

Securities Trading and Insider Reporting Policy

Securities laws, rules and regulations in both the United States (“U.S.”) and Canada (together, “Securities Laws”) prohibit certain persons who are aware of Material Nonpublic Information (defined below) regarding a company from (a) buying or selling the company’s Securities (defined below) and (b) providing such Material Nonpublic Information to other persons who may transact in the company’s Securities based on that information. The underlying principle of U.S. and Canadian Securities Laws is that the public should have the opportunity to decide whether to buy or sell a Security based on information equally available to all market participants. Public confidence in our securities’ regulatory system is essential to maintaining both the integrity and efficiency of public capital markets and the trust of the investment community in Ovintiv Inc. (collectively with its Subsidiaries, “Ovintiv”).

I. Purpose

Each Covered Person (defined below) must comply with applicable insider trading prohibitions and reporting requirements of the various provincial regulatory authorities in Canada, the U.S. Securities and Exchange Commission (“SEC”), the Toronto Stock Exchange (“TSX”) and the New York Stock Exchange (“NYSE”). This Securities Trading and Insider Reporting Policy (this “Policy”) is intended to:

1. assist Covered Persons in complying with Securities Laws by providing them with guidance on insider trading restrictions and the timing of reporting requirements; and
2. help safeguard both Covered Persons and Ovintiv against potential violations of Securities Laws, and against the appearance of any such violations, by (a) placing restrictions on persons who may know, or be presumed to know, Material Nonpublic Information; (b) prohibiting certain Securities transactions; and (c) requiring Reporting Insiders (defined below) to comply with applicable SEC reporting requirements.

However, this Policy in no way reduces the personal obligations imposed by law on an individual. Each Covered Person is ultimately personally responsible for their own compliance with Securities Laws, including insider trading prohibitions and reporting requirements. Anyone found to have violated Securities Laws related to insider trading may be subject to imprisonment, criminal fines and/or civil penalties (see Section XI).

II. Definitions

1. “Beneficial Ownership” means, with respect to any Security, having or sharing, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, the voting power (including the power to vote, or direct voting) and/or investment power (including the power to dispose, or direct disposition) of such Security.
2. “Covered Person” means any individual who is either a director, Employee or Contractor of Ovintiv.
3. “Equity Monetization Transactions” mean derivative-based transactions that allow an investor to transfer part or all economic risk and/or return associated with the Securities of an issuer, without formally transferring the legal and beneficial ownership of such Securities. This can include an offer to allow an investor to borrow a cash amount similar to the proceeds of a disposition without actually transferring the legal and beneficial ownership of the Securities.
4. “General Counsel” means the Executive Vice President and General Counsel of Ovintiv, or their designated delegate.

5. “Material Information” means any information regarding a company where there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision with respect to the Securities of such company. Either positive or negative information may be Material Information and any information that could reasonably be expected to affect the price of the company’s Securities is considered material. With respect to Ovintiv, common examples of Material Information include, but are not limited to, (a) projections of future earnings or losses; (b) the fact that earnings or losses are inconsistent with prior projections or consensus expectations; (c) a pending significant acquisition, merger or joint venture; (d) a pending disposition of significant assets; (e) changes in senior management; (f) changes in dividend or share buyback policies; (g) offerings of additional Securities; (h) financial liquidity constraints; (i) a significant legal or regulatory exposure; and (j) a significant cyber security incident.
6. “Material Nonpublic Information” means any Material Information which has (a) not been broadly disclosed to the marketplace, such as through a news release or filing with the SEC; and (b) not had time to be full absorbed by the marketplace.
7. “Related Party” means, with respect to a person, their spouse, minor children and anyone else living in the person’s household; trusts of which a person is a trustee; estates of which a person is executor; and business or investment entities which a person controls.
8. “Reporting Insiders” means (a) directors and certain officers of Ovintiv; and (b) direct or indirect Beneficial Owners of more than 10% of any class of Ovintiv’s equity Securities. Reporting Insiders at Ovintiv specifically include, all directors, the president, chief executive officer, chief financial officer, principal accounting officer, any vice-president in charge of a principal business unit, division or function and any other person who performs a policy-making function for Ovintiv.
9. “Securities” means, with respect to a company, (a) all forms of shares and debt obligations issued by such company including, but not limited to, common shares, preferred shares, bonds, notes, debentures, convertibles, options, rights, warrants, and derivative securities (such as exchange-traded put or call options or swaps); and (b) other items as defined in applicable Securities Laws.
10. “Trading Day” means any day on which the NYSE or the TSX, as applicable, are open for the buying and selling of equity Securities.

III. Policy Statement on Insider Trading

While in possession of Material Nonpublic Information relating to Ovintiv, neither Covered Persons, nor any of their respective Related Parties, may:

1. other than as provided elsewhere in this Policy, directly or indirectly buy or sell Ovintiv Securities Beneficially Owned by such person or otherwise engage in any other action that takes advantage of the Material Nonpublic Information;
2. except as specifically permitted under applicable Ovintiv policies and procedures, including the Confidentiality and Disclosure Policies, pass the Material Nonpublic Information on to any person inside or outside of Ovintiv;
3. suggest or otherwise recommend to any person that they buy or sell Ovintiv Securities or engage in any other action that takes advantage of the Material Nonpublic Information; and
4. assist anyone engaged in any of the foregoing.

To the extent a Covered Person remains in possession of Material Nonpublic Information, this Policy will continue to apply after the termination of such person’s employment or contractual relationship with Ovintiv. In such a case, the Covered Person may not undertake any of the prohibited actions set forth above until

the Material Nonpublic Information becomes broadly disclosed to the marketplace or ceases to constitute Material Information.

The same prohibitions above apply to a Covered Person in possession of Material Nonpublic Information regarding another company that is gained through their employment with, or interactions at, Ovintiv (“Third-Party MNPI”). For example, knowledge of a large contract between Ovintiv and a small publicly traded company could constitute Third-Party MNPI relating to such company and should not be used by the Covered Person to purchase the Securities of such company, whether directly or indirectly.

If a Covered Person is uncertain as to whether it is legally permissible to enter into a Securities transaction related to Ovintiv or another company (as applicable), they should inquire with the General Counsel as to the existence of any potential restrictions before entering into such transaction. Any guidance provided by the General Counsel does not constitute legal advice. Each Covered Person is ultimately personally responsible for their own compliance with Securities Laws, including insider trading prohibitions and reporting requirements, and each Covered Person is encouraged to seek independent legal advice regarding the existence of trading restrictions or reporting requirements prior to executing a Securities transaction.

IV. Disclosure of Material Nonpublic Information

When disclosure of Material Nonpublic Information related to Ovintiv is thought to be required, it is the responsibility of the appropriate officer or vice president overseeing the matter to promptly contact the General Counsel (or another member of the Disclosure Committee) in accordance with the Disclosure Policy to determine the appropriate action to be undertaken. If disclosure of the Material Nonpublic Information would be unduly detrimental to Ovintiv’s interests (e.g., financial results, status of negotiations, premature disclosure of acquisitions/divestitures and information which would benefit competitors), confidentiality should be carefully maintained by Covered Persons entrusted with the Material Nonpublic Information in accordance with Ovintiv’s Confidentiality Policy. Other than for necessary business purposes or as required by law, the Material Nonpublic Information must not be disclosed to any person. If it is unclear whether something constitutes Material Nonpublic Information, or whether disclosure is required as a necessary business purpose or by law, the matter should be discussed with the General Counsel prior to any disclosure or dissemination of such information.

V. Blackout Periods

The Disclosure Committee determines blackout periods which expressly limit the ability of Ordinary and Special Blackout Insiders (each defined below) to buy or sell Ovintiv Securities. The following blackout periods will apply:

1. Annual and Quarterly Financial Results’ Blackout Period.
 - a. Covered Persons who receive or have access to undisclosed draft financial information during the preparation of Ovintiv’s annual or quarterly financial statements (“Ordinary Blackout Insiders”) will be deemed to be in possession of Material Nonpublic Information commencing on the date on which Ovintiv’s executive leadership team receives draft financial information in respect of the immediately preceding fiscal year or fiscal quarter (the “Financial Reporting Start Date”).
 - b. Ordinary Blackout Insiders must refrain from buying or selling Ovintiv Securities from the Financial Reporting Start Date until one (1) full Trading Day has elapsed following the issuance of a news release disclosing Ovintiv’s annual or quarterly financial results (the “Financial News Release”).
 - i. Where the Financial News Release occurs prior to both the NYSE and TSX opening on any Trading Day, the blackout period will expire following the close of trading on both the NYSE and TSX on such Trading Day.
 - ii. Where the Financial News Release is issued during NYSE or TSX trading hours

or after the close of the NYSE or TSX on any Trading Day, the blackout period will expire following the close of both the NYSE and TSX on the next subsequent Trading Day.

2. Other Designated Blackout Periods

- a. Blackout periods may also be prescribed from time to time by the Disclosure Committee as a result of special circumstances relating to Ovintiv, pursuant to which Covered Persons who receive or have access to Material Nonpublic Information related to the special circumstance (“Special Blackout Insiders”) will be precluded from buying or selling Ovintiv Securities or the Securities of another company (where the context demands). All parties with knowledge of such special circumstances will be covered by the blackout, whether or not such parties are specifically identified as Special Blackout Insiders. Such parties may include external advisors such as legal counsel, investment bankers and counterparties in negotiations of potentially material transactions.
- b. Special Blackout Insiders must refrain from buying or selling Ovintiv Securities (or the Securities of another company (where the context demands)) until either (i) one (1) full Trading Day has elapsed following the issuance of a news release disclosing the special circumstances necessitating the blackout period (the “Special News Release”) or (ii) the special circumstances cease to constitute Material Information. The timing restrictions set forth in Sections V.1.b.i. and V.1.b.ii. for a Financial News Release will also apply to any Special News Release.
- c. In circumstances where Ovintiv is contemplating a significant transaction or activity that could reasonably be expected to raise Ovintiv’s profile in the marketplace, any applicable officer or vice president involved in such transaction or activity must advise the General Counsel so that the General Counsel may provide appropriate direction to Covered Persons and otherwise facilitate compliance by Ovintiv with its legal obligations. The General Counsel may, in consultation with the Disclosure Committee, determine that the disclosure of the transaction or activity, if consummated, would constitute Material Nonpublic Information and will, in such circumstances, advise applicable Covered Persons of their status as Special Blackout Insiders and any trading restrictions applicable to Ovintiv’s and/or another company’s Securities.

3. Blackout Calendar

- a. The General Counsel will prepare (or cause to be prepared), disseminate, and update, as necessary, an annual calendar of regularly scheduled blackout periods relating to the preparation of Ovintiv’s annual and quarterly financial results (the “Blackout Calendar”). The Blackout Calendar may also include blackout periods relating to the preparation and dissemination of information relating to other recurring and potentially material matters, such as the annual budget for the forthcoming year.
- b. The General Counsel will cause the Blackout Calendar to be posted to Ovintiv’s internal website and, where practicable, inform all Ordinary Blackout Insiders, via email, of the beginning and ending of a blackout period. Notwithstanding that such a notice has not been sent and/or a copy of the Blackout Calendar has not been posted internally, blackout periods will still apply to those Covered Persons who receive or have access to Material Nonpublic Information until such time as the information becomes broadly disclosed to the marketplace or ceases to constitute Material Information.

VI. Prohibited Transactions

In order to reduce legal risk, reduce the potential for conflicts of interest, and limit the appearance of improper or inappropriate conduct, Ovintiv prohibits Covered Persons (and their Related Parties) from

certain short-term or speculative transactions. This prohibition includes engaging in any of the following activities with respect to Ovintiv Securities:

1. Hedging. Conducting any transactions where the effect is to allow a Covered Person (or their Related Party) to continue to own Ovintiv Securities without the full financial risks of ownership ("Hedging Transactions"). Hedging Transactions include, but are not limited to, option strategies which involve selling a "call option" and/or purchasing a "put option", equity swaps, prepaid variable forwards, and exchange funds. Covered Persons (and Related Parties) are not prohibited from selling a "put option" or purchasing a "call option" where they would profit only if the value of Ovintiv Securities increases, provided however, the usual restrictions on buying or selling Ovintiv Securities with knowledge of Material Nonpublic Information remain.
2. Short-Selling. Engaging in transactions where the effect is to sell Ovintiv Securities that a Covered Person (or their Related Party) does not Beneficially Own, has not fully paid for or has no right to Beneficially Own (a speculative practice commonly called "short selling").
3. Pledging Ovintiv Securities. Holding Ovintiv Securities in a margin account or otherwise pledging Ovintiv Securities as collateral for a loan, as any such Securities may be sold without a person's consent, including during periods when such person is aware of Material Nonpublic Information or otherwise is not permitted to trade.
4. Equity Monetization Transactions. Participating in Equity Monetization Transactions involving (a) Ovintiv Securities that are part of Ovintiv's long-term incentive programs which have not vested or (b) Ovintiv shares that constitute all or part of such person's requirements (if any) under Ovintiv's Minimum Share Ownership Guidelines. To ensure Equity Monetization Transactions are not used to circumvent the prohibitions set forth in this Policy, Covered Persons (and their Related Parties) must treat all Equity Monetization Transactions similarly to the sale of Ovintiv Securities.
5. Brokerage Arrangements. Other than as set forth in Section VIII, entering into any brokerage arrangements which might result in a sale of Ovintiv Securities at a time when such person is not permitted to trade.

VII. Permitted Transactions

This Policy does not apply to the following transactions, except as specifically noted:

1. 401(k) Plan. This Policy does not apply to purchases of Ovintiv Securities in Ovintiv's 401(k) plan resulting from an Employee's periodic contribution of money to the plan pursuant to their payroll deduction election. This Policy does apply, however, to certain elections an Employee may make under the 401(k) plan, including an Employee's election to: (a) increase or decrease the percentage of periodic contributions that will be allocated to Ovintiv shares; (b) make an intra-plan transfer of an existing account balance into or out of Ovintiv shares; (c) borrow money against the 401(k) plan if the loan will result in a liquidation of some or all of their Ovintiv shares; and (d) pre-pay a 401(k) plan loan if the pre-payment will result in allocation of loan proceeds to Ovintiv shares.
2. Stock Option Exercise. This Policy does not apply to the exercise of an Employee's share options acquired pursuant to Ovintiv's compensation plans, or to the exercise of a tax withholding right pursuant to which an Employee elects to have Ovintiv withhold shares subject to an option to satisfy tax withholding requirements. This Policy does apply, however, to any sale of Ovintiv shares as part of a broker-assisted cashless exercise of an option, or any other market sale for the purpose of generating the cash needed to pay the exercise price of an option.
3. Restricted Share Units. This Policy does not apply to the vesting of restricted share units, or the exercise of a tax withholding right pursuant to which an Employee elects to have Ovintiv withhold shares to satisfy tax withholding requirements upon the vesting of any restricted share units. The Policy does apply, however, to any market sale of restricted share units.

4. Safe Harbor Plans. This Policy does not prevent the use of certain valid Safe Harbor Plans as defined in Section VIII.

VIII. Safe Harbor Plans

While buying or selling Ovintiv Securities by a Covered Person who is not in possession of Material Nonpublic Information is permissible, Securities transactions are always judged in hindsight, and it can sometimes be difficult to ascertain the materiality of information or events at the time of a transaction. To alleviate these concerns, U.S. and Canadian Securities laws allow Covered Persons to purchase or dispose of Securities utilizing certain methods which, when used properly, will provide the Covered Person with an affirmative defense to any allegations of insider trading.

1. U.S. Safe Harbor: Rule 10b5-1. The SEC has adopted a safe harbor, Rule 10b5-1, which provides an affirmative defense against insider trading liability for Securities transactions that are undertaken pursuant to a documented and pre-arranged trading plan that meets certain conditions ("Rule 10b5-1 Plans"). Rule 10b5-1 Plans allow for the purchase and/or sale of Ovintiv Securities by a Covered Person during blackout periods or while the Covered Person is in possession of Material Nonpublic Information provided, they have previously given instructions or other control to effect pre-planned purchases and/or sales of Ovintiv Securities to a third-party administrator. The Covered Person (a) must establish the plan at a time when they are not in possession of Material Nonpublic Information and (b) may not exercise any subsequent influence over how, when or whether to buy or sell Ovintiv Securities under the plan. In addition to other conditions, a Rule 10b5-1 Plan would specify in writing, in advance, the amount and price of the Ovintiv Securities to be purchased/sold and the date for the purchase/sale (or a formula for determining the amount, price and date) or would otherwise not permit the Covered Person to exercise any subsequent influence over how, when or whether to effect the purchase/sale.
2. Canadian Exemption: Automatic Purchase/Sale Plans. Under Canada's securities legislation, there is an exemption from the general prohibition on insiders trading securities with knowledge of Material Nonpublic Information for trades made in respect of an "automatic plan" that was entered into prior to the acquisition of knowledge of such Material Nonpublic Information. Similar to the SEC's Rule 10b5-1, the Canadian Securities Administrators (the "CSA") have issued CSA Staff Notice 55-317 ("SN 55-317") to provide guidance relating to the establishment and use of these automatic plans. SN 55-317 provides a form of "safe harbor" under Canada's securities laws for dispositions of Ovintiv Securities by a Covered Person during blackout periods or while the Covered Person is in possession of Material Nonpublic Information provided, they have established an automatic plan for such dispositions ("Automatic Plans", and together with Rule 10b5-1 Plans, "Safe Harbor Plans"). In order for an Automatic Plan to comply with the guidance in SN 55-317, among other things: (a) the Covered Person must establish that the Automatic Plan is entered into at a time when they are not in possession of Material Nonpublic Information; (b) the term of the Automatic Plan should be set to be sufficiently long to avoid any potential use of Material Nonpublic Information (for example, 12 months); and (c) the Automatic Plan should impose restrictions on a Covered Person's ability to amend, suspend or terminate the Automatic Plan. There are other specific requirements in SN 55-317, including with respect to disclosure and oversight by Ovintiv in respect of setting up an Automatic Plan and Covered Persons are encouraged to contact the General Counsel to discuss these requirements prior to the implementation of an Automatic Plan. In addition, while SN 55-317 generally only covers automatic disposition plans, the guidance in the staff notice can also be used to formulate automatic purchase plans.

Ovintiv will treat the creation, modification or termination of a pre-planned trading program or arrangement established to meet the requirements of a Safe Harbor Plan as separate transactions subject to both the blackout period rules set forth in Section V of this Policy and the pre-clearance procedures set forth in Section IX of this Policy. Transactions effected pursuant to a properly established Safe Harbor Plan will not be subject to the blackout periods under Section V of this Policy. Persons subject to Section IX pre-clearance should coordinate any creation, modification or termination of a Safe Harbor Plan with the

General Counsel. Even though each transaction effected under Safe Harbor Plan does not need to be pre-cleared, Reporting Insiders must nonetheless comply with the reporting obligations set forth in [Section X](#).

IX. Pre-clearance

All transactions in Ovintiv Securities by Reporting Insiders and their Related Parties must be pre-cleared with the General Counsel. Persons subject to these restrictions should contact the General Counsel at least two (2) business days (or such shorter period as may be determined by the General Counsel in their sole discretion) in advance and may not effect any transaction subject to the pre-clearance request unless given clearance to do so, which clearance, if granted, will be valid for three (3) business days following the approval date. If a transaction for which clearance has been granted is not undertaken (i.e., the trade is not placed) within such three (3) business day period, the transaction must again be pre-cleared. Any pre-clearance guidance provided by the General Counsel does not constitute legal advice.

When a request for pre-clearance is made, the requestor should carefully consider whether he or she may be aware of any Material Nonpublic Information about Ovintiv and should describe fully those circumstances in the request. To the extent that a material event or development affecting Ovintiv remains nonpublic, the requestor will not be given permission to buy or sell Ovintiv Securities. Such persons may not be informed of the reason why they may not trade. Any person that is made aware of the reason for an event-specific prohibition on trading should in no event disclose the reason for the prohibition to third parties (including other Employees or Contractors) and should avoid disclosing the existence of the prohibition, if possible. Caution should be exercised when telling a broker or other person who suggested a trade that the trade cannot be effected at the time.

X. Insider Reporting Requirements

Section 16 of the Securities Exchange Act of 1934 ("[1934 Act](#)") imposes certain reporting requirements on Reporting Insiders, including the following:

1. [Form 3](#): A Reporting Insider must file an initial report on Form 3 to disclose the Reporting Insider's holdings of Ovintiv's equity Securities at the time of becoming a Reporting Insider. Even if no equity Securities are owned at that time, the Reporting Insider must file a Form 3 reporting that fact. The report on Form 3 is due within ten (10) days after becoming a Reporting Insider.
2. [Form 4](#): A Reporting Insider should file a Form 4 to report any transaction or other change in their Beneficial Ownership of Ovintiv's equity Securities. A report on Form 4 generally must be filed by the end of the second (2) business day following the date of execution of the transaction. Reportable transactions include not only open market purchases and sales, but also grants and exercises of options, acquisitions of phantom stock under a deferred compensation plan, and transfers of account balances into or out of Ovintiv equity Securities held through Ovintiv's 401(k) plan.
3. [Form 5](#): A Reporting Insider should file a Form 5 to report (a) any transactions that occurred during the prior fiscal year that should have been reported on Form 4 but were not; and (b) certain other transactions (e.g., gifts, inheritances, contributions to and withdrawals from a voting trust, and expirations of short derivative securities positions). A report on Form 5 is due within forty-five (45) days after the end of Ovintiv's fiscal year. Form 5 is not necessary if all transactions and holdings subject to reporting during the fiscal year have been previously reported.

If a Reporting Insider fails to file a required report, or files a report late, Ovintiv is required to disclose the Reporting Insider's delinquency in its annual proxy statement and Form 10-K annual report. If the Reporting Insider regularly disregards the reporting deadlines, the SEC may institute enforcement proceedings that could result in sanctions (including monetary penalties) that are disclosable by Ovintiv in various public documents for up to five (5) years.

It is a recommended best practice for all Reporting Insiders to give the General Counsel immediate notice by e-mail to “^Insider Reporting Team” (located in the Global Address List of Microsoft Outlook) once an option is exercised or transaction completed. If a Reporting Insider has provided a Power of Attorney Form to the General Counsel authorizing filing of the foregoing reports on their behalf, Reporting Insiders must provide the General Counsel with transaction details on the day of their transaction so that a Form 4 filing can be completed within the required two (2) business day time period.

XI. Civil and Criminal Liability for Violations of Insider Trading Laws

A Covered Person who is found to have violated one or more Securities Laws regarding insider trading exposes both themselves and Ovintiv to potential civil and criminal liability, as well as general embarrassment and reputational damage. In instances where a Covered Person has provided Material Nonpublic Information to a third-party who trades on such information, penalties may apply whether or not the Covered Person derives, or even intends to derive, a financial profit or benefit from the third-party's actions. For example, a person convicted of a violation of U.S. insider trading laws may be subject to:

1. civil penalties including (a) a financial penalty up to three (3) times the amount of the profit made, or loss avoided, in the transaction or transactions and (b) being barred from holding certain director and officer positions at public companies;
2. criminal penalties including (a) a fine of up to US\$5 million and (b) imprisonment for up to twenty (20) years; and
3. damages in the amount of the profit gained or loss avoided in the transaction or transactions awarded through private legal actions brought by market participants who traded the same class of Securities “contemporaneously” with and on the opposite side of the market from the person.

Insider trading cases are complex and may also result in related criminal charges including, but not limited to, bank fraud, securities fraud, tax fraud and wire/mail fraud which each carry separate criminal and/or civil penalties.

XII. Short-Swing Liability

A “Short-Swing Transaction” is any purchase and sale, or sale and purchase, of Ovintiv's equity Securities within a period of less than six (6) months. Pursuant to Section 16(b) of the 1934 Act, a Reporting Insider is discouraged from misusing confidential information about Ovintiv for personal trading gain by eliminating the profit element from “short-swing” transactions by such Reporting Insider. Under Section 16(b), any profits realized by the Reporting Insider on a Short-Swing Transaction is recoverable by Ovintiv. Liability under Section 16(b) is strict and absolute, and it makes no difference if the Reporting Insider engaged in the Short-Swing Transaction innocently or inadvertently or did not possess any Material Nonpublic Information at the time of the transaction.

XIII. Violations of this Policy

Actions that violate or appear to violate this Policy must be immediately reported to the General Counsel. Ovintiv may refer violations of this Policy or relevant Securities Laws to the appropriate regulatory authorities. All Employees are required to fully cooperate and assist in any investigation of an alleged violation of this Policy or relevant Securities Laws, whether the investigation is conducted internally by Ovintiv or externally by a regulatory authority. Violations of this Policy may result in disciplinary action by Ovintiv up to and including termination of employment or contract for cause, whether or not the failure to comply with this Policy results in a violation of Securities Laws.

XIV. Further Information

Any questions concerning general insider trading or reporting matters should be directed to the General Counsel or the “^Insider Reporting Team” (located in the Global Address List of Microsoft Outlook). Any other questions about the interpretation or implementation of this Policy should be directed to the General Counsel.

**Capitalized terms not otherwise defined in this policy are defined in the Policies & Practices Glossary and such definitions are incorporated by reference into this policy to the extent used herein.*