



# Invenergy Code of Conduct

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## A Message from Our Founder Michael Polsky



Dear Colleagues,

Since Invenergy was founded in 2001, we have built a strong foundation of company values and business practices. We look to employ individuals with personal standards consistent with our company standards, including integrity, professionalism, and a commitment to superior results.

Doing the right things in the right way is critical to our success. We have worked hard to build a reputation as a trustworthy and ethical company with our customers, investors, employees, and the communities where we live and work. That reputation drives business results.

Invenergy's workforce – each one of us individually and all of us as a collective – must continuously hold itself to the highest standards. The Invenergy Code of Conduct is designed to guide us in this regard. It is our responsibility to understand and adhere to our Code of Conduct as we conduct business day to day.

Invenergy expects employees to comply with both the letter and the spirit of our Code of Conduct, even if you feel pressured to do otherwise. It is important that you understand and comply with all the policies, laws and regulations that apply to your job and seek guidance if you have questions or concerns. The Code of Conduct also requires employees to cooperate fully in any investigation of suspected violations of the Code that may arise.

Periodically, you may be asked to provide a written certification that you have reviewed and understand Invenergy's Code of Conduct, comply with its standards, and are not personally aware of any violations of the Code by others. Employees who violate our Code of Conduct put themselves, fellow employees, and our company at risk and are subject to disciplinary action up to and including termination of employment. We are all responsible for holding ourselves and each other accountable to the high values and standards we expect of ourselves, and our company stakeholders expect of us. That is what our Code of Conduct is about.

I appreciate you taking the time to read and understand this document and thank you for your individual contribution to Invenergy's reputation of trustworthiness that we actively build and uphold each day.

Sincerely,

A handwritten signature in black ink that reads "Michael Polsky". The signature is written in a cursive, flowing style.

## Our Code of Conduct

This employee Code of Conduct (the “Code”) will introduce you to the basic principles and policies by which Invenergy LLC (“Invenergy” or the “Company”) and its affiliated entities operate. Invenergy employees can also visit the Invenergy intranet (the “Intranet”) for copies of the policies and benefits described in this Code of Conduct.

This Code of Conduct is a guideline only and is not a contract of employment. While it sets out our adherence to policies and applicable laws, Invenergy reserves the right to modify any policy or procedure contained in this Code, at any time.

This Code should help guide your conduct. Many of the principles described in this Code are, however, general in nature, and the Code does not cover every situation that may arise. Use common sense and good judgment in applying this Code.

This Code applies to Invenergy employees globally. To the extent local laws do not align with this Code or impose additional requirements upon Invenergy, the local law will control. If you have any questions about applying the Code, you should address your specific questions to the Human Resources Department or the Legal Department. This Code is not the exclusive source of guidance and information regarding the conduct of our business. You should consult applicable policies and procedures in specific areas as they apply.



## Commitment to Integrity: Who We Are

### Our Core Values

1. **Safety-Focused:** Everyone goes home the way they came in.
2. **Entrepreneurial:** Means initiative and urgency.
3. **Independent:** Allows flexibility and creativity.
4. **Relationship-Focused:** Determines long-term success.
5. **Mission-Driven:** Working for a clean energy future.
6. **Collaborative:** Colleagues are approachable, responsive, and work together to solve challenges.
7. **Resourceful:** Doing what it takes to get the job done.
8. **High Performing:** Great people empowered by meaningful work.
9. **Unpretentious:** Hard work and ideas over ego.
10. **Inclusive:** Diversity drives better decisions.

### Making Good Decisions

Before taking any action each employee should consider the following questions, and unless the answer to each question is “yes,” the action should not be taken:

- Is this action legal, ethical, and socially responsible?
- Does this action comply with both the spirit and the letter of Invenergy policies and our Code of Conduct?
- Is it clear that the Company would not be embarrassed or compromised if this action were to become known within the Company or publicly?

### Commitment to Non-Retaliation

Invenergy will not retaliate against an employee in the terms and conditions of employment because that employee: (a) reports to a manager, to the Legal Department or the Human Resources Department or to a federal, state or local agency what the employee believes in good faith to be a violation of the law; (b) participates in good faith in any resulting investigation or proceeding; (c) exercises his or her rights under any state or federal law(s) or regulation(s) to pursue a claim or take legal action to protect the employee’s rights; or (d) provides law enforcement personnel or a court truthful information relating to the commission or possible commission by Invenergy or any of its employees of a violation of any applicable law or regulation.

### Reporting Channels

If you have a reasonable belief that an employee has engaged in any action that violates any applicable law, or regulation, you are expected to immediately report such information on a confidential basis either to your manager, to the Legal Department, to the Human Resources Department or via the third-party Hotline, Ethicspoint. Ethicspoint is available at [www.invenergy.ethicspoint.com](http://www.invenergy.ethicspoint.com) 1-844-528-8659 and via the Invenergy intranet. All complaints will be treated confidentially to the extent permissible by law. No employee will suffer adverse employment consequences as a result of making a good faith complaint or taking part in the investigation of a complaint.

### Complying with the Code of Conduct

Any employee who violates the law or any of the Company’s policies or our Code of Conduct is subject

to disciplinary action which, without limitation, may include strict discipline or other employment action, up to and including termination. Any employee who knowingly makes or refers a false allegation to the Legal Department, the Human Resources Department or Invenergy management is subject to discipline. Additionally, anyone who deliberately provides false information or refuses to cooperate in an investigation may be subject to disciplinary action. Any manager who fails to take appropriate actions after receiving a report of a suspected violation of our Code may be subject to disciplinary action.





## Commitment to Our Employees: Ethics in Practice

### Discrimination

It is the policy of Invenergy to make decisions of employment based upon personal capabilities and qualifications and to maintain a work environment which promotes equal opportunity with no discrimination because of veteran status, uniformed service member status, race, color, religion, sex, age (40 and over), pregnancy (including childbirth, lactation and related medical conditions), national origin or ancestry, physical or mental disability, genetic information (including testing and characteristics) or any other consideration protected by federal, state or local law with respect to recruitment, hiring, training, promotion, compensation, benefits and other terms and conditions of employment. Invenergy also complies with all relevant labor and employment laws which prohibit discrimination and harassment against any employees (including unpaid interns) or applicants for employment.

Please refer to the employee handbook for more information.

### Harassment

It is the policy of the Company to maintain a work environment where employees treat one another with respect. Invenergy prohibits harassment, which is defined by the Company as any type of inappropriate, unwelcome, or offensive verbal, visual, electronic, or physical conduct that: (i) has the purpose or effect of creating an intimidating, hostile or offensive work environment; (ii) has the purpose or effect of unreasonably interfering with an individual's work performance; or (iii) otherwise adversely affects an individual's employment opportunities.

If at any time you believe that you have experienced or witnessed harassment, including sexual harassment,

report the behavior immediately to the Human Resources Department or the Legal Department.

Please refer to the **Non-Harassment Policy** in the employee handbook for more information.

### Fair Wages

Invenergy is committed to complying fully with all applicable laws and regulations dealing with wage-and-hour issues. Invenergy and its employees must:

- Comply fully with all Company policies and procedures related to pay practices;
- Comply fully with all applicable federal, state, and local laws and regulations pertaining to wage-and-hour issues;
- Report any violations of wage-and-hour laws or policies to management. It is a violation of law and Invenergy policy for anyone to instruct or encourage another employee to work "off the clock," to incorrectly report hours worked, or to alter another employee's time records.

Please refer to the policies related to pay practices in the employee handbook for more information.

### Workplace Safety & Violence Prevention

It is the intent of the Company to provide a safe workplace for employees and to provide a comfortable and secure atmosphere for employees and others with whom we do business, whether at the Company's corporate offices or project sites. The Company has zero tolerance for violent acts or threats of violence. If you commit or threaten to commit a violent act against any person, you will be subject to disciplinary action up to and including immediate discharge.

Weapons inside the workplace pose a potential threat to the safety and security of our employees and are strictly prohibited. Failure to adhere to this policy will subject an employee to discipline, up to and including termination.

Please refer to the **Workplace Violence and Weapons in the Workplace Policies** in the employee handbook for more information.

## Drugs & Alcohol

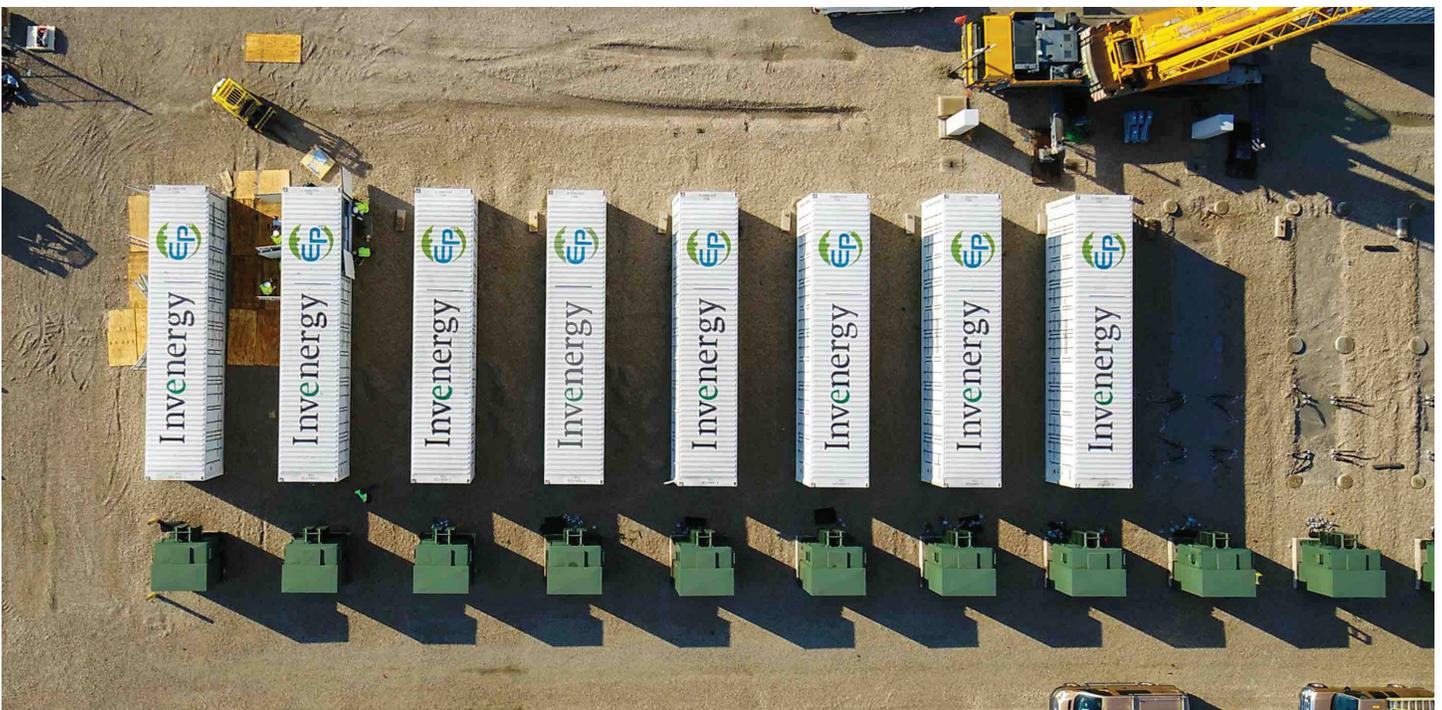
Invenergy has a vital interest in maintaining a safe and drug-free environment for its employees. Being under the influence of alcohol or a controlled substance at work may pose serious safety and health risks not only to the user, but also to all of those who work or come in contact with the user. The possession, consumption or use of alcoholic beverages at Company functions may occur only with prior approval from an executive in charge of the Company function. Individuals violating the Substance Abuse Policy will be subject to disciplinary action up to, and including, immediate termination.

Please refer to the **Substance Abuse Policy** in the employee handbook for more information.

## Employee Information Privacy

Your employment file is confidential and is protected by the Human Resources Department. The Company will permit examination of Human Resources files by management on a need-to-know basis, by governmental officials acting pursuant to a law or court order which permits or requires such inspection or by individual employees to examine their own records. Inspection of Human Resources files will be in the presence of a designated representative of the Human Resources Department.

Please refer to the Access to Personnel Files policy in the employee handbook for more information.





## Commitment to Compliance: Laws & Regulations

It is the policy of Invenergy to make decisions of Invenergy is committed to conducting its business in strict compliance with all applicable governmental, state, and local laws, rules, and regulations. Any violation of applicable laws, rules and regulations should be reported to the Human Resources Department or the Legal Department. You should seek guidance whenever you are in doubt as to the applicability of any law, rule, or regulation or regarding any contemplated course of action.

### Antitrust & Fair Competition

We believe in free and open competition. In addition, in most of the countries where we operate, strict laws are in force similar to antitrust laws in the United States and competition laws in the European Union prohibiting collusive or unfair business behavior that restricts free competition. United States antitrust and other countries' competition laws are quite complicated, and failure to adhere to these laws could result in significant penalties imposed on both Invenergy and the employees who violate those laws. There are almost no circumstances allowed by law to enter agreements with competitors to fix prices, bid rigging, terms of sale, production output, or to divide markets or customers.

### Anti-Money Laundering, Anti-Corruption & Anti-Bribery

Money laundering is defined as the process of converting illegal proceeds so that the proceeds are made to appear legitimate, and it is not limited to cash transactions. Money laundering is a global problem with far-reaching and serious consequences. Complex commercial transactions provide opportunities to hide financing for criminal activities such as terrorism, illegal narcotics trade, bribery, and fraud. Involvement in such activities

undermines our integrity, damages our reputation, and can expose Invenergy and individuals to severe sanctions. Our Company forbids knowingly engaging in transactions that facilitate money laundering or result in unlawful diversion of assets. Anti-money laundering laws of the United States and other countries and international organizations require transparency of payments and the identity of all parties to transactions. We are committed to full compliance with anti-money laundering laws throughout the world and will conduct business only with reputable customers involved in legitimate business activities and transactions.

The Company has an Anti-Corruption Policy that applies to all Invenergy personnel, including officers, employees, contractors, agents, and consultants acting on behalf of Invenergy in the United States and around the world. The Anti-Corruption Policy extends to all of Invenergy's operations, both foreign and domestic, including joint ventures or other business ventures in which Invenergy is involved. Notably, the United States Foreign Corrupt Practices Act ("FCPA") was enacted to prohibit bribes and other illegal payments to officials of a foreign government by American companies or persons to obtain or retain business or to secure any improper advantage. No employee shall offer, promise, make, or facilitate the making of, payments to foreign officials as prohibited by the FCPA.

Invenergy expects all Company personnel and any individual or entity engaged to provide services to the Company to conduct business in a fair, ethical, and lawful manner. Please review the **Anti-Corruption Policy** available on the Company's intranet or contact the Legal Department with any questions you may have.

## Anti-Slavery, Child Labor & Human Trafficking

At Invenergy, we respect human rights in our operations and extended value chain, and conduct business ethically and sustainably. We work to elevate human potential through our projects, partnerships and operations, something that cannot be accomplished without a fundamental respect for human rights throughout Invenergy's operations. We expect the same from our suppliers, and focus on working with long-term, strategic suppliers that demonstrate a commitment to engaging their workers, providing safe working conditions, and advancing environmental responsibility. This includes working to combat risks of forced labor.

Modern slavery is a crime and a violation of fundamental human rights, as set forth by international standards and defined by local laws. Invenergy recognizes that modern slavery can take various forms, including servitude, forced and compulsory labor, child labor and human trafficking, all of which have in common the deprivation of a person's liberty by another to exploit them for personal or commercial gain.

Invenergy holds a zero-tolerance approach to modern slavery, which applies to all Invenergy personnel, contractors, agents, and consultants acting on behalf of the Company. Invenergy continually evaluates and updates our systems to identify and address supply chain risks, including those related to forced labor. This process includes information from external sources such as risk assessments for key human rights risks, supplier specific risk profiling based on location, including the employment of vulnerable worker groups. We also review information on key and emerging risk areas identified through our engagement with external stakeholders. Invenergy works towards mapping these risks further up the supply chain. Invenergy also expects these same high standards from all suppliers, contractors and other third parties with whom we do business.

All company employees and third parties are required to raise any concerns about any issue or suspicion of modern slavery in any parts of the Company's business, operations, or supply chains.

Any employee who breaches this policy or laws related to Anti-Slavery, Child Labor and Human Trafficking will face disciplinary actions, up to and including termination.

## Regulatory, Reliability & Critical Infrastructure Compliance

The regulatory requirements of federal, state, and local governmental entities have a broad impact on how Invenergy conducts its business. Invenergy is responsible for adhering to the tariffs, rules and regulations that have been approved for the Company's sale of electric transmission, gas transportation, and wholesale electric power. Further, Invenergy's critical infrastructure protection compliance program supports the safe, reliable operation of facilities in which Invenergy has an ownership interest. The purpose of this program is to establish and maintain a culture of compliance throughout Invenergy's operating fleet. Invenergy takes these regulations seriously and has implemented standards and procedures to provide reliable operation of facilities and maintain compliance.

Please review the **NERC and Regional Entity Compliance Program** available on the Company's intranet for more information.

## Managing Third-Party Vendor Engagements

Invenergy values our reputation and strives to adhere to the highest standards of integrity in the conduct of our business. Therefore, it is important that Invenergy's third-party vendors understand the expectation that they too conduct business in accordance with the Company's high standards, and in compliance with all applicable laws and regulations. When considering third-party vendor engagement(s), please review the Vendor Code of Conduct available on the Company's intranet and / or contact Invenergy's Compliance team at [compliance@invenergy.com](mailto:compliance@invenergy.com) with any questions.

## Gifts & Entertainment

Invenergy's policy is to conduct its affairs in compliance with all applicable laws and in a manner that avoids even the appearance of impropriety. Employees have an obligation to conduct business on competitive terms and not based on any advantage procured by offering, making, or receiving gifts, favors, entertainment or payments. Employees commit to follow all internal policies when offering, making, or receiving gifts, favors or payments.

Business entertainment and small business gifts can build goodwill and are a part of normal relationships with our business partners. However, gifts can also create a perception of impropriety that can undermine the integrity of our business relationships and could be subject to potential abuse. Employees shall not seek or accept for themselves or others any material gifts, favors, entertainment or payments without a legitimate business purpose from any person or business organization that does or seeks to do business with, or is a competitor of, the Company.

Please review Invenergy's **Anti-Corruption Policy** available on the Company's intranet and Invenergy **Gift Policy** in the employee handbook for more information.

## Interactions with Governmental Entities

When doing business with federal, state, or local governments, we must ensure all statements and representation to government procurement officials are

accurate and truthful, including costs and other financial data. If your work directly involves interaction with a governmental entity or associated agency or if you are responsible for someone working with a governmental entity or agency on behalf of Invenergy, be alert to the special rules and regulations applicable to such government relations. Additional steps should be taken to understand and comply with these requirements, including but not limited to coordinating with the Government Affairs department when applicable. Payments, gifts, or other favors given to a government official, or employee are strictly prohibited, unless directed by or approved by Government Affairs, Legal, and Compliance Departments, as it may appear to be a means of influence or a bribe. Failure to avoid these activities may expose the government agency, the government employee, our Company, and you to substantial fines and penalties.

Please review Invenergy's **Anti-Corruption Policy** available on the Company's intranet for more information.





## Commitment to Practice: How We Do Business

### Proprietary & Confidential Information

As a condition of employment, you were required to execute a protective agreement regarding the protection of Confidential Information of the Company.

“Confidential Information” includes, but is not limited to, the Company’s information, data, analysis, software, client lists, contracts, pricing policies, financial information, business plans, forecasts, and market strategies. Confidential Information also includes proprietary information belonging to third parties which the Company has an obligation to hold in confidence.

In accordance with the protective agreement, Confidential Information is to be kept confidential and divulged only to individuals within the Company or advisors to the Company with both a need to know and authorization to receive the information. If you are in doubt as to whether information should be passed on, do not disclose the information, and discuss the situation with your manager or the Legal Department.

### Proper Use of Electronic Media

You must have no expectation of privacy in anything that you create, store, send or receive on the Company’s computer system or network or through the Company’s email system and any such information may be subject to disclosure in the event of a dispute or litigation involving the Company. Invenergy has the right to monitor all aspects of its computer system, including, but not limited to, monitoring sites visited by you on the Internet, monitoring chat groups and news groups and reviewing materials downloaded or uploaded by you to the Internet.

You are responsible for exercising good judgment and care regarding appropriate use of Invenergy resources in accordance with Invenergy policies, standards, and

guidelines. Invenergy resources may not be used for any unlawful or prohibited purpose.

You must ensure through legal or technical means that proprietary and confidential information remains within the control of Invenergy at all times in accordance with company policies.

Please refer to the Invenergy handbook for Invenergy’s **Email** and **Acceptable Use Policies** for more information.

### Maintain Accurate Financial Records / Internal Accounting Controls

Investors and lenders count on us to use and provide accurate information so they can make good decisions. We have an obligation to keep our records clear, accurate, timely and complete. The Company has developed a variety of internal processes and controls that apply to all Invenergy personnel, including officers, employees, contractors, agents, and consultants acting on behalf of Invenergy. These internal processes and controls are designed to help ensure the accuracy of our records to protect the assets of the Company. Even if you are not directly responsible for the preparation of financial reports, you are responsible for reporting accurate information in the business records you prepare. Be sure that any document you prepare, or sign is correct and truthful. While not an exhaustive list, following are some examples of activities not allowed:

- Maintaining undisclosed or unrecorded funds or assets for any purpose;
- Making, or asking others to make, false, misleading, or artificial entries on any report or record;
- Giving false quality or safety results;
- Understating or overstating known liabilities and assets;
- Hiding the true nature of any transaction.

## Manage Records Properly

Most of us participate to some extent in submitting, recording, processing, or analyzing financial or other information, or in the review and audit of these activities. These processes exist to assist in business decision-making and the evaluation of Invenergy's performance by our senior management. They are also necessary to ensure compliance with legal and other requirements pertaining to the retention of information and its disclosure to others, including to investors and regulators. General guidelines for compliance include:

- Never make, or ask others to make, a false or misleading entry or report. This applies whether the report is financial or non-financial or for internal or external use;
- Always record business transactions and payments timely, accurately and in accordance with Company policies and in compliance with applicable laws and regulations;
- Never commit, use, or transfer Invenergy funds for any purpose that would be in violation of any law, regulation, or Company policy;
- Immediately report allegations of falsified financial records or interference with our internal controls to Vice President, Accounting, Legal, Compliance or the Invenergy Hotline
- Always be mindful of confidentiality by sharing and storing records in a way that an appropriate level of confidentiality can be ensured. Do not share a record with recipients that have no need to access it.

- If you have any questions about Invenergy's financial records, internal accounting controls, or audit practices, discuss the matter with your manager or reach out to Vice President, Accounting.

## Avoiding Conflicts of Interest

Employees must not allow themselves to be placed in a position where their personal interests are in conflict (or could be in conflict) with the interests or business of the Company. Employees must avoid any situation or activity that compromises, or may compromise, their judgment or ability to act in the best interest of the Company and must not directly or indirectly exploit any business opportunity available to the Company for their own benefit or the benefit of persons or companies outside of the Company.

An applicant for employment who is your relative will be considered for employment on the same basis as if the applicant were not your relative so long as the position for which the applicant is being considered does not: (i) create a supervisor/subordinate relationship, (ii) create an actual conflict of interest or the reasonable appearance of a conflict of interest or (iii) have the potential to create an adverse impact on work performance.

Please refer to the **Conflicts of Interest and Romantic and Family Relationships at Work Policies** in the employee handbook for more information.





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## Commitment to the Community: External Stakeholders

### Relationships with Regulators

Given the highly regulated environment in which Invenergy operates, we must be vigilant in meeting our responsibilities to comply with relevant laws and regulations. We expect full cooperation of our employees with relevant regulators, including but not limited to responding to their requests for information in an appropriate and timely manner. We should be alert to any changes in the law or new requirements that may affect our business and be aware that new products or services may be subject to special legal and/or regulatory requirements. If employees become aware of any significant regulatory or legal concerns, they must bring them to the attention of their manager and coordinate with the Legal Department and or other relevant departments including but not limited to Government Affairs and Regulatory Affairs.

Similar to the interactions with Governmental entities, we must ensure all statements and representation are accurate and truthful. We are committed to maintaining an open, constructive, and professional relationship with regulators on matters of regulatory policy, submissions, compliance, and performance.

### Communicating with External Parties

It is important that any public comments made for or on behalf of the Company conform to the public image of the Company and do not disclose proprietary business or legal information. If you are engaging with media, either proactively or responding to a media inquiry, regarding any matter pertaining to the Company or its affiliates, you shall not provide any statement but instead refer the matter to the Company's Communications Department, who will be responsible for engaging with the media.

On many occasions an Invenergy representative will be asked for comment as part of our participation in permitting hearings or other public meetings. If you will be attending such a meeting on behalf of the Company, you should consult in advance with a member of the Company's Communications Department as to media communications strategy for the event.

### Social Responsibility & Environmental Stewardship

Invenergy believes clean energy is transforming the way we live and work — we are committed to conducting our business in a sustainable manner. By nature, clean energy demonstrates social responsibility. We enrich our communities economically, hire locally, and operate responsibly and sustainably. We also invest in organizations that share our passion in bettering communities.

Invenergy works to build strong relationships with the communities in which we develop, operate, live, and work by giving back through philanthropic giving, volunteerism, and partnerships. Our focus areas include education, veteran services, health & emergency services, environmental stewardship, and other areas of community engagement.

Invenergy works to promote the environmentally responsible development of clean energy. Our teams work to ensure each of our facilities is sited, constructed, and operated in ways that avoid and minimize impacts to wildlife and habitat. This is a result of extensive data collection, engagement, and consultation with state and federal wildlife agencies, conservation nongovernmental organizations, and other interested stakeholders, as well as continued assessment and application of new technologies to reduce impacts to wildlife.

## Political Activities & Contributions

There are occasions, especially during an election year, when Invenergy is asked to donate to a political campaign, political party, or other political group. It is Invenergy's policy to consider such unaffiliated donations on a case-by-case basis, depending on the organization. However, corporate reimbursement to an individual for an individual contribution is prohibited in most states and in federal elections. Contact the Government Affairs department for approval before committing the company or any subsidiary or entity to any political contributions of any type.

The Invenergy Political Action Committee ("InvenergyPAC") is a voluntary, nonpartisan political action committee and allows certain Invenergy employees to pool personal, voluntary financial contributions to support candidates seeking elective office at the federal, state, and local levels who support issues important to Company business and the Company's employees.

InvenergyPAC makes financial contributions to candidates and to party committees that champion responsible energy development, energy innovation, and a level playing field on our issues.

*It is a violation of federal law to condition anyone's employment status or position within the Company on participation in the InvenergyPAC.*

Please refer to the Government Affairs policy or contact the Government Affairs, Compliance or Legal Department for more information.





Invenergy