



December 1, 2019

YEAR END SUPPLIER COMMUNICATION

The expectations set out in this letter are equally applicable to the goods and services suppliers of the non-affiliated operated and non-operated entities to which Imperial Oil Limited (“Imperial”) and/or ExxonMobil companies in Canada (“ExxonMobil”) provide services and this letter is being communicated on our own behalf and as well as on their behalf.

Ethics, Business Standards and Compliance with Law

Imperial and ExxonMobil¹ regularly undertake a thorough review of their business practices and those of their affiliates. As part of the review process, we believe it is important to communicate to our goods and services suppliers our expectations for the proper conduct of business activities. As guided by our long-standing Ethics Policy and other policies including our [Standards of Business Conduct](#), our principal aim is to ensure that we conduct our business in accordance with the very highest standards. In turn, we expect that our suppliers are committed to similar standards. Our standards cover safety, contract awards, personal business behavior, compliance with all applicable laws, adequate internal controls and the proper recording and reporting of all transactions.

It is a fundamental expectation that Imperial and ExxonMobil and its suppliers will comply with all applicable laws, and that all financial settlements, reports and invoicing will correctly reflect the business transactions between us. Specifically, we expect compliance with the anti-corruption and competition/antitrust laws of Canada and every other country in which operations are conducted. No person in Imperial or ExxonMobil is authorized to ask your organization to take any action on our behalf which is contrary to applicable law or company policies, including our Anti-Corruption and Competition Law/Antitrust Policies. No Imperial or ExxonMobil employee or supplier is authorized to make an improper payment, including facilitating payments, to any employee, official, agent, or instrumentality of any government; commercial entity; or individual in the conduct of our business.

Gifts and Entertainment

Another key standard is our policy on the giving and receiving of gifts and entertainment. Those parties conducting business with, or on behalf of, Imperial and ExxonMobil are expected to exercise good judgment. The provision of gifts and entertainment must not be intended to create an improper advantage. Our employees are restricted from receiving gifts or favors which exceed a nominal value or receiving any extravagant or frequent entertainment from individuals, companies or firms who do business, or seek to do business, with us. Likewise, while we do not envision that any gifts would be made to third parties, you should be equally prudent on the extremely rare occasion you might provide appropriate gifts or entertainment to third parties when conducting business on behalf of Imperial or ExxonMobil. If you have not already done so, please ensure that you adopt adequate safeguards, and that you have in place policies, procedures, and/or controls to ensure your activities related to commercial interactions and interactions with government officials fully comply with applicable anti-corruption laws and the expectations of Imperial and ExxonMobil outlined above.

¹ **Corporate Separateness Notice**

Nothing in this material is intended to override the corporate separateness of local entities. Working relationships discussed in this communication do not necessarily represent a reporting connection, but may reflect a functional guidance, stewardship, or service relationship.



Safety and Health – Alcohol and Drugs and Workplace Harassment

Imperial and ExxonMobil are committed to a safe, healthy, and productive work environment for our employees, contractor employees and others who access our property, sites, and facilities. Our expectation is that you have and enforce an alcohol and drug program that, at a minimum, meets the requirements set forth in your agreement with us. Elements of an acceptable Contractor's program should include, but are not limited to the:

- 1) prohibition, while on company premises (including off-duty time) of use, possession, sale, manufacture, distribution, concealment, or transport of any prohibited substance, which would include alcohol, drugs and potentially impairing medications used without a prescription or in a manner inconsistent with the prescription or directions for usage, e.g. some prescription drugs or over-the-counter medications or herbal medicines.
- 2) prohibition of any (i) drug or alcohol-related paraphernalia used or designed for use in testing, packaging, storing, injecting, ingesting, inhaling or otherwise introducing into the human body any prohibited substance, (ii) paraphernalia or substance used or designed for use to dilute, substitute, or adulterate any alcohol or drug test specimen or to otherwise obstruct the alcohol or drug testing process.
- 3) removal of personnel following non-compliance with any aspect of the your program or the requirements set forth in the alcohol and drug exhibit in the agreement.
- 4) commitment to comply with all applicable drug and alcohol related laws and regulations.

In addition, Imperial and ExxonMobil are committed to providing a work environment in which all individuals are treated with respect and dignity. Workplace harassment will not be tolerated from any person in the workplace (including employees, contractors/sub-contractors, suppliers or customers). If you provide services to Imperial or ExxonMobil you are expected to understand the workplace harassment policy, guidelines and programs as outlined in your agreement with us and to ensure compliance with these requirements.

Trade Laws – Sanctions and Export Controls

It is imperative that, in providing goods and services, you not deal with any entities, organizations, persons, or vessels which may be subject to sanctions or export controls. Should you have any questions about what entities, organizations, persons, or vessels are sanctioned, please consult with a lawyer experienced in such matters.

Cybersecurity

Imperial and ExxonMobil expend considerable resources protecting our data, including defending our computer network from the increased risk of sophisticated cyber-attacks and stewarding personal information according to regulatory requirements. This communication reinforces Imperial and ExxonMobil's expectation that you take appropriate steps to protect information (electronic and hardcopy) and information systems in your control from new and evolving risks of cyber attackers. You should maintain appropriate data protection and cybersecurity measures based on professional guidance and best practices.

If there are circumstances where you suspect information related to Imperial or ExxonMobil is compromised you should promptly bring such circumstances to our attention. Please contact Imperial or ExxonMobil if you have any suspicions as to whether an email purportedly from Imperial or ExxonMobil is actually from our company. Also, we request that you regularly train your personnel on cybersecurity, including training to be alert to cybersecurity attacks that rely on personal inattention, such as "phishing" attacks or other suspicious emails containing attachments or links that could potentially compromise computer systems.



Data Privacy

More and more countries around the world are adopting data protection or data privacy laws, which regulate the collection and processing of information, including personal information. These laws deal not only with how such information is collected and stored, but also the purpose(s) for which it is used. In addition, in many countries there are also particular restrictions on how personal information is transferred across national borders and to third parties.

Imperial and ExxonMobil are committed to protecting the personal information of their employees, contractors, vendors, customers and other third parties with whom they deal. If you have not already done so, please ensure that you adopt adequate safeguards to keep all personal data used pursuant to your agreement with us secure, and that you have controls and tools in place to ensure compliance with applicable data privacy laws.

Illegal Information Brokering

We also ask you to be alert to the potential for illegal information brokering where persons approach suppliers offering confidential information that is used to obtain business through corruption of the competitive procurement process. Such practice is illegal and we ask that you report the occurrence of any such incident.

Subcontractors

It is your responsibility to communicate the expectations of the above paragraphs to all subcontractors that work for you on Imperial and ExxonMobil projects or sites.

Accuracy and Fairness

Finally, we expect that all financial data shall be complete and accurately recorded and all invoices to ExxonMobil accurately reflect pricing, payment terms, and other provisions as stated in your contract with us.

We are committed that contracts and other awards are made in a fair manner. We encourage you to contact us if you are aware of any practices which fail to meet these standards or if you have any concerns in this regard.

For best awareness and understanding of our business standards, we would appreciate your bringing this communication to the attention of those within your organization who have business contact with Imperial, ExxonMobil or our affiliates. Should you at any time have any questions or concerns as to the application of these business standards, please let us know by contacting our Controls Supervisor, Andy Wong at (587) 956-6791 or andy.pe.wong@esso.ca

Sincerely,

Dave Kuindersma

Manager, Procurement Services Canada