

Code Of Ethics

The Company maintains specific policies in an attempt to assist employees in adhering to specific standards of conduct. These policies are in place to preserve the Company reputation and prevent adverse consequences to all parties involved. This particular policy is designed to establish standards of conduct with respect to payments and political contributions.

Conflicts Of Interest

Duty of Loyalty to Company

An employee owes a duty of loyalty to the Company during the duration of their employment. This duty of loyalty includes a duty not to disclose trade secrets and confidential information, not to misappropriate business opportunities, not to compete with the Company during normal business hours, and to generally perform job responsibilities with reasonable regard for the Company's interest.

A "Conflict of Interest" includes any action that is contrary to an employee's duty of loyalty owed to the Company. The Company reserves the right to determine, in its sole discretion, if an action taken by an employee constitutes a Conflict of Interest. Management shall determine disciplinary action, if any, that is necessary to resolve the conflicting interests, up to and including termination.

For example, a Conflict of Interest could occur when you have unlawfully used your employment with the Company, or any confidential information you have received through your employment with the Company, in any manner which could result in a direct or indirect financial or material gain to you personally, to a member of your family, to a business with which you or a member of your family is connected, or to persons or entities which would supply you with a current or future benefit.

The Company will comply with all applicable laws and regulations and expects its employees to conduct business in accordance with the letter, spirit, and intent of all relevant laws and to refrain from any illegal, dishonest, or unethical conduct.

In all instances, you must avoid the appearance of or an actual Conflict of Interest. More specifically, and by way of example only, you may not, directly or indirectly, during your employment with us:

- Have simultaneous employment by, association with, or provision of services or materials to another company that is a competitor of or supplier to the Company, other than on behalf of the Company in the course of your employment. The term "competitor" includes any business or enterprise which is similar in nature to the Company.
- Carry on Company business with a company in which the employee, or a close relative of the employee, has a substantial ownership or interest.
- Engage in any other outside employment or independent consulting which may interfere or conflict with your duties and responsibilities to the Company, regardless of its nature.
- Hold a substantial interest in, or participate in the management of, an entity with which the Company makes sales, from which it makes purchases, or with which it competes, to the extent not otherwise apparent based on an acquisition in which the Company is involved.
- Borrow money from customers or companies, other than recognized loan institutions, from which our Company buys services, materials, equipment, or supplies.
- Accept substantial gifts or excessive entertainment from an outside organization or agency, including a competitor, potential competitor, supplier, vendor, contractor or subcontractor

of the Company, other than on behalf of the Company in the course of your employment and any excluding any value shared with the Company upon prior written approval of Management. We have a zero tolerance for attempts at bribery.

- Engage in practices or procedures that violate the U.S. export laws and regulations.
- Speculate or dealing in materials, equipment, supplies, services, or property purchased by the Company.
- Participate in civic or professional organization activities in a manner that divulges confidential Company information or other violations of antitrust and completion law.
- Misuse privileged information or revealing confidential data to outsiders.
- Use one's position in the Company or knowledge of its affairs for unlawful personal gains.
- Engage in practices or procedures that violate antitrust laws, commercial bribery laws, copyright laws, discrimination laws, campaign contribution laws, or other laws regulating the conduct of Company business (e.g., colluding with competitors for the purpose of setting or controlling prices, rates, or trade practices).

Determining whether you have a Conflict of Interest, and, if so, what to do about it can be difficult. No set of guidelines or statement of principles, no matter how comprehensive and detailed, can cover all situations or address every question of judgment. Therefore, you must disclose all possible Conflicts of Interest or appearances of a Conflict of Interest. By disclosing the potential Conflict of Interest, you will avoid placing yourself and the Company in a potentially embarrassing situation and you will provide the Company with the opportunity to insulate you from making business decisions relating to the subject matter of the Conflict of Interest. Depending upon your job title and nature of your work responsibilities and assignments, you may be required to complete, on an annual basis or upon request, a written Disclosure and Certification Statement of Conflicts of Interest.

If you have questions about this policy, or if you have any doubt about whether any activity may create a Conflict of Interest or your disclosure obligations, the best course is to consult with Human Resources or Management. By checking first, you protect not only the Company but also yourself.

Familial and Social Relationships

The employment of relatives, individuals involved in a dating relationship in the same area of an organization, and a social relationship between a senior/subordinate may cause serious conflicts and problems with favoritism and employee morale. In addition to claims of partiality in treatment at work, personal conflicts from outside the work environment can be carried over into day-to-day working relationships.

If any case where a conflict or potential conflict arises because of the relationship between employees, even if there is no line of authority or reporting involved, both parties involved are expected to immediately notify Management. The Company reserves the right to take prompt action if an actual or potential conflict of interest arises involving such relationships. Where a conflict or the potential for conflict arises, even if there is no supervisory relationship involved, the Company will make reasonable efforts to assign job duties so as to minimize the problem.

Relatives of Company employees may be considered for employment if they meet the same selection criteria as all other applicants. Employment offers to relatives of employees will be extended when in the best interest of the Company. Employees shall inform Management in writing as soon as an employee becomes aware that a relative is seeking employment with the Company to avoid potential conflicts. For purposes of this policy, a relative is any person who is related by blood or marriage, or

whose relationship with the employee is similar to that of persons who are related by blood or marriage (including domestic partners). A domestic partnership is generally defined as a committed relationship between two individuals who are sharing a home or living arrangements.

Typically, relatives will not be allowed to work in a direct supervisory relationship, and careful consideration is made to ensure the employment of relatives will not pose difficulties for supervision, security, safety, or morale. The Company reserves the right to make exceptions to this policy for business needs.

Supervisor and Subordinate Relationships

Sometimes social relationships may develop at work. While you have a right to say yes to such relationships, you also have an absolute right to say no. To prevent unwelcome pressure or the appearance of favoritism, social relationships are to be avoided between employees where there is a senior/subordinate relationship.

If you feel any unwelcome pressure to become involved with any officer, manager, supervisor, employee, agent or non-employee of the Company with whom you interact in the course of performing your work responsibilities, we urge you to use the Complaint Procedure or Open Door Policy.