



POLICY GUIDANCE & STANDARDS

TRADE RELATIONS

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SCOPE AND PURPOSE

This policy guidance & standard (PG&S) applies to Suncor Energy Inc. and its subsidiaries world-wide (collectively "Suncor" or the "Company"). References in this document to "Suncor Personnel" include members of the board of directors, officers, employees, contract workers, consultants and agents of Suncor. All Suncor Personnel must comply with this PG&S.

This PG&S is subject to and forms part of Suncor's Standards of Business Conduct Code and Compliance Program.

GUIDANCE & STANDARDS

When engaged in buying or selling products, crude oils, materials, supplies and services of any type, consideration of quality, availability, reputation and cost or price is to be paramount.

The following standards are to be observed:

- A. Except for crude oil or other product exchanges, no lists or written statistics are to be prepared which compare purchases made by Suncor from particular customers or suppliers with sales made by Suncor to such customers or suppliers. This standard is not intended to prohibit employees engaged in making purchases or obtaining services for Suncor or Suncor Personnel engaged in making sales for Suncor from furnishing other Suncor Personnel from time to time with the names of the customers and suppliers with whom Suncor does business.
- B. Suncor should not be made a party to any group of purchasers, which agrees to boycott a particular supplier or list of suppliers. Likewise, Suncor should not be party to any joint effort or agreement refusing to deal with a particular customer or list of customers.
- C. Except for crude oil or other product exchanges, Suncor Personnel should not in the course of acquiring products, materials, equipment, supplies or services for Suncor in any manner require a supplier to buy products, materials, equipment, supplies or services of Suncor.
- D. When procuring products, materials, equipment, supplies or services from a supplier, Suncor Personnel should not suggest that the lack of (or amount of) the supplier's purchases of Suncor's products, materials, equipment, supplies or services will have any effect on Suncor's procurement decision.
- E. Suncor Personnel should not refuse to do business with a supplier because the supplier does not

purchase products, materials, equipment, supplies or services from Suncor.

- F. Except for crude oil or other product exchanges, Suncor Personnel should not in the course of selling products, materials, equipment, supplies or services to a customer communicate any reference to the amount or volume of purchases made by Suncor of products, materials, equipment, supplies or services from that customer.

In addition to other potential legal consequences, an individual who violates this PG&S is subject to disciplinary action, which may include immediate dismissal. Supervisors and managers are expected to promote a working environment consistent with this PG&S and assist Suncor Personnel within their supervision to understand and comply with this PG&S.

EXCEPTIONS

There are no exceptions to this PG&S.

DEFINITIONS

References in this PG&S to **crude oil or other product exchanges** relate to the practice in the industry of “borrowing” product or crude oil from other industry participants to meet supply obligations when the borrower is temporarily unable to satisfy such obligations. Such borrowed product or crude oil is then “repaid” in kind or otherwise at a later date. In order to complete such transactions it is necessary (i) to maintain detailed records of product or crude oil borrowed or lent, (ii) to require lenders, on certain terms, to take back an equivalent amount of the product or crude oil borrowed, and (iii) to communicate certain relevant information to the parties to such exchanges.

REFERENCES TO RELATED DOCUMENTS

Business Conduct Policy Statement

Business Conduct Code and Compliance Program PG&S

Competition PG&S

Improper Payments PG&S

Trading Risk Management PG&S

This document replaces “Policy 302 Trade Relations”.