

**HEAD OFFICE:**

9100 Ray Lawson Blvd.  
Montreal (Quebec)  
H1J 1K8  
Canada

Tel.: (514) 356-1224  
Toll Free: 1 (800) 361-4964  
Fax: (514) 356-0055  
[mipinc.com](http://mipinc.com)



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## WHISTLEBLOWING POLICY

December 15, 2022

### 1. Objective and Scope

MIP Inc. and its subsidiaries (MIP or the Company) have a strong commitment to the conduct of their business in a lawful and ethical manner. MIP's commitment to legal and ethical behavior is outlined in our Employee Guides and Corporate Social Responsibility Statement. We rely on our employees to conduct themselves accordingly and to avoid even the appearance of improper behavior. Obeying the law and our code of conduct, both in letter and in spirit is the foundation of our beliefs and critical to our business success

MIP is committed to maintaining a workplace in which the Company can receive, retain and address all complaints or concerns with respect to accounting, internal accounting controls, auditing matters, mismanagement, corruption, illegal conduct or any other activity that is inconsistent with the Company's legal requirements or ethical standards. To achieve this goal, the Company's Board of Directors has established a procedure for the confidential submission of concerns regarding questionable activities or conduct. This Policy has been established to enable employees, officers and directors of MIP, as well as MIP's sales agents, suppliers, customers and other key stakeholders to raise such concerns on a confidential basis, free from discrimination, retaliation or harassment, anonymously or otherwise. This Policy applies to all of the Company's key stakeholders, including its employees, officers and directors as well as its sales agents, suppliers and customers.

### 2. Whistleblower Incident

A "**whistleblower incident**" is defined as a concern related to the Company's accounting, internal accounting controls, auditing matters, mismanagement, corruption, illegal conduct or any other activity that is inconsistent with the Company's legal requirements or ethical standards. A whistle blower incident includes both incidents that are directly witnessed by an individual and those which an individual becomes aware of in some other manner, such as through conversation.

For greater clarity, whistleblower incidents are intended to include, but are not limited to, the following:

- inappropriate recognition of revenue or liabilities;
- embezzlement of Company assets by an individual or group of individuals;
- misrepresentation of financial information or non-financial information;
- dishonest, fraudulent, corrupt, or illegal (including theft, drug sale/use, violence or threatened violence and criminal damage against property) behavior;
- gross mismanagement, serious and substantial waste or repeated instances of breach of administrative procedures;
- any breach of MIP's Corporate Directional Plan, Employee Guides or Corporate Social Responsibility Statement; and
- any attempt to conceal any whistleblower incident.

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In some situations, it may be difficult to know whether a whistleblower incident has occurred and how to react. MIP encourages employees and others to ask any questions relating to these matters, keeping the following in mind.

- try to obtain all relevant facts and be as informed as reasonably possible;
- if you are not sure how to proceed, you are encouraged to ask a senior manager or the Human Resources Department for advice; and
- if you have learned of potential illegal or unethical activities and have been asked to keep the information confidential, you should not handle it alone. You can speak with a senior manager using a “what if” scenario, giving enough of the facts to get advice without betraying the confidence.

### **3. Method of Reporting**

It is the policy of the Company that an employee, officer, director or other stakeholder should immediately communicate the details of any whistleblower incident or suspected whistleblower incident to the Company in the manner provided in this Policy.

This Policy is administered by the Chair of the Company’s Board of Directors, its Chief Executive Officer and the Company’s Human Resources Department, all of whom have been designated to receive submissions made under this Policy. Whistleblower incidents may be reported via email at [whistleblowing@mipinc.com](mailto:whistleblowing@mipinc.com), with “Whistle Blowing Incident” entered on the subject line.

### **4. Confidentiality**

Any person reporting a whistleblower incident may choose to disclose his or her identity but is guaranteed anonymity in the event of self-identification. However, if a complainant fails to identify himself or herself in his or her complaint and the information provided is insufficient, the Company may not be able to adequately investigate and resolve the complaint.

### **5. Further Information**

Further information may be required depending on the nature of the issue and the clarity of the information provided. Allegations made anonymously should contain sufficient detail and information so that, if necessary, a meaningful investigation can be conducted.

### **6. Non-Retaliation**

No person who in good faith submits a report under this Policy shall suffer retaliation, harassment or an adverse employment consequence as result of such submission. Any act of retaliation should be reported immediately. An employee, officer or director who retaliates against a person who has reported a violation in good faith is subject to discipline up to and including dismissal.

### **7. Receiving and Investigating Reports**

If contact information is provided, the Company’s Human Resources Department will acknowledge receipt of the submission. All reported whistleblower incidents will be taken seriously and will be investigated by the Company. Confidentiality of complaints will be maintained to the fullest extent possible, consistent with

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the need to conduct an appropriate review. All reports will be dealt with in confidence, with only staff who need to know being informed. Prompt and appropriate corrective action will be taken when and as warranted.

In light of the potential impact of an unjust claim, it is unacceptable to submit a frivolous, malicious or false complaint and appropriate measures will be taken to address any such action.

**8. Retention of Reports; Review of this Policy**

The Company's Human Resources Department will retain records of any complaints or concerns submitted under this Policy, tracking their receipt, investigation, and resolution, for a period of at least three (3) years.

A review of this Policy will be conducted on a periodic basis.

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**Should you have any questions or wish additional information regarding this Whistleblowing Policy please contact: Nathalie Gagnon at [nathalie.gagnon@mipinc.com](mailto:nathalie.gagnon@mipinc.com)**