do I try to strive to understand other people's reality instead of judging them?

### Our daily actions

- ✓ Be concerned with the potential impacts of our unconscious biases or prejudices.
  - ✓ Cease non-inclusive practices.
  - ✓ Favour neutral vocabulary.
- 
- ✗ Make comments and act in a way that denigrates or discredits a person or group of people.
  - ✗ Exhibit, display or produce an object, illustration, written document, or audiovisual material of a sexual, sexist, homophobic, transphobic, or racial nature, or about a disability or that may offend the dignity of a person or group of people.
  - ✗ Discriminate on the grounds set out in the Charter of Human Rights and Freedoms, including a person's ethnic origin, gender identity or expression, sexual orientation, religion, social condition, or disability.

### What a dilemma!

*Nadine does not want to speak to her colleague Nicole because she is part of the LGBTQ+ community. If you are the manager or a witness of such non-inclusive behaviours or any other disrespectful behaviour, you must take action. If you are a manager, be sure to address this behavior with Nadine because it is unacceptable.*

*It is our responsibility to maintain professional and respectful relationships with colleagues, regardless of any differences.*

## We show respect, civility, and kindness.

Respect and civility at work are fundamental rules. In all circumstances, we adopt kind behaviors that make us aware of others and that follow the rules of politeness and good manners. It is our duty.

### How we fulfill this commitment

- By not tolerating or engaging in any form of discrimination, abuse of power, harassment, intimidation or reprisals, or any form of violence between colleagues or toward others.
- By maintaining harmonious interpersonal relationships based on communication and mutual support.
- By acting in a kind, courteous manner toward others.
- By communicating our discomfort to the colleague and informing our manager of problematic situations.



### Ethics Meter

- Do I show empathy and recognize that everyone can make mistakes, even me?
- Do I use my power, for example, my position of authority or status, to intimidate or influence others?

### Our daily actions

- ✓ Express our viewpoints at the appropriate time, in a respectful and constructive manner.
  - ✓ Welcome constructive feedback.
  - ✓ Work collaboratively with everyone across the board for the company's benefit by providing complete, clear, relevant, and accurate information during our interactions and by seeking out rewarding solutions.
  - ✓ Respect everyone at all times and in all situations, including our colleagues and manager, whether in person or during a virtual meeting.
  - ✓ Use critical judgment concerning our own actions and how they impact others.
- 
- ✗ Making untruthful, threatening, racist, sexist or offensive statements or rude behaviour.
  - ✗ Express ourselves in an inappropriate manner, for example, speaking to a customer too informally or using profanity.

### What a dilemma!

*Anh is stunned! He just received an internal email containing insults: "What a nice group of negative people," "Complaining so much, it's unbelievable," or "Are you like this in real life? I wouldn't want to be your friend." What should he do with this email?*

*Anh should calmly speak to the person who sent the email or forward it to his manager, who will have to intervene with the person.*

## We act with professionalism.

We perform our work competently, responsibly, and diligently. We proudly act as ambassadors for Hydro-Québec in keeping with the guidelines.

### How we fulfill this commitment

- By striving to deliver the expected work performance.
- By being the driving force behind the development of our know-how (technical skills) and our ability to act appropriately (ethical skills).
- By expanding our knowledge of the company and its environment.
- By committing to make the best efforts to find innovative solutions and to dare to suggest new ideas, even if they may seem unfeasible.
- By pooling our energy.



### Ethics Meter

- Do I stand behind the company's decisions?
- Am I on time?
- Do I provide quality work to the best of my abilities, while respecting my colleagues?

### Our daily actions

- ✓ Respect work instructions and schedules
  - ✓ Demonstrate professional awareness, especially when representing the company externally.
  - ✓ Be accountable for our work and ask for feedback regularly.
  - ✓ Have the courage to make difficult decisions in the company's interest.
  - ✓ Think about the image we want to project and dress in a way that is neat, decent and appropriate to our duties, which applies to teleworking as well.
  - ✓ Use a suitable space for virtual meetings, for example, where confidentiality can be maintained and background noise is limited.
- 
- ✗ Engage in inappropriate behaviours during virtual meetings, such as smoking or vaping.
  - ✗ Show insubordination, for example by refusing to be accountable or by refusing to implement a directive, rules, or a work method.
  - ✗ Be absent without a valid reason.
  - ✗ Behave in a way that might jeopardize our relationships with our other partners.

### What a dilemma!

*How to behave in an exemplary manner on Teams.  
Some instructions to follow:*

- *posting courteous, respectful content, for example avoid writing in capital letters or using excessive bold or underlining because the recipient is likely to understand the message*
- *preventing emotional discussions by chat*
- *knowing what to post in the team channel or the private chat*



Our commitments

## To sustainable development

We are working together to safeguard our planet and contribute to the well-being of communities. We carry out projects and activities that promote sustainable development in accordance with the United Nations Global Compact to which Hydro-Québec is a signatory.

- We commit to respect and protect the environment.
- We reflect on our social responsibility.

## We commit to respect and protect the environment.

Protecting and enhancing the environment through our projects and activities is something we take pride in. Hydro-Québec promotes clean energy, pollution prevention, responsible energy use and the fight against climate change. We participate in these efforts as part of our duties and responsibilities.

### How we fulfill this commitment

- By understanding and adhering to the company's standards and the best practices for environmental protection.
- By taking actions in our day-to-day work, including minimizing our impact on the environment.
- By reducing the carbon footprint associated with our business activities.
- By preventing waste and by reusing and recycling the company's residual materials.
- By using the company's goods and services in a reasonable manner (use of office supplies, Hydro-Québec vehicles, etc.).



#### Ethics Meter

- Do I use energy responsibly in order to contribute to collective energy efficiency efforts?

### Our daily actions

- ✓ Strictly apply the relevant guidelines when transporting, shipping, or using products likely to contaminate the environment in the event of an accidental spill.
  - ✓ Immediately report situations that are or may be harmful to the environment .
  - ✓ Take concrete actions to reduce greenhouse gas emissions, by turning to carpooling, car-share vehicle fleets, and active transportation, by not idling the engine, and by opting to ban single-use plastics.
- 
- ✗ Throw hazardous materials into the garbage.

### What a dilemma!

*Maxime is responsible for refurbishment work on a distribution line. When he arrives at the site, he notices that the ground is soft and waterlogged. What should he do?*

*Maxime should obtain an environmental assessment quickly to identify the sensitive environmental elements in the area and determine the requirements for reducing the impacts to the greatest extent possible and complying with the applicable laws and regulations. This will provide Maxime with information to better plan the work in the wetland. He must inform everyone involved about the requirements to be followed at the site, such as not using machinery in sensitive areas.*

*By incorporating environmental considerations at all stages, a higher quality project can be carried out faster and at a lower cost.*

#### To learn more

Visit the [Energy Wise](#) website for tips on energy efficiency.

## We reflect on our social responsibility.

The concept of social responsibility is vital for sustainable development. At work, our actions can have impacts on our community. We want to do our part in every way possible for the common good of Québec!

### How we fulfill this commitment

- By asking suppliers and partners to adopt strategies and to comply with sustainable development criteria.
- By generating more sustainable value in the community, for example by promoting Hydro-Québec programs that maximize socio economic benefits.
- By protecting the company's asset base, which means all of Hydro-Québec's assets.
- By being aware of the corporate guidelines for good governance, such as those concerning the acceptability of projects and activities and the Integrated Enhancement Program.
- By including climate change considerations in the design of our infrastructure projects.



#### Ethics Meter

- Do my actions and decisions at work reflect my social responsibility?

### Our daily actions

- ✓ Promote progress in our field of expertise through a long-term approach that helps to sustainably transform Québec.
- ✗ Act without considering the consequences of our actions on the world around us and on future generations.

### What a dilemma!

*As part of her duties, Anna enthusiastically plans a project. In addition to the technical aspects, should she consider the specific characteristics and values of the host environment in which the project will be carried out? Yes!*

*Anna must develop her project factoring in its social impact on the environment. This will enable her to develop solutions that contribute to the community's well-being in keeping with the company's social responsibility.*



Our commitments

## To honest business relationships

We always act in Hydro-Québec's best interests. Our actions must be beyond reproach in order to preserve Hydro-Québec's good reputation. Transparency must permeate our every action.

- We prevent, report, and manage conflicts of interest.
- We report relationships that could lead to problematic situations at work.
- We take precautions before engaging in an external activity.
- We commit to the fight against corruption.
- We do not accept gifts, invitations or any other benefits (with some exceptions).
- We treat suppliers and partners objectively, without bias.

## We prevent, report, and manage conflicts of interest.

A conflict of interest is any real, perceived, or potential situation in which we favour or could favour an individual to the detriment of Hydro-Québec's interests. This definition also includes any situation likely to impair our integrity or judgment.

### How we fulfill this commitment

- By avoiding placing ourselves in a real or perceived conflict of interest. Also, within a reasonable period of time after being hired, we must arrange our personal affairs to prevent conflicts of interest, if we have not already done so.
- By not favouring our personal interests or those of a related person over Hydro-Québec's interests.
- By immediately reporting our conflicts of interest and perceived conflicts of interest to our manager using the specified communication method, if applicable.
- By fully cooperating in the issues resulting from a conflict of interest or perceived conflict of interest.

### Our daily actions

- ✓ Immediately cease tasks that place us in a conflict of interest or take action to reduce or eliminate the conflict of interest or perceived conflict of interest depending on the most appropriate course of action given the circumstances. For example, withdraw from any discussion, decision, or negotiation related to the issue in question.
  - ✓ Write to the ethics team if we have any doubts about a situation or the procedure to follow.
- 
- ✗ Use our position or title at Hydro-Québec for personal gain, to further our personal interests, or to benefit a related person.



### Ethics Meter

If I am in a situation that pertains to myself or to a related person.

- Could the situation affect my judgement or my ability to work objectively and in Hydro-Québec's best interests, or could it be perceived that way?
- Could I or a related person benefit from this situation or be perceived as benefiting from it?
- Do I have decision-making power in this situation, or could I be perceived as having the power to influence it?
- If I witnessed a similar situation, would I have the impression that the person lacked objectivity when making the decision and put their own interests or the interests of a related person first?
- Would a reasonably well-informed person believe that my decision or action was influenced by my personal interests or the interests of a related person (for example, if the situation was reported in the media)?

### What a dilemma!

*Amanda owns a family business outside Hydro-Québec. Her company is in talks with a partner to act as a subcontractor for a Hydro-Québec project that Amanda's department is working on. Is Amanda in a conflict of interest? Yes! She must withdraw from all discussions and decisions concerning Hydro-Québec. She must also find out internally whether this conflicts with her position at Hydro-Québec and how to manage this situation.*

## We report relationships that could lead to problematic situations at work.

Although our personal relationships are part of our private lives, at work they can lead to conflicts of interest or even jeopardize the work environment or performance. We are aware of this and take appropriate measures.

### How we fulfill this commitment

- By ensuring that our personal relationships do not place us in a conflict of interest or adversely affect our work environment or performance.
- By reporting to our manager our personal relationships that result in or could result in problematic situations. If the personal relationship involves our manager, we notify a higher-level manager.
- By fully cooperating in the resolution of issues.



#### Ethics Meter

- Do I ensure that I am not in a decision-making position on matters pertaining to a related person?
- Have I reported my personal relationships in the event of supervision, even if it is indirect? For example, my manager's immediate supervisor is my sister.

### Our daily actions

- ✓ Ensure that hiring, promotion, and performance management processes proceed in an objective and fair manner.
- ✗ Supervise a family member or person with whom we have a close relationship without our manager handling this conflict of interest.

### What a dilemma!

*Beatrice is in love with Adriel. They both work for Hydro-Québec. Everything was fine until a lover's spat broke out in the hallway upstairs! Colleagues felt uncomfortable. This is problematic because Beatrice is called upon to oversee Adriel's work. The manager is unaware of the relationship and must now manage a problematic situation (conflict of interest and uncomfortable work atmosphere) by reminding the employees of the obligation to disclose their relationship, by speaking with the people involved and by exploring the possibility of changing the employees' assignments.*

*Recall that failure to disclose a relationship in a conflict-of-interest situation could result in disciplinary action.*

#### To learn more

The employer can be justified in intervening in these cases to ensure a healthy workplace free from favoritism.

## We take precautions before engaging in an external activity.

Whether conducted in Québec or elsewhere, an external activity, paid or unpaid, involves responsibilities, and we must assume them.

### How we fulfill this commitment

- By informing our manager that we are taking part in an external activity.
- By refusing, modifying, or terminating an external activity if it gives rise to a conflict of interest or perceived conflict of interest. This may be required by the employer.
- By continuing to show loyalty toward Hydro-Québec.



#### Ethics Meter

- Do I ensure that I do not use sensitive or confidential information obtained in carrying out my duties at Hydro-Québec for the benefit of an external activity?

### Our daily actions

- ✓ Perform our duties at Hydro-Québec properly, especially in terms of availability and our energy, even when we are involved in more than one activity.
- ✓ Conduct our external activities outside of our Hydro-Québec work hours.
- ✗ Perform an external activity that would put us in competition with Hydro-Québec or would adversely affect its reputation.
- ✗ Take advantage of our status or position at Hydro-Québec to make our external activity more lucrative.

### What a dilemma!

*Charles-Aimé is a Hydro-Québec employee and, in his spare time, a lecturer in the field of robotic inspection of substations at a university. It turns out that Hydro-Québec gives a research grant to this university in the same field as his course. Is Charles-Aimé in a conflict of interest, such that he should stop teaching his course? If Charles-Aimé is not paid out of the grant awarded by Hydro-Québec, if there is no conflict with his work schedule, if he protects non-public information, if he does not use Hydro-Québec's resources, and if his manager supports his approach, he can continue his external activity.*

#### To learn more

Write to [the ethics team](#) or talk to your manager if you are unsure.

## We commit to the fight against corruption.

We have a role to play in the fight against corruption and in maintaining the company's ISO 37001 certification. Hydro-Québec has also implemented an [anti-bribery policy](#) as well as an efficient anti-bribery management system to which it is important to contribute. Hydro-Québec also complies with anti-corruption laws that govern its activities around the world

### How we fulfill this commitment

- By refusing to offer illicit or improper payments to a customer, supplier, partner, or any other person, including a member of Hydro-Québec's personnel, or to accept such payments, for the purpose of deriving a benefit from business opportunities or preferential treatment.
- By immediately reporting any corruption or [extortion](#) schemes to our manager or the [misconduct reporting service](#).
- By promoting an anti-corruption culture, which includes attending the mandatory training, as applicable, for our position or function.



#### Ethics Meter

Here are some indicators that a situation is abnormal:

- I am asked not to talk about it.
- I am given money or [near money](#).
- I receive threats or blackmail.
- I am promised business opportunities and a better life for myself and my loved ones.

### Our daily actions

- ✓ Report situations that could lead to corruption, such as a bribe, commissions, personal benefits.
  - ✓ Participate in internal and external ISO 37001 compliance evaluations upon request.
- 
- ✗ Be involved in a corruption or extortion scheme, including knowingly participating in any unauthorized price changes, negotiations, or payments.
  - ✗ Cover up an act of corruption or look the other way.
  - ✗ Solicit a gift, invitation or other benefit in exchange for a favour.

### What a dilemma!

*David realizes that a supplier's work is not always compliant, but sees that invoices are still paid. David questions the actions of Mathieu, the contract administrator.*

*The investigation reveals that the supplier hired Mathieu's son-in-law and paid the storage fees for Mathieu's RV and also the cost of installing Mathieu's pool. In exchange for these benefits, Mathieu turned a blind eye to the supplier's non-compliance. The situation was reported to the police and Mathieu was fired.*

#### To learn more

Read the [web page](#) on the fight against corruption.

Write to [ISO37001@hydroquebec.com](mailto:ISO37001@hydroquebec.com)

## We do not accept gifts, invitations, or any other benefits (with some exceptions).

When we receive or offer a gift, invitation, or other benefit, we are careful to follow the rules.

These rules are intended to preserve our impartiality and credibility and not put Hydro-Québec at risk.

### How we fulfill this commitment

- By refusing all gifts, invitations, or other benefits from a third party, regardless of value, whether offered to us directly or indirectly, with the exceptions described below.
- By avoiding any conflict of interest or perceived conflict of interest.
- By always using judgment and utmost caution in handling the following exceptions:
  - A gift that cannot be refused according to customs or protocol (for example, a work of art). The gift must be handed over to the donations and sponsorships team.
  - A gift offered in the context of professional activities, if it is infrequent, of reasonable value, and complies with accepted rules of courtesy. We must inform our manager about it. In all cases, accepting money or near money is prohibited.
  - A discount is offered to us under a corporate agreement.
  - An invitation, only if our presence is required as part of our work duties and is relevant for Hydro-Québec. Also, such invitation must be infrequent, of reasonable value, and approved by our manager.
- By following these rules when we offer gifts, invitations, or other benefits.

### Our daily actions

- ✓ Return a gift, that is not among the exceptions, to the person who offered it to us and explain that we must comply with the Code.
- ✗ Accept an invitation that puts us in a conflict of interest or that is likely to interfere with Hydro-Québec's operations or harm its reputation.
- ✗ Accept an invitation from a supplier during a call for tenders under which this supplier may submit a bid.



### Ethics Meter

In every situation, I ask myself what the intention is behind the offer. Is it to influence my judgement, obtain some favor, make me feel indebted, silence me, threaten me, or make me break the rules? For example, is the person who makes the offer involved in a call for proposals process with Hydro-Québec or in a legal dispute?

Here are some other questions I must ask myself:

- How would a reasonably informed person react upon hearing that the offer was accepted?
- Was the offer made openly, in full view and knowledge of my colleagues?
- What is the frequency and value of the offer?
- Is it reasonable in the circumstances?

### What a dilemma!

*Nime received an invitation to an event from a supplier to celebrate their long-standing business relationship. It is a very festive event and has little to do with her role in the company. However, she wants to maintain a good relationship with this supplier. What should she do?*

*It is important to keep a healthy distance from suppliers. Nime can politely decline the invitation and explain that the Code of Ethics for Hydro-Québec employees is very strict in this regard.*

## We treat suppliers and partners objectively, without bias.

We ensure the respect and integrity of the procurement process so that it is fair and beyond reproach.

### How we fulfill this commitment

- By ensuring that we apply the rules regarding procurement.
- By treating all relevant bidders and suppliers consistently and fairly. This includes using objective selection criteria.



#### Ethics Meter

- Do I maintain a healthy distance, enabling me to remain independent and neutral with respect to suppliers and partners?

### Our daily actions

- ✓ Report irregular situations in the procurement process leading, for example, to unfair treatment of suppliers.
  - ✓ Declare any conflict-of-interest situations involving a Hydro-Québec supplier or partner in order to maintain everyone's trust.
- 
- ✗ Accept an invitation to present products or processes from a supplier without obtaining authorization from the person responsible for this procurement file at Hydro-Québec.
  - ✗ Provide positive comments, at a supplier's request, without being authorized to do so.
  - ✗ Provide bidders with confidential or privileged information associated with the procurement process

### What a dilemma!

*Luke always deals with the same supplier because "he gets along well with them" and "they know our work methods." As site manager, this "relationship" enables him to prevent concerns and delays.*

*Does this supplier offer the best value for money? Did the manager take the easy way out or respond to an emergency? Are the procurement rules being followed? Can a bond of friendship lead people to forget they need make objective decisions? The line is not always easy to draw.*

*Let's eliminate any possibility or appearance of a conflict of interest. Let's not give way to favouritism, and let's stand up for integrity!*

#### To learn more

Read the [rules](#) that suppliers and subcontractors must follow.



Our commitments

## To unwavering loyalty

We are bound by our duty of loyalty and honesty, and have an obligation to preserve the confidential information we obtain in the performance of our duties for Hydro-Québec. These obligations continue after our employment ends and we cannot act in a way that harms the company's reputation or derive undue benefit from our previous duties at the company.

- We are loyal to Hydro-Québec.
- We manage information responsibly.
- We use Hydro-Québec's assets and resources diligently and reasonably.

## We are loyal to Hydro-Québec.

We show loyalty toward Hydro-Québec. We keep in mind that the duty of loyalty also extends to our activities outside Hydro-Québec and continues after our employment ends.

### How we fulfill this commitment

- By refraining from doing anything or saying anything that could adversely affect the interests, image or reputation of Hydro-Québec, including on social media.
- By avoiding any behavior inconsistent with the requirements of our position that could adversely affect the trust placed in Hydro-Québec.
- By making decisions as part of our duties independently of any partisan political considerations and by exercising restraint in the public expression of our political views.
- By being honest and not violating our employer's trust.
- By recognizing that the intellectual property we create or help to create in the performance of our duties, during or after business hours, belongs to Hydro-Québec. Under no circumstances can we use the intellectual property of Hydro-Québec or its partners for personal use or share it without authorization outside the organization.

### Our daily actions

- ✓ If we want to indicate our job title at Hydro-Québec in the description of our social media profiles, we must be careful because our posts could be perceived as official information from Hydro-Québec.
  - ✓ Forward information requests from the media to the communications officers.
- 
- ✗ Submit false expense claims, incorrect reports or time sheets, etc.
  - ✗ Copy software installed by Hydro-Québec, whether for commercial purposes, personal use or use by a third party.
  - ✗ Discredit Hydro-Québec on social media.



#### Ethics Meter

- Do I attempt to exert any influence when no longer a Hydro-Québec employee?
- Can I work with a supplier or service provider when no longer a Hydro-Québec employee?

### What a dilemma!

*Karl gives a media interview about substations on behalf of Hydro-Québec when he is not its spokesperson, and when the media team has not authorized him to do so. This constitutes a breach that could lead to disciplinary action.*


## We manage information responsibly.

As Hydro-Québec employees, we have access to a large quantity of confidential information, including personal information. Information is an asset that must be diligently protected and managed just like Hydro-Québec's other assets. The obligation to protect confidential information continues after our employment ends.

### How we fulfill this commitment

- By not trying to obtain confidential information that is not necessary for performing our duties.
- By transmitting confidential information only to people who have a right to access it.
- By complying with the requirements for collecting, using, disclosing, retaining and destroying personal information.
- By applying cybersecurity and information management rules and best practices at all times, thus being vigilant both at the office and when teleworking.
- By ensuring that information in the company's documents and files is accurate.
- By ensuring that all documents created or received in the course of our duties are properly filed in the company's systems.
- By immediately reporting any confidentiality incidents to the [Ouvrons l'œil hotline](#).
- By complying with the information retention schedule.
- By ensuring that the digital technology we use, such as translation sites, does not put information concerning or held by Hydro-Québec at risk.

### Our daily actions

- ✓ Save information in Hydro-Québec's secured systems to ensure its confidentiality, integrity, and availability further to the information management rules in effect.
  - ✓ Use only those AI tools authorized by the company.
  - ✓ Create strong, unique passwords and do not share them with anyone.
  - ✓ Lock the Windows session (+L) and our laptop when we leave our workstation, even when teleworking.
  - ✓ Fight phishing by taking the time to pay attention to where an email is from before opening an attachment or clicking on a link.
  - ✓ Protect the confidentiality of information, including during the recording or transcription of virtual meetings or when screen-sharing.
  - ✓ Label documents as soon as they are created to indicate their confidentiality level and update this label as necessary.
- 
- ✗ Try to take advantage of confidential information obtained in the performance of our duties for personal purposes or to the detriment of the company.
  - ✗ Try to get around the security features of internal and external electronic networks.
  - ✗ Send, receive or record Hydro-Québec information using personal removable devices or peripherals (for example, smart phones, electronic tablets, USB keys, or portable hard drives), or use storage, cloud, or data-sharing services that are not authorized by the company.
  - ✗ Install unauthorized software or change computer equipment configurations.
  - ✗ Perform a transaction on securities when we have privileged information pertaining to them or sharing such privileged information, in violation of the applicable regulations.
  - ✗ Smuggle out the company's data or steal its intellectual property through any means.

## We manage information responsibly.

(cont'd)

### Our daily actions (cont'd)

- ✗ Take photos or videos of our colleagues or facilities and distribute them without considering the risks, particularly concerning the security of Hydro-Québec's facilities, the transmission of confidential information, and the protection of privacy.
- ✗ Dispose of confidential paper documents in an unsecured recycling bin or wastebasket.
- ✗ Browse or visit unlawful websites using a computer or mobile device belonging to Hydro-Québec.
- ✗ Take digital technology equipment belonging to Hydro-Québec outside of Québec without authorization.



### Ethics Meter

- Do I always adopt exemplary behavior that promotes cybersecurity in all my activities, for example by properly storing all computer hardware and equipment loaned by Hydro-Québec?
- Before leaving the company, do I ensure that I sort through all my documents, both paper and digital, file the important ones and destroy the others safely?

### What a dilemma!

*Jonathan accidentally included a supplier employee as a recipient for an email containing confidential information. What should he do? Jonathan must immediately contact the Ouvrons l'œil hotline to report the confidentiality issue and inform his manager. The incident will be handled in a way that minimizes the consequences of the sharing of this information for the persons concerned.*

## We use Hydro-Québec's assets and resources diligently and reasonably.

Loyalty also means making responsible and reasonable use of Hydro-Québec's assets and resources. They are available to us so we can do our work effectively.

Hydro-Québec reserves the right to check and monitor our use of its resources, equipment and information, including vehicles and mobile devices.

If there is reasonable doubt of a violation of a guideline, Hydro-Québec can investigate to ascertain the facts and determine the disciplinary action necessary, if applicable. In this context, we acknowledge that our expectation of privacy is reduced.

### How we fulfill this commitment

- By using Hydro-Québec's assets and resources only for the purposes of our job and not for purely personal reasons.
- By making reasonable and appropriate use of the company's assets and resources in all circumstances, without ever adversely affecting their functionality, or that of the computer network or Hydro-Québec's image.
- By ensuring that our use of company's assets and resources does not affect our productivity or that of our colleagues.

### Our daily actions

- ✓ Use company email to conduct Hydro-Québec business and not for purely personal use.
  - ✓ Show diligence in handling Hydro-Québec's assets to ensure their integrity.
  - ✓ Return, upon departure or upon request, at the conditions determined by Hydro-Québec, all material (computer equipment, clothing, tools, etc.) loaned by the company for the purpose of performing our duties.
- 
- ✗ Use work premises to conduct personal commercial activities, such as selling products or services.
  - ✗ Allow a relative to use our work computer, for example, to do research for their studies.



#### Ethics Meter

- Do I use work clothes and equipment loaned by the company to perform my duties for personal activities? I'm not allowed to do that, even if they are at the end of their useful life.

### What a dilemma!

*Kevin, an employee who works in a generating station, leaves his workplace. He brings some of the company's waste home to use for personal reasons, telling himself that it is more environmentally friendly. That is not permitted, however, particularly for health and safety reasons. Surplus equipment belongs to Hydro-Québec.*



### 3 Support and guidance on applying the Code

Despite the ethical commitments and internal monitoring mechanisms in place in the various guidelines, including the Code, we may witness a case of wrongdoing or other inappropriate situation. We may occasionally need support. It is our responsibility to take the steps needed to address ethical issues.

- Get help or report a problem.
- Be aware of the consequences of breaching the Code.

## Get help or report a problem.

Contact a first-level manager or a higher-level manager or consult the resources below.

### Request for reasonable accommodation on religious grounds

Reasonable accommodation for religious reasons is a measure that aims to correct or prevent a discriminatory situation. As part of the *Act to foster adherence to State religious neutrality and, in particular, to provide a framework for requests for accommodations on religious grounds in certain bodies*, a request for accommodation must be based on religion, which is one of the prohibited grounds of discrimination under the Charter of Human Rights and Freedoms.

The accommodation officer for reasonable accommodation on religious grounds is the president and chief executive officer of the subsidiary or a person designated by them. Any requests must be submitted to them by email. Requests can also be sent to the [ethics team](#) who will transfer it to the right person as needed. All requests will be handled in keeping with applicable government guidelines.

### Ethics team

Hydro-Québec's Direction – Affaires corporatives et gouvernance is responsible for the periodic review of the Code of Ethics and helps subsidiaries interpret it and prepares the performance report that is submitted to Hydro-Québec's Board of Directors. It can also:

- Provide advice on a particular case.
- Make a proposal that will help promote ethics at Hydro-Québec.

To contact the ethics team, call **514 289-2211, ext. 2624** or write to [>Éthique](#). Strict confidentiality rules apply.

### Misconduct reporting service

If you believe that wrongdoing has occurred or may occur, you can report it [online](#) or by calling the misconduct reporting service at **1 866 384-4783**, 24 hours a day, 7 days a week. The Board of Directors has made this mechanism available to employees, suppliers, Hydro-Québec's partners and the public. Reports are processed in strict confidentiality and may be submitted anonymously.

Persons who have reported a situation will not be subject to retaliation. Anyone who retaliates will be subject to disciplinary action, which can include dismissal. With regard to wrongdoing within the meaning of the law, any person can, in the public interest, disclose information to the [Protecteur du citoyen](#) that may demonstrate that wrongdoing involving Hydro-Québec was committed or is about to be committed. The [Protecteur du citoyen](#) holds special powers, ensures confidentiality and provides immunity regarding the reporting of information. It provides unbiased follow-ups on files and its recommendations, and it can offer legal protection against retaliation as well as financial assistance for a consultation with a lawyer.

For more information about the reporting process, refer to the [Policy for Reporting Misconduct and Situations Involving Discrimination or Harassment](#).

### Ouvrons l'œil hotline

To report an unusual or suspicious event that may compromise the safety of employees or the company (for example, a suspicious backpack on the premises, or a loss, theft or unauthorized access to personal information), call Hydro-Québec's corporate security Ouvrons l'œil hotline at **1 877-816-1212**. This service is available 24 hours a day, 7 days a week.

### Harassment or discrimination complaints

To report discrimination or harassment, file a complaint. Information is provided in your internal policy on the prevention of psychological and sexual harassment and complaints handling.

## Be aware of the consequences of breaching the Code.

Violations of the Code will be dealt with rigorously and impartially.

Employees must cooperate fully with audits and investigations concerning the application of in-house or external standards, including the Code.

Disciplinary action, including dismissal, could be taken, and legal or criminal prosecution could be initiated.

Managers should contact human resources personnel for any questions regarding behaviour and the application of working conditions. The human resources personnel can propose follow-ups and administrative or disciplinary measures related to the applicable standards, if required.



## 4 We understand and we commit.

To demonstrate our commitment to Hydro-Québec's values and the *Code of Ethics*, we must sign the Statement of Commitment electronically within 30 days of joining Hydro-Québec, and then every year by March 31.

© Hydro-Québec

Direction – Affaires corporatives et gouvernance

Reproduction authorized with reference to source

Legal Deposit, Bibliothèque et Archives nationales du Québec, 2th quarter 2026

978-2-555-03442-6 (PDF Eng. version)

978-2-555-03441-9 (PDF Fr. version)

Original text written in French.

Ce document est originalement publié en français.

