

Code of Business Conduct

Policy Owner:	Compliance
Prepared By:	Thomas Brown
Approved By:	Lorraine Cherrick and Thomas Brown
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Purpose:

CSI Leasing is committed to a work environment and working relationships that are ethical and lawful. This Policy is designed to assist you in making the best decisions about your business conduct and to answer certain questions you may have about how to make those decisions. Abiding by this Policy and avoiding even the appearance of impropriety is essential to CSI's goal of maintaining the highest standards of business conduct.

Scope:

This Code of Business Conduct Policy applies to all employees of CSI Leasing, Inc., as well as to all employees of its wholly-owned subsidiaries.

Policy:

The integrity and professionalism of our employees has been the primary key to CSI's success and longevity. This Policy provides guidelines for helping you to make ethical decisions and comply with the law no matter where you are in the world. However, this Policy cannot cover in detail every situation you may encounter. If you have questions about a particular situation or believe there might be a conflict between local law and this Policy, please Tom Brown, Chief Compliance Officer of CSI Leasing.

Your Responsibilities

As employees of CSI, your responsibilities are:

- To be familiar with this Policy and comply with it;
- Act in a professional, responsible, and ethical way during your employment;
- Ask for help when you are not sure how to respond to a certain situation;
- Be alert to potential violations of this Policy or any law or regulation and report them;
- Complete any required compliance training.

In addition to complying with this Policy, you should also familiarize yourself with the Policies section of [Bridge](#) and [PolicyTech](#) and comply with all standards of conduct described in them.

Questions About this Policy, Duty to Report, and Non-retaliation

CSI is committed to providing a safe work environment for employees to ask questions, voice their concerns, or report violations of this Policy. If you have questions regarding this Policy, or the appropriate action in a particular circumstance, or if you believe that a violation of the Policy has occurred, please immediately contact Tom Brown, Chief Compliance Officer of CSI Leasing, or Lorraine Cherrick, General Counsel of CSI Leasing. If you have contacted these individuals and are dissatisfied with the response, or if you are uncomfortable contacting either of these individuals, you should contact Steve Hamilton Chief Executive Officer of CSI Leasing. You may also ask questions or make reports at [EthicsPoint](#). Please be aware that your concerns will be kept confidential to the fullest extent possible, but certain individuals may need to be informed, depending on the concerns raised, in order to investigate the issues fully and fairly. CSI prohibits retaliation against employees who raise legitimate concerns under this Policy. For more information about your duty to report compliance issues, please see [Compliance Reporting Policy](#).

Harassment and Discrimination

CSI values diversity, equal opportunity, inclusion, and respect. Having employees who bring a wide variety of perspectives, experiences and talents to the table fosters creativity, progress and teamwork. CSI will not tolerate any form of discrimination or harassment based on race, color, religion, gender, sexual orientation, gender identity, citizenship status, familial status, national origin, age, disability, genetic information, veteran status, or any other basis protected by law. Every employee has a right to a workplace free of harassment from co-workers, supervisors, or vendors on the basis of these traits. For more information and examples of prohibited conduct please see [Anti Harassment/Discrimination](#).

Conflicts of Interest

Avoid situations that might interfere, or appear to interfere, with your obligations to CSI. If you or someone close to you may gain personally from CSI activity, you may have a conflict of interest. These situations could impair your ability to make impartial decisions in the best interest of CSI. Examples of conflicts interest include having an ownership interest in a CSI contractor or endorsing a family member for a position at CSI. Such potential conflicts should be disclosed to management. Some conflicts might be waived and accepted if all interested parties know of their existence and consent. If you become aware of, or have a question about, an actual or potential conflict, contact Tom Brown, Chief Compliance Officer of CSI Leasing, Inc.

Financial Interest in CSI Leasing Transactions or Other Business

You may invest in publicly traded securities of companies with which CSI Leasing conducts business, so long as you have no material inside information and your investments are not large enough to affect any business activities or raise an appearance of impropriety. You or your family may not have a financial interest in a non-publicly traded corporation, partnership or other company with which CSI Leasing conducts or is likely to conduct business unless you have obtained the written approval of Steve Hamilton, Chief Executive Officer of CSI Leasing. If you are unsure about your situation, contact Tom Brown, Chief Compliance Officer of CSI Leasing. For more information, please see the [Policy on Trading Tokyo Century Securities and Prohibition of Insider Trading](#).

Corporate Opportunities

You are prohibited from personally taking advantage of opportunities that are discovered as a result of your employment or through use of CSI property or information. Examples of these include using a CSI customer list to sell personal cosmetics or targeting a large CSI customer to solicit casualty insurance on the side.

Corporate Property and Assets

CSI is committed to protecting its assets, including its resources, its confidential and proprietary information and its good name. All CSI assets should be used for legitimate business purposes only. Theft, carelessness, unauthorized disclosure and misuse of CSI property and assets will not be tolerated.

Confidentiality

Many CSI employees have already signed a specific nondisclosure agreement in connection with their CSI employment. However, all CSI employees should be aware that, as part of our jobs, many of us have access to confidential and proprietary information of CSI, such as customer lists, pricing, financial information and information about employees. Confidential information should only be disclosed internally and on a "need to know" basis. Do not use confidential CSI information for your own benefit or for the benefit of others during or after your employment. You may reveal confidential information outside of CSI only for valid business purposes which have been approved by Steve Hamilton, Chief Executive Officer of CSI Leasing or his designee, or when required to do so by law, subpoena or other legal process that compels disclosure. If you have questions, you should contact Tom Brown, Chief Compliance Officer of CSI Leasing.

Recordkeeping

All CSI accounting records must be accurate. You must not prepare, accept, approve or transmit accounting records that intentionally or otherwise falsify or misrepresent the true nature of the transactions. If you identify a weakness or error in CSI accounting records or recordkeeping procedures, please report it immediately to Tom Brown, Chief Compliance Officer of CSI Leasing.

Personal Data Protection

Your obligation to protect CSI assets, keep accurate records, and maintain confidentiality includes the personal data we process. CSI is committed to protecting the privacy of its employees and the employees of our customers, suppliers, banks and business associates. You must keep personal data, including names and email addresses, confidential and only collect and use personal data for legitimate business purposes. For more information please see the [Global Privacy Policy](#) and the [Policy for Processing Personal Data](#).

Relationships with Suppliers and Vendors You are required to give all vendors and suppliers fair and uniform consideration by making decisions based on objective criteria, such as price, quality, and reliability.

Gifts or Payments Within a Business Relationship

You may not offer or accept anything of value to improperly influence any person in a business relationship with CSI. This includes, but is not limited to, bribes, kickbacks or loans to or from any person with whom you do business on behalf of CSI. Neither you nor any member of your immediate family should offer or accept cash from vendors, customers or competitors under any circumstances. If you give



a gift to, or receive a gift from, a person with whom you have a business relationship, the value of such a gift must not exceed \$200. You should be aware that CSI will reimburse you for business gifts that you purchase only up to the maximum reimbursable amount set by the IRS from time to time (currently \$25.)

This Policy does not apply to business-related meals and entertainment events. Customer entertainment events of an unusual nature, such as those that involve out of town travel and/or overnight accommodations, should be approved by Arnaldo Rodriguez, President, and either (1) the applicable Regional Sales Manager (for CSI Leasing – US/Canada) or (2) the applicable company executive (for CSI Leasing – international.) For more information, please see the [Gifts and Entertainment Policy](#) and [Expense Reimbursement - Travel and Entertainment](#).

Anti-Corruption

As a US multinational company, CSI is subject to the multiple laws that prohibit bribery and corruption, including, but not limited to the US Foreign Corrupt Practices Act (the "FCPA"), the UK Anti-bribery Act of 2010, and the Malaysia Anti-Corruption Commission Act. Some of these laws do not make a distinction between commercial bribery and bribery of a government official. CSI has zero tolerance for bribery or corruption of any kind. CSI employees may not give or offer to give anything of value to any person or entity if the payment or gift is intended to induce the recipient to misuse his or her power or to give CSI an improper commercial advantage.

In particular, the FCPA prohibits payments to foreign (i.e., non-U.S.) government officials in order to obtain business or take an improper advantage in business transactions. Employees of government-owned companies, such as a school, utility, or police department, may be considered government officials under the FCPA. Violation of the FCPA can result in heavy fines and imprisonment. CSI and all of its domestic and international subsidiaries must comply with the FCPA. If you witness a bribe or an inducement to make a bribe or suspect a violation of the FCPA or any other anti-bribery law has occurred or may occur, please report it immediately to Tom Brown, Chief Compliance Officer of CSI Leasing, or to [EthicsPoint](#). For more detailed information and examples of prohibited behavior, please see the [Global Anti-Corruption Policy](#).

Special Duty for Managers and Supervisors

This Policy applies to every CSI employee. However, managers and supervisors have a special duty to lead by example, to ensure that those employees whom they supervise are complying with the Policy.

Consequences of Policy Violations

Violations of this Policy, unethical conduct and illegal acts are all forbidden and may result in discipline, including termination of employment and, in the case of illegal acts, criminal and/or civil prosecution.

Modifications of Policy

CSI reserves the right, from time to time, to issue modifications or additions to this Policy or interpretations of this Policy. Any such modification or interpretation will be distributed to all employees and will thereafter be considered to be a part of this Policy.