

EXIT CERTIFICATE OF COMPLIANCE
(for "Covered Parties" under the Code of Conduct)

TO: Chief Compliance Officer, Ontario Teachers' Pension Plan Board ("OTPP")

FROM:

PERIOD: _____ to _____ (the "Period")

In this certification, "my family" includes my spouse, common-law or otherwise, parents, children regardless of residence and any other person living in my household; and Ontario Teachers' includes the Ontario Teachers' Pension Plan Board, its subsidiaries and related enterprises.

Code of Conduct

1. I have not disclosed any information acquired in the course of my duties at Ontario Teachers', unless I was given the authority to do so or the information had already been publicly disclosed.

☐ True

☐ False

If false, please list information disclosed:

2. During the Period, I have not served as a director or officer of, or been affiliated with, any business enterprises outside of Ontario Teachers' affairs, including those conducted for the benefit of me or my family.

☐ True

☐ False

If false, please list name, type of business, and summary on the nature of each affiliation:

3. During the Period, I did not hold greater than 1% interest in any business enterprise that dealt with Ontario Teachers', nor did any member of my family. Further, I did not serve as a partner, principal, officer or director of any business enterprise that dealt with Ontario Teachers', nor did any member of my family.

☐ True

☐ False

If false, please list name of business, interest or position, date and description of business transaction with Ontario Teachers':

4. My family and I have not taken advantage of any relationships conducted for Ontario Teachers' affairs, for non-Ontario Teachers' purposes or for personal gain.

- ☐ True
- ☐ False

If false, please provide further details:

5. During the period, no members of my family were working at Ontario Teachers'.

- ☐ True
- ☐ False

If false, list name of family member(s) and relationship:

6. During the Period, my advice to Ontario Teachers' has been unbiased and objective and has not been influenced by a private or personal interest.

- ☐ True
- ☐ False

If false, please provide further details:

7. During the Period, I have not received any payment or consideration for my services outside of the compensation and benefits provided by Ontario Teachers'.

- ☐ True
- ☐ False

If false, please list each paying organization, payments or value of consideration received and nature of services provided.

8. During the Period, my family and I have not accepted any gifts, benefits or favours in connection with my Ontario Teachers' duties except those authorized by Ontario Teachers', were minor in nature or were associated with charities or social events of suppliers to Ontario Teachers'.

- ☐ True
- ☐ False

If false, please list gift, benefit or favour, source, recipient and value:

9. During the Period, I have not given, offered to give, accepted, or agreed to accept anything of value to/from someone in business or government in order to obtain or retain an improper commercial advantage for Ontario Teachers' or other third party as per the Anti-Bribery/Anti-Corruption Policy.

- ☐ True
- ☐ False

If false, List items of value and surrounding context (e.g. item of value at issue, when did it occur, and/or who was involved etc.)

10. During the Period, I have not shared information about Ontario Teachers' to the public, the media, investors, credit rating agencies and regulators unless authorized and made in the ordinary course of my business duties.

- ☐ True
- ☐ False

If false, list summary of information disclosed (e.g. what was communicated, when and how, and to whom was the information provided to etc.)

Personal Trading During the Period

11. During the Period, I had no eligible investment accounts that needed to be disclosed **OR** I disclosed to Ontario Teachers' all eligible accounts that were under my direction, control, or influence, or for which I provided investment advice, or in which I had beneficial ownership.

For example, eligible accounts required for disclosure include accounts which can hold or trade Exchange-Traded Funds (ETF) and single name securities, even if they are dormant and have no investment activity.

- ☐ True
- ☐ False

If false, please contact Compliance at PersonalTrading@otpp.com.

12. During the Period, I did not have Managed Accounts.

Managed Accounts are fully discretionary investment accounts that allow a third party to buy and sell securities without your consent and/or input for each trade.

- ☐ True
- ☐ False

If false, list the brokerage name(s) and the name(s) registered under each account.

13. I continue to have no disclosable Family Member investment account(s) **OR** I continue to certify that I do not control any Family Member investment account(s).

- ☐ True
- ☐ False

If false, please contact Compliance at PersonalTrading@otpp.com.

14. During the Period, I did not base my trade(s) of any security (including Exempt Securities) off any completed, pending or contemplated Ontario Teachers' trade(s) in the same security or derivative thereof.

- ☐ True
- ☐ False

If false, please provide more details:

By signing this certificate, I agree:

- That the answers submitted on this form will hold true until the last day of the Period
- To promptly notify Compliance if the answers submitted on this form are inaccurate or incomplete during or after the Period.

NOTE: You must comply with the Personal Trading rules until the end of the Period and notify Compliance if the Personal trade details submitted on this form are inaccurate or incomplete after signing this certificate.

- That it is my responsibility to comply with the Code of Conduct until the last day of the Period
- That I have read and understood the following Ontario Teachers' policies that form part of the Code of Conduct, and I agree to abide by them:
 - Anti-Bribery/Anti-Corruption Policy
 - Corporate Security Policy
 - Health & Safety (Toronto Office)
 - Respect in the Workplace Policy (All Offices)
 - Safety Management System (UK Office)

Signature

Date