



Tyonek Native Corporation

Code of Business Ethics and Conduct



Contents

| | |
|--|----|
| Section 1: MESSAGE FROM THE PRESIDENT OF THE BOARD | 3 |
| Section 2: MISSION | 4 |
| Section 3: BUILDING OUR FUTURE TOGETHER | 4 |
| Section 4: CORE VALUES | 4 |
| Section 5: PERSONAL CONDUCT | 4 |
| Section 6: CODE OF BUSINESS ETHICS & CONDUCT APPLICABILITY | 4 |
| Section 7: RESPONSIBILITY & ACCOUNTABILITY | 5 |
| Section 8: ETHICAL CONDUCT | 5 |
| Section 9: COMPLIANCE WITH LAWS | 6 |
| Section 10: ETHICS-POINT | 6 |
| Section 11: EQUAL OPPORTUNITY | 6 |
| Section 12: ANTI-DISCRIMINATION, ANTI-HARASSMENT, & ANTI-BULLYING | 7 |
| Section 13: DRUG-FREE WORKPLACE | 7 |
| Section 14: TIMEKEEPING POLICY | 8 |
| Section 15: TRUTH IN NEGOTIATIONS ACT ("TINA") | 8 |
| Section 16: PROTECTION AND USE OF COMPANY ASSETS | 8 |
| Section 17: GOVERNMENT FURNISHED PROPERTY | 9 |
| Section 18: COMPANY RECORDS | 9 |
| Section 19: USE OF SOFTWARE | 9 |
| Section 20: PROTECTION OF INTELLECTUAL PROPERTY & CONFIDENTIAL INFORMATION | 9 |
| Section 21: AVOID CONFLICTS OF INTEREST | 10 |
| Section 22: RECOGNIZE AND ORGANIZATIONAL CONFLICTS OF INTEREST | 11 |
| Section 23: COMMISSIONS AND OTHER CONTINGENT FEES | 11 |
| Section 24: PROVIDING GIFTS AND OTHER GRATUITIES | 12 |
| Section 25: FALSE CLAIMS AND FALSE STATEMENTS | 12 |
| Section 26: DEALING WITH SUPPLIERS, VENDORS AND BUISNESS PARTNERS | 12 |
| Section 27: AVOIDANCE OF RESTRICTIONS ON TRADE | 13 |
| Section 28: LOBBYING ACTIVITIES | 13 |
| Section 29: POLITICAL CONTRIBUTIONS | 13 |
| Section 30: CLASSIFIED INFORMATION | 13 |



| | |
|---|----|
| Section 31: PROCUREMENT INTEGRITY | 14 |
| Section 32: HIRING OF GOVERNMENT & FORMER GOVERNMENT EMPLOYEES..... | 14 |
| Section 33: COMBATING TRAFFICKING IN PERSONS | 14 |
| Section 34: INTERNATIONAL BUSINESS | 14 |
| Section 35: EXPORT CONTROLS | 15 |
| Section 36: FOREIGN CORRUPT PRACTICES ACT ("FCPA")..... | 15 |
| Section 37: RESTRICTIVE TRADES/BOYCOTTS | 16 |
| Section 38: INSIDER TRADING | 16 |
| Section 39: ADMINISTRATION & INTERPRETATION..... | 16 |
| Section 40: OBTAINING MORE INFORMATION | 16 |
| Section 41: INVESTIGATION OF MISCONDUCT | 17 |
| Section 42: OBLIGATIONS OF EMPLOYEES TO REPORT VIOLATIONS..... | 17 |
| Section 43: WAIVER OF THIS CODE..... | 17 |
| Section 44: EXPENSE REIMBURSEMENT | 17 |
| Section 45: COMPANY CREDIT CARDS | 18 |
| Section 46: AMENDMENT OF THIS CODE | 18 |
| Section 47: RESPECT AND CITIZENSHIP..... | 19 |
| Section 48: DIRECTOR, OFFICER, AND EMPLOYEE EXCELLENCE..... | 19 |
| Section 49: HEALTH AND SAFETY..... | 19 |
| Section 50: PROTECTING THE ENVIRONMENT..... | 19 |
| Section 51: RESPECT FOR SHAREHOLDERS AND DESCENDANTS..... | 19 |
| Section 52: RESOURCES..... | 19 |
| COMPLIANCE STATEMENT..... | 20 |



MESSAGE FROM THE PRESIDENT OF THE BOARD

Our mission is to be a recognized business leader in Alaska and the lower 48 for providing quality services, solid profitability, and shareholder value. This Code of Business Ethics and Conduct is a critical component of our mission because it is about reputation and trust.

Our reputation is one of our most valuable assets and it depends on our combined individual decisions. Doing the right thing regardless of the consequences. These actions build your confidence and reputation. Imagine what happens when all of us do the right thing regardless of the consequences. It builds Tyonek's reputation and helps make us the recognized business leader in Alaska and beyond. A strong reputation must be earned and protected by all.

Building that strong reputation begins with trust. This Code places trust in you as a Tyonek employee and lets you be your best when no one is watching. It allows you to overcome difficult issues and come to conclusions on your own or with the help of Tyonek resources. We could have written a list of rules, however rules do not always inspire people to do the right thing and it is impossible to anticipate every rule for every situation. Trust is how we want to help you to govern yourself in those circumstances when a line could be crossed.

Do your best to make Tyonek a trustworthy partner to our vendors, employees, customers, and shareholders. Always ask yourself if the decision you are making answers the questions and principles outlined in this Code of Business Ethics and Conduct.

Tyonek Native Corporation gives its full support to this Code of Business Ethics and Conduct and will support you as you adhere to it. Thank you for all you do for Tyonek, its customers, and its shareholders.

Sincerely,

Michaelene Stephan
President of the Board



MISSION

Tyonek's mission is to profitably manage the Corporation so that Tebughna Shareholders have the opportunity to prosper individually and collectively, as well as with our partners in business.

BUILDING OUR FUTURE TOGETHER

We will be the largest successful Native Village Corporation in Southcentral Alaska. We will provide optimal education, employment, and leadership opportunities. We will enrich our culture and community lifestyle.

CORE VALUES

From our history to date, and from the commitments that we all share now about the future, we have defined the values that should guide all of our activities and staff in the years to come.

- ❖ Tebughna – Our Land, Our Tribe, Our People
- ❖ Tradition – Acknowledging our Elders and our Culture
- ❖ Pride – Among our people for a successful and positive future
- ❖ Good Health – With sobriety and spirituality
- ❖ Trust – Building unity through healthy relationships
- ❖ Success – Through well planned growth
- ❖ Leadership – Through education and support
- ❖ Knowledge – Passing on wisdom to our youth

PERSONAL CONDUCT

The cornerstone of Tyonek's success has been the high degree of professionalism and integrity demonstrated everyday by our employees throughout the company. As we grow in numbers and in the variety of customers and locales that we serve, it is important that we provide clear guidelines regarding how we should approach important issues and decisions that may arise as we strive to provide the best service to our customers and the best work environment for our employees. This Code of Business Ethics and Conduct is intended to be the key source for that guidance.

CODE OF BUSINESS ETHICS & CONDUCT APPLICABILITY

The Code of Business Ethics and Conduct ("Code") applies to all officers, directors, and employees of Tyonek Native Corporation and its subsidiaries, subcontractors, and to all of its business activities ("Tyonek" or "Company"). This Code shall be incorporated in all contracts with individual consultants whom the Company engages to perform services for its customers, and they shall be expected to comply with this Code. As used in this Code, "employees" shall include such individual consultants and the Company's outside directors.



RESPONSIBILITY & ACCOUNTABILITY

- Adhere to the highest standards of ethical business conduct.
- Know and comply with this Code and our other corporate policies and procedures.
- Maintain a work environment that encourages open and honest communication regarding ethics and business conduct issues and concerns.
- Avoid placing, or seeming to place, pressure on employees that could cause them to deviate from acceptable ethical behavior.
- Seek advice and guidance when unsure of a specific action, and
- Report suspected violations of this Code.

Employees who violate this Code will be subject to disciplinary action up to and including termination of employment. Violations also may result in civil or criminal penalties. An employee who witnesses a violation and fails to report it may be subject to discipline, and a manager may be subject to discipline to the extent that a violation reflects inadequate oversight.

Retaliation against employees who report what they believe in good faith to be a violation of this Code or any law or regulation applicable to the Company, who assist another in making such a report, or who cooperate with an investigation of any such violation is strictly prohibited and will result in disciplinary action up to and including termination of employment.

ETHICAL CONDUCT

The Company aspires to conduct its business in accordance with uncompromising ethical standards and in full compliance with all laws and regulations. As a government contractor, the Company has a special role as a steward of public resources. While conducting Company business with the Government and all other customers, integrity must underlie all Company relationships. Specifically, the Federal Acquisition Regulation (FAR) states: "Government contractors must conduct themselves with the highest degree of integrity and honesty. [FAR § 3.1002(a).] The FAR also recognizes and "overriding responsibility to the taxpayers." [FAR § 1.102-4(d).] The Company expects every employee to adhere to high ethical standards, promote ethical behavior and be honest and forthright in dealings with one another as well as with customers, business partners and the public. Employees must not engage in conduct or activity that may raise questions as to the Company's honesty, impartiality, or reputation or otherwise cause embarrassment to the Company. Every action should be judged by considering whether the answer to the following questions is Yes:

1. Is it legal?
2. Is it honest?
3. Is it fair to all concerned?
4. Is it in the best interest of Tyonek and its shareholders?



5. Is the action able to withstand public scrutiny?

COMPLIANCE WITH LAWS

The Company and its employees must obey all applicable laws and regulations that affect the Company's business. Some of the more common laws and regulations are discussed in this Code. Although the Company does not expect its employees to be experts in legal matters, it holds each employee responsible for being familiar with the laws governing their areas of responsibility. If you have a question concerning the application of any law or regulation to a contemplated action, it is your responsibility to seek guidance.

ETHICS-POINT

One of our key goals and ultimate responsibilities at Tyonek is the help create and foster the best possible work environment for everyone in our organization. Every employee, regardless of position, shares in the responsibility for promoting a positive environment through open communication and compliance. In keeping with our values and principles, we offer all employees a safe way to report any unethical, or illegal activity. The employee can choose to remain anonymous.

Employees may report issues via a toll-free number, **(866) 344-2079**, or by filing a report at the Tyonek Hotline Website: <http://tyonek.ethicspoint.com>. Any complaint submitted through Ethics-Point will be:

- Responded to in a timely manner
- Kept confidential to the extent possible
- Investigated impartially by qualified personnel in a timely manner
- Documented and tracked for reasonable progress. Given appropriate options for remedial action and resolution
- Closed in a timely manner

If the company determines that harassment, discrimination, retaliation, or other prohibited conduct has occurred; appropriate and effective corrective and remedial action will be taken in accordance with the circumstances involved. Circumstances may dictate administrative action up to and including termination of employment.

EQUAL OPPORTUNITY

TNC and its subsidiaries fall under the Alaska Native Claims Settlement Act (ANCSA). Except for TNC shareholder preferences permitted by Federal Law, TNC is committed to the principle of equal employment opportunity and is committed to making employment decisions based on merit, value, and bona fide occupational qualifications. Although, pursuant to 43 U.S.C. § 1626(g), TNC is not subject to Title VII of the Civil Rights Act of 1964, as amended, it is our goal to treat employees fairly.



The Company's policy on equal opportunity prohibits discrimination based on age, race, color, religion, sex, sexual orientation, gender identity, national origin, physical or mental disability, veteran status, genetic information, or any other reason prohibited by law. This policy applies to all terms and conditions of employment, including recruiting, hiring, transfers, promotions, terminations, compensation, training, and benefits.

ANTI-DISCRIMINATION, ANTI-HARASSMENT, & ANTI-BULLYING

The Company is committed to maintaining a work environment free from all forms of discrimination and harassment. In keeping with this commitment, the Company will not tolerate discrimination or harassment by anyone, including a supervisor, co-worker, supplier, vendor, consultant, visitor, or customer of the Company. Harassment consists of unwelcome conduct, whether verbal, physical, or visual, that is based upon a person's protected status, such as age, race, color, religion, sex, sexual orientation, gender identity, national origin, physical or mental disability, veteran status, or genetic information. All employees are responsible for helping ensure that we avoid harassment and bullying in the workplace. Employees should immediately report any conduct they believe to be discriminatory or bullying, against themselves or another employee to their supervisor. If an employee does not feel comfortable reporting such actions to their supervisor, they should contact Human Resources directly to file the complaint. All complaints will be treated in confidence to the extent possible and will be promptly investigated.

- Do Not use the basis of a person's age, race, color, religion, sex, sexual orientation, gender identity, national origin, physical or mental disability, veteran status, genetic information, or any other reason prohibited by law to evaluate an employee's employment opportunities, work conditions, or performance.
- Do Not make comments that are unwelcome or offensive.
- Do Not coerce or intimidate an employee to do something inappropriate.

DRUG-FREE WORKPLACE

Our policy is to provide a working environment free of the problems associated with the use and abuse of controlled substances or alcohol. The distribution, dispensing, possession, or use of illegal drugs, or other controlled substances, except for approved medical purposes, at any Company office or site where Company employees are engaged in work-related activities is strictly prohibited. In no event should any employee be under the influence of alcohol, illegal drugs, or controlled substances (other than controlled substances approved by a doctor for medical purposes) while present at any such office or site. Consuming any of these substances on Company premises is against company policy and could lead to administrative action up to and including termination of employment.



TIMEKEEPING POLICY

Each employee must accurately record their time daily in accordance with the Company's established timekeeping policies and procedures. Each employee is expected to read, fully understand, and follow those policies and procedures. In reporting your time electronically, you are certifying that your time is being charged in accordance with those policies and procedures. Improperly shifting cost from one contract to another, improperly charging labor or materials and falsifying timecards are strictly prohibited. If you have any questions or doubts regarding how to charge time or record cost, it is your responsibility to seek guidance.

GOVERNMENT CONTRACTING

When Tyonek signs a contract, we are required to comply with the terms of that contract. Tyonek should never enter into a contract not intending to fully comply with all the terms of the contract. If, after contract award, Tyonek anticipates a compliance problem, Tyonek should promptly bring it to the attention of the contracting officer to amend the contract such as providing Tyonek an extension of time or a waiver from a requirement. As a federal contractor we are required to comply with numerous regulations, such as the Buy American Act, the Service Contract Act, the Contract Work Hours and Safety Standards Act, the Davis Bacon Act, the International Traffic in Arms Regulation, and numerous Small Business Administration rules for 8(a) contractors. Tyonek strives to ensure compliance with all laws and regulations impacting government contracting. If an employee has questions, they should always reach out to the company Compliance Officer, the Facility Security Officer, or the Legal & Risk Management Department.

TRUTH IN NEGOTIATIONS ACT ("TINA")

The Company must comply fully with TINA in the conduct of its U.S. Government business. The purpose of TINA is to give the Government an effective means of negotiating a fair and reasonable price.

TINA requires disclosure of cost or pricing data and certification that such data are accurate, complete, and current. Employees involved in negotiating Government contracts and subcontracts must ensure that all cost and pricing data, communications, and representations of fact are accurate, complete, current, and truthful.

PROTECTION AND USE OF COMPANY ASSETS

All employees are responsible for the protection and appropriate use of Company assets, which include physical assets as well as intellectual property and confidential information. Although Company assets are intended to be used only for legitimate business purposes, it is recognized that occasional personal use by employees may occur without adversely affecting the Company's interests.



For example, employees may occasionally use Company computers to send and receive personal e-mail and Company telephones to make or receive personal, local telephone calls – so long as such activity does not interfere with the Company's business and adheres to the Company's policies for appropriate communication. The Company reserves the right to access, review, delete, disclose, or use any employee personal communication and other material stored in Company computers or telephones, and thus you should not have any expectation of privacy with respect to such communications and material.

No nondisclosure agreements shall require employees, subcontractors or suppliers refrain from any lawful reporting of waste, fraud, or abuse to the Government.

GOVERNMENT FURNISHED PROPERTY

Government-furnished property shall be used, maintained, accounted for, and disposed of in accordance with the applicable contract requirements and government regulations.

COMPANY RECORDS

The use, expenditure, and disposal of Company resources must be documented as required by Company procedures. Documents and other records must be maintained in accordance with the applicable requirement of law, contracts, and Company policies and shall not be used for personal gain or benefit. No employee or anyone acting on the Company's behalf shall take any action to circumvent the Company's system of internal controls or provide misleading information in Company documents and records.

USE OF SOFTWARE

Employees shall use all software only in accordance with the terms of the Company's license agreements or other contracts under which the software is supplied. Company licensed software may not be copied or provided to any third party unless authorized under the applicable license agreement.

PROTECTION OF INTELLECTUAL PROPERTY & CONFIDENTIAL INFORMATION

It is essential for all employees to safeguard the Company's trade secrets and confidential information and to refuse any improper access to trade secrets and confidential information of any other company or entity, including our competitors. Company proprietary information must not be discussed with others within the Company, except on a strict need-to-know basis.

If there is a need to disclose Company trade secrets or confidential information to any person outside the Company, such disclosure must be done only in conjunction with an enforceable non-disclosure agreement. Similarly, the Company's rights in its technology and products



must be protected by use of appropriate agreements whenever such technology and/or products are used, transferred, or disclosed. For the purposes hereof, "confidential information" also includes information relating to Company employees and other persons or entities that the Company is obligated by law or agreements to maintain in confidence.

Intellectual Property generated in the performance of a government contract involves complicated rules regarding ownership and use. Consult with legal counsel.

Ethics also require Tyonek to respect the intellectual property of others. If any employee should come into possession of any bid or proposal information to a competitor, seal the document so no others can see it. Bring it to the immediate attention of legal counsel.

AVOID CONFLICTS OF INTEREST

Each employee has the legal duty to carry out his or her responsibilities with the utmost good faith and loyalty to the Company. A "conflict of interest" occurs when your own interest (for example, financial gain, career development, or reputation advantage), or those of your immediate family, interfere in any way or even appear to interfere with the Company's legitimate business interests or your ability to make objective and fair decisions when performing your job. Immediate family members include your spouse or former spouse; parents, stepparents, and grandparents (of both you and your spouse) children, stepchildren, and grandchildren (of you and your spouse) and their spouses; siblings and their spouses; and any others living in your household. To avoid potential conflicts of interest, employees should avoid any activity that could reasonably be expected to put them in a conflict situation.

Although not every situation contrary to this policy can be listed here, the following situations are prohibited:

- Competing against the Company.
- Serving as a consultant to or as a director, trustee, officer or employee of a company, organization or government agency that competes or deals with or is a supplier or vendor to our or customer of the Company.
- Holding a significant financial interest (other than ownership of stock of a publicly held company where the amount owned is both less than 1% of the stock outstanding and worth less than \$50,000) in a company doing business with or competing with the Company if you can influence the Company's business transactions with that company.
- Accepting gifts, gratuities, or entertainment from any customer, competitor, or supplier or vendor of goods or services to the Company, except to the extent they are lawful, consistent with marketplace practices, infrequent and nominal in amount (less than \$50) and are not in cash or offered in consideration for an improper action or in a manner that could hurt the Company's reputation for impartiality and fair dealing.



- Using for personal gain of any business opportunities that are identified through your position with the Company.
- Using Company property, information, or position for personal gain, having a personal interest or potential for gain in any Company transaction (excluding commissions or bonuses payable in accordance with a Company-approved compensation plan or agreement).
- Maintaining employment or any other relationship with another organization, or engaging in any other business or activity, that adversely affects your job performance at the Company.
- Placing Company business or recommending that Company business is placed with a firm owned or controlled by a Company employee or their immediate family (as defined above).

If you are in doubt whether a situation or certain activity constitutes a conflict of interest, it is your responsibility to seek guidance.

RECOGNIZE AND DISCLOSE ORGANIZATIONAL CONFLICTS OF INTEREST

An "organizational conflict of interest" occurs when, because of the Company's other activities or relationships with other persons: (1) the Company is unable or potentially unable to render impartial assistance or advice to the Government, (2) the Company's objectivity in performing the contract work is or might be otherwise impaired, or (3) the Company has an unfair competitive advantage.

The most common form of an organizational conflict of interest involves the nature of work performed by the Company on one contract (such as developing a specification) creates an actual or potential conflict of interest on a future procurement or contract opportunity. It is the responsibility of each employee to recognize and report to their supervisor any activities or relationships that might create an organizational conflict of interest so that the Company can take appropriate actions to avoid any such organizational conflict.

COMMISSIONS AND OTHER CONTINGENT FEES

The company shall not employ or retain any person or agency to solicit or obtain any U.S. or Foreign Government contract for the Company upon an agreement or understanding for a commission or other contingent fee, except for employees or established commercial agencies that neither exert nor purpose to exert improper influence to solicit or obtain Government contracts nor hold themselves out as being able to obtain any Government contract through improper influence. No employee shall enter into an agreement to pay a commission or other fee contingent upon award of a Government contract without first obtaining the CFO's permission to do so.



See also "Foreign Corrupt Practices Act ("FCPA")" information.

PROVIDING GIFTS AND OTHER GRATUITIES

Business courtesies such as gifts, entertainment, services, or favors should not be offered to any government employee or representative. When dealing with non-government personnel in connection with government contracts or subcontracts, similar restrictions apply. Although there is a Federal de minimis gift rule of \$20 or less, it is Tyonek's policy to make no gifts to government personnel unless written approval has been provided by legal counsel. It is a crime to offer, provide, solicit, or accept anything of value either in return for favorable consideration on a government contract or subcontract or because of an official act performed or to be performed. Business courtesies offered to commercial, nongovernment customers must demonstrate good business judgement, must be consistent with marketplace practices, infrequent, nominal in amount (less than \$50) and legal, and must not be in cash or offered in a manner that could hurt the Company's reputation for impartiality and fair dealing. When in doubt regarding the appropriateness of a business courtesy seek guidance, and always err on the side of caution.

FALSE CLAIMS AND FALSE STATEMENTS

Knowingly making a false claim or false statement to the government is a violation of law and can subject both the Company and individual employees to civil and criminal sanctions including fines, suspension, debarment, and prison sentences. It is the responsibility of each employee to ensure that all claims and statements submitted to the government are truthful and not misleading. In addition, the highest standard of honorable and ethical conduct shall be observed in all relationships with the Company's competitors. The advancement of the Company's business interest through the dissemination of unverified information or other unfair actions intended to damage competitors is prohibited, as are any other dishonorable activities. It is Tyonek's policy to promptly disclose to the Government any false claims and/or false statements.

DEALING WITH SUPPLIERS, VENDORS, AND BUSINESS PARTNERS

Integrity and fair dealing are core components of our business practices. All suppliers, vendors, and other business partners should be treated fairly and uniformly in accordance with the Company's established purchasing policies and procedures. Employees must not engage in any activity prohibited under anti-trust laws, including boycotting, price-fixing, refusal to deal, price discrimination or disparate treatment of suppliers and vendors. Paying bribes, accepting kickbacks, and obtaining or using third party insider information in dealings with suppliers, vendors, and business partners are expressly prohibited and will not be tolerated.



AVOIDANCE OF RESTRICTIONS ON TRADE

Employees are expected to conduct themselves and the Company's business in such a manner as to follow federal and state antitrust laws that prohibit monopolies and agreements that unreasonably restrain trade. The Company will not enter into a subcontract or teaming agreement that unreasonably restricts sales by the other party directly to the U.S. government of items made or supplied by the other party and will not otherwise act to restrict unreasonably the ability of any other party to sell directly to the U.S. government. Conversely, the Company will not enter into agreements where, as a subcontractor or teaming partner, we are subject to any unreasonable restriction to sell our products or services directly to the U.S. government.

Finally, the Company must independently develop its pricing on all bids and proposals for government contracts and subcontracts without any consultation, communication, or agreement with any other competing offeror, and the Company shall not disclose its prices to any other competitor before bid opening or contract award.

LOBBYING ACTIVITIES

The Company is prohibited from using federal funds to pay persons, such as lobbyists or consultants, to influence or attempt to influence executive or legislative decision-making in connection with the award or modification of any Government contract. No employee may hire such a lobbyist or consultant without the CEO's prior written authorization.

POLITICAL CONTRIBUTIONS

Corporations are prohibited from making contributions of money or other resources to candidates, officeholders, and political parties at the federal level. The Company respects the right of employees to be involved in political activity and to contribute their own time and resources. Such activity, however, must not take place on Company time or property nor involve the Company's name, and the Company will not reimburse employees for any contributions they may make. Laws and regulations governing contributions to state and local candidates vary from state to state, and all employees shall act in accordance with all such laws and regulations.

CLASSIFIED INFORMATION

Classified information is protected by law and cannot be disclosed except pursuant to official authorization. Only employees with proper government clearance and a need to know have access to classified national security information. Government regulations outlined in company instructions for safeguarding must be followed. Disclosing such information, without authorization, even after leaving employment, is a violation of law and the Code. In the event an employee inadvertently receives information which the employee is unauthorized



to receive, or learns of such disclosure, the employee should immediately notify the Facility Security Officer. Adverse information about employees having government clearance must be reported to the Facility Security Officer.

PROCUREMENT INTEGRITY

During the conduct of any procurement, the Company must not solicit or accept from any source any proprietary or source selection information regarding that procurement. This prohibition begins with the development, preparation, and issuance of a solicitation and concludes with award of a contract, a contract modification or extension. As used herein, proprietary information includes information contained in a bid or proposal, cost or pricing data, and any information submitted to the Government by a contractor and properly designated as proprietary. Source selection information includes such information as listings or offerors and prices, listing of bidders prior to bid opening, source selection plans, technical evaluations of proposals, competitive range determinations, rankings (except for sealed bidding), source selection board reports and evaluations, source selection advisory board recommendations, and other information determined by the head of the agency or contracting officer to be information that could jeopardize the integrity or successful completion of the procurement if disclosed.

HIRING OF GOVERNMENT & FORMER GOVERNMENT EMPLOYEES

Special concerns apply to hiring or retaining a government or former government employee as an employee or consultant of the Company. In addition, there are special constraints regarding any communication concerning possible employment of government employees who are designated as "procurement officials." Company employees shall not conduct any discussions regarding or make any offer of future employment to any government employee without first clearing such action with the Company's CEO and legal counsel.

COMBATING TRAFFICKING IN PERSONS

The federal Government has adopted a zero-tolerance policy regarding its contractors and their employees who engage in or support severe forms of trafficking in persons, procurement of any sex act on account of which anything of value is given or received by any person or use of forced labor. No Company employees shall violate this policy.

INTERNATIONAL BUSINESS

It is always important that employees conducting international business know and abide by the laws of the United States and the countries that are involved in such business activities or transactions. These laws govern the conduct of Company employees throughout the world. If you participate in these business activities, you should know, understand, and strictly



comply with these laws and regulations, including those relating to export controls, anti-bribery and anti-boycotts discussed below. If you are not familiar with these laws and regulations, seek guidance prior to negotiating any transaction involving a foreign country or entity.

EXPORT CONTROLS

These are specific laws and regulations to be followed when exporting materials, equipment, weapons, (International Traffic in Arms Regulations, ITAR) technology, data, software, information, and services ("items"). These laws and regulations apply not only to exports of such items outside the United States but also to "deemed exports" within the United States when export-controlled items are disclosed to foreign nationals in the United States, including to employees of the Company or its teammates who are not U.S. nationals. Prior to transferring any item outside of the United States or to a foreign company or national within the United States, it is the responsibility of each employee to ensure that all relevant export laws and regulations are followed. This responsibility includes verifying (according to the Company's export procedures) that the correct license is used on any export declaration or other document required for export. If you have any doubt about exports, it is your responsibility to seek guidance.

Examples of circumstances that require you to contact the Facility Security Officer or Legal include but are not limited to:

- taking or sending an item or software out of the U.S.
- sending, transferring, or displaying a document containing technical data to a non-U.S. person either in the U.S. or abroad
- a non-U.S. person accessing technical data at Tyonek (could include employees)
- assisting or training a non-U.S. person, whether in the U.S. or abroad
- training foreign military units or forces either in the U.S. or abroad
- traveling outside the U.S. while carrying any Tyonek products, technical data, or software
- U.S. Government or Foreign Official contact relating to any import or export activity
- suspecting that an unauthorized foreign party is inside a Tyonek facility
- suspecting that your conduct or the conduct of others may violate U.S. export laws and regulations

FOREIGN CORRUPT PRACTICES ACT ("FCPA")

The FCPA is intended to prevent bribery of foreign officials by representatives of U.S. companies for the purpose of securing a business advantage. It prohibits the payment or offering of anything of value directly or indirectly to a foreign government official, political



party, party official, or candidate for the purpose of influencing an official act of the person or the government to obtain such an advantage.

It is the responsibility of each employee involved in international business activities to become familiar with the requirements of the FCPA and to seek guidance prior to engaging the services of any foreign consultant or marketing representative or making any offer or payments that might be in violation of the FCPA. Also, Tyonek has a responsibility to self-report violations. Hence any suspected violations should be brought to the attention of legal counsel.

RESTRICTIVE TRADES/BOYCOTTS

A request to participate in any activity that could have the effect of promoting a boycott or restrictive trade practice fostered by a foreign country against customers or suppliers located in a country friendly to the United States or against a U.S. person, firm, or corporation may be a violation of law and must be reported promptly to your supervisor.

INSIDER TRADING

Persons who possess material, non-public information concerning Company business, or that of Company customers, suppliers, vendors, business partners, or competitors may not trade in the Company's securities or those of such customers, suppliers, vendors, business partners, or competitors nor reveal the information to anyone (or provide trading "tips" based upon such information) until the information has been effectively disclosed to the public. These prohibitions are based on federal securities laws, and as used in those laws, "material" information is information that a reasonable investor likely would consider important in deciding to purchase or sell a security and that could affect the price of the security.

ADMINISTRATION & INTERPRETATION

The Company's Director of Human Resources ("Compliance Officer") will administer this Code of Business Ethics and Conduct. All questions relating to this Code and the Company's business practices in general should be directed to the Compliance Officer.

OBTAINING MORE INFORMATION

Employees are expected to know and comply with this Code and the Company's other policies and procedures. Employees who have questions about this Code or concerns regarding compliance have a duty to seek guidance. Employees should address such questions or concerns to their immediate supervisors or to the Compliance Officer. Employees who wish to seek guidance anonymously should feel free to use the following address:

<http://tyonek.ethicspoint.com> or call 866-344-2079 for reporting violations described in the next section.



INVESTIGATION OF MISCONDUCT

The Company reserves the right to use any lawful method of investigation that it deems necessary to determine whether any person has engaged in conduct that in its view interferes with or adversely affects its business. Every employee is expected to cooperate fully with any investigation of any violation of law, the Company's policies and procedures or this Code.

OBLIGATIONS OF EMPLOYEES TO REPORT VIOLATIONS

It is the responsibility of any employee having knowledge of any activity that is or may be in violation of this Code or any law or regulation applicable to the Company's business to report such activity. Employees must make such reports to one or more of the following: their immediate supervisors, the Compliance Officer, or via the Company's Ethics Hotline.

It is the Company's policy that there will be no retaliation against any employees who report what they believe in good faith to be a violation of this Code or any law or regulation applicable to the Company or who assist others in making any such report.

Persons reporting potential violations should be aware that, while a Company representative receiving a report of a suspected violation will take steps to keep such report confidential, the need to investigate and correct any impropriety may require disclosure of the matter reported.

Employees also have the prerogative to report any violation of Federal laws or regulations to the DOD Hotline – (800) 424-9098 or hotline@dodig.osd.mil. The Company would prefer (but does not require) that employees first seek resolution of such violations by reporting to immediate supervisors, the Compliance Officer, or via the Company's Ethics Hotline.

WAIVER OF THIS CODE

If any employee believes that a waiver of this Code is necessary or appropriate, including, but not limited, to any potential or actual conflict of interest, a request for a waiver and the reasons for the request must be submitted to the Compliance Officer for a decision by the CEO. Any waiver of this Code for officers and directors may be made only by the Board of Directors.

EXPENSE REIMBURSEMENT

Expense actually incurred by an employee in performing company business must be documented on expense reports in accordance with company procedures. Misrepresentations for expense reimbursement reflect a lack of integrity and are grounds for dismissal.



COMPANY CREDIT CARDS

Company credit cards are provided to employees for convivence in conducting company business. No personal expenses can be charged on company credit cards except as specifically authorized by company procedures. Any charged personal expenses must be paid promptly be the employee. Company credit cards should not be used to avoid preparing documentation for direct payment to vendors. Where allowed by local law, charges on company credit cards for which a properly approved expense report has not been received at the time of any employee's termination of employment might be deducted from the employee's last paycheck and accrued vacation. Tyonek may pursue repayment from a former employee of any amounts that the employee has not entitled to receive.

AMENDMENT OF THIS CODE

This Code may only be amended by the Company's Director of Human Resources with concurrence by the Board of Directors.



RESPECT AND CITIZENSHIP

Tyonek respects and honors our Alaska Native culture, our region, and our land. We maintain our role as a good corporate citizen and steward of the environment.

DIRECTOR, OFFICER, AND EMPLOYEE EXCELLENCE

Tyonek's directors, officers, and employees commit to the highest level of legal, ethical and moral standards in the conduct of business based on a fundamental belief in honesty, fair dealing, and open competition.

HEALTH AND SAFETY

Tyonek provides a safe and healthy work environment. Each of us is responsible for compliance with safety laws and policies that apply to our job. Our emphasis on health and safety is our commitment to Tyonek, to each other, and to our customers.

Work hazards or unsafe work practices should be reported to your supervisor or management.

PROTECTING THE ENVIRONMENT

Tyonek cares for and protects natural resources. Tyonek conducts business activities in a manner that respects and preserves the quality of the environment. The continuation of our subsistence way of life is important to Tyonek's mission and is a consideration when management and the Board meet to plan and set goals for the future growth of the Company.

RESPECT FOR SHAREHOLDERS AND DESCENDANTS

Tyonek is owned by and exists for the benefit of our shareholders and descendants. Tyonek treats shareholders and descendants with dignity, honesty, and respect as a group and as individuals. Respecting our shareholders and descendants means honoring their diversity and understanding their needs. Tyonek is proud of its service to shareholders and our commitment to Alaska Native history and traditions and preservation of Alaska Native culture heritage.

RESOURCES

Your company, your site, your supervisor, or contract may have additional policies, procedures, and guidelines that may provide further guidance on the topics contained in this Code and other relevant topics. Check with your supervisor or Human Resources to see what additional provisions may apply.



COMPLIANCE STATEMENT

We expect each employee to understand and follow our Code of Business Ethics and Conduct as a condition of employment. This compliance statement for the Code of Business Ethics and Conduct shall be signed by all employees, officers, and directors of Tyonek Native Corporation and its subsidiaries.

Use and disclosure of confidential or proprietary information is prohibited.

The employee acknowledges they may acquire Confidential and/or Proprietary information in the course of their employment with the Company. This information could include trade secrets or information the Company wishes to keep from public purview. This information could include bid formulas, processes, marketing plans, salary structure, customer list, contacts, and IT information. This list is not exhaustive and the nature and circumstances of information that an employee acquires may often determine whether the information is confidential. Disclosure of this type of information could be detrimental to Tyonek's ability to compete and win work in the marketplace. Accordingly, the employee agrees they shall not, directly or indirectly, at any time, during the term of their employment with the Company or at any time thereafter, and without regard to when or for what reason, if any, such employment shall terminate, use or cause to be used any such Confidential Information in connection with any activity or business of the Company, and shall not disclose such Confidential Information to any individual, partnership, corporation, or other entity unless such disclosure has been specifically authorized in writing by the Company, or except as may be required by any applicable law or by order of a court of competent jurisdiction, a regulatory or governmental body.

I have received a copy of Tyonek's Code of Business Ethics and Conduct, which outlines my obligation as an employee of Tyonek Native Corporation. I agree to read and familiarize myself with the contents of this Code of Business Ethics and Conduct and to seek clarification of any item I do not understand.

I also agree to comply with the standards and rules outlined in this document.

Name (Print)

Position

Signature

Date