

ABSOLUTE SOFTWARE CORPORATION

WHISTLEBLOWER POLICY

1. Purpose and Statement of Commitment

This Whistleblower Policy (this “**Policy**”) of Absolute Software Corporation (the “**Company**”) is an important element in detecting fraudulent, illegal or other undesirable business conduct and is intended to ensure that any such misconduct or other wrongdoing is reported and appropriately reviewed.

Any employee, officer or shareholder of the Company or any third party who has a concern about the Company’s business conduct, possible violations of law or of the Company’s Code of Business Conduct or Anti-Bribery Policy, or about its accounting, internal accounting controls or financial or auditing matters (a “**Concerned Party**”) may communicate that concern.

2. Reporting

A Concerned Party should share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, an employee’s manager is in the best position to address the matter.

However, if the Concerned Party is not comfortable speaking with their manager or is not satisfied with their manager’s response, the Concerned Party is encouraged to speak with someone in management whom that person is comfortable approaching or to contact Human Resources at hrconfidential@absolute.com.

For suspected fraud or illegal behaviour, or if the Concerned Party is not satisfied with the response received or uncomfortable following the above guidelines, the Concerned Party should contact the Chair of the Audit Committee at whistleblower@absolute.com.

Alternatively, the Concerned Party may send an anonymous message to absolutesoftware@whistleblowersecurity.com or confidentially log a complaint at www.integritycounts.ca by clicking “File a Report” and filling out the web forms detailing the issue.

The concern or complaint should be in writing so as to ensure a clear understanding of the issues raised, but may be oral. In either case, the concern or complaint should be factual rather than speculative, and should set forth all of the information that the Concerned Party knows regarding the concern or complaint. The Company may, in its reasonable discretion, determine not to commence a review or investigation if a concern or complaint is in reference to unspecified or broad allegations of wrongdoing without appropriate informational support. The Company will consult with external legal counsel in appropriate circumstances.

A Concerned Party’s concern or complaint will be kept confidential to the fullest extent possible, consistent with the need to conduct an adequate review.

3. Review of a Report

Upon receipt of a report under this Policy, the following course of actions will typically occur:

- (a) The report will be reviewed by the person who received it to ensure that it is legitimate. Generally, a message will be considered a legitimate communication unless it is clearly (i) unrelated to the business and affairs of the Company, (ii) an advertisement or promotion of a product or service, or (iii) patently offensive or threatening in nature.
- (b) For reports of suspected fraud or illegal behaviour, the report will be forwarded to the Chair of the Audit Committee and, if appropriate in their view, the Chair of the Board of Directors.

- (c) The Chair of the Audit Committee, or another member of the Audit Committee designated by the Chair, will take ownership of the matter and will lead a review of the subject matter of the report.
- (d) The person conducting the review may enlist employees of the Company or outside legal, accounting or other advisors, as appropriate, to assist in or conduct the review.
- (e) At the subsequent meeting of the Audit Committee, the persons reviewing a concern or complaint will prepare a summary report to the Audit Committee stating the nature of any concern or complaint under review and the status of the review.
- (f) On at least a quarterly basis, the Chair of the Audit Committee will report to the Board of Directors on the number of concerns or complaints received and the status of all concerns or complaints reviewed.

4. Determinations and Corrective Actions

The Audit Committee will make a preliminary determination of the validity of a concern or complaint and suggest any corrective action. This determination and suggestion for action can be made with, if requested, input from management of the Company. The determination and suggestions of the Audit Committee will be presented to the Board of Directors for consideration and resolution. Notwithstanding the foregoing, it is the responsibility of the Audit Committee to report to the Company's management any non-compliance with legal and regulatory requirements and to ensure that management takes appropriate action.

Directors, officers and employees that are found to have violated any laws, governmental regulations or Company policies will face appropriate, case-specific disciplinary action, which may include a reprimand or discharge. The person conducting the review will report the resolution of such review to the Concerned Party and, as appropriate, to others involved in the review in such detail as the Audit Committee thinks appropriate.

5. Modification to Procedures

The procedures under "*Review of a Report*" and "*Determination and Corrective Actions*" above are intended to be the principal procedures to be followed in reviewing a concern or complaint reported under this Policy. These procedures can be modified on a case-by-case basis depending on the nature of the concern or complaint and the individuals involved.

6. Anonymous Allegations

Concerned Parties are encouraged to include their names in their reports, as appropriate follow-up questions and investigation may not be possible unless the source of the information is identified. Reports filed anonymously may be reviewed, but consideration will be given to (a) the seriousness of the issue raised, (b) the credibility of the concern, and (c) the likelihood of confirming the allegation from attributable sources.

7. Acting in Good Faith

Any person filing a report under this Policy must be acting in good faith and, where the report concerns a suspected violation of the Company's Code of Business Conduct or Anti-Bribery Policy, have reasonable grounds of believing the information disclosed indicates a violation of such policy. Any reports that prove not to be substantiated and which are shown to have been made maliciously or knowingly to be false will be viewed as a serious offense and, where applicable, may result in disciplinary action.

8. No Retaliation

No adverse action or retribution of any kind (e.g. termination of employment, demotion, suspension, threat or harassment or any other manner of discrimination against an employee in the terms and conditions of employment) will be taken by the Company against any employee because they report in good faith a

suspected violation of the Code of Business Conduct or Anti-Bribery Policy or other misconduct or wrongdoing by any person (excluding where the conduct is that of the reporting employee).

9. Review of this Policy

The Company will periodically review and revise this Whistleblower Policy as appropriate.

Last Updated: May 1, 2021