

# TUSK Energy Corporation

## TREATMENT OF COMPLAINTS POLICY

*Approved by the Board of Directors on November 9, 2007*

*Approved by the Board of Directors on March 22, 2006*

### I. PURPOSE

The Audit Committee of the board of directors of TUSK Energy Corporation (the "**Corporation**") has adopted this policy with respect to the treatment of complaints (the "**Policy**") with the objective of establishing procedures for:

- A. the receipt, retention and treatment of complaints received by the Corporation regarding accounting, internal accounting controls, or auditing matters in relation to the Corporation; and
- B. the confidential, anonymous submission by employees of the Corporation of concerns regarding questionable accounting or auditing matters in relation to the Corporation.

### II. RAISING A COMPLAINT OR CONCERN

The Corporation is committed to providing a work environment based on trust and respect and enabling all employees to work without fear of intimidation or discrimination. As part of this commitment, the Corporation encourages an open and frank atmosphere in which problems, concerns or complaints with respect to corporate fraud, accounting, internal accounting controls or auditing matters relating to the Corporation can be raised without fear of retaliation.

#### A. **Reportable Activities**

The following activities (each a "**Reportable Activity**") should be reported by employees of the Corporation promptly, to the appropriate channel of communication (see below):

- 1. any concerns or complaints with respect to the accounting, internal accounting controls, or auditing matters in relation to the Corporation;
- 2. any evidence of an activity by an employee of the Corporation or by any department within the Corporation that may constitute:
  - (a) corporate fraud;
  - (b) violation of federal or provincial laws; or
  - (c) misappropriation of any Corporation property; and
- 3. any breach of the Corporation's Code of Business Conduct.

## **B. Channels of Communication**

A Reportable Activity may be reported to the employee's immediate supervisor. However, if such reporting is either inappropriate, does not provide the necessary level of confidentiality or as the employee otherwise prefers, the Reportable Activity should be reported directly to the Chairman of the Corporation's Audit Committee, who will treat all disclosures in confidence and will involve only those individuals who need to be involved in order to conduct an investigation.

If the employee wishes to remain anonymous, if it is inappropriate to submit the Reportable Activity to the Chairman of the Corporation's Audit Committee or if the employee otherwise prefers, the employee may elect to submit information with respect to the Reportable Activity to a third-party.

The Corporation has engaged an independent third party service provider, Global Corporate Compliance Inc. ("**Global**"), to permit any employee of the Corporation to report a Reportable Activity on an anonymous and confidential basis. An employee can contact Global to report a Reportable Activity in one of three ways:

- (i) by calling the toll free ethics hotline (the "**Ethics Hotline**") at **1-877-266-2579**;
- (ii) by faxing the confidential fax line at 1-800-216-8459; or
- (iii) by choosing the appropriate link on the website of Global ([www.globalcci.com](http://www.globalcci.com)) (User ID: **TUSK**) (Password: **T5Energy**).

## **C. Confidentiality**

The Corporation is fully committed to maintain adequate procedures for the confidential, anonymous reporting by an employee of the Corporation of a Reportable Activity.

Any submission made by an employee of the Corporation regarding a Reportable Activity shall be treated on a confidential and, if desired by the employee or if reported through the ethics hotline, anonymous basis. A submission shall only be disclosed to those persons who have a need to know in order to properly carry out an investigation of the Reportable Activity, in accordance with the procedures on handling the report of such Reportable Activity under Part III of this Policy.

## **D. Retaliation**

Any employee who in good faith reports a Reportable Activity will be protected from threats of retaliation, discharge, or other types of discrimination including but not limited to, lower compensation or inferior terms and conditions of employment that are directly related to the disclosure of such Reportable Activity.

Any employee who retaliates against another employee who reports a Reportable Activity in good faith, may face disciplinary action, including termination of his or her employment, without notice.

**III. PROCEDURES FOR HANDLING THE REPORTING OF A REPORTABLE ACTIVITY**

- A. Any director, officer or employee of the Corporation who receives a submission from any person regarding a Reportable Activity shall immediately report such submission to the Chairman of the Corporation's Audit Committee, regardless of the materiality of the allegation.
- B. Any submission regarding a Reportable Activity received through the Ethics Hotline shall immediately be reported to the Chairman of the Corporation's Audit Committee, regardless of the materiality of the allegation.
- C. Upon receipt of any submission regarding a Reportable Activity, the Chairman of the Corporation's Audit Committee, shall:
  - 1. review and assess the seriousness of the Reportable Activity and determine the manner in which and by whom the Reportable Activity will be investigated, including the use of internal and external resources to conduct the investigation;
  - 2. depending on the nature of the submission of a Reportable Activity and its materiality, and in particular, with respect to submissions that could materially affect the financial statements of the Corporation or the integrity of the Corporation's system of internal controls, the person(s) designated to investigate the alleged Reportable Activity will be instructed to keep the Chief Executive Officer and Chief Financial Officer (except to the extent any such persons are allegedly implicated in the Reportable Activity) apprised of the status of the investigation for purposes of ensuring compliance with regulatory requirements, including timely and continuous disclosure obligations of the Corporation and certification obligations by the Chief Executive Officer and Chief Financial Officer;
  - 3. track all Reportable Activities subject to investigation on an ongoing basis; and
  - 4. report back to the employee who reported the Reportable Activity if possible (only if such employee has expressly waived anonymity), or to GlobalCo so that they may report back to the employee if such employee has provided contact information and wishes an update, on the status of the investigation.
- D. On a quarterly basis or upon request, the Chairman of the Corporation's Audit Committee shall prepare a report to the Audit Committee showing all submissions on Reportable Activities received during the previous quarter through all channels of communication, how submissions related to a Reportable Activity were handled, results of any investigations and any corrective action taken.
- E. Investigations of all submissions relating to Reportable Activities will be made in a timely manner. Executive officers, members of the Audit Committee, external legal counsel and other advisors shall be consulted if necessary.

**IV. RETENTION OF COMPLAINTS AND INVESTIGATIONS**

All complaints/concerns and investigations with respect to a Reportable Activity shall be fully documented in writing by the person(s) designated to investigate the matter. Such documentation will be maintained for six years in the files of the Chairman of the Corporation's Audit Committee, will be marked as confidential and will be available for inspection by Audit Committee members, the external auditors and any outside counsel or other advisors hired in connection with such matters.

**V. CONTACT PERSONS**

Any questions with respect to the general application of this Policy should be made to the following person:

Vice President Finance, CFO and Corporate Secretary  
Michael J. Makinson  
Telephone: 403-662-2443  
[mmakinson@tusk-energy.com](mailto:mmakinson@tusk-energy.com)

**VI. OTHER**

This Policy will be reviewed by the Audit Committee at least annually and updated as required.