



Code of Conduct

Date: September 12, 2017



Welcome to Metric

At Metric, we value our employees as our most important resource. Our team is like a family and I think you will enjoy working with us.

Over the years, we have established policies and developed programs and practices to ensure our continued success.

This Code of Conduct will provide you with information about your employment and give you an inside look at the culture of our organization. For additional information, do not hesitate to contact your supervisor/manager.

This Code is yours to keep, read and use whenever the need arises.

To all of our employees who, over the years, have contributed to our growth and success, thank you. To our newest members, we say welcome to Metric. We hope that you will find job satisfaction with us in an environment that is innovative and supportive.

Sincerely,

President



A Word About The Code

This Code contains information about the employment policies and practices of Metric.

We expect and encourage you to read this Code carefully. It is a valuable reference for understanding your job.

Metric retains the right to make decisions involving employment as needed in order to conduct our work in a manner that is beneficial to our employees and Metric and which complies with all relevant legislation. This Code supersedes and replaces all prior handbooks and verbal or written policy statements.

Metric reserves the right to modify the provisions of this Code. All such modifications will be in writing.

You must review and abide by all terms contained in this Code. While we have made every effort to make this manual comprehensive, it cannot address every possible application or exception. We reserve the right to exercise our discretion in the interpretation and enforcement of our policies and to revise or add to our policies from time to time.

If you have any questions about any of our policies or how to interpret them, please speak to your supervisor/manager.

In order to manage Metric effectively, we need to maintain flexibility. There will be times when we need to enforce our policies in a different way for different situations. By no means does this diminish the importance of our policies or the need for you to abide by them.

If you fail to abide by any of the policies contained in this manual, you may be subject to discipline, up to and including termination. If you feel an exception is warranted, you must obtain approval from your supervisor/manager.

Please treat this manual as confidential. You may not publish or disclose any part of this manual to any other individual except employees of Metric or if you are required to do so as part of your job.



Table of Contents

1. Vision and values	Pg 5
2. Compliance with the Law (Ethics).....	Pg 5
3. Confidentiality	Pg 6
4. Conflicts of Interest	Pg 7
5. Gifts & Entertainment	Pg 8
6. Harassment and Violence	Pg 8
7. Third Parties	Pg 9
8. Reporting of Irregularities.....	Pg 10
9. Consequences	Pg 11



Vision and Corporate Values

VISION STATEMENT

To be the contractor of choice for owners, sub-trades and employees, with a reputation for Superior Quality in everything we do:

- Zero accidents
- Highly qualified sub-trades
- Highly talented, dedicated employees
- Innovation

CORPORATE VALUES

- Safety
- Sustainable growth
- Innovation and entrepreneurship
- Excellent customer relations
- Effective communication
- Environmental responsibility
- Training and education
- Quality
- Corporate responsibility
- Trust and fairness
- Team oriented

Ethics

We all have an obligation to read, understand and follow this Code of Conduct. It applies to all Metric employees, officers and directors, including those of our subsidiaries and joint ventures, where Metric has the majority interest. Further, we expect that our suppliers, agents, business partners, consultants and licensees will follow similar principles. Metric also expects its consultants, subcontractors and other third parties to be aware of and adhere to these ethical standards as described in this Code.

1. To ensure effective teamwork and a harmonious working environment and the protection of *Metric's business interests, please adhere to the following guidelines:
 - Act with honesty and integrity at all times. Always comply with the law and all of Metric's policies and standards. Maintain the highest ethical standards.
 - Understand your obligation to speak up if you become aware of any violations of the law, or our policies and procedures.
 - Conduct yourself in a courteous, friendly, cooperative, and professional manner at all times.



- Contribute to the efforts of the team and offer your assistance wherever required, whether or not such assistance falls within your normal duties.
 - Identify customer needs and expectations by listening, being accessible and resolving problems quickly and politely.
 - Take direction from and work co-operatively with your supervisor/manager.
 - Maintain a level of personal conduct both during and outside working hours that reflects positively on our organization.
 - Ensure that your use of language is appropriate at all times.
2. You are responsible for complying with this policy during working hours and at work-related events that take place after hours.

Confidentiality

1. In the course of your employment, you may receive confidential information about Metric, our customers or suppliers. Confidential information includes but is not limited to:
- processes and procedures
 - trade secrets
 - operational information, including products and services offered
 - financial information, such as pricing and rate information
 - documents, records or other information concerning sales or marketing strategies
 - owners, customers, sub-trades, and supplier lists, records and information, including lists of present and prospective owners, customers, sub-trades, suppliers and related information
 - information relating to employees, vendors and contractors, including employment status, vendor/contractor status, personnel records, performance information, compensation information and job history
 - privileged information, including advice received from professional advisors such as legal counsel and financial advisors
 - information contained in manuals, training materials, plans, drawings, designs, specifications, quality-related documents, including certifications and standards, and other documents or records belonging to Metric, even if such information has not been labeled or identified as confidential
2. You understand that disclosure of confidential information would be highly detrimental to Metric's best interests and agree:
- to exercise all due and diligent precautions to protect and maintain the integrity of confidential information
 - not to disclose, publish or disseminate to any unauthorized person, at any time either during your employment or after it ends, confidential information that includes but is not limited to the information set out above
 - to refrain from making copies of confidential information, except for use in connection with your duties



- not to remove any confidential information without Metric's express permission
 - not to make improper use, either directly or indirectly, of confidential information
 - to safeguard against unintentionally disclosing confidential information (e.g., by not discussing confidential information in public, and by not working with confidential information on a laptop in public or transmitting such information by unsecured means)
 - to only release confidential information to those authorized to receive it, and then only on a need-to-know basis
3. When your employment ends, you must immediately return all materials or property belonging to us. You agree not to retain, reproduce or use any confidential or proprietary information or property belonging to Metric or an associated company.

Conflict of Interest

A "conflict of interest" arises when you have a personal relationship or a financial or other interest that could interfere with your obligation to act solely in the best interests of Metric or when you use your position with Metric for personal gain. We must be alert to any situations that may create a conflict of interest, whether actual or potential. Some common examples include:

- A "closely connected person" such as a member of your household, immediate family, close personal friend or partner is a supplier, customer, or competitor of Metric or an employee of such a company.
 - You or a closely connected person has a significant financial or other interest in a company or person that competes with, does business with or is seeking to do business with Metric. (Please note however that it is not an issue where the financial interest you have is in the form of securities that are listed on a regular stock exchange or are traded on an over-the-counter basis and constitute less than 1% of the total securities of the particular class).
 - You have a direct or indirect reporting relationship with a closely connected person or have the ability to influence employment decisions for this person such as salary, promotion or performance evaluation.
 - You have a romantic relationship with a Metric supplier, customer or contractor (or employee of such a company) when you also have direct or indirect decision-making authority or influence with respect to the Metric business relationship.
 - You take personal advantage of any business or investment opportunity presented to Metric. This includes situations where you directly or indirectly own an interest or are further developing an interest in property, leaseholds, patents or other rights in which Metric has, or could have, an interest.
 - You have outside employment or other activities with a company or individual that competes with Metric, or does business with Metric, or that affects your ability to do your work for Metric.
 - You serve as a director or officer of another company, or as an elected official. This does not include positions in trade associations that you accept at the request of Metric or positions with non-profit, charitable or religious organizations that don't interfere with your work.
1. If you find yourself in any of these kinds of situations or are aware of others having such potential conflict of interest you must immediately report it to your supervisor/manager.



2. New employees must also disclose any such issues when joining Metric. This way, the situation can be properly reviewed and assessed and an appropriate solution determined. You are expected to take any corrective actions requested of you.
3. You may not use company business contacts for personal gain.

Gifts and Entertainment

The exchange of certain business courtesies, such as gifts, meals, entertainment, travel and lodging can help Metric develop and maintain business relationships. However, it is important to understand the rules concerning the exchange of business courtesies so that we can avoid conflicts of interest or the appearance of impropriety with our clients, suppliers, subcontractors and any others with whom we do business. You may give or receive gifts and entertainment only when they are reasonable in nature, frequency and cost and they are consistent with anti-corruption laws. All offers of gifts and entertainment must be unsolicited and must *be consistent with accepted business courtesies*. Whenever you give gifts to third parties, you must record the expenses completely and accurately. As an employee of Metric, you may never ask for gifts or other items that benefit you personally.

Gifts or entertainment are never acceptable, if:

- They are lavish or extravagant
- They consist of cash or cash equivalents (gift certificates, vouchers, coupons, shares, etc.)
- They are provided in the name of the individual employee and not in Metric's name
- They are provided in secret
- They are offensive or embarrassing
- They are given with the understanding of receiving a benefit (other than a business relationship) in return
- They are given frequently and repeatedly to the same person or company
- They are given to family members or friends of an employee or business associate

HARASSMENT & VIOLENCE IN THE WORKPLACE POLICY

Providing a work environment at Metric that is free from workplace violence and harassment is everyone's responsibility. This policy applies to all employees of Metric those engaged in a contract with Metric and to anyone else visiting our workplaces.

"Workplace harassment" means:

- In a course of vexatious comment or conduct against a worker in a workplace that is known or ought reasonably to be known to be unwelcomed.

"Workplace violence" means:



- The exercise of physical force by a person against a worker in a workplace that causes or could cause physical injury by any individual will lead to disciplinary action up to and including termination of employment or removal from the workplace. In addition, civil or criminal proceedings may also be commenced.

Violence includes but is not limited to the following:

- Threats of violence; verbal or electronic
- Intimidation and disruptive behaviour
- Causing physical harm to another person
- Aggressive behaviour that constitutes a reasonable fear of bodily harm to another person
- Verbal assault, causing emotional duress
- Intentional damage or destruction of Company property or its employees
- Possession of a weapon while on Company premises or while conducting Company business

All incidents of workplace violence or harassment are to be reported immediately to your supervisor, who will conduct a confidential investigation of events, take corrective action where warranted and inform management of all findings. We find it necessary to ensure that workers are protected from workplace violence; therefore we will annually reassess the risks that may arise from the type of work or conditions of work performed in the workplace. Violators of this policy by any individual will lead to disciplinary action up to and including termination of employment or removal from the workplace. In addition, civil or criminal proceedings may also be commenced. Although some situations involving workplace violence may be a result of larger societal problems outside of our control, we strongly believe that by working together with our employees and reviewing our policy annually the risk of workplace violence can be minimized

THIRD PARTIES

Metric strives to be transparent in its relationships with third parties, including clients, competitors, suppliers, government officials and business partners. Accordingly, Metric seeks like-minded third parties that act with the same level of integrity and adhere to high standards of ethical behavior. Metric practices:

- Understanding the values, business practices and principles of our business partners during the selection process to ensure a suitable match in the dynamics;
- Relationship development in all critical areas of our business to aid in developing a network to ensure fair practices and pricing;
- Informing third parties that they should not engage in activities that would cause Metric or its employees to be in breach of obligations set out in this Code. And taking appropriate steps to address concerns with problem suppliers; and
- Avoiding conflicts of interests, both real and perceived in any interaction with vendors and suppliers.

Actions performed by others while assisting in our shared business activities can have a direct impact on Metric. Specifically, these acts can impact Metric's reputation, our abilities to complete the shared business activity, or in a worse case, Metric may be held liable for the actions of our partners.



REPORTING OF IRREGULARITIES AND DISHONESTY

If you are aware of dishonesty or falsification of records by another employee, or any serious infraction of Company rules (within or outside the Company) you must promptly report the facts to management through your immediate supervisor.

If you are unsure of what to do, contact the President, or VP immediately and discuss the matter with them. Do not fail to report an irregularity because of a misplaced sense of loyalty toward an individual. The Company will protect you against any recrimination of reporting irregularities. All disclosure reports will be further investigated, evaluated, appropriately documented and assessed by management, and after that the appropriate course of action will be determined.

Metric expects management at all levels to handle all matters concerning any wrongdoings, impartially, confidentially and promptly. Management is obliged to cooperate fully with and assist whoever is appointed to investigate the suspected wrongdoing.

Investigation

The purpose of an investigation is first and foremost to gather facts that are relevant to a suspected wrongdoing, so that management can make a credible determination based on the information available. Investigations should be structured in such a way as to minimize disruption to the business without compromising the quality of the investigation.

Management has the discretionary authority not to pursue a report further. This can for instance be the case when:

- There is insufficient information for an adequate investigation and if there is no possibility of obtaining further information;
- It is concluded that the disclosure was made in bad faith.
- Taking corrective actions, which may take the form of disciplinary actions (e.g. written warning, suspension,
- Reduction in pay or demotion and any such disciplinary action shall properly reflect the severity of the violation;
- Developing additional measures, such as training, revising or adding new internal controls, creation of additional policies or other measures that aim to promote a culture of integrity and compliance.

Timeframe

Within eight weeks from the date the employee submitted his/her report, the reporting employee shall be notified on management's position with regard to the suspected wrongdoing, unless (i) the report was made anonymously; or (ii) such notification would be in breach of any applicable law or regulation or interfere or otherwise prejudice the investigation.



If no position can be given within eight weeks, the employee shall be notified thereof by management and be given an indication as to when he/she will be informed of management's position.

Freedom from retaliation

1. The intention of this policy is to encourage you to raise legitimate concerns about suspected wrongdoing in a safe and secure manner.
2. If you file a report in good faith, you will not be subjected to any form of penalty or reprisal. However, if you file an internal disclosure report maliciously or in bad faith, with the intent to harm an individual or Metric as a whole, you may be subject to discipline, up to and including termination.

Consequences for Failing to Adhere to the Code of Conduct Policy

If you do not comply with the terms of this policy, you may be subject to disciplinary action, including possible termination of your employment.



ACKNOWLEDGEMENT

My signature below indicates that I have received a current copy of Metric's Code of Conduct

I understand that the Code of Conduct contains information regarding Metric policies, procedures, rules, and regulations, which affect me as an employee.

I acknowledge that I have read and understand the current policies contained in the manual and that I must adhere to them as a condition of my employment.

I also understand that Metric may revise, supplement or rescind policies, and or procedures described in the Code, with or without notice.

Print Name: _____

Signature: _____

Date: _____