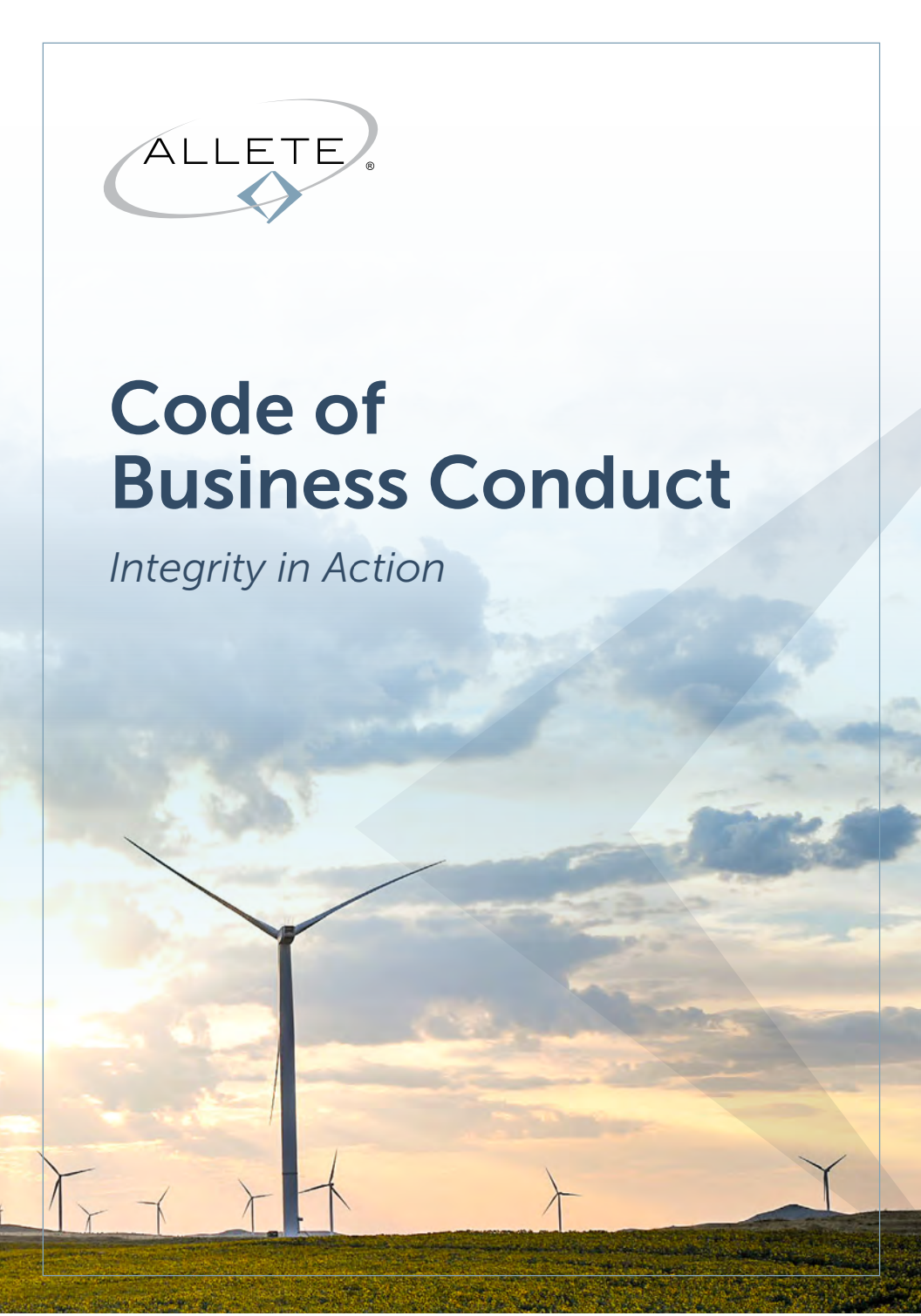
ALLETE®

Code of Business Conduct

Integrity in Action



ALLETE clean energy · ALLETE Renewable Resources, Inc. · BNI energy · minnesota power · NEW ENERGY EQUITY · SWL&P



Bethany Owen

ALLETE Chair, President, and CEO

"Each of us shapes ALLETE's culture and reputation for integrity through our words and actions—every single day."

Everyone,

Integrity is the foundation of everything we do at ALLETE.

Our commitment to integrity and doing the right thing always is one of the many reasons I'm so proud and honored to be part of ALLETE. I hope and trust each of us starts and ends every day with the conviction that how we do business is just as important as what we accomplish.

ALLETE's Code of Business Conduct contains essential information about who we are and how we conduct ourselves. Each of us shapes ALLETE's culture and reputation for integrity through our words and actions—every single day. We must always act responsibly, honestly and ethically and treat others with dignity and fairness. Our Code of Business Conduct emphasizes the role each of us plays in maintaining ALLETE's integrity.

These important principles and policies should guide our everyday decisions and help each of us deal with challenging situations we might encounter. We should ask for help when faced with a difficult situation, be transparent about our mistakes, and always learn from those mistakes. We must never compromise our integrity regardless of the pressures we face and regardless of who is (or isn't) watching.

We are always stronger together, and this is especially true when it comes to integrity. None of us can or should go it alone. I encourage you to cultivate relationships, talk to each other, discuss concerns, and work together to find ethical and responsible solutions to challenges. Speak up and ask for guidance when the right thing to do is not clear. We are all responsible for serving as strong, positive role models and fostering a culture in which everyone feels free to ask questions and raise concerns when something doesn't feel right.

Thank you for joining me in our unwavering commitment to integrity in all that we say and do.

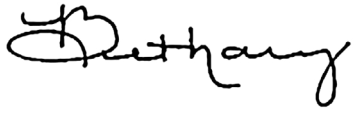


TABLE OF CONTENTS

Introduction

About Our Code of Business Conduct 2
Our Shared Values 3
Shared Responsibility 4
Ethical Decision-Making Framework 6

Speak Up

Seek Guidance and Voice Concerns 8
Anonymous and Confidential Reporting 9
Investigations 10
Non-Retaliation Policy 11

Our Work Culture

Workplace Health and Safety 12
Respect in Our Workplace 13
Fair Employment: Wage and Hour Practices 14

Our Business Practices

Legal and Regulatory Compliance 16
Financial Integrity 17
Securities and Insider Trading 18
Confidentiality 20
Company Assets and Information 22
Business Records 24
Fair Competition 26
Fair Dealing 26
Conflicts of Interest 28
Business Gifts 30
Relationships with Government and Public Officials 32
Utility-Specific Requirements 33
Off-the-Job Conduct 34
Community Activities 34
Environmental Stewardship 34
Social Media 35

Policy Waivers

Policy Waivers 36

INTRODUCTION

About Our Code of Business Conduct

This Code of Business Conduct represents the foundation of ALLETE's commitment to integrity and provides a framework for making effective, ethical decisions. The principles contained here unite us as a company; they go to the heart of how we treat each other and how we conduct business. Our Code of Business Conduct reminds us that what we do in connection with our work for ALLETE will be measured against the highest standards of ethical business conduct.

Each of us is responsible for upholding the company's integrity. This Code of Business Conduct applies to all employees and directors of ALLETE and its subsidiaries and business divisions. For employees, disciplinary action, up to and including termination of employment, can result from violating this Code of Business Conduct.

ALLETE's Code of Business Conduct also applies to all representatives, agents, contractors, vendors, and the like who do business with or on behalf of ALLETE and its subsidiaries and business divisions. Failure of a service provider to uphold this Code of Business Conduct can result in termination of the relationship with the service provider.

Our Shared Values

Our culture drives excellence through our shared values, which we live every day.



INTEGRITY
We conduct ourselves honestly and ethically—integrity is the foundation of all we do.

SAFETY
We commit to be injury-free at work, at home and in our communities.

PEOPLE
We care about others, respect our differences and create opportunities for ***everyone*** to thrive.

PLANET
We are building a cleaner, better world.

Shared Responsibility

Personal responsibility and accountability are essential to upholding ALLETE's integrity. Each of us is expected to do the right thing, helping ALLETE maintain the highest ethical standards. This means that every employee must:

ALL EMPLOYEES

- **Know and follow the laws, regulations, rules, and company policies that apply to us and our work.** Never allow anything, including the needs of the business, to justify doing something that violates the law or is inconsistent with ALLETE's ethical standards.
- **Admit when we make mistakes.** Errors are a natural part of being human. Our experiences—especially those involving failure—have the power to transform us and others around us. We must never try to cover up or conceal mistakes. Instead, we must speak up and take steps to resolve them.
- **Focus on integrity.** At a minimum, each of us must annually review this Code of Business Conduct as part of participating in a formal discussion about integrity at ALLETE. Ideally, we will discuss these topics on a consistent, recurring basis.
- **Speak up.** It is our obligation to say something when we feel unsure or uncomfortable. We must be alert to any situation or action that may violate the law or company policies and promptly report it. Our obligation to speak up also includes fully and honestly cooperating with any compliance review, audit, or investigation.
- **Do the right thing.** We must act with integrity no matter what, even when it isn't the easy choice, even when we think that nobody is watching.

Supervisors, managers, and other company leaders have additional responsibilities and obligations related to integrity. ALLETE leaders must:

SUPERVISORS AND LEADERS

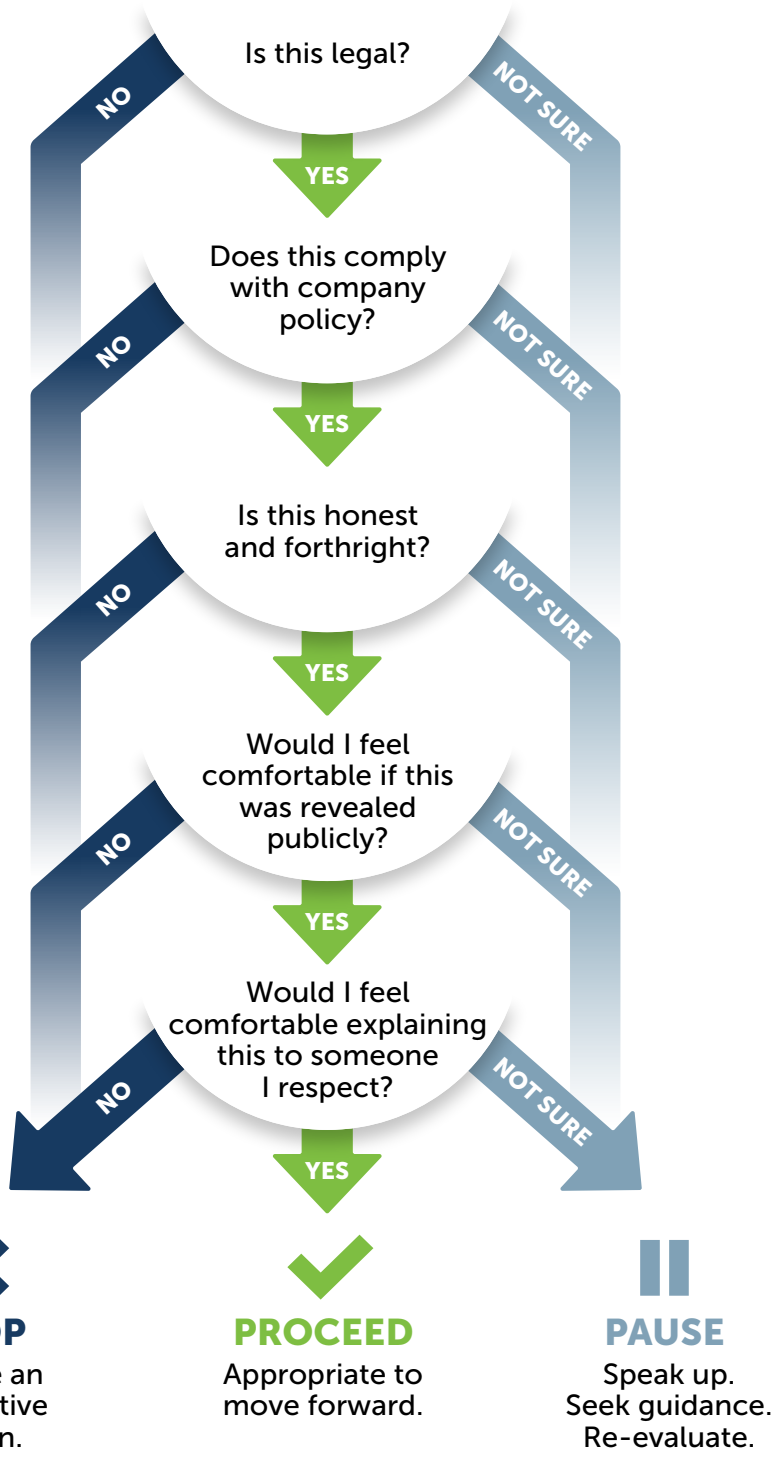
- **Be a strong role model.** Leaders play a key role in establishing company culture. It means little to talk about integrity if we do not embody it ourselves. Leaders should demonstrate ethical conduct at all times. Leaders also must strive to create a positive work environment in which employees feel comfortable raising questions and voicing ethical concerns.
- **Be a resource for other employees.** Leaders should regularly communicate with the employees who report to them about the importance of ALLETE's Code of Business Conduct, following applicable laws and policies, and ethical conduct in general. Leaders should ensure that integrity discussions are a routine part of the workplace. Leaders should be responsive to employees' needs, whether that means answering questions, addressing concerns, or providing resources such as training opportunities.
- **Be responsive.** Leaders need to give due attention to all integrity matters. We should show appreciation for employee engagement, seek guidance ourselves, investigate concerns in a timely, appropriate manner, and escalate reported issues as necessary.
- **Create an environment in which employees can speak up without fear of punishment.** Leaders should cultivate a workplace culture where high expectations are balanced with understanding and compassion. We must foster a safe environment in which it is safe to acknowledge that we sometimes make mistakes or don't know what to do. Leaders must ensure that employees who report an integrity concern are protected from any form of retaliation for doing so.

Ethical Decision-Making Framework

Sometimes the right choice is clear and easy to make. Other times, complex or difficult circumstances, or competing pressures, can make it hard to discern the right thing to do—and maybe even hard to do it.

If you are unsure about a business action or decision, before you move forward it is important be sure what you do will align with your integrity and protect ALLETE's reputation. You can ask yourself important questions like the ones in the illustration to the right.





SPEAK UP

Seek Guidance and Voice Concerns

When in doubt, consider seeking guidance. We owe it to ourselves, to each other, and to the company to raise questions or concerns and to discuss challenging issues.

You have multiple options when it comes to asking questions, raising an ethical concern, or reporting misconduct, including those discussed in this section.

Often the best way to get the advice you need or to resolve a question or concern will involve speaking directly, openly, and honestly with an appropriate person. When possible, you are encouraged to talk to your immediate supervisor or manager first because they are likely to know your business area and your situation best.

If you are not comfortable talking to your immediate supervisor or manager, you can discuss the issue with a higher-level manager in your reporting line. You can talk to another company manager or contact any leader in Human Resources. You can also bring your issue or concern to any member of the ALLETE Integrity and Compliance Leadership Committee, which oversees ALLETE's integrity and compliance program. A list of the Integrity and Compliance Leadership Committee members can be found on the ALLETE website.

If you do not feel comfortable bringing a concern directly to company leaders, using the ALLETE Integrity Helpline is an option that is always available to you and allows you to make a report anonymously.

The ALLETE Integrity Helpline is a third-party service you can use to ask questions, voice ethical concerns, or report possible violations of this Code of Business Conduct or other company policies, rules, regulations, or laws. The service is available to ALLETE employees, contractors, and other concerned parties.

When you call the ALLETE Integrity Helpline, a specialist hired and trained by an independent organization will answer your call and guide you through the process.

When you access the ALLETE Integrity Helpline through the online portal, you will be able to access ALLETE's Code of Business Conduct as a reference tool.

All reports received through the ALLETE Integrity Helpline are tracked, managed, and reviewed by appropriate members of the ALLETE Integrity and Compliance Leadership Committee. You will receive instructions and a time frame in which to check back for the company's response to your question or to learn the status of the investigation into your concern.



ALLETE Integrity Helpline

1-866-776-6951

https://allete.ethicspoint.com

Available 24 hours a day, 365 days a year.

Anonymous and Confidential Reporting

You can use the ALLETE Integrity Helpline to raise concerns anonymously and confidentially. In many situations, investigations can be conducted without knowing the identity of the individual making the report. In some circumstances, however, anonymity may make it difficult to thoroughly investigate a concern or follow up on an issue. To assist us in investigating concerns, we encourage you to identify yourself whenever possible. All reports are treated confidentially to the fullest extent possible, consistent with the need to conduct an appropriate investigation and comply with applicable legal requirements.

Investigations

ALLETE takes seriously allegations of misconduct, including violations of this Code of Business Conduct, other company policies, or applicable laws and regulations. Concerns are investigated thoroughly and promptly. When a report is received, a neutral investigator will be assigned to look into the facts, supported by additional resources needed to conduct an appropriate investigation. Typically, this involves one or more leaders from Human Resources/Employee Relations, Internal Audit, Legal Services, or Security and Emergency Management.

If you are asked to participate in an investigation, you must cooperate fully and answer all questions completely and honestly. Failure to cooperate in the investigation could result in discipline, up to and including termination of employment.



I have been called into an HR investigation interview. They want to know what one of my co-workers is up to. I like to mind my own business. I don't want to get anybody in trouble or be labeled as a "snitch." I would prefer to keep out of it. What should I do?



The purpose of any investigation is to unearth the truth of the situation. The company needs as many perspectives and as much information as possible to objectively and accurately determine the facts. You should answer the questions. Be forthcoming and honest about what you know. Your participation will remain confidential to the extent possible. You will be protected from retaliation for your cooperation in the investigation.

Non-Retaliation Policy

ALLETE counts on and values employees' help identifying potential problems that need to be addressed. ALLETE does not tolerate retaliation against any person who, in good faith, reports a suspected violation.

ALLETE also counts on and values employees' full, open, and honest participation in investigations into potential misconduct and prohibits retaliation against any employee in connection with such participation.

Anyone who retaliates against another person in violation of this policy will face disciplinary action up to and including termination of employment.

If you think that you or someone else is being subjected to retaliation for any reason, you should promptly report that concern.

Retaliation is Prohibited

This means that no person will be allowed to harass, penalize, or take a negative employment action against another person for reporting a concern, participating in an investigation, or exercising lawful rights such as refusing to violate company policy or applicable law. Retaliation can include a range of actions or behaviors, some of which could be appropriate in other contexts but are strictly prohibited if the motivation is to punish a person for engaging in protected activity. These can include:

- Discharge
- Demotion
- Suspension
- Increased oversight
- Criticism of work
- Other actions that make work more difficult or unpleasant *(e.g., schedule changes, change in responsibilities, loss of privileges, etc.)*

There are other retaliatory actions or behaviors that are always unacceptable workplace practices, regardless of motivation. These can include:

- Threats
- Intimidation
- Harassment
- Disrespectful behavior (e.g., name-calling or taunting, shunning, spreading false rumors, etc.)

Any retaliation or suspected retaliation should be reported immediately.

OUR WORK CULTURE

Workplace Health and Safety

Integrity is at the foundation of our deep commitment to workplace safety. When we see something that is unsafe, we have a responsibility to say something. We are committed to being injury-free for ourselves, for each other, and for our families and friends. This commitment also extends to the communities in which we work; we use care and caution to avoid injury to anyone. We choose to work safely because we want to, not just because we have to.

ALLETE is committed to fostering a healthy and safe work environment. In addition to knowing and following safety rules and regulations, we strive to continuously learn from each other in an environment of mutual trust and respect.

We are committed to providing a work environment free from inappropriate use of drugs or alcohol. Employees must not be impaired due to alcohol or drugs when reporting to work and during all work time. Any unauthorized possession or use of alcohol on company property is prohibited. It is also unacceptable to use alcohol off work premises while on company business if it impairs judgment or risks anyone's safety. We may not possess or use illegal drugs on company property or while on company business.



Respect in Our Workplace

We will treat each other with fairness, dignity, and without discrimination. We meet this fundamental obligation by showing standard professionalism, courtesy, and consideration to every person we encounter through work, and by respecting diversity of cultures and ideas in the workplace.

ALLETE is committed to providing equal opportunities in employment. We provide a safe and secure workplace with zero tolerance for harassment, unlawful discrimination, or violence. No employment decision or action should ever be based on a person's race, color, gender, gender identity, sexual orientation, national origin, age, disability, marital status, veteran status, or any other legally protected factor. Prohibited behavior includes the use or circulation of offensive communication such as slurs, other degrading comments, or inappropriate comments or "humor" targeted at an individual.

Workplace violence is prohibited, including physical assault, threat of physical harm or assault, unwelcome advances or physical contact, stalking, theft or vandalism of company or personal property, bullying or intimidation. We restrict the possession of guns or other weapons at company facilities.

Q **At a recent staff meeting, I told a joke that played off of the well-known differences between men and women when it comes to marital intimacy. Our team has worked together for many years; we know each other well and all get along great. Everyone laughed at the joke. That's OK, right?**

A No. Sexually suggestive conversations or materials do not belong in the workplace. It is also inappropriate to make jokes or comments that are derogatory about any legally protected status, such as race, religion, sex, gender, or the like. Stereotyping—making broad generalizations or assumptions about groups of people—is often rooted in intolerance. Stereotyping disrespects people and works against diversity in the workplace. Sometimes people laugh to cover up embarrassment, discomfort, or hurt. Do not assume a joke or a comment is acceptable just because no one objects at the time it is told.

Fair Employment: Wage and Hour Practices

ALLETE follows all applicable wage and hour laws, including minimum wage and overtime. Employees must accurately track and record their time. Leaders must never require an employee to violate wage and hour laws (such as requiring an employee to work unpaid overtime, etc.).

Q **I am eligible for overtime pay. I forgot to record overtime hours that I worked in the prior pay period. My plan is to add the same amount of overtime hours to my time sheet for the current pay period. Although I didn't work the hours in this pay period, I worked the hours previously and I should be paid for them. Is it okay for me to true up my time entry this way?**

A No. You are, of course, entitled to be compensated for all your time spent working. It is also important that you accurately record your hours worked. Time sheets are company records. You must not falsify your time sheet for any reason. If your time was submitted incorrectly, contact your supervisor as soon as possible and follow appropriate procedures for correcting your time entry records.

Q **I work full-time day shifts. I am paid hourly and receive overtime if I work more than 40 hours per week. I get more accomplished during my regular daytime working hours when I take time at night when I am "off the clock" to read and respond to work emails. Rarely do I spend more than 10 or 15 minutes at night on emails. I haven't been asked to do this, but it is a choice I make because it is convenient and it gives me peace of mind that I am keeping on top of things. I do not record the extra time and I do not expect to be paid for it. Is this a problem?**

A Yes, this is a problem. Managing work-related communications is part of your job. You are entitled to compensation, and the company is required to pay you, for the time you work. You are describing a regular practice that is more than an occasional few minutes. You should do your work during your regular work hours unless you and your supervisor have agreed to a different arrangement. A supervisor or manager must approve overtime hours. No matter what, you must always accurately record your time worked and be paid for any time you spend performing work-related tasks.



OUR BUSINESS PRACTICES

Legal and Regulatory Compliance

Our businesses are regulated by federal, state, and local government agencies. We are committed to complying with all applicable laws and regulations. A failure to do so could have serious consequences, potentially resulting in corporate liability, personal sanctions, or both. Maintaining legal and regulatory compliance means that we:

- Understand the laws, regulations and other requirements that pertain to our jobs.
- Help ensure that company operations conform to applicable laws.
- Know where to go internally to get guidance or assistance with understanding any law or regulation about which we may have questions or need further explanation.
- Report immediately to our supervisor, ALLETE Legal Services Department, or the ALLETE Integrity Helpline any instance of known or suspected noncompliance.



Financial Integrity

We truthfully, accurately and completely record and report all company financial transactions. Company books and records must be complete and accurate to maintain shareholder, regulator and public trust and confidence, and to comply with laws. We must record and report all transactions in compliance with Generally Accepted Accounting Principles and relevant laws and regulations. Each of us plays a part in our company's financial integrity. We each make financial transactions when we report our time, use our company credit card or submit an expense report. The way we record financial transactions and other business information can have financial or regulatory impact. Protecting our financial integrity means that we:

- Never alter, omit or falsify any transactions, or facilitate any questionable, unauthorized or illegal payment.
- Cooperate fully and honestly with internal and external auditors whose job it is to verify the integrity of company information for company leaders and the public.
- Follow all applicable procedures and controls and record all transactions completely and accurately. We must take special care to ensure that costs are properly charged to any regulated businesses.
- Contact your accounting department with any questions about the correct recording of financial transactions.

Q **I was out of town on business and was able to meet up with an old friend after work. We ate a light meal together at an inexpensive restaurant. The total bill came to less than what I would have spent had I eaten a full dinner by myself at my hotel. I paid for the whole bill and would like to submit it all as a company expense. Would that be a problem?**

A Yes. It is inappropriate to submit a personal expense to the company as if it were a business expense. You are entitled to charge the company for your actual meal expense while you are traveling on business. Your friend's meal, however, is not a proper business expense. Personal charges generally should not be paid for using a company credit card; if you mistakenly do so, you should promptly reimburse the company for any personal expenses.

Securities and Insider Trading

Through the course of our work we may have access to inside information about ALLETE, or one of its subsidiaries that, if disclosed, could influence the price of a company's stock or a reasonable investor's decision to buy, hold or sell securities. The law provides substantial civil and criminal penalties for those who fail to comply with insider trading prohibitions. Examples of inside information include information about:

- financial and strategic business information;
- financial results prior to public release;
- plans regarding a pending or proposed merger, acquisition or divestiture;
- changes in key management;
- significant litigation; or
- gain or loss of important contracts, customers or suppliers.

To ensure that we engage in trading activities ethically we must:

- Never buy or sell stock or other securities, either directly or through family members or other persons, while in possession of "material nonpublic information," or "inside" information.
- Use inside information for our financial or other personal benefit or convey the information to others as this would be unethical, illegal and a violation of company policy. This applies to ALLETE stock and can also apply to stock or other securities of another company (such as a customer, supplier, partner, acquisition candidate, etc.).
- Read and follow ALLETE's Purchase and Sale of Company Securities Policy. Contact ALLETE's Chief Legal Officer with any questions about compliance with insider trading laws before you act.

Q **I am part of a team that is working on a new company acquisition. We are getting close to finalizing the deal and announcing the purchase. Well before this deal came together, I planned to purchase shares of ALLETE stock for my niece and nephew as a holiday gift. I think the ALLETE stock price will go up on news of the acquisition and I would like to purchase the stock before the announcement. Is it OK for me to purchase the stock?**

A No. You have material, non-public information and must refrain from buying or selling ALLETE stock. Even if you could show that you had planned the precise timing of your purchases before you knew about the acquisition, the fact that you came to possess insider information changes your ability to act on that plan. Wait until after the acquisition is announced to the public before purchasing any ALLETE stock, even as a gift.

Q **I am an administrative assistant. I don't make high-level executive decisions but because of my job I have access to ALLETE's preliminary financial results. It is the end of the quarter, and I would like to rebalance my 401(k) investments by moving some of my retirement savings from ALLETE stock into other investments. Can I do this now?**

A No. You have information about financial results that has not yet been released to the public. Even if this knowledge is not driving your decision, you must wait until after the second quarter earnings have been released and the market has reacted before you buy or sell ALLETE stock. This includes transferring into or out of an ALLETE stock fund investment in your 401(k). If you have questions, consult with ALLETE's Chief Legal Officer before engaging in any transaction involving company stock.



Confidentiality

Inappropriate disclosure of confidential information could be harmful and possibly illegal. We share a responsibility to protect the valuable information entrusted to the company by our leaders, co-workers, customers, shareholders and suppliers. Maintaining the confidentiality of information means that we:

- Understand and honor our responsibility to protect all confidential information that's entrusted to us by another person or company.
- Always protect confidential information that was learned through our association with the company, even after retirement, resignation or employment termination.
- Communicate confidential information only on a need-to-know basis and make sure that the recipient understands how the information must be protected.
- Before sharing confidential information with a non-employee, ensure that the recipient is covered by an appropriate non-disclosure agreement with the company.
- Act with care to avoid inadvertently disclosing information through casual conversations in public places, email messages, mobile phone conversations or workplace discussions within earshot of others or through inappropriate disposal.

Nothing in this Code of Business Conduct, or in any other company policy or agreement, prohibits any individual from initiating communications directly with, responding to any inquiry from, volunteering information to, or providing testimony before, the Securities and Exchange Commission, the Department of Justice, the Equal Employment Opportunity Commission, the National Labor Relations Board, or any other governmental, law enforcement, or regulatory authority, regarding any reporting of, investigation into, or proceeding regarding suspected violations of law, and individuals are not required to advise or seek permission from the company before engaging in such activity.

What is Confidential Information?

Confidential information consists of information relating to the company, its services, products, customers, suppliers, vendors, or business partners that is not generally known or available to the general public but has been developed, compiled, or acquired by the company, and for which the company makes efforts to maintain its confidentiality.

Confidential Information does not include employees' wages or other compensation, hours, or working conditions, or employment policies of ALLETE, including but not limited to this Code of Business Conduct.



Company Assets and Information

ALLETE's facilities, equipment, materials, information, reputation, and brand have been built or acquired through the hard work of many people using the company's resources and each of us has the responsibility for using these assets carefully and responsibly. Protecting our assets and information means that we should:

- Not use the company name or purchasing power to obtain personal discounts or other advantages that are not broadly available to other employees or the general public.
- Not give company property or unpaid services, or loan company equipment, to any person (including another employee) without appropriate authorization.
- Keep our personal use of company assets to a minimum, including computers, software, email, instant messaging, internet, telephones and mobile phones that are intended for business purposes.
- Ensure that our work communications, whether written or spoken, contain appropriate content. Never use company information systems in any manner that is connected with offensive, discriminatory, sexually explicit, or similar inappropriate material, or in a manner that could subject us or the company to compromised security and potential legal claims.

Always follow company policies regarding company assets and information. Theft, waste, misuse, or abuse of company assets are serious offenses against our co-workers, shareholders, customers and other stakeholders. You should promptly report any known or suspected incidents of such behavior.

We should expect that the company may be monitoring our use of company information systems; these systems are neither private nor designed for personal use.



Business Records

Each of us is expected to properly maintain and manage company documents, both physical and electronic, in accordance with regulatory and legal requirements, as well as company retention policies. Maintaining and protecting business records means that we:

- Do our best to ensure business records are accurate.
- Pay especially close attention to how and where we store sensitive or confidential information.
- Take adequate precautions to protect confidential information that is sent or stored electronically.
- Properly dispose of company information and assets that no longer support business operations. When we dispose of confidential information, we must be sure to do so in a way that prevents others from later discovering it.
- Contact our information technology support person if we are unsure how to secure confidential information for electronic storage or transmittal, or have questions about other record retention requirements.
- Contact the Emergency & Security Operations Center at **allete_esoc@allete.com** in the event of an actual or suspected data security breach involving unauthorized access to company information.

Q **My job duties include regularly collecting water and soil samples, testing those samples, and then recording the results in company logs. This information gets reported to a state regulatory agency on a regular basis. Sometimes, I get too busy or forget to collect a sample. As I was preparing a report, I noticed a missing log entry, which indicates I did not take the required sample. The missing data is unimportant to what the state needs to track and manage for public safety reasons. Based on my experience in my role, I feel sure that I can accurately approximate the missing data. Can I fill in the report based on my knowledge and experience even though no sample collection and testing work was performed on the date covered by the report?**

A No. Never falsify a business record; records need to be accurate and truthful. It is critical that environmental data collected to be accurate. Inaccurate collection, testing, or reporting of environmental data could have serious consequences for the company and for you. It is always better to own up to the original misstep—here, not taking and testing a required sample—than to try to cover it up.



Fair Competition

Antitrust and other competition laws are designed to promote fair competition among businesses for the benefit of consumers. Activities that restrict free competition or allow a company or group of companies to dominate a market (whether as a seller or buyer) might violate federal or state antitrust laws. In general, competitors may not agree to fix or control prices, boycott specific suppliers or customers, allocate customers or territories with competitors or limit production or sale of products or product lines for anticompetitive purposes. Some of these general limitations will have different applications to ALLETE's rate-regulated operations that have a state-defined service territory in return for an obligation to provide service to customers under the regulatory compact. We comply with all competition laws.

When dealing with representatives of competing companies, do not discuss or otherwise share information about prices, bids, cost or profit margins, market share, production, sales volume or the like, except in connection with a bona fide sale to or purchase from that competitor. If a competing company initiates a discussion on these topics, stop the conversation immediately and report it promptly to ALLETE's Chief Legal Officer.

Unless specifically allowed for under a rate-regulated legal structure or federal law, we must not enter into contracts or other arrangements that involve exclusive dealing, special or unique pricing, tie-in sales or other restrictive agreements with suppliers or customers without prior approval from company legal counsel.

Given the complexity of competition laws and the severe penalties for violating them, it is important to contact ALLETE'S Chief Legal Officer whenever a question arises.

Fair Dealing

We deal fairly with our customers, suppliers and competitors. It is wrong to take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice. Failing to deal fairly with others could damage our reputation and the company's reputation. It also could be illegal. ALLETE's reputation is a reflection of how we treat others.

Q **We have been invited to participate in an information-sharing exercise with other local businesses. It seems like a great opportunity to gain insight into how they are navigating challenges we all face, such as attracting and retaining talent in a tight labor market or addressing supply chain challenges. Once we complete a survey about our specific current practices, we would get access to all the other companies' survey responses. Is it fine to participate if we think there will be value to the company in the information we expect to learn?**

A No. It is certainly appropriate and often helpful to cultivate relationships with others from businesses both locally and in our industries generally. It is also appropriate to discuss trends and work together on specific initiatives, such as increasing regional training opportunities or supporting a mutually beneficial policy change. We should not, however, directly share or receive specific business-practice information (including salary and hiring data, supplier agreements, etc.) with other businesses unless it is part of a legitimate business dealing. We must be cautious about using market data or participating in surveys to ensure that the information is collected appropriately by a third party and can't be tied back to any specific company. That way, there can be no reasonable suggestion that we acted in a manner that impeded fair competition among businesses.



Conflicts of Interest

A conflict of interest arises when personal interests or activities influence or appear to influence our ability to act in ALLETE's interests. Conflicts of interest include situations when we, our family members or our friends have the potential to receive personal benefits as a result of our work decisions. Actual or apparent conflicts can arise when we do not act but have the power to act. Avoiding conflicts of interest means that we:

- Conduct ourselves in a manner that avoids even the appearance of conflict between our personal interests and the company's interests.
- Avoid circumstances where our personal relationships influence, or appear to influence, work relationships and responsibilities.
- Do not have a direct or indirect reporting relationship with a family member. *(Any exceptions to policies about family reporting relationships must be approved in writing by your company's president or ALLETE's chief executive officer.)*
- Refrain from engaging in any romantic or sexual relationship with co-workers, customers, suppliers or other company contractors, representatives or associates if it could create a conflict of interest. Supervisors are strictly prohibited from engaging in romantic or sexual relationships with anyone reporting to them, directly or indirectly.
- Immediately disclose actual or potential conflicts of interest involving ourselves or others to our supervisor or manager. If a resolution to the conflict is not apparent, the supervisor or manager should refer the matter to the ALLETE Integrity and Compliance Leadership Committee or ALLETE's Chief Legal Officer. Document the resolution of conflicts of interests in writing. It is best to be clear and forthright, letting others around us know how the conflict or potential conflict has been addressed.

Q **Another employee from a different work group has asked me to look into their neighbor's customer account records. The neighbor thinks there is something wrong with their bills. My co-worker wants to look into the issue as a favor to their neighbor and is asking me to provide them with copies of their neighbor's prior bills. I have access to customer account information, but addressing these types of customer complaints is not part of my job duties. I am not supposed to share account information with anyone not listed as a customer on the account. Should I help my colleague help their neighbor?**

A No. We must protect customer information, accessing it and using it only when we have a legitimate business reason to do so. The neighbor's concerns should be addressed through proper channels by working directly with customer service. If your co-worker continues to press the request you should seek assistance and report the issue.

Q **A well-respected former employee has started their own consulting business doing the same general work they performed for the company. Is it appropriate for me to contract with their consulting firm without going through the extra work involved in getting bids from other vendors?**

A No. Contracted work must go through competitive bidding processes to ensure the project and work is bid fairly. The former employee may submit a bid for the project through the competitive bidding process.



Business Gifts

A business gift can be anything that is given to or received from a customer, vendor, supplier or other person or entity we know through work. We must use sound, reasonable judgment giving or accepting gifts. Gifts should be business-related, of limited value and consistent with normal business and social practices.

Never solicit a gift. Never give or accept cash or securities. Do not give or accept a gift that could influence or appear to influence business decisions. Never give or accept a gift or courtesy that reasonably could be construed as a bribe or kickback.

Special restrictions apply when dealing with governments and public officials, both domestic and international. You must seek guidance and fully understand the rules before engaging in a business relationship with any government or government-owned entity. Never give any gifts to any government or any government-owned entity without first getting legal counsel.

Before accepting a gift, ask yourself:

- Is the offering unusually generous?
- Would others think that someone received an unfair advantage?
- Would others suspect that I or someone else was being influenced by the gift?
- Could I afford to buy it for myself?
- Would I or anyone acting on behalf of the company be influenced by accepting it?
- Would I be uncomfortable if others knew about this gift?
- Do I feel uncomfortable accepting the gift?

Before giving a gift to customers or other business associates, ask yourself:

- Is it offered in the ordinary course of doing business?
- Has it been properly approved and accurately reflected on company books and records?
- Does it comply with law, regulation or policy?
- Is it reasonable and consistent with good judgment?



Relationships with Government and Public Officials

Many laws and regulations govern our contacts with government officials and regulatory agencies. If we are involved in these communications, we must understand and obey the laws governing lobbying activities, gifting and reporting requirements. We must also be familiar with specific rules set by individual agencies or other governmental bodies. It may be improper to have contact with public officials outside of official proceedings about a matter pending for consideration because that contact could improperly influence, or appear to influence, the decision.

We are encouraged to participate in official political processes, complying with all applicable laws as we do so. The company may take specific positions on political or public policy issues affecting customers, shareholders, employees, or other company interests. The company complies with applicable laws for participation in the political process, and makes no illegal contributions directly or indirectly to, or expenditures on behalf of, any candidate for elected office, any political party, or any political committee.

As individuals, we are encouraged to personally participate in the political process and are free to make voluntary personal contributions to candidates, parties, or political committees. Each of us is responsible for complying with federal and state laws as they may relate to our personal political activities and political contributions.



Utility-Specific Requirements

ALLETE's utility operations are subject to specific state and federal laws and regulations. The North American Electric Reliability Corporation (NERC) reliability standards set requirements for planning, securing and operating the bulk electric system, and govern activities in a wide variety of functions across the utility. Bulk electric system reliability is critical, and we are all expected to adhere to the requirements of these standards. Employees should report any potential NERC standards violations to the appropriate department to ensure prompt mitigation. Minnesota Power employees should report any suspected violations to the Transmission Regulatory Compliance Department and ALLETE Clean Energy employees should report to their company president. You can also report any concerns to your immediate supervisor or manager, any member of the ALLETE Integrity and Compliance Leadership Committee, ALLETE Legal Services, or the ALLETE Integrity Helpline.

Utility operations are also subject to the Federal Energy Regulatory Commission (FERC) Standards of Conduct. These standards restrict the disclosure of sensitive, non-public transmission information to utility marketing contacts. If we have the company's non-public transmission information, we must not serve as a conduit of that information to internal or external energy marketing contacts that are not authorized to receive the information. Employees designated as marketing contacts are listed as either "MP-Marketing" or "ACE-Marketing" in the company's global address list and intranet profile. More detailed information pertaining to FERC Standards of Conduct can be found in the "FERC SoC Program Manual" document, accessible through the Transmission Regulatory Compliance web page.

In addition, state and federal requirements prevent ALLETE's utility operations from subsidizing or otherwise granting an undue preference or advantage to their affiliate companies or non-regulated marketing functions. Minnesota Power maintains books of account and records as prescribed by FERC regulations separately from those of its other affiliates.

Each of us is required to ensure that our actions comply with these safeguards against threats to the reliability of the bulk electric system, impermissible disclosure of transmission information, and affiliate abuse.

Off-the-Job Conduct

As a general rule, our personal lives are our own. At the same time, the company takes pride in being highly respected by the communities and industries we serve. What we do and say off the job must not reflect poorly on the company's reputation or interfere with our job performance. We must be mindful when we engage in personal activities away from work while wearing apparel branded with a company name or logo. Depending on the circumstances, we could be perceived as representing the company.

Community Activities

We are encouraged to participate in community projects and organizations personally and on our own time. Many of us choose to volunteer in the communities where we live and work. Sometimes there may be opportunities to do community service work as part of a company endorsed or supported effort. We need to consult with our supervisor if we are unsure whether we would be serving as a company representative or in an individual capacity when participating in volunteer activities.

Environmental Stewardship

We are committed to complying with all environmental laws and regulations. Beyond this, as stewards of the environment, we use natural resources responsibly and wisely. We are committed to balancing the environmental impact of our activities with our obligations to key stakeholders including shareholders, customers, the communities we serve and future generations.

Social Media

Social media is a broad term used for a host of online communication sites ranging from social networking (e.g., Facebook, LinkedIn, WhatsApp, etc.) to blogs and micro blogs (e.g., Twitter, etc.) to photo and video sharing (e.g., Instagram, YouTube, SnapChat, TikTok, etc.) to online forums, social news sites and message boards. Social media enables easy interactions and knowledge sharing. Connections can occur instantaneously; content can spread very far, very quickly, and can never truly be deleted once created. Therefore, it is important to be aware of and follow company policies and procedures around appropriate use of social media.

What follows are some basic guidelines to assist us in making responsible decisions about our use of social media:

- Use good judgment when blending your personal and professional lives.
- Protect company resources and reputation by never sharing confidential information.
- Never speak on behalf of the company—on social media or anywhere else—unless you have been authorized to do so.

Ultimately, we are each responsible for what we post online. Before creating online content, we should consider the risks and rewards involved. Any conduct that adversely affects customer or suppliers or injures ALLETE's legitimate business interests could result in disciplinary action up to and including termination.



POLICY WAIVERS

Policy Waivers

In exceptional circumstances, the company may waive a provision of this Code of Business Conduct. Waivers are neither standard nor taken lightly. All waiver requests must be brought to ALLETE's chief executive officer. Only the Audit Committee of the ALLETE Board of Directors may approve a waiver for a director or an executive officer and any waiver involving a director or executive officer must be promptly disclosed to shareholders.



ALLETE Integrity Helpline

1-866-776-6951

https://allete.ethicspoint.com

Available 24 hours a day, 365 days a year.

