



NFCB WHISTLEBLOWER POLICY

Purpose: To encourage employees to disclose any malpractice or misconduct (whistle blowing) of which they become aware and to provide protection for employees who report allegations of such malpractice or misconduct.

Scope: The policy applies to all employees, including full-time, part-time and temporaries, and agents, contractors, suppliers and customers of Fresh Air, Inc.

Policy: The whistle blowing policy is designed to encourage employees to report alleged malpractices or misconduct, to insure that all allegations are thoroughly investigated and suitable action taken where necessary. Any whistle blowing employee is protected against adverse employment actions (discharge, demotion, suspension, harassment, or other forms of discrimination) for raising allegations of business misconduct. An employee is protected even if the allegations prove to be incorrect or unsubstantiated. Employees who participate or assist in an investigation will also be protected. Every effort will be made to protect the anonymity of the whistleblower; however there may be situations where it cannot be guaranteed.

Below are some examples of business misconduct:

- A criminal offense;
- The use of deception to obtain an unjust or illegal financial advantage, either for the business unit or personally;
- Intentional misrepresentations directly or indirectly affecting financial statements;
- A failure to comply with any legal obligations;
- Danger to the health and safety of any individual;
- A serious breach of fundamental internal control;
- Serious non-professional or non-ethical behavior; and,
- The deliberate concealment of information tending to show any of the matters listed above.

PROCEDURES

Reporting: An employee who reasonably believes that inappropriate business conduct is occurring should raise the issue with his/her manager or if this is considered inappropriate the issue should be raised with his/her senior manager. If the employee is not comfortable in reporting to his/her manager or senior manager, the conduct or activity should be reported to the current Designated Executive listed. To preserve anonymity, the whistleblower is not restricted to reporting the issue to a Designated Executive of the NFCB. The whistleblower may report the issue to any one of the current Board of Directors listed. It will be the responsibility of the Designated Executive who receives the allegation to initiate the inquiry.

All incidents of whistle blowing to a Designated Executive have to be reported to the Board Secretary who has to report the occurrence to the Board President and the board appointed ombudsman of NFCB.

Investigation: Once the claim of malpractice or misconduct is made, the manager, senior manager or Board member will respond to the whistleblower within 10 working days, setting out the intended investigation plan. An investigation may include internal reviews, reviews conducted by the external auditor(s) or lawyer(s) or some other external body.

Once the investigation is complete, the appropriate company representative will inform the whistleblower of the results of the investigation as well as any corrective steps that are being taken.

Employees who believe they are being penalized in any way for whistle blowing or who believe that there has been a cover up of the action disclosed or who do not consider that they have had a satisfactory response to their disclosure should write to the board appointed ombudsman with the facts.

Safeguards: If requested by the whistleblower, all reasonable steps will be taken to protect the anonymity of the whistleblower. However, under certain circumstances, to assist with the investigation the individual's identity may become known or needs to be revealed.

Disciplinary Action: If the claim of malpractice or misconduct is substantiated, appropriate disciplinary action will be taken against the responsible individual(s) up to and including termination of employment.

Any act of retaliation or victimization against the whistleblower will result in disciplinary action, up to and including termination of employment.

The malicious use of the whistle blowing policy will result in disciplinary action against the whistle blowing complainant, up to and including termination of employment.

External Disclosure: While internal disclosure is encouraged at all times, an employee may be of the view that there is an exceptionally serious issue which warrants reporting to an external body. This disclosure must be in good faith and not for the purposes of personal gain.

Whistleblowing Policy Designated Executives:

Board Chair – NFCB

Board Vice Chair – NFCB

Board Treasurer – NFCB

Board Secretary – NFCB

CEO/President – NFCB