

RSM Canada
Code of Conduct

Message from our national managing partner

At RSM Canada (RSM), we've built a reputation for integrity and excellence in client service. Our vision is to be the first-choice advisor to middle market leaders globally, with a mission to deliver the Power of Being Understood to our clients, colleagues and communities.

To achieve our vision and mission, we strive to live our core values of respect, integrity, teamwork, excellence and stewardship, every day. These core values are supported by a powerful framework we call the 5 C's—to be caring, curious, collaborative, courageous critical thinkers. These are foundational behaviours that underpin our first-choice advisor culture.

The 5 C's are the heart and soul of RSM's culture. They have been built on years of research about effective advisors and how clients and people want to experience us. They are core to our brand promise and support us in being successful leaders in all aspects of life—our team members are not just great at their jobs, they are great people.

Our RSM Canada Code of Conduct (Code) outlines the standards of ethical behaviour to which all RSM people hold each other responsible. It is grounded in our firm's core values and the 5 C's. The Code also describes the commitments we expect all RSM people to keep—for our clients, our colleagues, our communities and our firm—and consistently keep them as our highest priority.

We are all responsible to meet the high standards set forth in our Code, and lead by example for ourselves and each other as we serve our clients and support our communities.

Sincerely,



Our responsibilities

EVERYONE

Each individual must uphold the Code and its values and principles:

- Consciously and consistently model the Code
- Be accountable for your behaviour
- Challenge others to uphold the values and principles of the firm and the profession
- Report immediately all violations or potential violations of law, regulation, ethical standards or RSM policies

PARTNERS AND OTHER LEADERS

In addition to the responsibilities listed above, those in leadership positions have special responsibilities:

- Appropriately address the behaviour of those you lead
- Communicate in word and deed the values and principles of the firm and the profession
- Promote a workplace environment that encourages frank, respectful and open communication, free from reprisal
- Educate those you lead about the meaning and application of the Code

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RSM Canada's Code of Conduct outlines the high standards of behaviour that are the foundation to delivering the *Power of Being Understood* to our clients, colleagues and communities.
”

HARRY BLUM RSM CANADA LLP NATIONAL
MANAGING PARTNER



Our global values

Our values have been the bedrock of our firm for nearly 100 years. We bring them to life in our interactions with clients, our communities and each other.



Respect and uncompromising integrity

We do the right thing, ensuring our actions speak louder than our words.



Succeeding together

We embrace inclusivity and individuality and collaborate effectively to build strong relationships based on deep understanding.



Excellence in all we do

We continuously focus on quality and strive to be the best in all we do, as individuals and collectively.



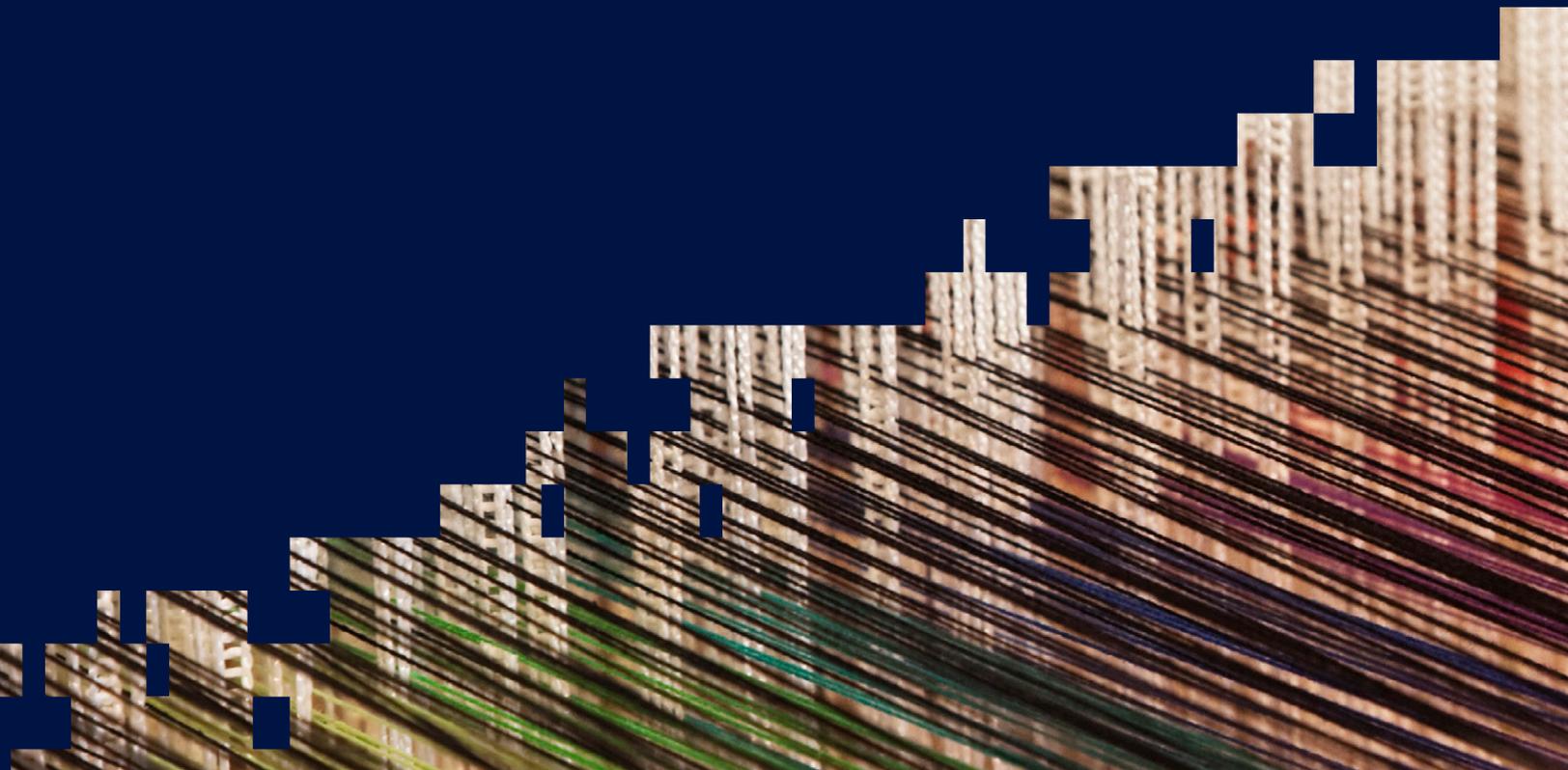
Impactful innovation

We welcome change and put insight and technology to work, making a real difference for our clients and our people.



Stewardship: Acting responsibly

We build a better future by demonstrating a responsibility to our people, clients, communities and planet.



A man with short dark hair and a light beard, wearing a grey blazer over a white button-down shirt, stands in a warehouse. The background is filled with rows of wooden pallets, some in sharp focus and others blurred. The lighting is soft, highlighting the man's face. The overall color palette is dominated by the blue of the background and the warm tones of the wood.

Justin

One of the
RSM team

At RSM, we manage our business via our core values. They are more than just words; they are how we hold each other accountable for our behaviour.

Our commitments

To our clients

RSM believes in providing value to our clients through our services, insights and the relationships we build.

- We develop enduring client relationships based upon deep understanding, quality of service and trust.
- We avoid conflicts of interest. When a potential conflict is identified, we will evaluate the situation, take action to protect the interests of the parties involved and remain in compliance with professional standards.
- We protect the confidentiality of our clients' information and use such information in a manner that is responsible, appropriate and in accordance with the services being provided.
- We report and charge honestly for the services we deliver.
- We encourage our clients to communicate openly and honestly with us about the services they receive from our firm and the individuals providing those services.



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We're proud of our culture and heritage
as we deliver the *Power of Being
Understood* to entrepreneurial, growing
organizations around the world.
”

RHYS MORGAN CONSULTING LEADER

“
We empower our people to own
their futures and support them to
build successful, rewarding lives
and careers.
”

MARIA SEVERINO TAX LEADER



To our people

RSM believes in promoting positive work and family lives, and creating opportunities for our people to build successful careers.

- We support a culture that is free from discrimination and harassment, and we avoid partnering with those who do not share in these ideals
- We create an environment that attracts, engages and develops future leaders
- We provide a culture of flexibility in support of our people's and our firm's needs
- We support our people in their career development through mentoring, training and on-the-job learning opportunities
- We provide fair and competitive compensation and benefits

Our commitments

To our communities

RSM believes in strengthening the communities where we operate and in which our employees live and work.

- We give of our time, our resources and our skills to benefit civic, community and charitable organizations and the people they serve
- We encourage our local offices to assess the needs in their communities and determine how their resources will be allocated
- We support the efforts of our local offices to protect our natural resources and the environment
- We build tomorrow's middle market leaders through the activities of the RSM US Foundation
- We engage in and support activities to increase equity in our communities

RSM US FOUNDATION



“Our commitment to stewardship runs deep and we firmly believe it's our responsibility to give back to the communities where we live and work.”

DOUG KROETSCH
ASSURANCE LEADER AND WESTERN CANADA
MARKET LEADER



To our world

RSM believes in acting responsibly to enhance the wellbeing of both current and future generations.

- We are committed to social responsibility and the humane treatment of people, including opposing modern slavery, compulsory labour, child labour, human trafficking and the violation of any other internationally proclaimed human rights.
- We believe businesses should take shared responsibility for achieving a better world, and we demonstrate that through our commitment to the United Nations Global Compact.
- We believe in advancing gender equality and women's empowerment through our adoption of the United Nations Women's Empowerment Principles.
- We are committed to driving positive environmental practices through our strategic ecosystems to cultivate sustainable communities.

To our firm

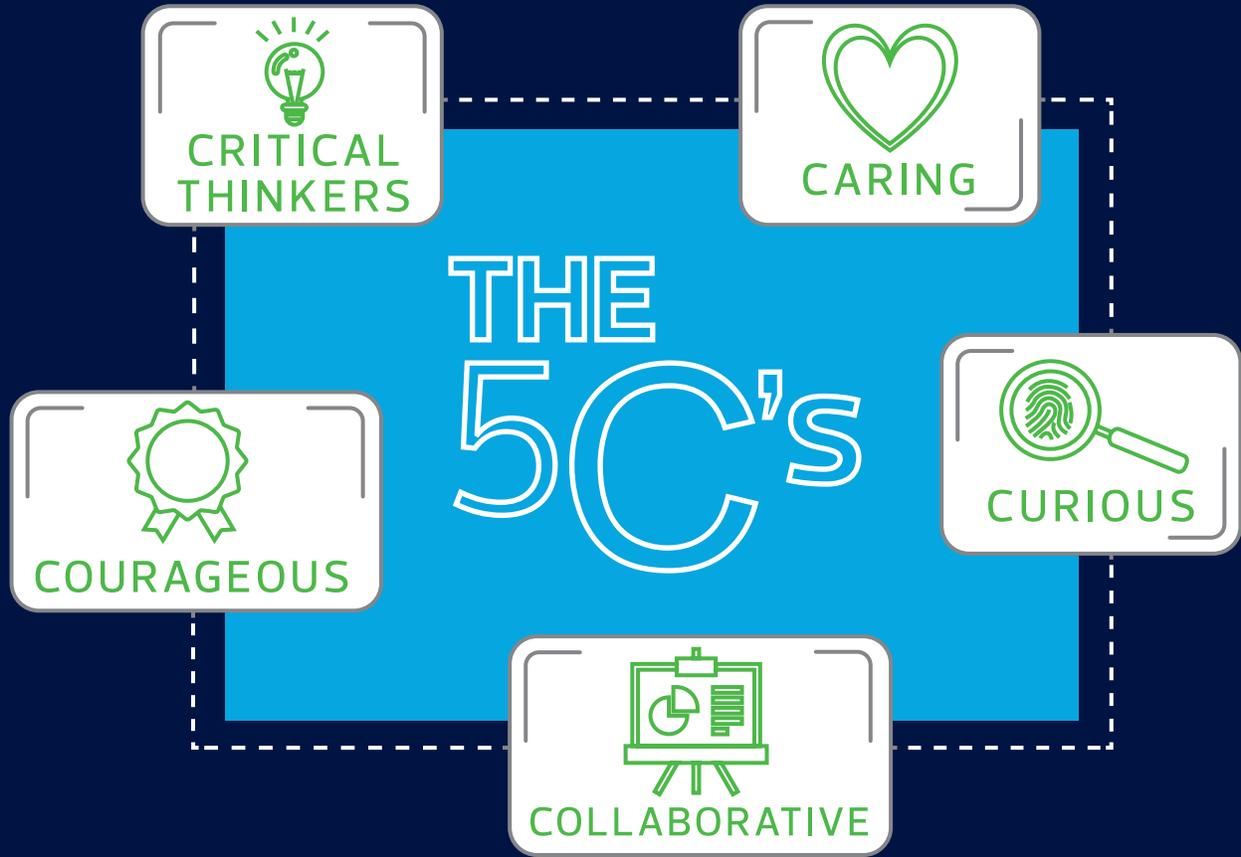
We are all accountable for upholding and protecting RSM's reputation. Actions and behaviours that are damaging have significant and long-lasting consequences.

- We deliver our services, whether internal or external, in accordance with RSM policies, relevant technical and professional standards, and applicable laws and regulations
- We only offer services that we are competent to deliver and serve only those clients that we are competent to serve
- We only serve clients that meet our standards of responsibility and integrity
- When we provide thought leadership through interaction with clients and industry groups, we recognize that we represent the firm and act accordingly
- When we partner with outside organizations and vendors, we act with integrity and in accordance with relevant laws and regulations, and we require the same behaviour from those partners

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Our evolution celebrates our differences—we take the best of each other to make ourselves and the organization stronger, together.
”

RHONDA KLOSLER
CHIEF OPERATING OFFICER AND ONTARIO MARKET LEADER





We believe the five key characteristics we call the 5 C's are core to our culture and essential to successfully delivering the power of being understood. These characteristics have been built on years of research about effective advisors, what differentiates RSM and how our clients and colleagues want to experience us. Not only are they core to our brand promise, they support us in demonstrating our values and are key to being a successful leader in all aspects of life. At RSM, we cultivate the 5 C's throughout an individual's entire career to enable them to be not just a great client server and a great leader, but also a great person.

Demonstrating the 5 C's



CARING

We build strong, long-term relationships by understanding others and their aspirations, and remaining empathetic to their unique challenges, needs and preferences.

We show that we care by:

- Being interested in and concerned about others
- Understanding their goals, challenges and aspirations
- Showing empathy

When we demonstrate how much we care, we build trust, deepen relationships and are given the opportunity to do more for others.



CURIOS

We ask probing questions and seek diverse perspectives to gain understanding, challenge thinking and generate new ideas.

We show our curiosity when we:

- Ask questions
- Seek different perspectives to inform our work
- Spend time reading and learning
- Share our new ideas and insights

When we approach our work and our relationships with a sense of curiosity vs. a view that we know it all, we strengthen relationships and demonstrate our commitment to understanding. It also affords us a stronger platform to ultimately display our knowledge and share our ideas and insights.



COLLABORATIVE

We believe that collaboration leads to better outcomes, and we seek and share perspectives to encourage innovative thinking to solve problems and enable others to seize opportunities.

We demonstrate collaboration when we:

- Ask for people's opinions or perspectives
- Cultivate diversity and include others
- Reflect differing points of view in our questioning and recommendations
- Connect across all facets of the firm as we continue to grow in size and complexity

The challenges we tackle in our business and for clients are tough, and no one person can have all the answers. By gathering diverse perspectives and collaborating, each of us will be stronger and we will be better able to help others achieve their best.



COURAGEOUS

We demonstrate strength and confidence in challenging traditional ways of thinking—having the courage to look forward and prepare for tomorrow.

We demonstrate courage when we:

- Voice an alternative point of view
- Share new ideas and insights
- Have courageous conversations about issues or opportunities
- Stay in the tension because we know it will lead to better results

The work we do is high-stakes and requires courage to confront issues, help others improve and spark the exploration of new opportunities. Our foundation of caring, curiosity and collaboration can help us be courageous without being confrontational.



CRITICAL THINKERS

We synthesize, apply and communicate complex information and concepts with clarity, objectivity and depth, and bring our best thinking and advice to help others make confident decisions.

We demonstrate critical thinking when we:

- Spend time learning new things
- Think deeply about issues and opportunities
- Bring together diverse inputs into a cohesive perspective
- Share ideas and insights with others

The world is evolving rapidly and each of us has to evolve with it. By committing to lifelong learning and applying that learning to our work and our relationships, we will think and communicate as true first-choice advisors.

Framework for decision-making

When faced with the need to make an ethical choice, ask yourself the following questions:

- Is it illegal?
- Is it unethical?
- Does it violate our firm's standards or policies?
- Does it violate professional standards?
- Could it cause loss or harm to you, your co-workers, the public, our firm or organizations that do business with us?
- Would you feel uncomfortable if everyone knew what you did?

If you answered yes to any of these questions, do not proceed. If the answers aren't clear, don't take the chance. Consult our firm's policies or speak to leadership.

GETTING HELP

If you see or suspect unethical, illegal or unsafe activity, don't ignore it—tell someone! You could keep a

potentially serious situation from harming our clients, our people or our firm.

If you have a concern, start by addressing it with your career advisor or a member of your management team. If that's not practical or comfortable for you, there are other options. You can speak to:

- A human resources representative
- A partner
- Another leader in your office

You can also contact the RSM US Ethics and Compliance Hotline, an independent reporting service that allows you to communicate your concerns confidentially via the internet at www.reportlineweb.com/rsmus or telephone at +1 800 913 5052 anytime, day or night.

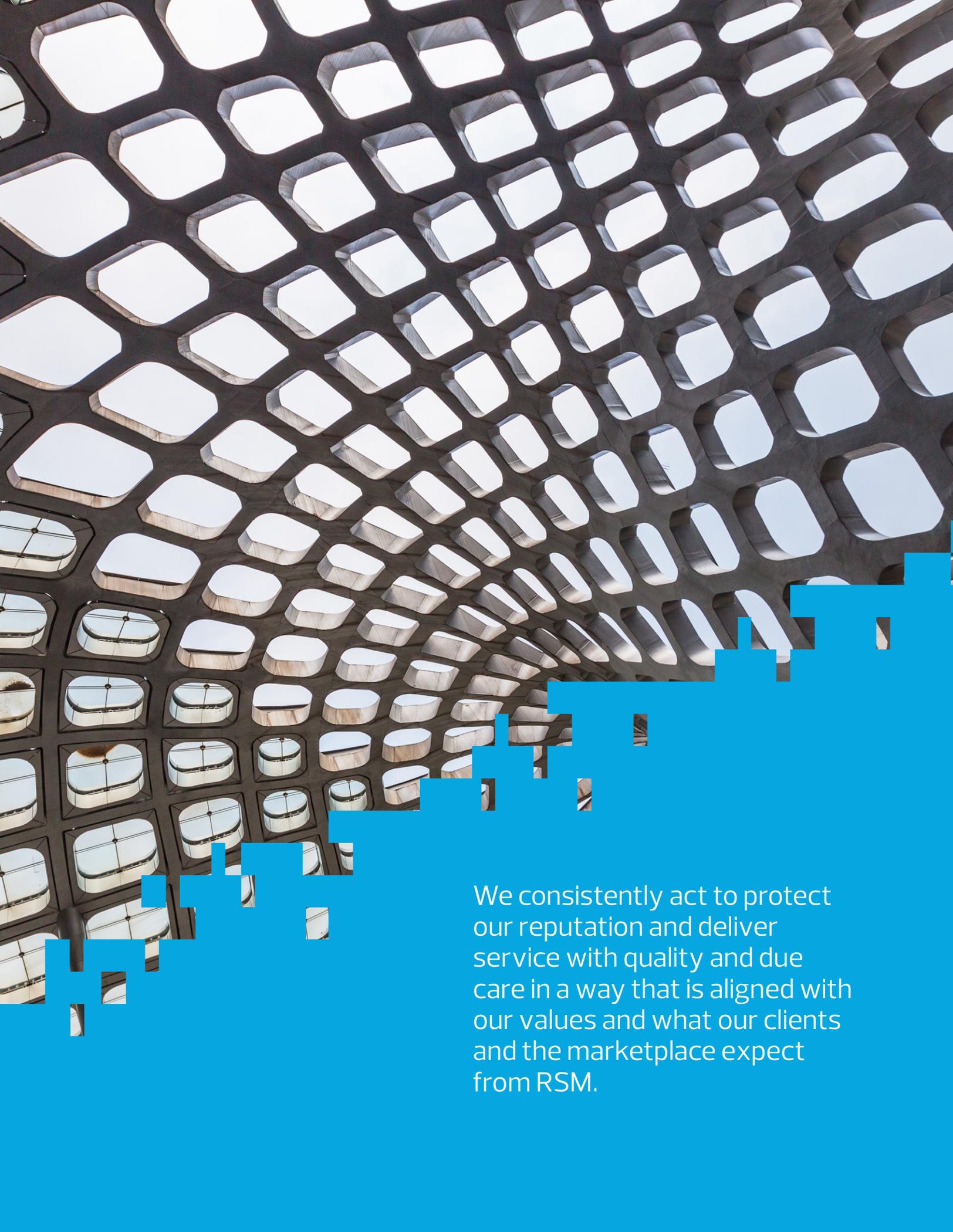
All reported incidents will be investigated, and you can follow up with the ethics line to check the status. If you do not feel your concern is being appropriately addressed, you should contact a member of firm leadership (for example, a member of the Board of Directors). The firm will not tolerate any form of retaliation against those who have reported an incident in good faith.

NONCOMPLIANCE WITH THE CODE

Violation of the Code or other policies may result in disciplinary action.

Disciplinary action may also be taken against those who direct or approve violations, or who have knowledge of them and do not promptly report or move to correct them.

By adhering to the Code and behaving in accordance with our values, ethical standards, professional regulations and applicable laws, we each uphold RSM's longstanding reputation for integrity, quality and client service excellence.



We consistently act to protect our reputation and deliver service with quality and due care in a way that is aligned with our values and what our clients and the marketplace expect from RSM.

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