

LIGHTSPEED POS INC.
WHISTLEBLOWER POLICY

Purpose	To establish procedures for the receipt of complaint or concerns from Team Members regarding accounting and auditing matters and violations of the Code of Business Conduct and Ethics or applicable laws, regulations, rules and listing standards.
Scope	Applies to all Lightspeed Team Members.
Definitions	Lightspeed or the Company means Lightspeed POS Inc. and its subsidiaries. Team Members means the directors, Officers, team members, consultants, contractors, agents and anyone expressly authorized to speak on behalf of the Company.

1. Policy

Lightspeed is committed to high standards of ethical and legal business conduct. Below are the procedures by which Team Members may report complaints or concerns about any fraudulent, illegal or unethical conduct within Lightspeed.

The Lightspeed’s Audit Committee (the “**Committee**”) has adopted these procedures to encourage and enable you to raise good faith concerns about questionable conduct to designated Lightspeed personnel prior to providing notification outside of Lightspeed. Nothing in this Policy is intended to prevent you from reporting information to an appropriate governmental agency if you have reasonable cause to believe that a violation of law has occurred. We request, however, that you use the procedures below to notify us if you plan to do so – even if you do so anonymously.

a. Prohibition on Harassment, Retaliation or Reprisal

Team Members are often the first to become aware of improper behaviour, though they may not express their concerns for fear of retaliation. Lightspeed, the Committee and management will not tolerate, nor permit anyone to engage in, harassment, retaliation or reprisals of any kind against anyone who has, in good faith, made a report or raised a concern under this Policy.

b. What Should be Reported

This Policy applies to serious concerns about unethical, fraudulent or illegal business conduct. This Policy is not intended to address every concern that may arise in the workplace. Lightspeed has other policies and procedures and available channels of communication for reporting certain concerns that may not be covered by this Policy, including the Lightspeed Anti-Harassment Policy. Examples of reportable conduct under this Whistleblower Policy include:

- Irregular audit conduct, accounting methods or financial reporting practices;

- Violations of any laws, regulations, rules or listing standards, including securities, privacy, bribery and corruption, employment, competition, fraud and criminal laws and regulations;
- Violations of Lightspeed's Code of Business Conduct and Ethics;
- Harassment, retaliation or reprisal against Team Members reporting concerns in good faith under this Policy; and
- Unusual or dubious payments, amounts or arrangements.

c. Procedure for Submitting Reports

Any person acting in good faith and with reasonable grounds for suspecting improper activities should report the activities. Team Members should convey any questions, concerns, suggestions or complaints they have to someone who can address them properly. Often, an individual's manager is best positioned to address particular concerns. However, a Team Member may also report matters according to the procedures set out in this Policy.

Reports should be factual in nature and contain as much specific information as possible to allow for proper assessment and investigation. The Company has established an incident reporting hotline (the "**Ethics Hotline**"), hosted by an independent third-party service provider, through which reports may be made. Reports through the Ethics Hotline may be made anonymously through a web-based report or through a toll-free number. In order to access the Ethics Hotline, Team Members should visit the following website, which lists the appropriate toll-free number to call based on your location and the location of the alleged conduct:

www.lightspeedhq.ethicspoint.com

Ethics Hotline: (844) 473-9910.

A web-based report will be routed initially to EthicsPoint, the independent third-party host for the Ethics Hotline. It will then promptly be forwarded by EthicsPoint to the appropriate contact at the Company for review and investigation. Reports are encouraged to be made in writing to ensure a clear understanding of the issues raised, though they may also be made orally to a toll-free number, as noted above. Reports made to the toll-free number will be answered by EthicsPoint and forwarded to the appropriate contact at the Company. The Chair of the Committee will receive any reports forwarded by EthicsPoint.

If a Team Member would like to discuss any matter with the Committee, he or she should communicate this in the report and provide a telephone number at which he or she might be contacted if the Committee deems it appropriate.

No effort shall be made by the Committee or management to ascertain the identity of any anonymous whistleblower under this Policy.

d. Investigation

Lightspeed will respond to all reports by investigating them, if appropriate. Please note that an investigation into concerns raised is not an indication of whether they have been confirmed or rejected. In order to protect individuals and Lightspeed, initial inquiries will be made to decide whether an investigation is appropriate and, if so, to determine the form and scope of the

investigation. The action taken by Lightspeed will depend on the nature and severity of the concern, as determined during any investigation.

The Chair of the Committee shall determine if review or investigation is warranted and whether such investigation will be conducted by the Committee or management. In determining whether the Committee or management shall investigate a report, the Chair of the Committee shall consider, in addition to any other factors he or she deems appropriate in the circumstances, (i) the role and reporting relationships of the alleged wrongdoer(s), (ii) the nature and seriousness of the alleged wrongdoing, and (iii) the credibility of the allegation.

Where the investigation is assigned to management, management shall report the results of the investigation to the Committee.

Concerns or allegations that fall within the scope of another Lightspeed policy (for example, the Lightspeed Anti-Harassment Policy) will normally be investigated and remedied consistent with the specific procedure applicable to that policy.

Management or the Committee, as applicable, shall be free to engage outside auditors, counsel or other experts to assist in any investigation.

All conversations, calls, and reports made under this Policy in good faith will be taken seriously. However, if you file reports or provide evidence that you know to be false or without a reasonable belief in the truth and accuracy of such information, you will not be protected by this Policy and you may be subject to corrective action up to and including immediate dismissal for cause. You may also be held personally liable financially for any damage to Lightspeed's reputation or that of the person(s) about whom the report was made.

e. Record Keeping and Reporting

Any report that is made through the Chair of the Committee or directly to any member of management or through the Ethics Hotline, whether made openly or anonymously, shall be recorded and promptly referred to the Committee. The Chair of the Committee shall periodically provide a consolidated summary of all reports to the Committee.

The Committee shall retain all records relating to any report, including any steps taken investigating and reports and the results of such investigations, for a period of seven years.

Revision History

Date	Ver.	Description	Approver
12/2018	1	Final policy effective as of the Company's initial public offering.	Board of Directors