



POLICY STATEMENT

BUSINESS CONDUCT

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At Suncor Energy, sound legal and ethical business practices are fundamental to our sustainability. Our values and beliefs reinforce our commitment to ethical leadership. To meet this commitment, Suncor will provide detailed policy guidance to our employees and contract workers about our standards of business conduct. We will implement processes to assist our people to understand our expectations for ethical conduct and compliance with all applicable laws. We will encourage dialogue to clarify uncertainty, and create opportunities for our people to communicate concerns without fear of reprisal. We will monitor our ethical environment, and will report about it to Suncor's board of directors.

We also communicate our expectations to the those parties who conduct business with us through Suncor's Supplier Code of Conduct. All third party contractors and suppliers engaged through Suncor's supply chain are required to observe and comply with our Supplier Code of Conduct, which sets out the same expectations for ethical conduct and compliance with laws that we expect of our employees and contract workers, as described in our Standards of Business Conduct Code. For contractors, suppliers and other third parties who are contractually required to comply with Suncor's Standards of Business Conduct Code, the reference to our Code in your agreement is deemed to mean our Supplier Code of Conduct as of January 1, 2018 (available at www.suncor.com).

Competition and Trade – Those who negotiate or administer our agreements, participate in industry associations or similar groups, or are involved in advertising or promotion, are required to be familiar with local laws regarding competition and trade practices. We must compete fairly and must not engage in prohibited or unlawful trade practices. We should identify, select and do business with suppliers who enhance our competitiveness and who have a consistent vision of sustainability and business ethics. See Suncor's Policy Guidance and Standards on *Competition and Trade Relations* for details.

Confidentiality – Confidential information, knowledge and data about Suncor belongs to Suncor. Our people must not disclose our confidential information, or confidential information of others received while performing duties for Suncor, without appropriate permission. Our people must take precautions to maintain confidentiality and are prohibited from using confidential information for personal gain. See Suncor's Policy Guidance and Standards on *Conflict of Interest and Confidentiality*.

Conflict of Interest – Our people must avoid any situation, including outside directorships, trustees or other affiliations, involving a conflict between their personal or family interests and those of Suncor. Employees may serve as directors or trustees of small private businesses and non-profit organizations that are not affiliated with Suncor, as long as the duties don't create a conflict of interest or interfere with an employee's ability to do his or her job. Company assets, including facilities, funds and equipment, are to be used to meet Suncor business objectives, and are not for personal use. See Suncor's Policy Guidance and Standards on *Conflict of Interest and Confidentiality*, and *Directors, Officers, Trustees and Board Members of Outside Organizations*.

Improper Payments – Our funds and facilities must not be used for any illegal or improper purposes.

Bribery, kickbacks or any payment to a person to commit an unlawful act, or to influence a person performing public duties, are prohibited, as is the diversion of assets for personal benefit. See Suncor's Policy Guidance and Standards on *Prevention of Improper Payments*.

Trading in Shares and Securities – Our people are required to comply with all applicable laws relating to trading in our shares and securities. We will implement appropriate practices, standards and procedures with respect to the disclosure of material information. See Suncor's Policy Guidance and Standards on *Disclosure of Material Information and Trading in Shares and Securities, Reporting Insiders and Trading Blackouts for Restricted Persons* (the latter two PG&S applicable to designated persons only).

Respect For People - We are committed to maintaining a business environment that is free from harassment, violence, threats of violence or intimidation. See Suncor's *Respectful Workplace Standard*.

Reports and Communications - Our people are required to comply with all applicable laws and professional standards relating to reporting and disclosure of financial results. We are committed to producing quality public reports and communications, and our people are encouraged to identify issues or concerns to ensure integrity in our processes. See Suncor's Policy Guidance and Standards on *Accounting, Reporting and Business Control, Communications to the Public and Business Conduct Compliance Program*.

Suncor's Policy Guidance and Standards, referred to above, together comprise Suncor's Standards of Business Conduct Code.