

**Business Gifts &
Entertainment Policy**

2016

1. Purpose

The purpose of this Business Gifts & Entertainment Policy (“**Policy**”) is to provide a framework of accountability to guide in the exchange of business gifts, prizes and entertainment. Accepting gifts, prizes and entertainment can cause problems when they compromise – or appear to compromise – our ability to make fair and objective business decisions. No gift, prizes or entertainment should be accepted or offered if it will unfairly influence a business decision. This policy is intended to ensure fair and reasonable practices.

2. Applicability

This Policy applies to all Harvest employees. For the purposes of this Policy, the term “employee” means employees, officers, directors, contractors, consultants and partners of Harvest or of direct or indirect wholly owned subsidiaries of Harvest.

This Policy in conjunction with Harvest’s Code of Business Conduct and Ethics Policy shall provide guidance to the appropriate conduct from employees. Contravention of the Policy may result in disciplinary action up to and including termination.

3. Policy

There are many factors that influence whether a gift, prize or entertainment is normal and customary. Gifts, prizes and entertainment should be moderate and in good taste, be of a style or value commonly accepted in business occasions and should not be unusual for the recipient’s job or community. The exchange must create no obligation or sense of obligation and should occur infrequently.

No person may give to, or accept from, an associate any significant or extravagant gift, prize or entertainment benefit. “Significant” and “extravagant” relate to benefits of such value as to appear to an objective observer:

- to be excessive;
- to be perceived to constitute a personal enrichment for the recipient; and / or
- to be a factor in influencing that person’s behavior.

Gifts, prizes and entertainment benefits are considered significant and extravagant if they exceed what Harvest customarily offers to its partners and business associates. As a general rule, the exchange or receipt of gifts, prizes and entertainment must be occasional, modest and consistent throughout the organization.

In issues related to gifts, prizes and entertainment benefits, common sense and good judgment should be used at all times. If in doubt as to the appropriateness of giving or receiving any gift, prize or entertainment benefit to or from an associate, approval from the Manager and/or VP is required. It is unacceptable to offer a gift you know will violate the recipient’s policy to accept it. If, during participation in a business entertainment event (such as a golf tournament), an employee is the recipient of an extravagant prize (car, trip, large sum of cash, etc.), the recipient must immediately disclose the prize and its value to the Corporate Compliance Manager who will, in consultation with C-Level executives, determine whether the prize may be accepted.

Business entertainment can present situations where discretion is required since some commonly accepted business invitations can include recreational activities such as event tickets that can be of significant value. In these cases, the recipient should ensure that there is valid business development reason for attending. If the invitation is for an event where the value being received may be significant,

approval is required from A C-level executive. When significant gifts, prizes or business entertainment are offered to the C-level executive approval is required from the Audit Committee.

As transportation costs for events can also be significant, payment of these costs by another party is not acceptable and will be covered by Harvest if there is a valid business reason to accept the invitation.

Examples (but not limited to):

Acceptable	Requires Manager/VP Approval	Not Acceptable
Individual promotional items; including nominal items from golf tournaments, etc.	Promotional items/gifts individually or collectively in excess of \$100.	Giving or receiving of gift cards in excess of \$100.
Receiving two tickets to a sporting event or concert when the representative of the company will be accompanying the recipient to the event.	Tickets to events that require travel.	Requesting additional tickets for events for friends and / or family.
Attending breakfasts, lunches and/or dinners with business associates, counterparties and / or potential business associates / counterparties.	Christmas gifts and / or gift baskets from multiple business associates and / or counterparties that exceed \$100 in aggregate per individual.	Giving or receiving entertainment, such as tickets to a sporting event, concert or Stampede event where a representative of the company offering the gift will not be accompanying the recipient to the event and the face value of the tickets is over the \$500 promotional item limit.

It is the responsibility of each individual to ensure compliance with this policy. When in doubt, please refer to your Manager, VP or a member of the Executive team.

4. Communication Plan

At a minimum, this Policy shall be incorporated into the employee and contractor induction process and annually thereafter, as part of the *Annual Compliance Certification* process. Any other updates may be communicated via email to employees.

5. Review

This Policy will be reviewed by Harvest senior management ever three years, with any proposed amendments submitted for review.

Policy Category:

CATEGORY:	Corporate
APPLICATION:	All of Harvest & Subsidiaries of Harvest
DEPARTMENT:	Corporate
DOCUMENT OWNER:	Manager, Corporate Compliance
EFFECTIVE DATE:	August 16, 2016
REVIEW REQUIRED:	2019

Approved by:

<SIGNED>

Mr. Piljong Sung, Acting President & CEO

September 12, 2016

Date