



Arcwood Environmental Code of Business Conduct and Ethics

Purpose

Arcwood Environmental and its family of subsidiary and affiliate companies (referred to as “Arcwood”) counts on all our businesses and employees to honor, enhance and expand our reputation by representing Arcwood well in all interactions. We are committed to **honesty, integrity, and high ethical standards** in all that we do. **Integrity** is essential to how we do business. This Code of Business Conduct sets forth the principles that guide us all to **make decisions that reflect our high standards of character** in the course of performing our jobs. The Code is not intended to be an exhaustive list and may be supplemented by more detailed policies and procedures. Using this Code of Business Conduct and Ethics, Arcwood’s other policies and procedures, as well as applicable federal and state regulations, will support employees in their exercise of good judgment while fulfilling their daily responsibilities.

At Arcwood, our values include, pursuing the creation of enduring value, building long-term relationships with employees, customers and vendors based on mutual respect and trust, betting on people, keeping our eyes open for opportunities, tackling big problems and always doing the right thing. A team approach to management allows Arcwood to provide creative and effective solutions to issues affecting our customers and their industries.

Arcwood Environmental’s Code of Business Conduct guides the way we conduct business across ARCWOOD. This Code applies to all employees of Arcwood and its subsidiaries. Individual Arcwood companies may elect to have more specific versions of this Code of Business Conduct and Ethics.

Scope

This Code has been developed to communicate Arcwood’s expectations to all employees to promote the following conduct:

1. Fair Treatment and Respect for our Employees
2. Compliance with Safety and Environmental requirements
3. Proper Business Gifts and Entertainment
4. Fair Competition (Avoidance of anti-trust issues)
5. Avoidance of Corruption and Bribery
6. Avoidance of Conflicts of Interest
7. Protection of Confidential Information and Intellectual Property
8. Accurate and Timely Financial and Other Company Records
9. Proper use of Company Assets
10. Proper use of Company Communication and Information Technology Mechanisms
11. Community Involvement and Social Responsibility
12. Understanding of Your Role and Responsibility for Compliance with the Code
13. Prevention of Wrongdoing, and Accountability for Violations of the Code
14. Prompt Reporting of Suspected Violations of the Code
15. Other Considerations



1. Fair Treatment and Respect for our Employees

The most critical element to our success is our employees. Everyone should be treated fairly and with dignity. All employees should have the opportunity to contribute to their fullest potential.

Arcwood fosters a work environment that promotes equal opportunity, dignity and respect and we are committed to fostering, cultivating, and preserving a welcoming culture. Our policies promote equal employment opportunity without discrimination or harassment on the basis of race, color, religion, creed, age, gender, gender identity, sexual orientation, national origin, citizenship, disability, pregnancy, veteran status, genetic information, or any other characteristic protected by law. We expect that all relationships among persons in the workplace will be business-like and free of bias, harassment, and violence.

Misconduct, including discrimination, harassment, retaliation, or other forms of unprofessional behavior will not be tolerated and may lead to disciplinary action up to and including termination.

2. Compliance with Safety and Environmental Requirements

At Arcwood, we are dedicated to designing, constructing, maintaining, and operating facilities that protect our people and physical resources. It is our policy to comply with applicable safety and environmental requirements, to provide and require the use of adequate protective equipment and measures, and to insist that all work be done in a safe and responsible manner. It is the responsibility of each employee to follow all company policies and procedures related to workplace safety and compliance.

Arcwood is committed to minimizing the impact to the environment. We work to continuously improve our environmental performance by setting and working toward quantifiable goals that reduce the environmental impact of our activities. We will follow applicable environmental laws and regulations in the countries where we operate.

3. Proper Business Gifts and Entertainment

Arcwood's business decisions are made on merit. Therefore, we will never give or offer, directly or indirectly, anything of value to a third party, including a government official, political party, or candidate, that will corruptly influence that person's/entity's business decision or allow an unfair advantage. Conversely, an employee may not accept a gift, favor, or service of more than modest value from a third party. Questions regarding what constitutes "modest value" or whether a business gift or entertainment activity is a permissible business expense should be directed to the Legal Department or Human Resources.

Examples of items considered to be modest value or below include:

- Acceptance of gifts based on family or personal relationships;
- Acceptance of meals, refreshments or entertainment of reasonable value in the course of a meeting or event held for bona fide business purposes;
- Acceptance of promotional material of nominal value such as pens, pencils, note pads, key chains, calendars, and similar items.



4. Fair Competition (avoidance of Antitrust issues)

Arcwood is committed to the continuation of free enterprise and the legal and regulatory frameworks that support it. Therefore, we recognize the importance of laws that prohibit restraints of trade that would damage economic activities and support unethical business practices.

Antitrust laws are designed to prohibit practices that might unreasonably restrict competition. These laws deal with agreements and practices “in restraint of trade,” such as price fixing and boycotting suppliers or customers. They also prohibit (i) pricing intended to drive a competitor out of business; (ii) disparaging, misrepresenting, or harassing a competitor; (iii) stealing trade secrets; (iv) bribery; and (v) kickbacks.

It is our policy to comply with antitrust laws. You are prohibited from engaging in practices that violate antitrust and competition laws. If you have any questions or concerns about the propriety of certain business practices, please consult with your supervisor or your Human Resources contact or the Legal Department.

In all our business dealings with customers, suppliers, and competitors, we will:

- Embrace competition.
- Deal honestly, directly, and fairly with all customers, competitors, and suppliers.
- Express yourself carefully, professionally, and accurately in all business communications, especially electronic communications.
- Avoid any unfair or deceptive practice and always present our services and products in an honest manner.
- Treat all customers and suppliers honestly, fairly, and objectively.
- Select suppliers based on merit and set the expectation that we expect suppliers to compete fairly.
- Avoid comment on a competitor’s services or products without a good faith basis for such statements.
- Comply with all antitrust laws, including those prohibiting agreements or understandings with competitors to fix prices or other sales terms, coordinating bids, or dividing sales territories, customers, or product lines. These types of agreements with competitors are generally illegal in the United States and many other markets where we may conduct business.

5. Avoidance of Corruption and Bribery

In addition to the guidance regarding Business Gifts and Entertainment, and Fair Competition, Arcwood may perform internationally, and may sell to government agencies both domestically and internationally. This subjects Arcwood to additional requirements of the Federal Acquisition Regulations and the US Foreign Corrupt Practices Act. Individual states and countries have similar and sometimes more stringent requirements. Arcwood employees involved in international operations and/or sales to governmental entities have additional requirements regarding business conduct and ethical behavior, intended to avoid even the appearance of wrongdoing.

6. Avoidance of Conflicts of Interest

Arcwood expects its employees to conduct business according to the highest ethical standards of conduct. Employees are expected to devote their best efforts during working time to the interests of Arcwood.



Business dealings that appear to create a conflict between the interests of Arcwood and an employee are unacceptable. Arcwood recognizes the rights of employees to engage in activities outside of their employment, which are of a private nature and unrelated to our business. However, the employee must disclose any possible conflicts so that Arcwood may assess and prevent potential conflicts of interest from arising. A potential or actual conflict of interest may occur whenever an employee is in a position to influence a decision that may result in a personal gain for the employee or an immediate family member as a result of Arcwood's business dealings, such as outside employment with a customer, supplier, or competitor, having a significant financial interest with same, or exploiting one's position with the company for personal gain. Although it is not possible to specify every action that might create a conflict of interest, this Code sets forth those that most frequently present problems.

7. Protection of Confidential Information & Intellectual Property

The protection of confidential business information including financial information, trade secrets, product information and customer-related data not otherwise available to persons outside our company, is vital to our interests and success. Any employee who discloses trade secrets or confidential business information (including but not limited to any trade secret or proprietary confidential information regarding our customers, business partners or vendors, training materials, operating procedures, research findings, or financial data) without authorization may be subject to disciplinary action up to and including termination and legal action. This Code is in addition to the provisions of any confidentiality or similar agreement you may have signed in consideration of or during your employment with Arcwood.

There is never a reason to share our confidential business information with third parties without prior authorization. This includes such confidential business information as strategies, operational plans, forecasts, or information that is considered a company trade secret or confidential or proprietary business information. Thus, employees are prohibited from transmitting or posting such information outside the organization without prior authorization. Accordingly, use caution in selecting material for transmission. Without notice, Arcwood may review any material created, stored, sent, or received in its network or through the Internet or any other company communication system.

8. Accurate and Timely Financial and other Company Records

Arcwood relies on our accounting records to produce reports for our management, creditors, governmental agencies, and others. We are committed to maintaining books and records that accurately and fairly reflect our financial transactions. Each employee must maintain accurate and fair records of transactions, time reports, expense reports and other business records.

In this respect, the following guidelines must be followed:

- No undisclosed or unrecorded funds or assets may be established for any purpose.
- Assets and liabilities of Arcwood must be recognized and stated in accordance with our standard practices and Generally Accepted Accounting Principles ("GAAP").
- No false or artificial entries may be made, or misleading reports issued.
- No false or fictitious invoices may be paid or created.

It is the responsibility of each employee to uphold these standards. Employees are expected to cooperate fully with our internal and external financial auditors. Information must not be falsified or concealed under



any circumstances, and an employee whose activities are the cause of the creation of false financial reporting will be subject to disciplinary action, including termination.

9. Proper Use of Company Assets

Company funds and all other assets of Arcwood are for company purposes only and not for personal benefit. When an employee's position requires spending company funds or incurring reimbursable travel and living expenses, the employee is expected to use good judgment on Arcwood's behalf to ensure that all expenditures incurred are fair and reasonable in the circumstances and in accordance with all company policies and procedures.

Arcwood's facilities, equipment, vehicles, and supplies are to be used for conducting company business or associated purposes specifically authorized by management during working time. This applies to all equipment and supplies, including computers, software, and other office supplies and equipment. All employees should protect Arcwood's corporate assets and ensure their efficient use.

10. Proper Use of Company Communication and Information Technology Mechanisms

All employees are required to use Arcwood's communication resources in a lawful manner. This includes company email, voicemail, network drivers and internet access. All communication and information technology systems are the property of Arcwood. To ensure that the use of the Company's communications systems is consistent with legitimate business interests, the Company retains the right to monitor the use of such resources from time to time, and employees hereby consent to such monitoring.

Company communication resources shall be used for business or job-related purposes during working time. Any personal use of Company email must be limited to non-working time (e.g., breaks and lunch periods) and follow all other Company policies (including but not limited to non-discrimination and anti-harassment policies or any provision of this Code).

It is generally not Arcwood's intent to monitor internet access or messages on voicemail and e-mail systems. However, Arcwood reserves the right to do so in appropriate circumstances, consistent with applicable laws and regulations.

Use of computer resources for any of these activities is strictly prohibited:

- Viewing, transmitting, retrieving, or storing material that may be considered in violation of Company policies such as the nondiscrimination and anti-harassment policies, accessing sites containing sexually explicit or pornographic material, or other unlawful material.
- Transmitting any messages containing discriminatory or harassing remarks about an individual or group's race, color, religion, creed, age, gender, gender identity, sexual orientation, national origin, citizenship, disability, pregnancy, veteran status, genetic information, or any other legally protected characteristic.
- Disseminating or storing commercial or personal advertisements, promotions, destructive programs (that is, viruses or self-replicating code).
- Using or copying software in violation of a license agreement or copyright.
- Using company communication systems for any other purpose which is illegal.



In handling Arcwood's information or information owned by a third party and/or licensed by Arcwood, employees should comply with copyright laws, computer software licensing agreements, and relevant company policy. Information technology representatives can provide advice and assistance in protecting computer-based information in accordance with Arcwood's policies on information security.

11. Community Involvement and Social Responsibility: We support our employees' rights to express their opinions in a public forum and encourage engagement with the communities in which we live and work. Employees' behavior in the community and in social media forums should avoid adversely impacting the Company's reputation, customer or vendor relationships or relationships with the community or otherwise risk violation of this Code.

Arcwood encourages its employees to become involved in civic affairs and to participate in the political process. However, employees' participation and involvement must be on an individual basis, on their own time, and at their own expense. Unless authorized, employees who participate in partisan political activities should not suggest or state that they speak or act for Arcwood. In the United States, federal law prohibits corporations from donating corporate funds, goods, or services (including employees' work time), directly or indirectly, to candidates for federal offices. Local and state laws also govern political contributions and activities as they apply to their respective jurisdictions. Similar laws exist in other countries.

12. Understanding of Your Role and Responsibility for Compliance with the Code

All employees are required to comply with applicable governmental laws, rules, and regulations wherever Arcwood does business. This is in addition to company-specific work rules, policies, and procedures.

All employees are expected to work in a cooperative manner with management/supervisors, coworkers, customers, and vendors to follow consistently both the meaning and intent of this Code. Managers and leaders are expected to ensure that our business processes and practices reinforce the Code of Business Conduct. Additionally, managers and supervisors are expected to serve as positive role models in the course of their work duties by establishing and adhering to high ethical standards and to create an ethical culture by encouraging and rewarding actions that are consistent with the Code.

The Code cannot anticipate every conceivable situation. You should be alert that you or your colleagues may be in a gray area and ask yourself these three questions: 1) How would this decision look to others within Arcwood or externally? 2) Am I willing to be held accountable for this decision? and 3) Is this consistent with Arcwood's Code of Business Conduct and Ethics? You should seek guidance when a situation may not be clear. Your supervisor, the Legal Department, or Human Resources will respond to questions and issues of interpretation about the Code.

13. Prevention of Wrongdoing, and Accountability for Violations of the Code

Arcwood takes these provisions of the Code of Business Conduct very seriously and we will treat any violations of this Code accordingly. A failure by any person to comply with applicable laws, rules, or regulations governing our business, this Code or any other policies or requirements may result in disciplinary action up to and including termination and, if warranted, legal action. The intention of this Code is, however, preventive in nature, by providing employees with knowledge and understanding sufficient to avoid any violations or wrongdoing.



14. Prompt Reporting of Suspected Violations of the Code

If you have any questions or concerns about compliance or matters discussed within this Code, you may talk with your supervisor, the Legal Department, or Human Resources. You are expected to promptly report any concerns or suspected violations of this code to your supervisor, the Legal Department, Human Resources, or anonymously through the Arcwood Ethics and Whistleblower Hotline. Failure to promptly provide notification of suspected violations of this Code is a breach of the Code and may result in disciplinary action.

The website for reporting to the Arcwood Ethics and Whistleblower Hotline managed by NAVEX's EthicsPoint system is arcwoodenviro.ethicspoint.com and the phone number is 1-833-224-2789. As a reminder, reports to the Hotline may be made anonymously.

You can discuss your concerns or suspected violations without fear of any form of retaliation. When you report a suspected violation of the Code of Business Conduct and Ethics through the established procedures:

- You will be treated with respect.
- Your concerns will be taken seriously. If your concerns are not resolved at the time of your report, you will be informed of the outcome if you provide your contact information.
- You will not be required to identify yourself. However, specific information regarding the concern allows us to more swiftly respond to issues raised.
- Your communication will be protected to the greatest extent possible.

15. Other Considerations

This Code is intended to be interpreted or applied in a manner consistent with an employee's rights to communicate under any law.

Nothing in this Code, however, is intended to prevent employees from discussing the terms and conditions of their employment, or from engaging in concerted activity protected by law.

The application of the Code shall be subject to any restrictions or rights that may arise from the law in any locality, state, or country in which Arcwood operates.

If you have any questions about anything in this Code, please contact the Legal Department or Human Resources.



ARCWOOD ENVIRONMENTAL CODE OF BUSINESS CONDUCT AND ETHICS EMPLOYEE ACKNOWLEDGEMENT

Arcwood Environmental Code of Business Conduct and Ethics outlines expected behaviors of all Arcwood employees. Arcwood will conduct its business in compliance with all applicable laws and regulations, and with honesty, integrity, and high ethical standards. Integrity is the foundation for all company relationships, including those with customers, suppliers, communities, and our employees. The highest standards of ethical business conduct are required of Arcwood employees in the performance of their company responsibilities. Employees will engage in activity that is consistent with these standards and will avoid behaviors and situations that may raise questions as to the company's honesty, impartiality, reputation or otherwise cause embarrassment to the company.

As an employee of a Arcwood company, I will ensure that:

- I will not cause or contribute to a hostile work environment.
- I will make the safety of myself and my fellow employees a primary concern in performing my duties.
- I will avoid situations and behavior that create a conflict of interest and that take advantage of my Arcwood position to seek personal gain through the use of non-public Arcwood information or abuse the trust placed in my position.
- I will follow all restrictions on use and disclosure of information, including protecting Arcwood information and ensuring that non-Arcwood proprietary information is used and disclosed only as authorized by the owner of the information or as otherwise permitted by law.
- I will protect all company, customer, and supplier assets and use them only for appropriate company-approved activities
- Without exception I will practice fair dealing and comply with all applicable laws, rules, and regulations.
- I will promptly report any illegal or unethical conduct to management, the ethics and whistleblower hotline or other appropriate authorities.

Every employee has the responsibility to ask questions, seek guidance, and report suspected violations of the Code of Business Conduct and Ethics. Retaliation will not be tolerated against employees who raise genuine concerns.

I have read The Arcwood Environmental Code of Business Conduct and Ethics and I certify that:

- I understand The Code of Business Conduct and Ethics.
- To the best of my knowledge, I am in compliance with The Code of Business Conduct and Ethics.
- I will continue to comply with the Code of Business Conduct and Ethics.

Printed Name

Employee ID #

Signature

Date