

# Workplace Investigations Policy

LEGAL



Michael Kelly

Effective  
September 1, 2025

## OVERALL PRINCIPLES

Our reputation as an organization can only be maintained if we act with integrity and report actual or suspected wrongdoing.

OMERS will assess reports of wrongdoing in a fair and ethical manner. There will be no adverse consequence for anyone who reports a serious matter in good faith.

This Policy establishes our standards for investigating and responding to reports of wrongdoing made against OMERS and its employees, Directors and Designated Contractors.

**This Policy applies to all employees, Directors and Designated Contractors across OMERS, which for clarity, includes Oxford.**

Next renewal date:	September 2027
Frequency of review:	Every 2 years

## What should I report?

You are encouraged to speak up and report possible or actual wrongdoing, as it promotes an ethical and high integrity workplace. If you reasonably believe wrongdoing relating to a serious matter may have occurred, you are required to report it.

## What is a serious matter?

A serious matter is:

- a matter where you have direct knowledge of, suspect, or have received a complaint or report of actual or suspected wrongdoing relating to any of the following activities: fraud, theft, bribery, corruption, money laundering, terrorist financing or breach of economic sanctions, or any other forms of illegality, malfeasance or material<sup>1</sup> dishonesty;
- a conflict of interest that has not been disclosed in accordance with the *Code of Conduct and Ethics*, a breach of confidentiality or fiduciary duty;
- workplace violence or sexual harassment;
- other forms of harassment or discrimination where (i) the alleged respondent is a senior OMERS employee (defined, for the purposes of this Policy as a Vice President position or above) and/or (ii) where the allegations are of systemic harassment or discrimination<sup>2</sup>;
- insider trading or other material<sup>1</sup> misconduct, including any other material<sup>1</sup> breach of the *Code of Conduct and Ethics*;
- a repeated or systematic failure to comply with any policy or a breach of policy that could create an enterprise risk or could impact the accuracy of the books and records, asset valuations, or

<sup>1</sup> If there is any doubt as to whether an act or claim is material for the purposes of this Policy, the Oversight Committee will, in accordance with its Complaint Handling Procedure, make the ultimate determination as to whether that act or claim is material.

<sup>2</sup> Reports of harassment or discrimination that do not meet the criteria to be considered a "serious matter" pursuant to this Policy will be investigated by Human Resources.

- financial reporting for OMERS, or that could, if disclosed publicly, be harmful to our reputation; or
- any other wrongdoing that could harm OMERS reputation or give rise to any material<sup>1</sup> litigation claims, criminal prosecutions, public inquiries, or regulatory investigations or proceedings.

## How do I report wrongdoing?

Actual or suspected wrongdoing may be reported directly to your manager, Human Resources, or any member of the Oversight Committee (listed below). You may also submit a report by using the Ethics Hot Line operated by ClearView, an independent third-party which provides a confidential communication channel for reporting your concerns. The Ethics Hot Line will accept reports that are anonymous. You may file a report through their website at [www.clearviewconnects.com](http://www.clearviewconnects.com), or by calling:

Australia: 1300-849-145  
 Canada: 1-866-696-6377  
 France: 09-70-01-95-45  
 Germany: 0800-181-5367  
 Luxembourg: 800.22.989  
 Netherlands: 085-064-4111  
 Singapore: 800-492-2394  
 United Kingdom: 0330-808-4790

There will be no adverse consequences for anyone who reports in good faith. However, any individual found responsible for making allegations maliciously or in bad faith may be subject to disciplinary action.

Any employee involved in an investigation, whether as a complainant, a respondent or a person interviewed, may wish to use the confidential counseling service that is available to all employees through the Employee and Family Assistance Program.

## Who sits on the Oversight Committee?

The Oversight Committee consists of the Chief Legal & Sustainability Officer (Chair), the Chief Risk Officer, the Chief Human Resources Officer, the EVP, Global Head of Compliance and Associate General Counsel and the Head of Human Resources, Oxford. The SVP, Associate General Counsel & Corporate Secretary supports the Oversight Committee and the Global Head of Internal Audit acts as an observer.

## Who will investigate?

Reports of actual and suspected serious matters received by managers, Human Resources or through the

Ethics Hot Line will be referred to the Oversight Committee to oversee the investigation of the report.

Managers who receive a direct report of wrongdoing may engage Human Resources to assist in determining whether the matter is a serious matter and/or whether an act or claim is “material” for the purposes of this Policy.

If there is any doubt as to whether a report constitutes a serious matter, and/or whether an act or claim is “material” for the purposes of this Policy, it will be referred to the Chair of the Oversight Committee for ultimate determination.

The Oversight Committee will oversee the investigation of all reports of actual or suspected serious matters, no matter how those reports are received. The Oversight Committee Chair will keep the CEO appropriately informed regarding the progress of any such investigation.

Any investigation of other reports will be conducted by Human Resources, or by Compliance & Ethics in the case of a regulatory matter. While the Oversight Committee will not maintain oversight of the investigation of non-serious matters, the findings of such investigations will be reported to the Oversight Committee.

Internal Audit may, upon request of the Oversight Committee, participate in the investigation of suspected fraudulent activities involving OMERS assets or employees and coordinating activities and retaining external resources (as appropriate).

If a report relates to a member of the Oversight Committee, that person will not be involved in the assessment or investigation of the report. If a report relates to a C-Level Executive, the Global Head of Internal Audit or a member of the AC Board, then such matters will be investigated by the Chair of the Audit & Risk Committee, with the assistance of external counsel, who will keep the AC Board Chair appropriately informed regarding the progress of any such investigation, unless the AC Board Chair is a subject of such investigation.

## Investigation Process

The report will be promptly assessed to determine the proper course of action, including the implementation of any interim measures, the level of investigation appropriate in the circumstances, whether any investigation will be conducted by an internal or external investigator, and any notification to affected parties.

All parties involved in an investigation are expected to co-operate and provide investigators with access to all relevant information.

Everyone conducting an investigation must be free from actual or perceived conflicts.

The investigation process will be conducted fairly. To the extent possible, the investigation process will be conducted in a confidential manner that protects the interests of OMERS, the complainant, and the respondent. Information about a report or incident will not be disclosed except to the extent necessary to protect impacted individuals, to investigate the complaint or incident, to take corrective action, or as otherwise permitted and/or required by law or by applicable OMERS policies.

Investigations will be conducted in a timely manner, and results (including any corrective action that has been taken or will be taken as a result of the investigation) will be communicated to the complainant and respondent, if the complainant and respondent are employees, Directors or Designated Contractors of OMERS, or as otherwise appropriate or required by law. Any corrective action will be determined and implemented in a way that is balanced and appropriate.

## Exceptions

The Policy Sponsor may approve exceptions to this Policy, apart from exceptions regarding reports relating to a C-Level Executive, the Global Head of Internal Audit or a member of the AC Board (which must be approved by the AC Board Chair or the Chair of the Audit & Risk Committee).

If an exception is requested with respect to a report that relates to the AC Board Chair or the Chair of the Audit & Risk Committee, that person will not participate in any decision to grant an exception.

The Policy Monitor will maintain a record of any exceptions in writing.

## Monitoring and Reporting

The Chair of the Oversight Committee, acting in consultation with its members, is responsible and accountable for implementing procedures for monitoring compliance with the requirements of this Policy and for responding to incidents of non-compliance.

**Quarterly:** The Policy Monitor will provide reporting to the Audit & Risk Committee on matters subject to investigation that are being overseen by the Oversight Committee and on any exceptions granted in accordance with this Policy. In addition, the Policy Monitor, jointly with the CHRO, will also provide reporting to the Human Resources Committee on Human Resources related matters subject to investigation that are being overseen by the Oversight Committee.

## Documents related to this Policy

- *Workplace Investigations Guideline*
- For additional information on using the Ethics Hot Line, see the *Whistleblower Guideline*.

### ROLES & RESPONSIBILITIES

Policy Approver	Audit & Risk Committee of the AC Board of Directors	Responsible for approving the Policy
Policy Sponsor	Chief Legal & Sustainability Officer	Ultimately accountable for the Policy, including its development, implementation and administration
Policy Manager	SVP, Associate General Counsel & Corporate Secretary	Responsible for the design and operational effectiveness of the day-to-day administration of the Policy
Policy Monitor	Chair of the Oversight Committee	Responsible for the monitoring, compliance and reporting functions of the Policy
Oversight Committee	Each of the CLO (Chair), CRO, CHRO, EVP, Global Head of Compliance & Associate General Counsel and Head of Human Resources, Oxford. In addition, the SVP, Associate General Counsel & Corporate Secretary in a supporting role and the Global Head of Internal Audit in an observer role.	