

*This document applies to all companies in the Emera Incorporated (“Emera”) group of companies (collectively, “the Company”).*

## **OBJECTIVE AND SCOPE**

The objective of this disclosure policy is to ensure that communications of Material Information (as defined below) to the investing public about the Company:

- are accurate and complete;
- fairly present in all material respects the Company’s financial condition and its results of operations; and
- are made on a timely basis and in compliance with applicable laws, rules and regulations.

This disclosure policy outlines the Company's approach to the disclosure of Material Information respecting the Company and provides guidelines for disclosure. Employees, senior management and directors of the Company are required to conduct themselves in accordance with this policy and its objective.

## **APPLICATION**

This disclosure policy extends to all employees of the Company, members of the various boards of directors, and persons authorized to speak on behalf of the Company. It covers financial and non- financial disclosure in documents filed with the securities regulators and written statements made in annual and quarterly reports, management's discussion and analysis (“MD&A”), news releases, letters to shareholders, presentations by senior management and information contained on the websites of the Company and other electronic communications. It extends to oral statements made in meetings and telephone conversations with analysts and investors, interviews with the media as well as speeches, press conferences and conference calls.

## **DISCLOSURE COMMITTEE**

Emera has established a Disclosure Committee (“Committee”) responsible for overseeing the Company's disclosure practices. The Committee consists of: Emera's President and Chief Executive Officer (“Emera's CEO”), Nova Scotia Power's President and Chief Executive Officer, TECO Energy, Inc.’s President and Chief Executive Officer, Emera’s Chief Financial Officer (“CFO”), Emera’s Chief Operating Officer Electric Utilities – Canada, US Northeast and Caribbean, Tampa Electric Company’s President, New Mexico Gas Company’s President, Emera's Financial Controller, Emera's Vice President Finance, Emera’s Executive Vice-President Stakeholder Relations and Regulatory Affairs, Vice President, Investor Relations, Emera’s Executive Vice-President Business Development and Strategy, Emera’s Chief Legal and Compliance Officer, the Corporate Secretary, the General Counsel, Emera Energy Inc.’s President and Chief Operating Officer, Emera Maine’s President and Chief Operating

Officer, Emera Caribbean Holdings Inc.'s President and Chief Executive Officer. The Committee's mandate is set out in a Disclosure Committee Charter.

In accordance with the Disclosure Committee Charter, the Committee is responsible for reviewing all core disclosure documents, which are required to be filed with Canadian securities administrators or distributed to investors and news releases and other communications for general disclosure containing Material Information.

The Committee is also responsible for making determinations with respect to the materiality of information. It is essential that the Committee be kept fully apprised of all pending material Company developments in order to evaluate and discuss those events and to determine the appropriateness and timing for public release of information.

The Committee will meet at least quarterly and otherwise as frequently as circumstances dictate and will keep minutes of its proceedings. The Committee is responsible for evaluating this disclosure policy and its effectiveness, and for recommending to the Board of Directors any amendments to this policy it determines are appropriate.

## **COMMUNICATION AND EDUCATION**

The Committee is responsible to take reasonable measures to ensure the education of directors, officers, and employees about disclosure issues and this disclosure policy. The Committee will communicate internally to ensure that this disclosure policy is well understood and consistently applied by all senior management participants, and regularly communicated to employees. The Committee will establish a training program as required for individuals within the Company who are involved in the disclosure review process and for each authorized spokesperson of the Company in order to assist such individuals in fulfilling their responsibilities.

## **RESPONSIBILITIES OF ALL EMPLOYEES**

All employees who become aware of a significant development which is, or may become, Material Information relating to the Company must promptly inform senior management and, through senior management, the Disclosure Committee of the significant development.

Only designated spokespersons and their designees may respond to inquiries from the media, analysts, regulators, investors, investment dealers, credit rating agencies or other members of the investment community.

Material Information may be disclosed if it is in the necessary course of business to do so and the recipient is under an obligation to maintain its confidentiality; but this exception does not apply to disclosure made to the media, analysts, institutional investors or other market professionals.

Employees must maintain the confidentiality of all Material Information which has not been generally disclosed in accordance with this Policy, except to the extent disclosed in the necessary course of business in accordance with this Policy.

The Disclosure Committee has oversight over the Company's disclosure practices and all employees are required to comply with the procedures and timetables established by the Disclosure Committee for the preparation, review and dissemination of Material Information regarding the Company.

## **PRINCIPLES OF DISCLOSURE OF MATERIAL INFORMATION**

“Material Information” is any information relating to the business and affairs of the Company that would reasonably be expected to result in a significant change in the market price or value of the Company's securities or that would reasonably be expected to have a significant influence on a reasonable investor's investment decisions. For greater certainty, an important development in, or relating to, any company of the Emera Group could constitute Material Information in relation to Emera.

Examples of developments that may give rise to Material Information include, but are not limited to, the following:

- Changes in share ownership that may affect control of the Company.
- Changes in corporate structure, such as reorganizations, amalgamations, etc.
- Take-over bids or issuer bids.
- Major corporate acquisitions or dispositions.
- Changes in capital structure.
- Borrowing of a significant amount of funds.
- Public or private sale of additional securities.
- Entering into, or loss of, significant contracts.
- Firm evidence of significant increases or decreases in near-term earnings prospects.
- Changes in capital investment plans or corporate objectives.
- Significant changes in management.
- Significant litigation.
- Major labour disputes or disputes with major contractors or suppliers.
- Events of default under financing or other agreements.
- A change in dividend policy.

Employees with questions about whether particular confidential information concerning the Company may be material or may be required to be generally disclosed should refer their questions to the Corporate Secretary's Office. Please refer to the section of this disclosure policy below entitled **TRADING RESTRICTIONS AND BLACKOUT PERIODS** regarding the requirement for certain persons to consult the Corporate Secretary of Emera Inc. in advance of trading in securities of the Company.

In complying with the requirement to promptly disclose all Material Information under applicable securities laws and stock exchange rules, the Company will adhere to the following basic disclosure principles:

1. Information that has been determined to be material will be publicly disclosed immediately via news release, except in circumstances as described below.
2. In certain circumstances, it may be determined that disclosure would be unduly detrimental to the Company (for example if release of the Information would prejudice negotiations in a corporate transaction). In such instance, the information will be kept confidential until it is determined that it is appropriate to publicly disclose. If the Material Information consists of a material change in the business, operations or capital of the Company, the Committee will cause a confidential material change report to be filed with the applicable securities regulators, and will periodically (at least every 10 days) review its decision to keep the information confidential (also see ‘Rumours’). Until this Material Information is publicly disclosed, all insiders and selected senior management with knowledge of the Material Information will be prohibited from trading in the Company's shares.
3. Disclosure must consider any information the omission of which would make the rest of the disclosure misleading (half-truths are misleading). All employees, officers and directors should bring to the attention of management and the Committee any information publicly disclosed or proposed to be publicly disclosed which they believe to be misleading, incomplete or inaccurate.
4. Unfavourable Material Information must be disclosed as promptly and completely as favourable information.
5. There is to be no selective disclosure. Previously undisclosed Material Information must not be disclosed to selected individuals (for example, in an interview with an analyst, a speech to an industry conference, or in a telephone conversation with an investor). If previously undisclosed Material Information has been inadvertently disclosed to an analyst or any other person not bound by an express confidentiality obligation, such information must be broadly disclosed immediately via news release.
6. Disclosure on the Company's website alone does not constitute adequate disclosure of Material Information.
7. Disclosure must be corrected immediately if the Company subsequently learns that earlier disclosure by the Company contained a material error at the time it was given.
8. Updates to previously disclosed Material Information should be made if subsequent events result in such previously disclosed Material Information becoming misleading.
9. Disclosure should be consistent among all audiences, including the investment community, the media, customers and employees.

## **DESIGNATED SPOKESPERSONS**

The commitment to timely, factual and accurate disclosure, requires oversight and coordination of all disclosure of information about the Company. Emera's CEO and CFO, Executive Vice-President Stakeholder Relations and Regulatory Affairs, Vice President Investor Relations, Vice President Communications and Corporate Affairs, Chief Legal and Compliance Officer, Corporate Secretary, General Counsel, and other designated communications personnel are the official spokespersons for the Company. Individuals holding these offices or positions may, from time to time, designate others within Emera or its affiliates to speak on behalf of the Company or to respond to specific inquiries.

Employees, officers and directors who are not authorized spokespersons are not permitted to speak on behalf of the Company or to respond to inquiries from the investment community, the media, investors, shareholders or other third parties, unless specifically asked to do so by an authorized spokesperson or required by law. Members of the Boards of Directors shall refrain from responding to inquiries from the investment community, the media, investors, shareholders, government or other third parties unless required by law. Inquiries from the investment community, the media, investors, shareholders, government or other third parties shall be referred to a designated spokesperson. In accordance with the Chair of the Board of Directors Charter, at the request of Emera's CEO, or where appropriate, the Chair of the Board of Directors shall represent the Board at official functions and meetings with major shareholder groups and other stakeholder groups.

## **MAINTAINING CONFIDENTIALITY**

Any employee, or other agent of Emera, privy to confidential information, including Material Information which has not yet been generally disclosed, is prohibited from communicating such information to anyone else, unless it is necessary to do so in the course of business or required by law. Access to confidential information will be limited to only those who need to know the information.

Employees with questions about whether particular information may be provided to anyone outside of the Company, whether information is Material Information and whether the Material Information has been generally disclosed, should refer their questions to the Office of the Corporate Secretary.

Outside parties who, in the necessary course of business, are provided with Material Information concerning the Company which has not been generally disclosed must be told that they must not divulge such information to anyone else, other than in the necessary course of business and that they may not trade in the Company's securities until the information is publicly disclosed. Such outside parties should be asked to confirm their commitment to non-disclosure in a written confidentiality agreement. In order to prevent the misuse or inadvertent disclosure of Material Information, the procedures set forth below should be observed at all times:

1. Documents and files containing confidential information should be kept in a safe place to which access is restricted to individuals who "need to know" that information in the necessary course of business and code names may be used as necessary.
2. Confidential matters should not be discussed in public places or where the discussion may be overheard.
3. Confidential documents should not be read or displayed in public places and should not be discarded where others can retrieve them.
4. Employees must ensure they maintain the confidentiality of information in their possession outside of the office as well as inside the office.

5. Transmission of documents by electronic means, such as by fax or directly from one computer to another, should be made only where it is reasonable to believe that the transmission can be made and received under secure conditions.
6. Unnecessary copying of confidential documents should be avoided and documents containing confidential information should be promptly removed from conference rooms and work areas after meetings have concluded. Extra copies of confidential documents should be shredded or otherwise destroyed.
7. Access to confidential electronic data should be restricted through the use of passwords.

## **TRADING RESTRICTIONS AND BLACKOUT PERIODS**

It is illegal for anyone with knowledge of Material Information affecting a public company that has not been generally disclosed to the public to purchase or sell securities of that public company. Securities of a public company include: (a) a security, the market price of which varies materially with the market price of the securities of the applicable public company; (b) a put, call, option or other right or obligation to purchase or sell securities of the applicable public company; and (c) related derivatives. Except in the necessary course of business, it is also illegal for anyone to inform any other person of non-public Material Information. Therefore, insiders and employees with knowledge of confidential or non-public Material Information about the Emera Group, or its counter-parties in negotiations of material potential transactions or any non-public Material Information about any other person with which Emera has business dealings, are prohibited from trading securities in the Company or the counter-parties until the information has been generally disclosed and a reasonable period of time has passed for the information to be disseminated. Pre-authorized purchases of shares through the Employee Common Share Purchase Plan, the Deferred Share Unit and Share Purchase Plan for Non-Employee Directors and the Common Shareholders Dividend Reinvestment and Share Purchase Plan are excepted. Except in the province of Quebec, stock options may also be exercised for the purchase of shares through the Senior Management Stock Option Plan by participants; however, sales of shares acquired through such exercise are prohibited.

Reporting Insiders<sup>1</sup> are personally responsible for filing accurate and timely reporting insider trading reports. Reporting Insiders are required to provide a copy of all insider trading reports to the Office of the Corporate Secretary concurrent with their filing to regulatory authorities.

### Scheduled Blackout Periods

Scheduled trading blackout periods will apply to insiders and those employees with access to non-public Material Information during periods when financial statements are being prepared but results have not yet been publicly disclosed. The blackout period commences on the seventh business day of the month following the end of a quarter (including the fourth quarter) and ends on the second business day following the issuance of a news release disclosing quarterly or annual results, as applicable. The Office of the Corporate Secretary will provide a schedule of these trading blackout periods to insiders and those

---

<sup>1</sup> Reporting Insiders are those insiders required by applicable securities laws to report trades of Emera securities to regulatory authorities and include (i) the directors of Emera and its major subsidiaries (as defined under applicable securities law); (ii) the CEO, CFO and COO of Emera and its major subsidiaries; (iii) a person responsible for a principal business unit, division or function of Emera; and (iv) certain other individuals under applicable securities laws. If you are uncertain as to whether you are a Reporting Insider, you must contact the Office of the Corporate Secretary.

employees with access to non-public Material Information. During these blackout periods such persons are prohibited from trading securities of the Company. The failure by the Company to provide this schedule to any person will not relieve that person of the obligation not to trade while aware of non-public information, or for any breach of this disclosure policy.

### Special Blackout Periods

In addition to the scheduled trading blackout periods, the Company may also impose “special” trading blackout periods from time to time. Typically, this will occur when there are non-public developments that would give rise to Material Information pursuant to which persons with knowledge of such Material Information would be precluded from trading in securities of the Company. All parties with knowledge of these developments should be covered by the “special” blackout. External advisors such as auditors, legal counsel, investment bankers and counterparties in negotiations of material potential transactions may also be impacted by the imposition of a special blackout.

The Office of the Corporate Secretary will provide notice to those subject to a “special” blackout period. All persons in receipt of such a notice are not permitted to trade in securities of the Company until further notice is given. However, the failure of the Company to declare a special blackout or to notify any person that they are subject to the special blackout will not relieve that person of the obligation not to trade while aware of non-public Material Information.

As used in this disclosure policy, the term “blackout period” means scheduled backout periods and all “special” blackout periods prescribed by the Company.

### Additional Requirements for Designated Insiders

All Reporting Insiders and any other person designated by the Office of the Corporate Secretary or by the Executive Vice President and General Counsel (“Designated Insiders”) must consult with and obtain a response from the Corporate Secretary of Emera before trading in securities of the Company (including the sale of shares acquired on the exercise of any option).

At least two (2) business days prior to a proposed trade, Designated Insiders must notify the Corporate Secretary in writing and provide the information required by the notice attached as Schedule A (“Notice of Intention to Trade”). In the absence of the Corporate Secretary, a person may submit a Notice of Intention to Trade to the Executive Vice President and General Counsel.

The Corporate Secretary (or the Executive Vice President and General Counsel, as applicable) will endeavour to notify the person within one (1) business day of receiving the Notice of Intention to Trade as to whether they reasonably anticipate that the proposed trade might contravene the Company’s trading restrictions. Such notification will be made by e-mail or written notice. A person who has submitted a Notice of Intention to Trade may not proceed with a trade until they have received a response.

If a trade is not made as disclosed through the Notice of Intention to Trade within two (2) business days of receiving a response, the Designated insider must resubmit a Notice of Intention to Trade to the Office of the Corporate Secretary and obtain a response before proceeding with the trade.

A Designated Insider who fails to comply with this requirement is in violation of this disclosure policy

and may face disciplinary action.

Every director, officer and employee has the individual responsibility to comply with this disclosure policy and applicable securities laws with respect to insider trading, regardless of whether they have consulted with or obtained a response from the Corporate Secretary prior to trading. No approval or indication that a particular trade is not prohibited provided by the Corporate Secretary or any other person pursuant to this policy will relieve the person proposing to trade from their obligations under applicable law with respect to such trade. All such persons are reminded that if a trade in securities of the Company becomes the subject of scrutiny for any reason, it will be viewed after the fact and with benefit of hindsight and this should be carefully considered by the individual prior to proceeding with the trade.

In general, all employees and directors of the Company must comply with its insider trading restrictions, information about which is available from the Office of the Corporate Secretary.

### Quiet Periods

In order to avoid potential perception or appearance of selective disclosure, the Company will observe a quarterly quiet period, during which no earnings guidance or comments with respect to the current quarter's operations or expected results will be provided to analysts, investors or other market professionals. The quiet period will run between the end of the quarter and the release of the quarterly earnings announcement. The Company need not stop all communications with analysts or investors during the quiet period. However, communications with analysts or investors should be limited to responding to inquiries concerning publicly available or non-material information.

## **ROLE OF EMPLOYEES IN COMPANY DISCLOSURE**

It is important that everyone within the Company make known to the Committee Material Information relating to the Company, including any of its subsidiaries. Employees must provide that information to the Committee as soon as they become aware that it is, or may be, material. Material Information can be disclosed within the time periods specified under applicable securities legislation and by the Toronto Stock Exchange (TSX). This applies throughout the year, but is particularly critical when annual or quarterly financial statements and MD&A and the Company's annual information form are being prepared.

Any document publicly filed by the Company, such as news releases and material change reports, must also be accurate and not misleading and must present all information that may be material to an investor deciding whether or not to purchase shares of the Company.

An employee reviewing an offering document of the Company or any other continuous disclosure document must identify information that the employee knows or reasonably believes to be misleading or inaccurate in the document. The employee should also advise a member of the Committee if he or she believes that the document omits a fact or information that may be material to an understanding of the results of operations of the Company or the performance of the Company as a whole.



## **ROLE OF AUDIT COMMITTEE IN COMPANY DISCLOSURE**

In accordance with its charter, the Audit Committee of the Board of Directors of Emera will review with the external auditors and management and either approve, pursuant to delegated authority in the case of Emera's quarterly financial statements and related MD&A, or otherwise recommend to the Board of Directors for approval, Emera's quarterly and annual audited financial statements and related MD&A, any documents containing Emera's annual audited financial statements, and all earnings news releases.

## **NEWS RELEASES**

The Company has established procedures for the distribution of news releases. There are modified procedures for news releases used for general informational purposes versus those communicating Material Information.

Once the Committee determines that a development is material, it will authorize the issuance of a news release, unless the Committee determines that such developments must remain confidential for the time being, appropriate confidential filings are made and control of that undisclosed information is instituted. The Audit Committee of Emera's Board of Directors reviews all news releases containing: (i) financial information based on or taken from the Company's financial statements; or (ii) any earnings guidance (or updates to any previously issued earnings guidance), prior to the issuance of such releases.

Should a material statement inadvertently be made in a selective forum, a news release will be immediately issued in order to fully disclose that information.

If the TSX is open for trading at the time of a proposed announcement, prior notice of a news release announcing Material Information must be provided to the TSX to enable a trading halt, if requested by the Company or deemed necessary by the TSX. If a news release announcing Material Information is issued outside of trading hours, the TSX must be notified before the market opens or after the market closes, as applicable. The Corporate Secretary and the Vice President, Investor Relations are responsible for all communications with the TSX.

Annual and interim financial results will be publicly released promptly following approval by the Audit Committee or Board of Directors, as applicable, of the financial statements and notes thereon and related MD&A.

News releases will be disseminated through an approved news wire service that provides simultaneous national and/or international distribution to all stock exchange members, relevant regulatory bodies, major business wires, national financial media and the local media in areas where company operations exist.

News releases will be posted on Emera's website immediately after release over the news wire. The news release page of the website shall include a notice that advises the reader that the information posted was accurate at the time of posting, but may be superseded by subsequent disclosure.

## **CONFERENCE CALLS**

Conference calls will be held for quarterly earnings and major corporate developments and shall be in a format whereby discussion of key aspects is accessible simultaneously to all interested parties, some as

participants by telephone and others in a listen-only mode by telephone or via a webcast over the Internet. The call will be preceded by public dissemination of a news release containing all relevant Material Information. At the beginning of the call, an Emera spokesperson will provide appropriate cautionary language with respect to any forward-looking Information and direct participants to publicly available documents containing the assumptions, sensitivities and a full discussion of the risks and uncertainties.

The Company will provide advance notice of the conference call and webcast through a news release announcing the date and time and providing information on how interested parties may access the call and webcast. In addition, the Company may send invitations to analysts, institutional investors, the media and others invited to participate. Any non-material supplemental information provided to participants will also be posted to the website for others to view. An archived audio webcast on the internet will be made available following the call for a minimum of 30 days, for anyone interested in listening to a replay.

A debriefing meeting will be held immediately after the conference call and if such debriefing uncovers selective disclosure of previously undisclosed Material Information, there will be an immediate disclosure of such information broadly via news release.

## **SPEECHES**

Similar principles apply whenever Emera's spokespersons speak at public events such as conferences. Speeches must be reviewed by the Committee prior to delivery to ensure that no Material Information is disclosed. Between scheduled meetings of the Committee, speeches will be reviewed by Emera's CEO and CFO or, by either one of them together with another member of the Committee. In the event that Material Information is disclosed selectively, such information will be announced broadly via news release. The Communications group, in collaboration with the Investor Relations group, will determine which speeches are appropriate for posting on the website. A debriefing meeting will be held following the speaking engagement to review whether selective disclosure of previously undisclosed Material Information has occurred and, if so, to disclose such information broadly via news release.

## **RUMOURS**

As a general rule, and so long as it is clear that the Company is not the source of a market rumour, the Company will not comment, affirmatively or negatively, on any rumours and will respond consistently to rumours, saying, "As a policy, we do not comment on rumours or speculation." Should a stock exchange request that Emera make a definitive statement in response to a market rumour that is causing significant volatility in the stock, the Committee will consider the matter and decide whether or not to make a policy exception. If the rumour is true in whole or in part, this may be evidence of a leak, and the Committee will consider whether or not to issue a news release disclosing the relevant Material Information and, if not, what additional steps should be taken to maintain the confidentiality of the information.

## **CONTACT WITH ANALYSTS, INVESTORS AND THE MEDIA**

Disclosure in individual or group meetings with analysts, investors and the media does not constitute adequate disclosure of non-public Material Information. If it is intended to announce Material Information at an analyst or shareholder meeting or a news conference or conference call, the announcement must be preceded by a news release.

Meetings with analysts and investors will be held on an individual or small group basis as needed. The Company will initiate contact with or respond to analyst and investor calls in a timely, consistent and

accurate fashion in accordance with this disclosure policy.

The Company will provide only non-material information through individual and group meetings, in addition to previously publicly disclosed information, recognizing that an analyst or investor may reconstruct this information into a mosaic that could result in Material Information. The materiality of information cannot be altered by breaking down the information into smaller, non-material components.

Where practicable more than one Company representative will be present at all individual and group meetings. A debriefing will be held after such meetings and if such debriefing uncovers selective disclosure of previously undisclosed Material Information, the Company will immediately disclose such information broadly via news release.

The Company will maintain a record of all meetings with members of the investment community and discussions with analysts, in accordance with the retention periods contained in this disclosure policy.

In fulfilling their responsibilities as the representatives of shareholders, directors may receive meeting requests from investors.

Generally, directors should refer to the Corporate Secretary any inquiries that are received directly from investors. Where a director is contacted by an investor directly, in order to minimize the risk of selective disclosure of non-public Material Information, any questions from investors regarding business operations, strategy or financial results should be referred to management representatives.

## **REVIEWING ANALYST DRAFT REPORTS AND MODELS**

It is the Company's policy to review, upon request, analysts' draft research reports or models. The Company will review the report or model for the purpose of pointing out errors in fact based on publicly disclosed information. It is the Company's policy, when an analyst inquires with respect to his/her estimates, to question an analyst's assumptions if the estimate is a significant outlier among the range of estimates and/or the Company's published earnings guidance. The Company will limit its comments in responding to such inquiries to non-material information. The Company will not confirm or attempt to influence, an analyst's opinions or conclusions and will not express comfort with the analyst's model and earnings estimates. To avoid appearing to endorse an analyst's report or model, any comments provided by the Company will be accompanied by an express disclaimer stating that the report was reviewed only for factual accuracy.

## **DISTRIBUTING ANALYST REPORTS**

Analyst reports are proprietary products of the analyst's firm. Re-circulating or referring to a report by an analyst may be viewed as an endorsement by the Company of the report. For these reasons, the Company will not provide analyst reports through any means to persons outside of the Company, including posting such Information on its website. The Company may, however, distribute analyst reports to its directors and senior officers to monitor the communications of the Company and to assist them in understanding how the marketplace values the Company and how corporate developments affect the analysis. Reports may also be provided to the Company's financial and professional advisors in the necessary course of business. The Company may post on its website a complete list, regardless of the recommendation, of all the investment firms and analysts who provide research coverage on the

Company. If provided, such list will not include links to the analysts' or any other third party websites or publications.

## **FORWARD-LOOKING INFORMATION**

Should the Company elect to disclose forward-looking information (FLI) in continuous disclosure documents, speeches, conference calls, etc., the following guidelines will be observed.

1. The information, if deemed material, will be broadly disseminated via news release, in accordance with this disclosure policy.
2. A document containing FLI will contain:
  - (a) reasonable cautionary language identifying the FLI as such, stating that actual results may vary from the FLI and identifying material factors that could cause actual results to differ materially from a conclusion, forecast or projections in the FLI, and
  - (b) a statement of the material factors or assumptions that were applied in drawing a conclusion or making a forecast or projection set out in the FLI.
3. A person making public oral statement containing FLI shall also:
  - (a) make a cautionary statement that the oral statement contains FLI;
  - (b) state that the actual results could differ materially from a conclusion, forecast or projection in the FLI and certain material factors or assumptions were applied in drawing a conclusion or making a forecast or projection as reflected in the FLI; and
  - (c) state that additional information about the material factors that could cause actual results to differ materially from the conclusion, forecast or projection in the FLI and the material factors or assumptions that were applied in drawing a conclusion or making a forecast or projection as reflected in the FLI is contained in a readily-available document or in a portion of such a document and shall identify that document or that portion of the document.
4. The information will be accompanied by a statement that disclaims any intention or obligation on the part of the Company to update or revise the FLI, whether as a result of new information, future events or otherwise, except as required by law. Notwithstanding this disclaimer, should subsequent events prove past statements about current trends to be materially off target, the Company may choose to issue a news release explaining the reasons for the difference. In this case, the Company will update its guidance on the anticipated impact on revenue and earnings (or other key metrics).
5. Notwithstanding the Company's disclaimer of any intention or obligation to update or revise the FLI, the Company will periodically assess whether previous statements of FLI should be replaced by new FLI.
6. When material FLI is presented in written communications, including in any document filed with on the System for Electronic Document Analysis and Retrieval ("SEDAR") or posted on the Company's website or contained in marketing materials, the Company will discuss in its MD&A (I) events and circumstances that occurred during the recent financial period that are reasonably likely to cause actual results to differ materially from previously released material FLI, including the expected differences and (II) any decision made in the financial period to withdraw

previously disclosed material FLI, including the factors that led to the decision, and identification of any underlying assumptions that are no longer valid.

The Company generally will not provide financial guidance or information which constitutes Financial Forward Looking Information (as defined below). However, if Financial Forward Looking Information is provided then, in addition to observing the general guidelines set out above, the Company will:

- (a) only disclose Financial Forward Looking Information that:
  - (i) is limited to a period for which the information in the Financial Forward Looking Information can be reasonably estimated; and
  - (ii) uses the same accounting policies the Company expects to use to prepare its historical financial statements for the period covered by the Financial Forward Looking Information;
- (b) state the date management approved the Financial Forward Looking Information, if the document containing the Financial Forward Looking Information is undated;
- (c) include disclosure that explains the purpose of the Financial Forward Looking information and cautions readers that the information may not be appropriate for other purposes; and
- (d) disclose in its MD&A material differences between actual results and previously released material Financial Forward-Looking Information for the period covered by the MD&A, including details on differences for material individual items, including assumptions.

“Financial Forward Looking Information” means information (i) about prospective results of operations, financial position and/or cash flows, based on assumptions about future economic conditions and courses of action, and not presented in the format of a historical balance sheet, income statement or cash flow statement or (ii) about prospective results of operations, financial position and/or cash flows, based on assumptions about future economic performance and courses of action, and presented in the format of a historical balance sheet, income statement or cash flow statement.

## **MANAGING EXPECTATIONS**

The Company will provide regular public dissemination of quantitative and qualitative information that should enable analysts to prepare estimates that are in line with the Company's own expectations. The Company will not confirm, or attempt to influence, an analyst's opinions or conclusions and will not express comfort with analysts' models and earnings estimates.

If the Company has determined that it will be reporting results materially below or above publicly held expectations, it will disclose this information in a news release.

## **DISCLOSURE RECORD**

The Company will maintain a file containing all disclosure documents prepared by the Company in accordance with the retention periods contained in this disclosure policy. The Office of the Corporate Secretary will maintain continuous disclosure documents and material. The Investor Relations group

will maintain any transcripts or tape recordings of conference calls, and documentation in connection with debriefings following conference calls, meetings with investors and analysts and public speeches. The stakeholder relations and communication group will maintain documentation related to any other public speeches governed by this disclosure policy.

## **RESPONSIBILITY FOR ELECTRONIC COMMUNICATIONS**

This disclosure policy also applies to electronic communications. Accordingly, officers and personnel generally responsible for written and oral public disclosure are also responsible for electronic communications.

The Vice President, Communications & Corporate Affairs and Vice President, Investor Relations are responsible, together with the Corporate Secretary, for monitoring all Company information placed on the website to ensure that it is accurate, complete, up-to-date and in compliance with relevant securities laws. Designated spokespersons shall be responsible for responses to electronic inquiries, including without limitation, enquiries received via e-mail, the Company website or through social media. Only public information or information which could otherwise be disclosed in accordance with this disclosure policy shall be utilized in responding to electronic inquiries.

The Committee must approve all links from the Company website to a third party website. Any such links will include a notice that advises the reader that he or she is leaving the Company's website and that the Company is not responsible for the contents of the other site.

All data posted to the website, including text and audiovisual material, shall show the date such material was issued. Any material changes in information must be updated immediately. The Investor Relations group will maintain a record of the date that Material Information is posted and/or removed from the investor relations website. The minimum retention period for material corporate information on the website shall be two years.

Disclosure on the Company's website alone does not constitute adequate disclosure of information that is considered non-public Material Information. Any disclosure of Material Information on its website will be preceded by the issuance of a news release.

In order to ensure that no undisclosed Material Information is inadvertently disclosed, employees and directors of the Company are prohibited from participating in social media or other internet-based discussions on matters pertaining to the Company's activities or its securities. Employees who encounter a discussion pertaining to the Company should advise the Vice President Communications and Corporate Affairs immediately so the discussion may be monitored.

During a public offering of equity or debt securities by Emera, the Company website will be reviewed to ensure that no material posted on the site contains information that is inconsistent with the relevant prospectus and that none of such material could be construed as publicly offering the securities in breach of applicable laws. Furthermore, the prospectus will not be posted on the Company's website without the prior approval of Emera's legal department.

## **INVESTOR RELATIONS INFORMATION ON EMERA'S WEBSITE**

The Vice President, Investor Relations and the Investor Relations Manager are responsible for updating and maintaining the investor relations section of Emera's website.

Investor relations material shall be contained within a separate section of the Company's website and must not be comingled with any sales and marketing or promotional materials regarding the Company. The investor relations page shall include a notice that advises the reader that the information posted was accurate at the time of posting, but may be superseded by subsequent disclosure. The investor relations page shall include a description of the type of information posted on the investor relations page of the Company's website and the archiving and retention policies.

The following information must be included on the Company's website:

- (a) material news releases, quarterly and annual financial statements and related MD&A, the annual information form, management information circular filed on SEDAR; and
- (b) investor presentation materials, and where available, links to transcripts or web replays of shareholder meetings, public analysts' meetings conferences, and quarterly results.

The investor relations page must contain an e-mail link to the Company's Investor Relations department to facilitate communication with investors.

Information required to be included on the investor relations page should be posted promptly following the occurrence of the event requiring such inclusion. Information contained on the investor relations page will be identified by the applicable date of its posting and should be archived when it is no longer current.

The following retention periods must be observed for information on the investor relations page of the Company website:

- (a) news releases and links to webcasts must be retained for a period of not less than one year from the date of issue;
- (b) quarterly financial statements must be retained for not less than two years;
- (c) annual financial statements must be retained for not less than five years; and
- (d) other information must be retained for not less than two years.

## **CRISIS COMMUNICATIONS**

The possibility exists that an event, which could be perceived as critical by the investment community, cannot be predicted and may occur at any time. To prepare for a possible crisis, the Investor Relations group, in collaboration with the Communications group and in accordance with the Charter of the Company's Crisis Management Team ("CMT"), will work through the CMT to establish a response to a

possible crisis and will maintain a list of phone numbers and addresses of key individuals that must be contacted during a crisis, such as analysts, key brokers, large institutional shareholders, strategic partners, government officials, and key customers and suppliers. A list of home phone numbers for the Company's senior management team and the members of the Committee will also be maintained.

Employees will be informed of and updated regarding the crisis through meetings and timely e-mails. Employees will be reminded that they must not talk to any outside individuals about the Company or the crisis, including any media or investment community representatives, unless express approval has been granted by the Company.

Individuals who are responsible for Company communications during a crisis will meet with the CMT on a daily basis to ensure that the information being communicated is accurate and consistent in accordance with the Charter of the Company's CMT.

While it is normally the Company's position to not respond to rumours in the marketplace, it may be important that the Company do so in the case of a crisis. This should be done with news releases and other tools to ensure that the response is accurate and widely disseminated. Questions on rumours by individuals should not be answered unless that information is publicly available or non-material.

## **COMMUNICATION AND ENFORCEMENT**

New directors and officers will be provided with a copy of this disclosure policy. This disclosure policy will be posted on the Company's website and all employees will be advised of the existence of this policy, its importance and the Company's expectation that employees will comply with the policy. This policy will also be brought to the attention of all employees on an annual basis.

Any employee who violates this disclosure policy may face disciplinary action up to and including termination of his or her employment with the Company without notice. The violation of this disclosure policy may also violate certain securities laws. If it appears that an employee may have violated such securities laws, the Company may refer the matter to the appropriate regulatory authorities, which could lead to penalties, fines or imprisonment.

OFFICE OF THE CORPORATE SECRETARY

APPROVED BY BOARD OF DIRECTORS

REVISED: JANUARY 22, 2024



## SCHEDULE “A”

### NOTICE OF INTENTION TO TRADE IN SECURITIES

TO: Corporate Secretary, Emera Incorporated (“**Emera**”)

I hereby notify you of my intention to execute the following transaction in securities of **Emera** and request a response as to whether such transaction might contravene Emera’s trading restrictions.

Type of transaction (check one):

- Purchase
- Sale
- Option

Number of Shares to be traded: \_\_\_\_\_

I confirm that I am aware of the legal prohibitions against insider trading and confirm that I am not in possession of any Material Information (as defined in Emera’s Disclosure Policy) relating to Emera or any of its operations which has not been disclosed to the public generally.

I understand that Emera’s Disclosure Policy supplements, and does not replace, applicable insider trading laws. I understand that a violation of insider trading or tipping laws and regulations may subject me to severe civil and/or criminal penalties, and that violation of Emera’s policies with respect to insider trading (as amended from time to time, the “Insider Trading Policy”) will subject me to discipline by Emera, up to and including termination.

I understand that, notwithstanding any notification of the Corporate Secretary as to whether a proposed trade might contravene the Insider Trading Policy, I remain personally responsible for complying with the Insider Trading Policy and applicable laws and regulations.

\_\_\_\_\_  
Name (*Please print*)

\_\_\_\_\_  
*Date*