

# **ENGHOUSE SYSTEMS LIMITED**

## **WHISTLEBLOWER POLICY**

### **General**

Our goal at Enghouse Systems Limited (the “Company”) and all of our subsidiaries is to achieve the highest business and personal ethical standards as well as to comply with all laws and regulations that apply to our business (“Applicable Laws”) including those of applicable securities regulatory authorities such as the Ontario Securities Commission. Adherence to these standards will help to ensure decisions reflect care and consideration for all our stakeholders.

Ethical business behaviour is the responsibility of every member of the Company’s team and is reflected not only in our relationships with each other but also our customers, other organizations, suppliers, competitors, government and the public.

This policy establishes procedures that allow employees of the Company to confidentially and anonymously submit their concerns regarding questionable accounting, internal accounting controls, auditing matter or items which breach the Company’s Code of Business Conduct and Ethics Policy, Anti-Corruption Compliance Policy, Insider Trading Policy, and applicable Environmental, Social and Governance Policies and Statements (the “Policies”) or Applicable Laws without fear of retaliation.

For the purposes of this Whistleblower Policy, all accounting, auditing or other financial matters that are the subject of a complaint or submission are referred to herein as “Alleged Accounting Irregularities”.

### **Reporting Violations**

It is the responsibility of all employees, directors or officers to report Alleged Accounting Irregularities and other breaches of the Policies and Applicable Laws in accordance with this Whistleblower Policy.

### **No Retaliation**

No employee, director or officer who in good faith makes a report pursuant to this policy shall suffer harassment, retaliation or adverse employment consequences. An employee, director or officer who retaliates against someone who has made a report pursuant to this policy in good faith, is subject to discipline up to and including termination of office and employment.

### **Investigations of Complaints**

The Company’s Audit Committee is responsible for investigating and resolving all reported complaints made pursuant to this policy. The Audit Committee may retain independent legal counsel, accountants or other advisers to assist in its investigations.

### **Acting in Good Faith**

Anyone filing a complaint or submission pursuant to this policy must be acting in good faith and have reasonable grounds for believing the information disclosed is an Alleged Accounting

Irregularity or other breach of the Company's Policies or Applicable Laws. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious offense and the person making such complaints or submissions may be subject to disciplinary action.

### **Confidentiality**

Complaints or submissions made pursuant to this policy may be submitted on a confidential basis and/or submitted anonymously. All complaints or submissions will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

### **Handling of Reported Violations**

Receipt of the reported Alleged Accounting Irregularity or other breach of the Company's Policies or Applicable Laws will be acknowledged with the sender (other than anonymous submissions) within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

The Company shall retain records of complaints for a period of no less than seven years as a separate part of the records of the Audit Committee.

### **Approved and adopted by the Board of Directors**

Any person with an Alleged Accounting Irregularity or other breach of the Policies or Applicable Laws relating to the Company or any subsidiary of the Company may submit their concern to the Chairman of the Audit Committee of the Company and the Vice President & General Counsel by email as follows: [Whistleblower@enghouse.com](mailto:Whistleblower@enghouse.com).

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