



Norbord Statement of Policy and Procedure

Department:	Corporate Affairs	Policy #	
Section:	Board of Directors	Date:	May 19, 2015
Subject:	WHISTLEBLOWER POLICY	Country:	Can/US/EU
Issue to:	All Employees	Legislated:	Yes

Purpose

The purpose of this Policy is to outline a process for Norbord Inc.'s (the "Company") employees and other interested parties to report concerns through a confidential and anonymous whistleblower process. The types of complaints or allegations that can be made are violations of any of the Company's policies, including breaches of the Code of Business Conduct (the "Code"), or concerns about the Company's accounting, internal controls and auditing matters.

Scope

This policy applies to all employees of the Company and its subsidiaries. Third parties are encouraged to report any concerns as well.

Reports and Complaints

Each employee must act in compliance with, and report any violation of, the Code. In most cases, you should report any concerns to your immediate supervisor.

In the event you do not want to report violations to your supervisor, you can always report a complaint through the Company's reporting hotline.

Our reporting hotline (the "Reporting Hotline") is managed by an independent third party called ClearView Connects. The Reporting Hotline allows anyone to call anonymously (if they so choose) to report suspected unethical, illegal or unsafe behaviour. The Reporting Hotline is available toll-free, 24 hours a day, 7 days a week. Reports will be investigated in a fair, unbiased and timely manner, and there is a 'Sensitive Report' option that submits your comments directly to the Chair of the Audit Committee. Employees' identity will be protected. The contact information is as follows:

Website: www.clearviewconnects.com

Mail: ClearView Connects – PO Box 11017, Toronto, Ontario, M1E 1N0

North American Hotline: 1 (866) 608-7287 / **European Hotline:** 00 800 9643 9643

Directors should promptly report violations to the Chair of the Board, or to the relevant committee Chair.

You will not experience retribution or retaliation for a complaint made in "good faith".

No retribution or retaliation will be taken against any person who has filed a report based on the reasonable good faith belief that a violation of the Code has occurred or may in the future occur; however, making a report does not necessarily absolve you (if you are involved) or anyone else of the breach or suspected breach of the Code. The Company reserves the right to discipline you if you provide false information or make an accusation you know to be untrue. This does not mean that the information that you provide has to be correct, but it does mean that you must reasonably believe that the information is truthful and demonstrates a possible violation of the Code. If you believe that you have been unfairly or unlawfully retaliated against, you may file a complaint with your supervisor or by calling the Reporting Hotline.

Responsibilities of the Audit Committee

The Audit Committee shall receive, retain, investigate and act on complaints or concerns of employees and third parties regarding accounting, internal controls over financial reporting and auditing matters as well as serious violations of corporate policies, fraud or illegal activities or other serious misconduct.

The Audit Committee may at its discretion retain others to investigate and act on complaints. At the Audit Committee's discretion appointed persons who are investigating or acting on complaints may have the authority to hire external assistance to complete the investigation.

The Audit Committee shall report to the Board of Directors at least annually as to the nature of the complaints received, the resolution of complaints and the status of any outstanding complaints.

Protection of Whistleblowers

The Audit Committee shall not retaliate or tolerate management retaliation against any employee, or other person or group who makes a complaint, raises a concern, or assists in the investigation of complaints made in good faith.

The Audit Committee shall not reveal the identity of any person who makes a report acting in good faith or who asks that his or her identity remain confidential.

The Audit Committee shall not tolerate any effort by any other person or group to determine the identity of any person who makes anonymous reports acting in good faith.

Communication

This Policy is to be distributed to employees on an annual basis. In addition, this Policy will be posted on the Company's website and intranet. Posters on how to reach the ClearView Connects reporting service will be displayed in all mill and office locations.

Records

The Company shall retain all records relating to any complaint or investigation for a period of seven years, in accordance with the Company's Record Management Policy.