



**PARK LAWN CORPORATION**  
**(the "Corporation")**

***CODE OF BUSINESS CONDUCT AND ETHICS***

This Code of Business Conduct and Ethics (the "**Code**") was adopted by the board of directors of the Corporation ("**Board**") on August 10, 2023 and supersedes and replaces any prior version of the Code of Conduct and Ethics of the Corporation.

The objective of this Code is to provide guidelines for maintaining the integrity, reputation, honesty, objectivity and impartiality of the Corporation and its subsidiaries (collectively, the "**Park Lawn Entities**"). This Code covers a wide range of business practices and procedures. It does not cover every issue that may arise, but sets out basic principles and minimum standards of conduct to guide all directors, officers and employees of the Park Lawn Entities (collectively, "**Park Lawn Personnel**" or "**you**"). All Park Lawn Personnel must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. This Code and specific related policies and guidelines (including the Corporation's Insider Trading Policy) put in place from time to time by the Park Lawn Entities will govern your employment or other relationship with the Park Lawn Entities.

If a law conflicts with a policy in this Code, Park Lawn Personnel must comply with the law. If a local custom or policy conflicts with this Code, Park Lawn Personnel must comply with this Code. If you have any questions about these conflicts, you should ask a senior officer of the Corporation how to handle the situation. **Any questions regarding the Code should be addressed to your supervisor, the General Counsel or the Chair of the Board of the Corporation.**

**Park Lawn Personnel who violate the standards in this Code will be subject to disciplinary action, up to and including termination of their employment or other relationship with the Park Lawn Entities. If you are in a situation that you believe may violate or lead to a violation of this Code, follow the guidelines described below under "Compliance Standards and Procedures".**

**1. The Code**

**A. Compliance with Laws, Rules and Regulations (including Insider Trading Laws)**

Obedying the law, both in letter and in spirit, is the foundation on which the Park Lawn Entities' ethical standards are built and is critical to our reputation and continued success. All Park Lawn Personnel must respect and obey the laws of the various jurisdictions in which the Park Lawn Entities operate and avoid even the appearance of impropriety. Although not all Park Lawn Personnel are expected to know the details of these laws, it is important to know enough to determine when to seek advice from senior management or other appropriate personnel. The Chair

of the Board and/or General Counsel is available to assist in determining applicable legal requirements and to seek the advice of legal counsel where appropriate.

Park Lawn Personnel must cooperate fully with those (including the Chief Executive Officer and the Chief Financial Officer) responsible for preparing reports filed with the securities regulatory authorities and all other materials that are made available to the investing public to ensure those persons are aware in a timely manner of all information that is required to be disclosed. Park Lawn Personnel should also cooperate fully with the independent auditors in their audits and in assisting in the preparation of financial disclosure.

## **B. Conflicts of Interest**

Park Lawn Personnel are required to act with honesty and integrity and to avoid or fully disclose any interest, relationship or activity that may be harmful or detrimental to the Corporation's best interests or that may give rise to real, potential or the appearance of a conflict of interest with the interests of any of the Park Lawn Entities.

A "**conflict of interest**" exists when a person's private interests interfere in any way with the interests of the Corporation. A conflict of interest can arise when Park Lawn Personnel take actions or have interests that may make it difficult for them to perform their work for the Corporation objectively and effectively. Conflicts of interest also may arise when Park Lawn Personnel or members of their families receive or may receive improper personal benefits as a result of their positions with a Park Lawn Entity.

Conflicts of interest are prohibited as a matter of policy, except as may be approved by the Board of the Corporation. Conflicts of interest may not always be clear-cut. If you have a question, you should consult with your supervisor or the General Counsel. Any Park Lawn Personnel who become aware of a conflict or potential conflict should bring it to the attention of a supervisor and consult the procedures described below under "Compliance Standards and Procedures".

## **C. Confidentiality**

All information, including any customer, supplier, business partner and employee data, in any form, including electronic information, that is created or used in support of Park Lawn Entities' business activities is the property of the Park Lawn Entities. This information is a valuable asset and employees, officers, directors and service providers are expected to protect it from unauthorized disclosure. Park Lawn Personnel must maintain the confidentiality of confidential information entrusted to them by any Park Lawn Entity and persons with whom the Park Lawn Entities do business, except when disclosure is required by laws or regulations. Confidential information includes all non-public information that might be of use to competitors or harmful to any Park Lawn Entity or the person to whom it relates if disclosed. Park Lawn Personnel must also respect the confidentiality of information regarding other businesses. The obligation to preserve the confidentiality of confidential information continues even after Park Lawn Personnel cease to have a relationship with any of the Park Lawn Entities.

"**Non-public information**" is information that has not been made generally available to the investing public, either through a press release, disclosure to shareholders or widely reported media coverage. Information is considered to be generally disclosed if it has been disclosed in an annual

report, annual information form, management information circular, press release or media coverage, or interim reports. The circulation of rumours, even if accurate, is not considered general disclosure to the public.

Park Lawn Personnel who have access to confidential information are not permitted to use or share that information for trading purposes or for any other purpose except the conduct of the Park Lawn Entities' business. All Park Lawn Personnel should read and abide by the Corporation's Disclosure and Confidential Information Policy.

#### **D. Corporate Opportunities**

Park Lawn Personnel are prohibited from taking for themselves personally opportunities that are discovered or developed through the use of corporate property, information or positions without the consent of the Corporation's Board, and from using corporate property, information or positions for improper personal gain. No Park Lawn Personnel may compete with any of the Park Lawn Entities directly or indirectly. Park Lawn Personnel owe a duty to each Park Lawn Entity to advance its legitimate interests when the opportunity to do so arises.

#### **E. Protection and Proper Use of Park Lawn Entity Assets**

All Park Lawn Personnel should endeavor to protect Park Lawn Entity assets and ensure their efficient use. Loss, theft, carelessness and waste have a direct impact on the profitability of the Park Lawn Entities. Any suspected incident of fraud or theft should be reported immediately to your immediate supervisor, Human Resources or the Chair of the Board for investigation.

The obligation of Park Lawn Personnel to protect the assets of the Park Lawn Entities includes the Park Lawn Entities' proprietary information. Proprietary information includes any information that is not known generally to the public or would be helpful to competitors of any of the Park Lawn Entities. Examples of proprietary information include intellectual property (such as trade secrets, patents, trademarks and copyrights), business, marketing and service plans, designs, databases, salary information and any unpublished financial data and reports. Unauthorized use or distribution of these Park Lawn Entities' assets and the taking of Park Lawn Entities' property without permission are breaches of Park Lawn Personnel's duty to the Park Lawn Entities, would violate Park Lawn Entity policy and could be illegal and result in civil or criminal penalties. In addition, carelessness or waste of the Park Lawn Entities' assets may also be a breach of Park Lawn Personnel's duty to the Park Lawn Entities and could result in dismissal. All proprietary information is to be returned to the Park Lawn Entities promptly after employment or appointment ceases, or at any time that the Park Lawn Entities request.

The obligation to preserve the confidentiality of proprietary information continues even after Park Lawn Personnel cease to have a relationship with any of the Park Lawn Entities.

Park Lawn Entity assets may never be used for illegal purposes.

#### **F. Competition and Fair Dealing**

The Park Lawn Entities seek to excel and to outperform any competitors fairly and honestly through superior performance and not through unethical or illegal business practices. All dealings undertaken on the Park Lawn Entities' behalf should be conducted in a manner that preserves the

Park Lawn Entities' integrity and reputation. Taking proprietary information without the owner's consent, inducing disclosure of that information by past or present employees to other persons or using that information in a manner that is not consistent with the intended purpose is prohibited. Park Lawn Personnel should respect the rights of, and deal fairly with, the Park Lawn Entities' competitors and persons with whom the Park Lawn Entities have a business relationship. No Park Lawn Personnel should take unfair advantage of anyone through illegal conduct, manipulation, concealment, abuse of proprietary information, misrepresentation of material facts or any other intentional unfair-dealing practice. Nor should any Park Lawn Personnel act in a manner that may be anti-competitive under anti-trust laws. The Corporation's senior management and Chair of the Board are available to assist Park Lawn Personnel in determining the application of those laws and to seek the advice of legal counsel where appropriate.

### **G. Gifts and Entertainment**

Business gifts and entertainment are customary courtesies designed to build goodwill and constructive relationships among business partners. These courtesies may include such things as meals and beverages, tickets to sporting or cultural events, discounts not available to the general public, accommodation and other merchandise or services. In some cultures, they play an important role in business relationships. However, a problem may arise when these courtesies compromise, or appear to compromise, a Park Lawn Entity's ability to make fair and objective business decisions or to gain an unfair advantage. All Park Lawn Personnel must use their best judgment to avoid situations of real or perceived conflicts when giving or receiving gifts, entertainment and other benefits.

Offering or receiving any gift, gratuity or entertainment that might be perceived to or actually unfairly influence a business relationship should be avoided. These guidelines apply at all times and do not change during traditional gift-giving seasons.

No gift or entertainment should ever be offered, given, provided, authorized or accepted by any Park Lawn Personnel or their family members unless it is consistent with customary business practices, is not excessive in value, cannot be construed as a bribe or payoff and does not violate any laws. Park Lawn Personnel cannot solicit, encourage or receive any payment, contribution, gift or favour that could influence your or another's decision. It is possible to accept unsolicited gifts, entertainment or other benefits from persons doing or seeking to do business with the Park Lawn Entities, provided the benefits are given in accordance with generally accepted business practices and are modest, infrequent, and to the extent possible, on a reciprocal basis. Gifts may never be in the form of cash, bonds or negotiable securities. If a disinterested third party would be likely to believe that the gift affected your judgment, then it must not be offered, given, provided, authorized or accepted. All business dealings must be on arm's-length terms and free from any favourable treatment resulting from the personal interests of Park Lawn Personnel.

Strict rules apply when a Park Lawn Entity does business with governmental agencies and officials (as discussed in more detail below). Park Lawn Personnel should discuss with senior management of the Corporation any gifts or proposed gifts about which they have any questions.

## **H. Payments to Government Personnel**

All Park Lawn Personnel must comply with all laws prohibiting improper payments to domestic and foreign officials. Other governments have laws regarding business gifts that may be accepted by government personnel. The promise, offer or delivery, directly or indirectly, to an official or employee of various governments of anything of value, including a gift, favour or other gratuity offer for the purpose of influencing any act or decision of such person or inducing such person to use their influence to assist in obtaining or retaining business for, or directing business to, any person in violation of these laws would not only violate the Park Lawn Entities' policies but could also be a criminal offence. Illegal payments should not be made to government officials of any country. The General Counsel or Chair of the Board can provide guidance to Park Lawn Personnel in this area and seek the advice of legal counsel where appropriate.

## **I. Lobbying**

Any contact with government personnel for the purpose of influencing legislation or rule making, including such activity in connection with marketing or procurement matters, is considered lobbying. You are responsible for knowing and adhering to all relevant lobbying laws and associated gift laws, if applicable, and for compliance with all reporting requirements. You must obtain the prior approval of the Chief Executive Officer, General Counsel, or Chair of the Board to lobby or authorize anyone else (for example, a consultant or agent) to lobby on behalf of any Park Lawn Entity, except when lobbying involves only normal marketing activities and not influencing legislation or rule making.

## **J. Discrimination and Harassment**

The diversity of Park Lawn Personnel is a tremendous asset. The Park Lawn Entities are firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any workplace discrimination or harassment of any kind. All Park Lawn Personnel must ensure that the Park Lawn Entities remain safe and respectful environments, free of discrimination and harassment where high value is placed on equity, fairness and dignity.

Examples of unacceptable conduct include derogatory comments based on race, national or ethnic origin, religion, marital status, citizenship status, disability, sexual orientation, age, gender, or any other status protected by law. Harassment generally means offensive verbal or physical conduct that singles out a person to the detriment or objection of that person. Harassment covers a wide range of conduct, from direct requests of a sexual nature to insults, offensive jokes or slurs, which results in an inhospitable work environment. Harassment may occur in a variety of ways and may, in some circumstances, be unintentional. Regardless of intent, such conduct is not acceptable and may also constitute a violation of human rights legislation. Violence and threatening behavior are not permitted. Park Lawn Personnel may not harass another employee, officer, director, service provider, customer, supplier, or any other person while doing business, whether on the Park Lawn Entities' premises or elsewhere.

Park Lawn Personnel are encouraged to speak with their supervisor, Human Resources or the General Counsel when a co-worker's conduct makes them uncomfortable and to report harassment when it occurs.

## **K. Health and Safety**

The Park Lawn Entities strive to provide all Park Lawn Personnel with a safe and healthy work environment. All Park Lawn Personnel have responsibility for maintaining a safe and healthy workplace by complying strictly with the letter and spirit of applicable occupational, health and safety laws and the public policies they represent; following work instructions or procedures on health and safety laws; not engaging in illegal or dangerous behaviours; and not possessing or using weapons or firearms or any type of combustible materials on the Park Lawn Entities' premises or at Park Lawn Entity-sponsored functions unless you are authorized by the Park Lawn Entities or the law to do so; and reporting accidents, injuries and unsafe equipment, practices or conditions to a supervisor or department head. Being under the influence of any substance and/or in the possession of illegal drugs or alcohol in the workplace will not be tolerated and will result in the termination of employment. Park Lawn Personnel should report to work in condition to perform their duties, free from the influence of drugs or alcohol.

## **L. Accuracy of Records and Reporting**

The Park Lawn Entities require honest and accurate recording and reporting of information of the Corporation to make responsible business decisions. The Corporation's accounting records are relied upon to produce reports for management, directors, managers, security holders, governmental agencies and persons with whom the Corporation does business. All of the Corporation's financial statements and the books, records and accounts on which they are based must be maintained in detail, appropriately reflect the Corporation's activities and conform to applicable legal, accounting and auditing requirements and to the Corporation's system of internal controls. Unrecorded or "off the books" funds or assets should not be maintained under any circumstances.

All Park Lawn Personnel have a responsibility, within the scope of their positions, to ensure that the Corporation's accounting records do not contain any false or intentionally misleading entries. The Corporation does not permit intentional misclassification of transactions as to accounts, departments or accounting records. All transactions must be properly authorized, supported by accurate documentation in reasonable detail and recorded in the proper accounts and in the proper accounting period.

Park Lawn Personnel business expense accounts must be documented and recorded accurately. If Park Lawn Personnel are not sure whether a certain expense is legitimate, a supervisor or department head can provide advice. General rules and guidelines are available from the General Counsel or Chair of the Board.

Business records and communications often become public through legal or regulatory proceedings or the media. Park Lawn Personnel should avoid exaggeration, derogatory remarks, guesswork or inappropriate characterizations that can be misunderstood. This requirement applies equally to communications of all kinds, including e-mail, informal notes, internal memos and formal reports.

#### **M. Use of E-mail and Internet Services**

Email, telephones, internet services and other forms of communication are provided to assist Park Lawn Personnel in carrying out their work. Incidental and occasional personal use is permitted, but this use should not be excessive or detrimental to the Park Lawn Entities, and should never be for personal gain or any improper purpose. Internet use must be conducted in a reasonable professional manner and must not impede on Park Lawn Personnel's ability to perform his or her duties. Park Lawn Personnel may not access, send or download any information that could be insulting or offensive to another person, such as sexually explicit messages, cartoons, jokes, unwelcome propositions, derogatory messages based on racial or ethnic characteristics, or any other message that could reasonably be viewed as harassment. Flooding Park Lawn Entities' system with junk mail and trivia hampers the ability of the system to handle legitimate business and is prohibited. Park Lawn Personnel must be also vigilant to ensure that the network security is maintained.

Communications (including voice-mail) and computer information sent, received or created by Park Lawn Personnel using the Park Lawn Entities' resources are considered property of Park Lawn Entities and Park Lawn Personnel should recognize that these communications and information are not "private". Unless prohibited by law, Park Lawn Entities reserve the right to access, monitor, review and disclose those communications and information as necessary for business purposes. Park Lawn Personnel should use good judgment and not access, send communications or store any information on Park Lawn Entities' computers or other property that they would not want to be seen or heard by others.

#### **N. Social Media Use**

Unless specifically authorized by the Park Lawn Entities, Park Lawn Personnel and, where applicable, service providers are strictly prohibited from commenting on or discussing confidential, proprietary, sensitive or trade secret information relating to the Park Lawn Entities and its business, including information pertaining to its employees, customers, products and services, suppliers, competitors, performance or financial results on any social media sites (including, but not limited to, Facebook, Twitter and YouTube) or internet chat room, blog, newsgroup or other online forums. For clarity, social media posts in connection with authorized and customary promotional or marketing activities in furtherance of the Park Lawn Entities' legitimate business purposes are permitted.

Park Lawn Personnel and, where applicable, service providers should take care when presenting themselves in public settings, including online and in web-based forums or networking sites; each is encouraged to conduct himself or herself in a responsible, respectful, and honest manner at all times. The Park Lawn Entities understand that Park Lawn Personnel and, where applicable, service providers may wish to create and maintain a personal presence online using various forms of social media. However, in so doing they should include a disclaimer, where appropriate, that the views expressed therein do not necessarily reflect the views of the Park Lawn Entities.

#### **O. Media, Public and Governmental Inquiries**

Only the Chief Executive Officer, President and Chief Operating Officer, Chief Financial Officer, Chair of the Board and General Counsel are trained and authorized as spokespersons to release

information to the public pertaining to the Corporation. When members of the media, financial analysts or government authorities contact the Park Lawn Entities to request information, the response can have far-reaching implications, including effects on the price of the Corporation's securities and its ability to compete. In addition, the Corporation must comply with the requirements of securities regulators and, when applicable, stock exchanges about how and when we disclose information, and understand that there are strict consequences for doing so improperly.

If Park Lawn Personnel receive a request for information from outside the Corporation, you must forward it to the General Counsel or, to the Chief Executive Officer if the General Counsel is unavailable, if you have not been specifically authorized to speak on behalf of the Park Lawn Entities.

Provided, however, each Regional Vice President, and their respective delegates, are authorized to speak to the media, public or an inquiring governmental entity to address matters of a local concern which pertain to the operations of any business which they manage.

## **2. Waivers of the Code**

Any waiver of this Code for directors or officers may be made only by the Board (or a committee of the Board to whom that authority has been delegated) and will be promptly disclosed as required by law or securities regulation.

The Board (or applicable committee) of the Corporation may grant a specific, limited waiver of any provision of this Code to Park Lawn Personnel if the Board (or applicable committee) determines, based on information that it deems credible and persuasive, that a limited waiver is appropriate under the specific circumstances. Each fact situation will be a separate case. Employees (other than executives) and service providers may seek waivers from the General Counsel of the Corporation (or the Chief Executive Officer if the General Counsel is unavailable) who is entitled to grant them. The Directors and executive officers may seek waivers from the Chair of the Governance and Nominating Committee, who is entitled to grant waivers to them. The Chief Executive Officer and the General Counsel will report to the Chair of the Governance and Nominating Committee on all waivers granted by him or her on a quarterly basis. The Chair of the Governance and Nominating Committee will provide the Board with a quarterly report outlining all waivers that have been granted. Park Lawn Personnel and each service provider should note that it is generally the Park Lawn Entities' intention not to grant or permit waivers from the requirements of this Code.

Conduct of Park Lawn Personnel or, where applicable, service provider of the Park Lawn Entities that materially departs from the Code may be required to be publicly disclosed and reported to regulatory and law enforcement officials.

## **3. Reporting and Illegal or Unethical Behavior**

Each of the Park Lawn Entities has a strong commitment to the conduct of its business in a lawful and ethical manner. Park Lawn Personnel must report violations of laws, rules, regulations or this Code. Inappropriate delay in reporting a suspected or discovered violation is itself a violation of this Code. Park Lawn Personnel are encouraged to talk to supervisors, managers or other appropriate personnel about observed illegal or unethical behavior and when in doubt about the



best course of action in a particular situation. It is the policy of the Park Lawn Entities to maintain confidentiality and not to allow retaliation for reports of misconduct by others made in good faith. It is, at the same time, unacceptable to file a report knowing that it is false. All Park Lawn Personnel are expected to cooperate in internal investigations of misconduct.

#### **4. Compliance Standards and Procedures**

The Board of the Corporation is responsible for implementing the Code and ensuring that management is monitoring compliance with the Code.

Park Lawn Personnel and, where applicable, service providers who violate the Code will be subject to disciplinary action, including potential dismissal, required resignation or contract termination depending upon the particular circumstances. Information regarding possible breaches of the Code by directors will be referred to the Chair of Governance and Nominating Committee, as appropriate in the circumstances.

The Park Lawn Entities will not excuse any violation of this Code by Park Lawn Personnel or, where applicable, service provider even if the violation was specifically requested or directed by another employee, officer, director or service provider.

All Park Lawn Personnel must work to ensure prompt and consistent action against violations of this Code. However, in some situations it is difficult to know right from wrong. Since we cannot anticipate every situation that will arise, it is important that the Park Lawn Entities have a way to approach a new question or problem. These are the steps to keep in mind:

- Make sure you have all the facts. In order to reach the right solutions, we must be as fully informed as possible.
- Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will help you to focus on the specific question you are faced with and the alternatives you have. Use your judgement and common sense - if something seems like it might possibly be unethical or improper, it probably is.
- Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- Discuss the problem with your manager. This is the basic guidance for all situations. In many cases, your manager will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Remember that it is your manager's responsibility to help solve problems.
- Seek help from internal resources. In the rare case where it may not be appropriate to discuss an issue with your manager, or where you do not feel comfortable approaching your manager with your question, discuss it locally with your "two-up". If that is not appropriate for any reason, contact the Corporation's Chief Financial Officer, General Counsel, Chief Executive Officer or the Chair of the Board.

- You may report ethical violations without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected to the extent possible. The Park Lawn Entities do not permit retaliation of any kind against employees for good faith reports of ethical violations.
- Always ask first, act later: If you are unsure of what to do in any situation, seek guidance before you act.
- Confidential Complaint Procedure: Concerns about any matter within the scope of this Code may also be reported to the Park Lawn Ethics & Safe Workplace Reporting Hotline by telephone ((844) 917-0522) or online at [www.plchotline.com](http://www.plchotline.com).

## **5. Legal Notice**

This Code serves as a reference to you. The Park Lawn Entities are committed to continuously reviewing and updating its policies and procedures. The Park Lawn Entities reserve the right to modify, suspend or revoke this Code and any and all policies, procedures, and programs, in whole or in part, at any time. The Park Lawn Entities also reserve the right to interpret and amend this Code and these policies in its sole discretion as it deems appropriate.

Neither this Code, these policies, nor any statements made by any employee of the Park Lawn Entities, whether oral or written, confer any rights, privileges or benefits on any employee, create an entitlement to continued employment at the Park Lawn Entities, establish conditions of employment, or create an express or implied employment contract of any kind between employees and the Park Lawn Entities. In addition, all employees should understand that this Code does not modify their employment relationship, whether or not governed by a written contract.