

SUBJECT: WHISTLEBLOWER POLICY**1. SCOPE**

This policy applies to Aecon Group Inc. (“AGI”), its operating divisions, subsidiaries and sponsored joint ventures (collectively, referred to as “Aecon” or the “Company”).

2. PURPOSE

As a public company, the integrity of the financial information and public disclosure record of Aecon is paramount, so too is adherence to our Core Values. As such, Aecon is committed to ensuring compliance with Aecon’s Code of Ethics and Business Conduct Policy 1.00, the accuracy of its publicly disclosed financial information and ensuring that the Company is in compliance with all applicable securities laws and regulations, laws and regulations related to ethical behaviour, bribery and corruption, accounting standards, accounting controls, and audit practices. Consistent with this commitment, Aecon’s Audit Committee has adopted this Policy (the “Whistle Blower Policy” or “Policy”) for handling good faith complaints or concerns by employees.

3. DEFINITION OF COMPLAINT

A “**Complaint**” is made under the Whistle Blower Policy when someone reports a good faith concern or issue relating to the matters set out in Section 4 below.

4. WHEN TO SUBMIT A COMPLAINT

Employees should submit a Complaint if:

- i. they feel that they have information indicating that Aecon is in breach of applicable requirements or is experiencing problems with compliance related to any of the following matters:
 - a. the Code of Ethics and Business Conduct Policy 1.00;
 - b. the Competition and Anti-Corruption Policy 1.03;
 - c. information and record keeping;
 - d. accounting policies and procedures;
 - e. financial statements and public disclosure record;
 - f. auditing matters; or
 - g. the effectiveness of the internal accounting and disclosure controls; and
- ii. the identification and communication of such information through normal reporting channels is either not possible or not receiving appropriate attention.

This list is not intended to be exhaustive. It is the responsibility of all directors, officers and employees to comply with all Aecon policies and to report, as appropriate, violations or suspected violations in accordance with this Policy.

5. RESPONDING TO COMPLAINTS

Complaints may be submitted on a confidential or anonymous basis in accordance with the provisions of Section 8 below. Complaints will be kept confidential, to the extent possible, consistent with the need of the Company to conduct an adequate investigation.

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Complaints will be acknowledged in a timely manner (where the report has not been made anonymously) by the Chief Legal Officer or the Audit Committee Chair. All Complaints will promptly be investigated and appropriate corrective action will be taken if warranted by the investigation.

6. EMPLOYEE PROTECTION

Employees may elect (but are not required) to identify themselves when submitting a Complaint and supporting information to the Audit Committee Chair or Chief Legal Officer.

Aecon recognizes that by raising issues or concerns in good faith in accordance with the provisions of this Policy, individuals are advancing the overall interests of Aecon, thereby helping to safeguard the financial integrity, ethical culture and reputation of Aecon. Therefore, Aecon strictly prohibits any discrimination, retaliation or harassment (collectively "Retaliation") against any person making a Complaint under this Policy. The Company also strictly prohibits any Retaliation against any individual who participates in the investigation of a Complaint. Any indication that a manager, supervisor or employee is involved in Retaliation will be thoroughly investigated and appropriate disciplinary action will be taken.

7. ACTING IN GOOD FAITH

Anyone filing a Complaint must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of law (including jurisdictions outside Canada in which Aecon is working) or Aecon policies. Any unsubstantiated allegations which prove to have been made maliciously or knowingly to be false, will be viewed as a serious disciplinary offense.

Employees who file Complaints pursuant to this Whistleblower Policy can and will continue to be held to the general job performance standards of Aecon. Therefore, an employee against whom legitimate adverse employment actions have been taken or are proposed to be taken for reasons other than prohibited Retaliation, such as poor job performance or misconduct by the employee, is prohibited from using this Whistleblower Policy as a defense against the lawful actions of the Company.

8. HOW TO SUBMIT A COMPLAINT

Complaints (as defined in Section 3 above) may be submitted in confidence by voicemail, email or regular mail to the Audit Committee Chair or Chief Legal Officer as outlined below. Complaints should identify as many relevant facts as possible, including, if applicable:

- i. the date(s) relevant to the identified issue;
- ii. the name of any persons involved in the identified activity;
- iii. the specific facts that give rise to the concerns expressed; and
- iv. any suggestions for resolving or dealing with the problems or issues identified.



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**Contact
Information:**

Audit Committee Chair

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Chief Legal Officer

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Employment-related concerns should continue to be reported through your normal channels such as your supervisor, local HR representative, or to the President, the SVP, Human Resources, or the Chief Legal Officer.

9. RECORD RETENTION

All documents related to the reporting, investigation and enforcement of Complaints under this Policy shall be kept in accordance with Aecon's Record Retention Policy 1.90.

10. VIOLATIONS

The policies and practices of the Company have been developed as a guide to our legal and ethical responsibilities to achieve the highest business standards and protect the interests of our stakeholders. As such, every employee should understand that any violation of this Whistle Blower Policy, including Retaliation against a person who makes or participates in the investigation of a complaint, would subject the employee to appropriate disciplinary action, up to and including immediate dismissal. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within Aecon prior to seeking resolution outside the Company.