

Department: Governance**Code:** GOV002**Topic:** Whistleblower Policy**Approval Date:** August 31, 2025**Approval Authority:** Board of Directors**Effective Date:** September 2025**Next Review:** 2027

Purpose/Introduction

The board of directors (the "Board") of Lycée international de Calgary (the "School") has adopted this Whistleblower Policy (the "Policy") to maintain the highest ethical standards in the conduct of its business. It is the policy of the School to comply with and require its directors, officers, employees and retained consultants to comply with all applicable legal and regulatory requirements relating to the School's business, including its corporate reporting and disclosure, accounting and auditing controls and procedures, securities compliance and other matters pertaining to fraud. Every employee has the responsibility to assist the School in meeting these requirements.

Scope/Applicability

The Policy applies to all directors, officers, employees, contractors, and volunteers of the School and its subsidiaries (collectively "School Personnel"). All School Personnel shall report evidence of activity ("Reportable Activity") by any officer, director, employee and retained consultant, including external auditors of the School that to his or her knowledge constitutes:

1. accounting, auditing or other financial reporting fraud or misrepresentation;
2. violation of federal or provincial law that could result in fines or civil damages payable by the School or its Directors, or that could otherwise significantly harm the School's reputation or public image;
3. unethical business conduct in violation of any School policy;
4. danger to the health, safety or well-being of School Personnel and/or the general public;
5. discrimination in the workplace, or
6. incidents of harassment (including sexual harassment) or workplace violence.

Policy Statement

The Audit and Risk Committee (the "Audit Committee") of the Board is responsible for establishing procedures for:

1. the receipt, retention and treatment of complaints received by the School regarding accounting, internal accounting controls and auditing matters; and
2. the confidential, anonymous submission by an individual employed by the School of concerns regarding questionable accounting or auditing matters, questions or concerns about discrimination in the workplace or concerns by any person who believes that he/she is the victim of any type of discriminatory conduct or harassment, including sexual harassment, at the School.

In connection with those requirements and with a view to encouraging ethical business conduct, the Board has adopted the Policy to ensure that:

1. complaints are received, investigated and retained on a confidential and anonymous basis (to the extent possible) that is in compliance with all applicable laws; and
2. individuals reporting a complaint will not be penalized or retaliated against for making a good-faith report of a complaint.

Procedures

The School's internal controls and corporate reporting and disclosure procedures are intended to prevent, deter and remedy any violation of the applicable laws and regulations that relate to corporate reporting and disclosure, accounting and auditing controls and procedures, and other matters pertaining to fraud against. The School also has policies to promote equal employment opportunities, as well as policies against workplace violence and harassment. Even the best systems of controls, policies and procedures, however, cannot provide absolute safeguards against such violations. The School has a responsibility to investigate and, if required, report to appropriate governmental authorities, any violations relating to corporate reporting and disclosure, accounting and auditing controls and procedures, securities compliance and other matters pertaining to fraud, and the actions taken by the School to remedy such violations.

The Policy governs the process through which School Personnel and others, either directly or anonymously, can notify the Audit Committee of actual or potential Reportable Activities. In addition, this policy establishes a mechanism for responding to, and keeping records of, complaints from School Personnel and others regarding such actual or potential Reportable Activities

Reporting Alleged Reportable Activities:

If a person reasonably believes that any School Personnel or other person acting on behalf of the School has committed a Reportable Activity, that individual should immediately report his or her concern to the Chairman of the Audit and Risk Committee, as follows:

In writing: Treasurer of Lycée Louis Pasteur Society, Chair of the Audit and Risk Committee c/o Lycée international de Calgary

4099 Garrison Blvd. S.W. Calgary, AB T2T

6G2

By email: treasurer@lycee.ca

By Telephone: 403-243-5420

If any person is not comfortable reporting a concern to the Chair of the Audit Committee, they should report the concern to any supervisor or member of management with whom they feel comfortable, or may utilize the anonymous reporting channels described in this policy. Any manager or other supervisory employee who receives a report of a Reportable Activity must immediately forward the report to the Chair of the Audit Committee, maintaining the anonymity of the individual reporting if that individual so desires (see below). The Chair will communicate all reports of alleged Reportable Activities to the Audit Committee and, if necessary, to the Board.

The Audit Committee is composed entirely of directors of the School, who are independent of the officers and management of the School.

The Audit Committee is responsible for administering the Policy. If any individual is uncomfortable approaching the Chair of the Audit Committee or any member of management, he or she may report alleged Reportable Activities directly to any other member of the Audit Committee using any of the following methods:

In writing: Board of Directors c/o Lycée international de Calgary

4099 Garrison Blvd. S.W. Calgary, AB T2T 6G2

By email: board@lycee.ca

By Telephone: 403-243-5420

Reports of alleged Reportable Activities may be submitted to the Audit Committee anonymously if the complainant desires. While anonymous reports may be submitted through any available channel, complainants should be aware that electronic communications (email) and telephone calls may have inherent limitations in maintaining anonymity. All reports of alleged Reportable Activities, whether or

not they were submitted anonymously, will be kept in strict confidence to the extent possible, consistent with the School's need to conduct an adequate investigation and any applicable legal obligations to report certain matters to regulatory authorities.

Reports of alleged Reportable Activities should be factual, rather than speculative, and should contain as much specific detail as possible to allow for proper assessment. The complainant describing an alleged Reportable Activity should be candid and should clearly set forth all of the information that the complainant knows regarding the Reportable Activity. In addition, the complaint should contain sufficient corroborating information to support the commencement of an investigation. The School may, in its reasonable discretion, determine not to commence an investigation if a complaint contains only unspecified or broad allegations of wrongdoing without appropriate factual support. In such cases, the School must document the rationale for non-investigation and provide an opportunity for the complainant to submit additional information within a reasonable amount of time. However, the School will document the rationale for such decisions and may request additional information from anonymous complainants through the established reporting channels.

Investigation of Complaints:

Upon receipt of a complaint alleging a Reportable Activity, the Audit Committee, or a designated member of the Audit Committee, will make a determination as to whether a reasonable basis exists for commencing an investigation into the Reportable Activity alleged in the complaint. If the Audit Committee or its designated member concludes that an investigation is warranted, it shall take appropriate measures to implement a thorough investigation of the allegations. The Audit Committee shall have the authority to obtain assistance from the School's management, counsel or auditors, or to retain separate outside legal or accounting expertise as it deems necessary or desirable in order to conduct the investigation. All investigations of Reportable Activities shall be carried out in a manner to ensure confidentiality of the matter (to the extent possible) and will involve only those individuals who need to be involved in order to conduct the investigation. If requested by the complainant, the investigation will be carried out in a manner to protect the anonymity of the complainant (unless maintaining anonymity is not possible).

At each quarterly meeting of the Audit Committee, the Audit Committee will discuss the status of any ongoing investigation and review the resolution of each complaint submitted during the previous quarter, whether or not the complaint resulted in the commencement of a formal investigation. The Audit Committee shall maintain a confidential log of all complaints, their status, and outcomes, and shall provide a summary report to the Board annually while maintaining appropriate confidentiality.

Depending on the nature of the Reportable Activity and its materiality, and in particular, with respect to accounting related complaints that could materially affect the financial statements of the School or

the integrity of the School's system of internal controls, the person(s) designated to investigate the Reportable Activity will be instructed to keep each member of the Audit Committee of the School (except to the extent a member of the Audit Committee is allegedly implicated in the Reportable Activity) apprised of the status of the investigation for purposes of ensuring compliance with regulatory requirements, including the timely and continuous disclosure obligations of the School and the certification obligations of the Head of School and the Director of Finance and Administration of the School.

Corrective Action:

The Audit Committee is ultimately responsible for determining the validity of each complaint and fashioning, with the input of its advisors and management, if requested, the appropriate corrective action. The Audit Committee shall report any legal or regulatory non-compliance to management and ensure that management takes corrective action including, where appropriate, reporting any violation to law enforcement or relevant governmental authorities.

Any School Personnel deemed to have committed a Reportable Activity may be subject to disciplinary action, up to and including termination.

No Retaliation:

School Personnel should feel confident to report violations as described above or to assist in investigations of such alleged violations. The School will not tolerate retaliation or discrimination of any kind by or on behalf of the School and its School Personnel against any individual making a good faith complaint of, or assisting in the investigation of, a Reportable Activity. Anyone engaging in retaliatory conduct will be subject to disciplinary action by the School, which may include termination.

More specifically, neither the School, nor any person acting on behalf of the School or in a position of authority in respect of the School's Personnel will take any disciplinary measure against, demote, terminate or otherwise adversely affect the employment of any School Personnel or threaten to do so with the intent to compel an individual to abstain from reporting a Reportable Activity to a law enforcement and/or regulatory authority or with the intent to retaliate against the employee because that individual has reported a Reportable Activity to a law enforcement and/or regulatory authority. Engaging in retaliatory conduct is prohibited under various Canadian laws, including but not limited to the Alberta Public Interest Disclosure (Whistleblower Protection) Act, and may result in civil and/or criminal penalties.

Publicizing the Process for Reporting:

A copy of the Policy will be posted on the School's Google shared drive (All Employees Drive). The School will also make known to School Personnel the process for reporting on an anonymous and

confidential basis on an ongoing basis. This may be accomplished by means of posting the relevant email addresses on the School's website and the School's Google shared drive (All Employees Drive). This information will make it clear that no School Personnel will be penalized for making a good-faith report of a Reportable Activity nor will the School tolerate retaliation against an individual who makes a good-faith report of a Reportable Activity. The School will also periodically (at least annually) communicate reminders to School Personnel of the process for reporting Reportable Activities. This may be accomplished by electronic or other means, including, for example: email, written memos and newsletters.

Retention of Complaints and Documents:

All investigations of Reportable Activities will be fully documented in writing by the person(s) designated to investigate the Reportable Activity. The Audit Committee shall retain all documents and records regarding any Reportable Activity for a minimum period of seven years from the date of resolution of the complaint or longer if required by applicable laws. Such documentation will be available for inspection by members of the Audit Committee, the external auditors and any external legal counsel or other advisors hired in connection with the investigation of the Reportable Activity, subject to applicable privacy laws and data protection requirements. Disclosure of such documentation to any other person, and in particular any third party, will require the prior approval of the Chair of the Audit Committee to ensure that privilege of such documentation is properly maintained.

It is illegal and against the School's policy to destroy, alter, or conceal any corporate audit or other records that may be subject to or related to an investigation by the School or any federal, provincial, state or regulatory body. Violation of this provision may result in criminal penalties under applicable laws.

Enforcement/Consequences**Compliance with the Policy:**

All School Personnel must follow the procedures outlined in the Policy and cooperate with any investigation initiated pursuant to this policy. Adherence to the Policy is a condition of employment, and failure to comply may result in disciplinary action up to and including termination of employment. The School must have the opportunity to investigate and remedy any alleged Reportable Activity, and School Personnel must ensure that the School has an opportunity to undertake such an investigation.

The Policy should not be construed as preventing, limiting, or delaying the School from taking disciplinary action against any individual, up to and including termination, in circumstances where the School deems disciplinary action appropriate, including but not limited to matters involving

performance, conduct, attitude, or demeanor, regardless of whether such matters are related to any investigation under this Policy.

Policy Review

The Policy will be regularly reviewed by the Audit and Risk Committee, with any updates requiring Board approval before implementation. The review date and any material changes shall be documented and communicated to all School Personnel.

Related Policies/References

Employee Handbook