



Whistleblower Policy

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WHISTLEBLOWER POLICY

1. PURPOSE:

Inter Pipeline Ltd. (“**Inter Pipeline**”) is committed to the highest standards of professional and ethical business practices. These high standards guide the decisions of Inter Pipeline’s board of directors (the “**Board**”) and are relied upon by Inter Pipeline’s shareholders, other stakeholders and the financial markets, providing the foundation for Inter Pipeline’s reputation and credibility. As a result, it is critically important that Inter Pipeline maintains a workplace where concerns regarding questionable actions or business practices can be raised without fear of any retaliation.

This Whistleblower Policy (the “**Policy**”) provides a forum to report concerns within Inter Pipeline. The Policy is intended to encourage concerns to be raised rather than overlooking a problem or seeking a resolution of the problem outside of Inter Pipeline.

2. SCOPE AND APPLICATION:

This Policy applies to Inter Pipeline’s worldwide business, and is applicable to all directors and officers and all employees, contractors (known as ‘agency workers’ in Europe), consultants and anyone representing Inter Pipeline (collectively, “**Representatives**”). It is intended to provide a method for all Representatives to voice their concerns regarding Inter Pipeline’s actions or business practices.

Representatives who are based in Denmark, Germany, Sweden or the Netherlands or who are making a report about an incident or concern arising in Denmark, Germany, Sweden or the Netherlands must adhere to additional country specific requirements in order to comply with local Data Protection and other laws and will be issued an appendix setting out such requirements upon request by calling the whistleblower hotline. If there are any discrepancies between the country specific appendix and this Policy, the country specific appendix will take precedence.

3. WHAT TO REPORT:

Representatives are required to report any of the following:

- a) Suspected violations of the law;
- b) Suspected violations of Inter Pipeline’s Code of Ethics, Disclosure Policy or other corporate policies or procedures;

- c) Questionable accounting, internal accounting controls, and audit practices or irregularities, including misleading or coercion of auditors or other third parties;
- d) Harassment, violence or other inappropriate workplace conduct;
- e) Breaches of occupational health and safety legislation;
- f) Risk to the health, safety or security of a worker or the public;
- g) Risk to Inter Pipeline's assets;
- h) Risk to the environment;
- i) Disclosure of fraudulent or misleading financial information;
- j) Any material misrepresentation in any written or oral disclosure made by or on behalf of Inter Pipeline; or
- k) Concerns regarding Inter Pipeline's business practices.

4. REPORTING AND INVESTIGATING:

As a first step, we encourage Representatives to report any concerns or complaints to the Representative's immediate supervisor or Inter Pipeline contact under an applicable contract. If you do not feel comfortable reporting the information in this manner or if you feel you have not received a satisfactory response, we recommend reporting concerns or complaints to a member of the Inter Pipeline's senior management team (i.e. President and Chief Executive Officer, Chief Financial Officer, Chief Compliance Officer, a Senior Vice President or a Vice President). If your concerns relate to Inter Pipeline's business in Europe, we recommend you contact a member of the Inter Terminals' senior management team (i.e. the CEO, a Director or Geschäftsführer). Concerns or complaints can be reported directly in person, via telephone, regular mail or email. All concerns or complaints made by Representatives will be reported on a secure, confidential and anonymous basis if requested by the Representative.

All reports made to a supervisor, Inter Pipeline contact or any senior management team member that are stated to be made in accordance with this Policy shall be reported to a Whistleblower Subcommittee (comprised of the Chief Compliance Officer, the Chief Financial Officer and the Vice President, Legal). If requested by the reporting Representative, or as deemed required by the Chief Compliance Officer or Whistleblower Subcommittee, such reports shall be forwarded to either the Board or an appropriate Board committee.

In the event you do not feel comfortable informing your supervisor, your Inter Pipeline contact, or a senior management team member of a concern or complaint, we have set up a confidential Whistleblower Hotline with an independent third party that you can access. You can request that your report made to the Whistleblower Hotline be reported directly to the Board. The Whistleblower Hotline has phone and web based reporting options that are available 24 hours a day, seven days a

week. Please visit <http://www.interpipeline.com> for more information or to file a report regarding your concern or complaint.

Any specific concerns or complaints reported under this Policy regarding financial statement, accounting, internal accounting controls or auditing practices or irregularities will be forwarded to the Chair of the Audit Committee, following which, the Audit Committee will review and consider any such matters reported and take the action it deems appropriate.

In order to adequately investigate any concerns or complaints brought forward, Representatives are encouraged to provide as much specific information as possible when communicating a concern or complaint, including names, dates, places and events that took place, the Representative's perception or opinion of why the incident(s) may be a violation, and what action the Representative recommends to be taken, along with information that will enable us to contact you to follow up on the ongoing investigation. Your identity will remain confidential if requested. However, we encourage you to only report on an anonymous basis where absolutely necessary due to the inherent difficulty in following up on anonymously reported concerns or complaints. If you choose to remain anonymous and do not provide sufficient detail, we may not be able to instigate or make a comprehensive investigation of the concern or complaint.

All concerns and complaints reported under this Policy will be promptly and thoroughly investigated and all information disclosed during the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with Inter Pipeline's policies and procedures and applicable laws. Records pertaining to a concern or complaint shall remain the property of Inter Pipeline and shall be retained in compliance with applicable laws and Inter Pipeline's document retention policies.

5. DUTY TO COOPERATE:

Representatives have a duty to cooperate in an investigation. If you fail to cooperate or provide false information in an investigation, Inter Pipeline will take remedial action commensurate with the severity of the offence.

6. RETALIATION AND FALSE AND MALICIOUS ALLEGATIONS:

Inter Pipeline assumes that all reports under this Policy are made in good faith. Inter Pipeline will regard the making of any deliberately false or malicious allegations by a Representative as a serious disciplinary offence which may result in disciplinary action up to and including termination of employment or contract, as applicable and if warranted, further legal action. Any Representative who makes a report under this Policy in good faith and with absence of malice will not be subject to retaliatory actions against them by Inter Pipeline. If later you believe that you

have been subject to any retaliation as a result of reporting a concern or making a complaint, you must immediately report this, as these actions will not be tolerated by Inter Pipeline.

7. CONSEQUENCES OF NON-COMPLIANCE:

Compliance with this Policy is a condition of a Representative's employment or applicable contract. Policy violations may result in disciplinary measures, up to and including termination of employment or contract, as applicable, as well as civil and criminal penalties.