

 ANTI-CORRUPTION POLICY	Policy No. & Version:
	Effective Date: <i>May 11, 2018</i>
	Approved by: 

1. COMMITMENT TO ETHICAL BUSINESS CONDUCT

- 1.1 Fortis TCI (the "Company") is committed to the highest standards of ethical business practice. This principle is reflected in the Company's Code of Business Conduct and Ethics Policy (the "Code of Business Conduct"). The Company believes that following high standards of ethics and integrity is simply the right way to do business. Furthermore, this Policy is also critical to maintain our corporate reputation and protect the interests of our employees, customers, partners, stakeholders and the communities we serve.

2. PURPOSE OF POLICY AND INTERACTION WITH CODE OF BUSINESS CONDUCT

- 2.1 The Company's business activities are governed by the laws of the Turks and Caicos Islands and also the laws under which its parent Corporation, Fortis Inc. operates. Fortis Inc. conducts business in various jurisdictions that have both foreign and domestic "anti-corruption" legislation. Examples of such foreign "anti-corruption" legislation include Canada's Corruption of Foreign Public Officials Act ("CFPOA"), the U.S. Foreign Corrupt Practices Act ("FCPA") and the U.K. Bribery Act. Generally, these laws seek to combat corruption, particularly, but not exclusively in the context of interactions with foreign public officials, and prohibit business conduct that involves acting dishonestly or inappropriately in pursuit of business or personal objectives.

3. SCOPE AND APPLICATION OF POLICY

- 3.1 This Policy applies to the employees, officers, and members of the board of directors, of the Company (collectively the "Agents"). All third parties retained to act on behalf of the Company are also required to comply with this Policy, as explained in more detail below. The Company's subsidiary, Turks and Caicos Utilities is also subject to this Policy.

4. GUIDING PRINCIPLES

- 4.1 The business of the Company shall be conducted in accordance with the following guiding principles, which apply to all dealings with foreign and domestic officials, as well as non-governmental and commercial entities, and individuals:

(a) Bribery and Improper Payments: The Company and Agents shall not directly or indirectly offer or facilitate any bribe, payment, kickback or reward to any party to secure an improper advantage or concession, or to cause the party to violate a legal duty or misuse their position; nor shall the Company directly or indirectly receive any bribe, payment, kickback or reward from any party for similar purposes;

b) Facilitation Payments: The Company and Agents shall not directly or indirectly make payments to expedite or secure the performance by a public official of any act of a routine nature that is part of the public official's duties or functions;

(c) Lobbying: When dealing with public officials, the Company and Agents shall comply with the requirements of any applicable local lobbying legislation or regulations, including any registration and reporting obligations;

(d) Gifts, including Meals and Entertainment: Gifts shall only be offered or received in the context of appropriate business conduct, and in accordance with the following rules:

- i. Gifts to exert influence or seek special treatment are prohibited;
- ii. Gifts are only appropriate where reasonable and customary;
- iii. Gifts of cash or cash equivalents are prohibited;
- iv. Gifts shall be of modest value;
- v. Gifts shall only be given on an infrequent, non-recurring basis; and
- vi. Gifts given in secret are prohibited – gifts shall be given openly at an appropriate time and place;

(e) Books and Records and Internal Controls: The Company and Agents shall employ internal controls under which we maintain books, records and accounts which accurately and fairly reflect the substance of our business transactions, and shall not misstate facts, omit relevant information or alter or delay the creation of business records to mislead or to assist others in doing so.

5. USE OF THIRD PARTIES

5.1 As the Company often works with external parties to achieve our business objectives, the rules contained in this Policy shall also be extended to third party entities and individuals retained to act on behalf of the Company, including, but not limited to, consultants, advisors, contractors, local agents, lobbyists and suppliers ("Third Parties"). Company personnel arranging such retainers shall inform Third Parties regarding the requirements of this Policy, and obtain written confirmation from the Third Parties that they have read, understood and undertake to fully comply with this Policy as if they were Agents.

6. TRAINING AND EDUCATION

6.1 The Company shall determine its requirements for anti-corruption training based on a risk assessment considering its particular circumstances, and shall implement such training and education program(s) as may be appropriate. Training requirements shall be initially assessed within three (3) months of the coming into effect of this Policy, and re-assessed periodically thereafter and updated, as necessary.

7. COMPLIANCE AND ENFORCEMENT

7.1 All persons subject to this Policy shall strictly adhere to its terms, and in doing so shall exercise reasonable vigilance while performing all work-related functions. In this regard, particular attention should be paid to business activities which are proposed in new jurisdictions or with new business partners.

7.2 Any actual or potential violations of this Policy shall be reported promptly in accordance with the Company's Policy on Reporting Allegations of Suspected Improper Conduct and Wrongdoing. No retaliatory action will be taken against any person for providing good faith information, either

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internally or to a government authority, or for participating in any proceeding concerning alleged violations of this Policy.

- 7.3 To facilitate reporting of potential Policy violations, the Company uses the services of NAVEX Global, a third-party provider of confidential, anonymous reporting services, accessible by telephone at 1-866-294-5534 or through the internet at www.Fortistci.ethicspoint.com.

8. DISCIPLINE

- 8.1 Any person who (i) violates this Policy, (ii) has direct knowledge of potential violations of this Policy and fails to report them, or (iii) hinders or misleads investigations regarding potential violations of this Policy, shall be subject to disciplinary action, up to and including termination of their position within the Company. Similarly, retainer contracts of any Third Parties who engage in similar conduct in violation of this Policy will be subject to review and possible termination.

9. AUDITS

- 9.1 Audits shall be conducted from time to time to monitor the operation of this Policy. Such activities will be coordinated with Internal Audit.

10. POLICY REVIEW

The Board of Directors shall review the provisions of this periodically.

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Version History and Control Record

Name of Document: Anti-Corruption Policy

Author: Ruth Forbes

Date of next review: [Date 1 year from last approval/ action date]

Version Number	Action	Action Date	Approval Authority
1	Creation of a new policy	[date]	[Authorized Approver]

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