

Code of Ethics and Conduct

Purpose

The Saskatchewan Auto Fund, SGI, SGI CANADA, SGI CANADA Insurance Services Ltd., Coachman and ICPEI (the "Corporation") strives to maintain an excellent standard of business ethics for the benefit of customers, employees, business partners, the Corporation and the public.

The Corporation performs a wide variety of services and functions. No set of rules or business practices can cover every possibility. This Code is a broad framework of ethical principles derived from the Corporation's visions and values and guides the business conduct of the Corporation and its employees. It is essential that the Corporation, through its Board of Directors and employees, act with integrity, accountability, impartiality and fairness in its business dealings. The Corporation operates on the basis that considerable trust and confidence is placed in each and every one of its employees

Scope

The general and specific guidelines of this Code apply to, and are designed to protect, the Corporation and all employees including the Board of Directors, officers, management and employees of the Corporation by providing guidance in resolving ethical, legal and moral situations during work. The Corporation shall appoint an Ethics Advisor to provide direction to employees on the Code.

Members of the Corporation have a responsibility to familiarize themselves with the Code. Failure to abide by the Code may result in disciplinary action up to and including termination of employment and prosecution.

Ethics advice

"Employees requiring assistance on any matters of ethical or moral conduct in the workplace, or the application or interpretation of the Code, should not hesitate to ask for help. They should start with their immediate supervisor or manager, or the Ethics Advisor, who shall review the matter as is appropriate for the circumstances and report back to the inquiring individual

The corporate commitment

The Corporation shall achieve the vision through the Corporation's values. The values form the foundation for the Code of Ethics and Conduct.

For the success of the employees and the Corporation, it is expected that all employees will strive to conduct themselves in accordance with the principles outlined in the Code.

Applicable laws

The Corporation and its employees will comply with all applicable federal, provincial and local laws and regulations.

Corporate property and assets

Corporate property is to be used for conducting the Corporation's business. This property exists to further the Corporation's business and must be used in the manner authorized. Employees are expected to act responsibly and with integrity when using corporate property and report situations where property is misused, abused, damaged or stolen. Employees must protect corporate property entrusted to them and immediately return all property no longer required in the performance of their duties.

Corporate property includes real and tangible items such as land, buildings, furniture, fixtures, funds, revenues, supplies, equipment and vehicles, as well as data, computer systems, reports, information, corporate opportunities, proprietary rights, patents, trademarks, copyrights, intellectual property, logos, name and reputation.

Corporate property should not be used for personal gain or benefit. However, corporate property may be used for personal reasons, but only with the express prior approval of management. Common sense and good judgment must prevail in the use of corporate property. Furthermore, the employee must, at all times, comply with any corporate policy outlining the use of specific corporate property during or outside of regular business hours.

Corporate funds and assets are never to be used for the personal benefit of any employee and they must not be spent on anything other than the approved uses. Employees involved in financial transactions must ensure all records and reports are accurate and completed in a timely manner, given the nature of the employee's duties.

Managing corporate and personal information

Privacy legislation, as well as other applicable laws and policies of the Corporation, govern the handling of personal and personal health information, as well as corporate information.

Personal and personal health information, or corporate information that is confidential or proprietary to the Corporation, must not be divulged to anyone other than those legally authorized to receive the information. Employees may only collect, use, disclose, discuss or access such information in the performance of legitimate business duties. No employee should access corporate systems to gain information about the name, address, birth date or any other personal information of any individual without a business need to do so. Employees shall respect the privacy of the Corporation's stakeholders at all times. Requests for personal and corporate information should be discussed with a supervisor or manager prior to information being released, unless release of the information is an express part of the job duties.

Employees must safeguard against the improper or unauthorized use, disclosure or access of information contained in the Corporation's records, whether in written, electronic or any other form.

Employees must not use information acquired as an employee of the Corporation to benefit themselves, their relatives, friends or business associates, or use information in any way that could be detrimental to the Corporation, its employees or stakeholders.

Employees should refer to the Corporate Privacy Policy for further guidance with respect to the handling of personal and personal health information.

Respectful workplace

The Corporation is committed to a safe, healthy, fair and respectful work environment free of harassment, and to a workplace that values and actively supports diversity. The Corporation, and all of its employees, have a responsibility to treat people fairly and with respect. Support of these principles is in accordance with applicable human rights and occupational health and safety legislation, and the policies of the Corporation. Further guidance can be found in the Harassment Policy.

Employee privacy

It is the Corporation's policy, subject to applicable privacy legislation as well as other applicable laws, to restrict access to corporate records that contain personal information about its employees. This includes personnel records, payroll records, benefit plans and medical records. Access to these records is limited to those who have a legal or business need to know. Care should be taken by all persons who have access to such information to safeguard that information. Each employee has a responsibility to protect the rights of others to privacy.

The employees' commitment

It is not possible to provide guidelines for every ethical, legal or moral dilemma faced by employees. In all cases, employees are expected to exercise good judgment and common sense, and to conduct themselves in the course of their employment and after hours in their community in a manner that is fair and reasonable and does not prejudice or negatively impact on the Corporation. Guidelines have been provided in some key areas, as follows:

Conflict of interest

Employees must act in the best interest of the Corporation at all times. The Corporation and its employees may be seriously prejudiced unless the actions and judgment of employees are as free as possible from compromising influences. Employees have a responsibility to avoid not only actual conflict, but also must realize that the perception of a conflict of interest may be just as damaging to the employee and the Corporation as an actual conflict.

Conflict of interest refers to a situation in which an employee's personal activities, interests or relationships may result, or appear to result, in:

- interference with the objective exercise of the employee fulfilling their duties in the best interests of the Corporation
- a gain or an advantage by virtue of the employee's position in the Corporation
- a negative impact on the Corporation's reputation in the community

Determination of a conflict of interest

When an employee learns that he or she may be in a conflict of interest situation, the following action shall be taken:

1. The employee shall promptly inform his or her immediate supervisor or manager.
2. The immediate supervisor or manager may review the relevant details of the potential conflict situation with the Ethics Advisor. The supervisor or manager shall provide the employee, in writing, with his or her determination of whether or not a conflict exists and direct a course of action if a conflict does exist. A copy of this response shall be provided to the Ethics Advisor to ensure consistency of treatment.
3. If the employee disagrees with the decision that they are in a situation of conflict of interest, they may appeal to the Ethics Advisor. The Ethics Advisor shall investigate in whatever manner he or she deems appropriate in the circumstances, and will take whatever action he or she deems appropriate as a result of the findings from such investigation.

4. In the event the employee continues to disagree with the decision of the Ethics Advisor, he or she may appeal to the President and CEO of SGI for a final determination.

Note: if the employee's position in the Corporation changes, this determination must be addressed again with his or her new supervisor or manager.

The following guidelines relate to circumstances where there is an actual or potential conflict of interest:

1. Corporate business process

Employees shall not become:

- involved in the Corporation's business process for their personal benefit
- involved in the Corporation's business processes with anyone, where the employee's relationship with that party may influence or appear to influence the process to the prejudice of either the party or the Corporation

2. Outside business involvement and employment

Where an employee or close relative is engaged in outside enterprises that the Corporation does, or may do, business with, the employee must disclose such activities to their supervisor or manager. This will ensure a conflict of interest does not exist, or could be inferred, in situations where the employee or close relative:

- has a financial interest in that enterprise
- receives remuneration from that enterprise
- is involved in policy setting in that enterprise
- has any influence in the operating decisions of that enterprise
- has any influence in the Corporation's business process involving that enterprise

Once declared, such involvement or employment may be allowed provided that it does not impede the employee's ability to meet their responsibilities to the Corporation.

3. Use of Corporation's name

Employees shall not use or refer to the Corporation's name, or the employee's position within the Corporation, when purchasing goods or services for other than corporate use, when it could be inferred that the purpose in doing so is to obtain a benefit not customarily available to others.

Take the example of an employee who considers the purchase of goods or services from a supplier who has a contract with the Corporation. It would be inappropriate for the employee, in an attempt to imply that the supplier's contract with the Corporation could be affected, to mention his employment with the Corporation and the fact that the supplier does business with the Corporation.

4. Referral of business

The Corporation must strive to maintain the highest standard of integrity and impartiality in its business dealings. Employees should not direct customers to particular external businesses.

5. Improper payments and gratuities

A high degree of personal integrity must be maintained by employees in order to promote public confidence in the Corporation's ability to act fairly and conscientiously in its business dealings. Supplies, materials and services must be objectively chosen and free from personal biases or self-serving motives.

Improper Payments: The Corporation prohibits offering or receiving, directly or indirectly, any bribes, kickbacks or other payments to influence business.

Gratuities: In the course of business, employees may be offered gratuities such as gifts, entertainment, meals and beverages, tickets to cultural or sporting events, services, or other favours. Employees may not accept gratuities from any source where these would, or might appear to, improperly influence the employee in the performance of duties for the Corporation.

In the performance of their job duties, employees are allowed to give and accept meals, refreshments, entertainment or promotional items as long as they are reasonable and provided in the proper course of business.

Employees shall not retain a gift or prize that exceeds \$500 in value at an event where the Corporation has funded the employee's attendance, or the Corporation has requested the employee to attend on its behalf. Such gifts or prizes become corporate property and must be submitted to the Corporation for disposition. However, an employee may keep a prize when they purchase their own ticket for a draw or event.

Employee personal conduct

An employee's personal conduct inside or outside the workplace must not discredit the Corporation's reputation in the community, or raise doubts about the employee's integrity or ability to perform their job duties.

Political activity

Employees may participate in political activities provided that such activities do not interfere with the employee's performance of corporate duties, or conflict with the Corporation's responsibilities. However, employees must exercise discretion. Absence from work for the purpose of seeking public office will be granted according to the applicable legislative rules.

Employees must not make or recommend the contribution of corporate funds, property or services to any candidate or holder of office of government at any level, or contribute personal funds in the name of the Corporation.

Insider and other trading

Employees who acquire knowledge of a change in the business or operations of the Corporation or of information which has not been publicly disclosed, and which could reasonably be expected to affect the market price or value of the securities of any other corporation or property, must not, for themselves, family, friends or others, on the basis of the undisclosed information, purchase or sell such securities or property, or recommend that others do so. All applicable laws dealing with insider trading must be complied with.

Applicability, compliance and enforcement

Employees are encouraged to disclose, at the earliest opportunity, all material facts with respect to situations that are, or have the potential to become, or may be perceived as a conflict of interest or a breach of the Code. Employees who knowingly fail to reveal or falsely report prohibited interests or relationships, engage in potentially conflicting activities or contravene this Code or related policies may be subject to disciplinary action, up to and including termination of employment and prosecution.

Employees who become aware of an actual or potential breach of the Code shall report it without delay to their supervisor or manager, or to an individual designated by the Corporation under the Code, who shall investigate in whatever manner is appropriate in the circumstances. The designated individual may take whatever action is deemed appropriate as a result of the investigation findings. Employees may also report actual or potential breaches of the Code anonymously through the Whistleblower Hotline, where available, and should refer to the Whistleblower Policy for further details. Any allegation that is made in bad faith or with malice may result in disciplinary action.

Any employee who retaliates against another for reporting an actual or potential breach of the Code may be subject to disciplinary action.

Conclusion

This Code was not intended to cover every situation in which an ethical, legal or moral problem might arise. This Code is a guide to assist employees in doing what is right in the performance of their work at the Corporation. High standards of business conduct are critical to the maintenance of public confidence and support of the Corporation's vision and values.

The Code will obtain strength and legitimacy from the leadership set by the Corporation's Board of Directors and officers. However, each of us is responsible for our own actions. In all our dealings with each other and our stakeholders, it is vital that we conduct ourselves honourably, according to our values and make decisions within the principles outlined in this Code

Contact information

If you live in Saskatchewan, Alberta or Manitoba, please contact:

SGI CANADA Chief Privacy Officer
2260 – 11th Ave.
Regina, Sask. S4P 0J9
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If you live in Ontario or the Maritimes, please contact:

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