

# CODE OF BUSINESS CONDUCT

## STATEMENT OF INTEGRITY

Purilum LLC (“Purilum” or “Company”) is a Limited Liability Company incorporated and registered in North Carolina, USA. Purilum was created to meet the challenges of the 21<sup>st</sup> Century business environment and we are committed to meeting those challenges successfully on all fronts. Foremost among them is our commitment to conduct our business with **complete integrity**.

Our reputation **for honest and reliable business conduct**, built by so many people over so many years, will be tested and proven in each business transaction we make. Our quest for competitive excellence and customer satisfaction begins and ends with our commitment to lawful and ethical conduct. And as an American company with international business, we must create and follow a set of global rules.

Our Code of Business Conduct (“CBC” or “Code”) is our guide to ethical and lawful conduct. It clearly defines the Company’s expectations for legal and ethical behavior on the part of every employee – an obligation that is, in fact, a condition of employment. Purilum directors, officers, employees and agents are expected to conduct the Company’s business according to the **highest standards of professional ethics**, financial integrity and legality.

All of us have many demands on our time, but the information contained in this Code will only be effective if you take the time and make the effort to read the materials and **apply these standards of conduct in your business activities**. If any aspect of the CBC is unclear to you or if you have questions about a situation you are facing, your concerns can be discussed directly with your supervisor or Compliance Officer.

Any notion that compliance training and ethical business behavior do not contribute to our “bottom line” success is wrong. If Purilum, through the performance of its directors, officers, employees and agents were to fail to achieve or exceed the standards of conduct outlined in this guide, that failure could jeopardize the Company financially, harm individuals and **destroy one of Purilum’s most valuable assets – its reputation**. Maintaining this crucial corporate asset is vital for our ongoing success and a responsibility we all share.

Our future will undoubtedly bring an even more competitive environment and we must be ready to meet its challenges; but we must be prepared to do so without diminishing **the standards of ethical conduct that are the cornerstone for the way we conduct our business**.

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## INTRODUCTION

### Topics

- ❖ About our Policy
- ❖ Which Law Applies?
- ❖ Inquiries and Reporting Violations
- ❖ Non-Retaliation

## ABOUT OUR POLICY

At Purilum one of our core values is our commitment to integrity. How we do business and how we treat others will define Purilum to the rest of the world. It is important to our customers and suppliers, to all our employees and to the communities where we live and work that Purilum be known for the integrity of its people and its high standards of business conduct.

Ethical behavior may mean more than complying with the law – but it starts with the law. You have an affirmative obligation to acquire sufficient knowledge of the laws relating to your location and your particular responsibilities and duties in order to recognize conduct or situations that raise legal or ethical questions and when to seek legal advice. It is management’s obligation to ensure and facilitate adherence to our high standard of ethical conduct by clearly articulating the requirements of the Code of Business Conduct and by supporting its fair application to all personnel.

The purpose of the Code of Business Conduct is to summarize the policy of Purilum generally and provide guidance for proper conduct in areas of particular concern. It explains Purilum’s basic expectations concerning your professional and personal behavior. The Code of Business Conduct does not describe every specific conduct that is unacceptable or illegal. Because a particular course of conduct is not discussed this does not mean the act is acceptable and/or lawful. Purilum expects every director, officer, employee, and agent to make a good faith effort to understand and comply with both the letter and the spirit of Purilum policies and applicable laws. Pursuant to this expectation, each director, officer, employee and agent is required to certify that they will comply with the Code of Business Conduct.

When an alleged violation of the Code of Business Conduct is reported, Purilum will take prompt and appropriate action in accordance with applicable law and good business practices. Failure to comply with the standards established by this Code of Business Conduct puts you, your co-workers, and Purilum at risk, and may subject you to disciplinary action up to and including termination. In certain circumstances, failure to comply with the Code of Business Conduct may also result in the referral of the matter to appropriate government authorities.

It would be impossible to address every situation that you may encounter. Ultimately, we must support each other in our commitment to doing business the right way and when we are uncertain about the correct course of action, we should seek the advice of Purilum’s Compliance Officer. In some cases, a situation may be so complex that additional guidance is needed. The Compliance Officer is available to

provide assistance. If a situation arises that is not addressed in the Code of Business Conduct, it is each person's responsibility to immediately contact his/her supervisor and the Compliance Officer.

### **WHICH LAW APPLIES?**

Because Purilum is incorporated in the United States, the laws of the United States extend to our business worldwide. Our operations are also subject to the laws of the different countries, provinces, states and municipalities where we conduct business.

At times a conflict may exist between the applicable laws of two or more countries. When you encounter such a conflict, it is especially important to consult Purilum's Compliance Officer to understand how to resolve that conflict properly.

### **INQUIRES AND REPORTING VIOLATIONS**

After reading the Code of Business Conduct, you may have questions or encounter situations which you think are not adequately covered. To make inquiries or seek explanations relating to applicable laws or concerns about business practices, you should communicate with your immediate supervisor and with the Compliance Officer. Any employee, officer, director, or agent is authorized and encouraged to communicate directly with the Compliance Officer without any necessity for intermediate inquiries to or permission from supervisory management.

#### **Compliance, Legal & Regulatory Officer (Compliance Officer)**

Anthony Dillon  
Telephone: +1 - 919 - 480-5138  
Email: [adillon@purilum.com](mailto:adillon@purilum.com)

Purilum encourages anyone reporting suspected violations to identify himself or herself when making a report to facilitate its investigation. However, reports may be submitted anonymously by mailing a written statement (mark the correspondence as CONFIDENTIAL) to:

#### **Anthony Dillon - Compliance Officer**

967 Woodridge Park Rd.  
Greenville, NC 27834

All employees, officers, directors, and agents are required to report violations of the law or the Purilum Code of Business Conduct of which they become aware. Purilum has a non-retaliation policy that protects you from being retaliated against for raising concerns in good faith.

### **NON-RETALIATION**

Purilum wants you to know that as long as you are acting in good faith, you may raise any question or voice any concern about any legal or ethical issue without fear that you will be discredited or that you will jeopardize your job. "Good faith" does not mean that you need to be right – but it does mean that you should be telling the truth as you understand it. If you feel you are being encouraged or pressured to violate the law, or observe anything you think may be a violation, you must bring it promptly to the Company's attention. It is a violation of the Code of Business Conduct for any director, officer, employee, or agent to retaliate against or take other adverse actions against those who report a violation in good faith. Directors, officers, employees, or agents who retaliate against others for reporting a problem will be subject to disciplinary action up to and including dismissal.

## WORKING FOR PURILUM

### Topics

- ❖ Personal Privacy
- ❖ Conflicts of Interest
- ❖ Corporate Opportunities
- ❖ Bribery and Corruption
- ❖ Charitable Contributions and Corporate Sponsorships
- ❖ Use of Third-Party Agents
- ❖ Outside Employment, Business Interests & Investments
- ❖ Use of Software
- ❖ Protection of the Company's Assets and Confidentiality
- ❖ Accuracy of Financial Reporting
- ❖ Communication to the Public
- ❖ Compensation and Benefits
- ❖ Non-Discrimination, Equal Opportunity, & Non-Harassment
- ❖ Cooperation in the Investigation of Wrongdoing
- ❖ Records Management

### PERSONAL PRIVACY

It is the Company's policy to vigorously protect the privacy of its employees. In that regard:

- ❖ You are required to comply with all applicable privacy and data protection laws, regulations, and treaties. For instance, in the United States privacy laws particularly address the protection of individual medical, financial, and consumer information, and information about children.
- ❖ Because the laws relating to privacy protection are detailed and complex, you must consult with Company Compliance Officer (CO) before establishing, distributing, or revising any database or other system through which the Company collects, uses, or discloses to any person individual information or information about an individual's finances, health or medical condition, racial or ethnic origin, political opinions, religious or philosophical beliefs, trade union membership, or sex life, or any other sensitive individual information.
- ❖ As a general rule, to the extent the Purilum does have access to any individual's personal information, it is Company policy to use that information only for limited, authorized purposes,

and not to disclose that information except in accordance with law after consultation with Company CO. However, electronic communications created using Company devices and systems are not private, and Purilum reserves the right, subject to applicable law, to access, review and use all communications, records and information created, transmitted and stored using Company resources.

- ❖ You must consult with Company CO before developing any privacy policy, whether for use in connection with the Internet or otherwise, and maintain adequate procedures to comply with any policy adopted.

## CONFLICTS OF INTEREST

A conflict of interest occurs when an individual's private interest interferes – or has the appearance of interfering – with the interests of the Company as a whole. A conflict situation can arise if a director, officer, employee, or agent takes actions or has interests that may make it difficult to perform his or her job objectively and effectively. Conflicts of interest also arise when a director, officer, employee, agent or a member of his or her family receives improper personal benefits as a result of his or her position with the Company.

Potential conflicts of interest and related party transactions must be disclosed in writing to the Compliance Officer, and properly documented. Having a conflict of interest is not necessarily a violation of our Code of Business Conduct, but failing to disclose it is.

## CORPORATE OPPORTUNITIES

Directors, officers, employees, and agents are prohibited from taking for themselves personally, or passing to others, opportunities that are discovered using Company property, information or position without the consent of the Compliance Officer. No director, officer, employee, or agent may use Company property, information, or position for improper personal gain, or compete with the company directly or indirectly. Directors, officers, employees, and agents owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. Contact the Compliance Officer for guidance on any potential conflicts.

## BRIBERY AND CORRUPTION

Bribery is illegal, whether the bribe is offered to a government official (public sector bribery), or a private company or citizen (private sector bribery). It harms the communities where we operate. We must actively support efforts to stop bribery.

Each of us must strictly comply with all domestic and international anti-bribery laws. Extraterritorial anti-bribery laws are the laws of one country that prohibit bribery in other countries.

We must never provide bribes in any form, including:

- ❖ “Kickback” payments – even in small amounts.
- ❖ Payments to improperly secure regulatory approvals, favorable tax or customs treatment, licenses, permits or any other benefit.
- ❖ Payments to competitors in exchange for confidential information.
- ❖ Irregular commission payments made or requested with corrupt intent.
- ❖ Inappropriate customer incentives.
- ❖ Payments to receive favorable terms from creditors, such as banks.

Although bribery is illegal and against Company policy regardless of whether the bribe is offered to a government official or a private citizen, customer or supplier, unique concerns exist in each instance that Purilum employees need to be aware of.

### Public Sector Bribery Concerns

The U.S. Foreign Corrupt Practices Act (FCPA) makes it illegal for a U.S. company, such as Purilum, or any of its agents, sales representatives or other intermediaries and employees, to give, offer or promise anything of value to a government official with the expectation, hope or intent that the official will influence a decision to do business with the Company. This includes obtaining new business, retaining existing business, or gaining some advantage.

The FCPA is enforced criminally by the U.S. Department of Justice (DOJ) and civilly by the U.S. Securities and Exchange Commission (SEC). The FCPA has two principal parts: (a) the anti-bribery provisions and (b) the accounting provisions.

(a) The anti-bribery provisions of the FCPA criminalize improper payments to a government official. The basic elements of the FCPA anti-bribery provisions are:

A payment, offer, or promise of anything of value;

- ❖ to any government official, any non-U.S. political party or party official, any candidate for foreign political office, or any other person while knowing that any portion of the payment or promise to pay will be provided to one of those persons;
- ❖ with corrupt intent for the purpose of influencing an official act or decision, inducing that person to do or not do any act in violation of his or her lawful duty, or inducing that person to use his influence with a foreign government to affect or influence any government act or decision;
- ❖ to assist in obtaining or retaining business for or with, or directing business to, any person or company.

“Anything of value” is defined broadly. In addition to cash, it also includes just about any form of benefit, including benefits to family members and even the ability to direct a benefit to another person. Examples include:



- ❖ Cash, cash equivalents, or other benefits (travelers checks, travel benefits);
- ❖ Personal services;
- ❖ Employment or the offer of employment;
- ❖ Charitable contributions for the benefit of the official;
- ❖ Political contributions; and
- ❖ Use of the Company's facilities (including but not limited to aircraft, houses, vehicles, boats, etc.) by government officials or their staff other than for purposes of promoting, demonstrating or explaining the Company's products or services.

(b) The accounting provisions of the FCPA require companies to maintain books and records that accurately and fairly reflect all business transactions and to maintain internal accounting controls for that purpose. Among other things, these provisions aim to prevent "slush" funds, off-book transactions and improper expense classifications that can be a means of paying a bribe and concealing the nature of payment.

Violation of the FCPA or other local anti-bribery laws can lead to imprisonment, significant fines, and other penalties. For example, individuals may be fined up to \$250,000 USD and/or imprisoned for up to 5 years for each violation of the anti-bribery provisions; or, for violations of the accounting provisions, individuals may be fined up to \$5 million USD and/or imprisoned for up to 20 years. Additionally, the Company itself faces criminal prosecution, significant fines and other penalties. Local business practices that ignore or even condone these practices are not a defense. Any employee who makes or arranges for a gift, offer, or promise of anything of value in violation of this policy is subject to serious discipline by the Company, including dismissal.

The FCPA applies equally to gifts, offers, and promises made directly by an employee or through someone not employed by the Company. In that regard the FCPA makes it illegal to "look the other way" or ignore facts or circumstances which reasonably suggest that a third party is making illegal gifts, offers or promises on our behalf. Further, giving money to a third party or intermediary in the belief or with the intention that the third party will make inappropriate or illegal gifts, offers or promises, or in willful disregard of the facts of the transaction(s) is itself illegal.

#### Who is a Government Official?

For purposes of the Company's policy, the definition of "government official" must be understood to be very broad and would include, but is not limited to, both American and foreign customs and immigrant officials; elected and appointed officials such as legislators, mayors, government ministers and all other government employees; officers or employees of public international organizations such as the United Nations, the World Bank or the International Monetary Fund; various tobacco industry regulators such as agricultural inspectors; political party officials or candidates for political office.

**Of critical importance, all employees of whatever rank or position of state-owned or controlled monopolies are government officials.** That may include some of the Company's customers.

What does this mean? It means that any person who works for a government, from the Prime Minister to a postal carrier, is considered a "government official" for purposes of Company policies. Any Court employee including judges, clerks, etc., are all "government officials" under these policies. "Government officials" can also include family members of government officials or individuals designated by a government official to receive something of value if the thing of value offered to the family member or other designated individual is really just a way of getting the benefit to the government official.

If you have questions about whether a person involved in a transaction is covered by the relevant anti-corruption laws, you should consult with the Compliance Officer.

#### Paying for Gifts, Travel and Entertainment of Government Officials

The FCPA prohibits providing "anything of value" to government officials, except under narrow guidelines.

**Gifts:** You may not offer or provide gifts to a government official with the expectation that the offer or gift will provide the Company with a competitive advantage. Any gift to a government official must be in strict compliance with this Policy. As a general matter the following principles apply: (i) cash gifts to government officials are never permitted; (ii) small gifts bearing the Company's logo may be provided to a government official as a token of esteem or courtesy or in return for hospitality; (iii) the gift should be of nominal value, customary for the country involved and appropriate for the occasion; and (iv) the gift must be permitted under local law and the guidelines of the relevant government agency. You must obtain written approval from Purilum's Compliance Officer prior to offering or giving a gift to a government official, including employees of the Company's monopoly customers. Gifts must be properly expensed and accounted for.

**Travel Expenses:** Any payments by the Company for travel, lodging, and per diems for government officials (including monopoly customers) must be approved in advance by the Company Compliance Officer. As a general matter, the following principles will apply: (i) only expenses directly related to the promotion or facilitation of Company business will be reimbursed; (ii) only reasonable (no first class) airfare will be reimbursed; (iii) the Company may not select the particular government officials who will travel (rather, the government agency or Purilum customer must do so); and (iv) only the designated officials' travel may be reimbursed, not expenses incurred by the officials' family members.

**Business Entertainment:** You may not entertain government officials with the expectation that the entertainment (or offer of entertainment) will provide the Company with a competitive advantage.

Entertainment of government officials is permitted only in cases when the expense is (i) directly related to the promotion, demonstration or explanation of Company business; (ii) reasonable in amount, per instance and in the aggregate over a period of time; (iii) permitted under local law and the official's employer's guidelines; (iv) commensurate with local custom; and (v) avoids the appearance of impropriety. If you have any doubt about whether any such entertainment expense is appropriate you must first contact the Company's Compliance Officer.

You must ensure at all times that any gifts, travel or entertainment provided to government officials fully comply with all Company policies, regardless of local customs or practices.

#### Facilitating or "Grease" Payments

In some cases, government employees may request small payments to expedite or facilitate routine governmental action. Such payments are illegal and not permitted in our company.

#### Political Activity and Contributions

Employees in their individual capacity are encouraged to participate in the political process. You must, however, scrupulously avoid even the appearance of lending the prestige of the Company in support of a particular candidate or issue. Under no circumstances may you use the Company letterhead in connection with personal participation in the political process. Also, under no circumstances will the Company reimburse any employee for making a personal political contribution.

#### Private Sector Bribery Concerns

##### Accepting/Providing Gifts to Private Customers and Suppliers

Purilum does not want business obtained through the improper use of business courtesies. You should be sensitive to this issue. As a director, officer, employee, or agent, you should carry out your duties and responsibilities in a manner that is in the best interest of the Company. That means you must not let any personal interests conflict with your ability to represent the Company's best interests. Use your best judgment as to what courtesies are appropriate, but keep in mind the following principles.

In dealing with private customers, you may give or accept gifts of small value as tokens of respect or friendship. You should be aware of the value not just of individual gifts, but also the aggregate value of gifts given to one individual or entity over a period of time. CASH IS NEVER PERMITTED. Other non-acceptable items include:

- ❖ any loans, except contractual loans from financial institutions in the normal course of business;
- ❖ meals, beverages, entertainment, travel or lodging, or payment for such items, except where the provider is present, and the item is directly related to a business activity.

Not only must you be careful in accepting personal gifts; you must also be careful about providing personal gifts or benefits to those with whom you do business.

The Company expects you to cultivate strong customer relationships. These require personal attention and service. You should not entertain lavishly or give expensive gifts to private suppliers, customers, or others with whom you do business, and they should not expect such treatment from you. Gifts, favors and entertainment may be given to private parties if they are:

- ❖ consistent with accepted business practice;
- ❖ not expensive and could not be construed as a bribe or pay-off; and
- ❖ consistent with this Code and applicable legal and ethical standards.

Since various anti-bribery laws govern private gifts, it is important to contact the Purilum's Compliance Officer whenever giving or receiving gifts.

## **CHARITABLE CONTRIBUTIONS AND CORPORATE SPONSORSHIPS**

Even when given in good faith, corporate charitable contributions and corporate sponsorships are often problematic because of a potential affiliation between the charity or sponsorship recipient and a government official. Contributions and sponsorships made at the behest of the government or a customer, whether government owned/controlled or private, can be problematic as well. Accordingly, all corporate charitable contributions must be approved in advance by the Compliance Officer.

## **USE OF THIRD-PARTY AGENTS**

In certain instances it may become necessary to engage a third party agent to assist the Company in carrying out its business. The Company does not wish to be associated with agents who do not conduct business in compliance with all laws and regulations, as well as our Code of Business Conduct and other policies.

## **OUTSIDE EMPLOYMENT, BUSINESS INTERESTS & INVESTMENTS**

From time to time you may have the opportunity to engage in employment, business activities or investments outside of the Company. If so, you must abide by the following guidelines.

Outside employment or business interests not connected with the Company, including investments in or service as a director, officer, employee or consultant of other business enterprises, is permitted provided that such activity does not interfere or conflict with your duties and responsibilities to the Company. Any employment or any outside business relationship with, or substantial financial interest in a competitor, affiliation with a customer, supplier or competitor of the Company must be promptly disclosed to a supervisor and the Compliance Officer. A "substantial financial interest" means any economic interest that might influence or appear to influence your judgment, but excludes holdings in publicly-traded

mutual funds, index funds and similar pooling of securities, when the individual investor has no say in which investments are included.

You are encouraged to become involved in charitable, professional, and civic organizations, but only if it does not interfere with your duties to Purilum.

## **USE OF SOFTWARE**

Copying software without appropriate permission or using software beyond the scope of the license violates Company policy and, in certain circumstances, copyright laws, and may place the Company in violation of its obligation to software publishers.

## **PROTECTION OF THE COMPANY'S ASSETS AND CONFIDENTIALITY**

Each of us has the responsibility to protect the Company's assets, including confidential information, and to ensure that such assets are only used for legitimate Company business and are neither misused nor wasted. You should not use Company facilities, materials, equipment, intellectual property or employee services for any purpose not related to the business of the Company without proper approval.

Assets include more than physical equipment and structures. Most of the information that you develop as part of your job is proprietary – that is, a valuable Company asset. Such information could include sensitive strategic, financial, employment, and business plans, documents or databases. Any information concerning our customers, particularly any information covered by a confidentiality/non-disclosure agreement, is proprietary and should be regarded as confidential. Please keep in mind that much of our confidential information is stored electronically. You should protect electronic data just as carefully as you would protect any paper document.

You should be careful not to share Company proprietary information with others, including fellow employees, unless they need to know it for a legitimate business reason. Unauthorized disclosure could destroy its value and give an unfair advantage to others outside the Company. Also remember that unintentional disclosure (for example, through indiscreet conversations over cellular telephones or in public places such as planes, elevators, restrooms or restaurants) can be just as damaging to the Company.

When you leave the Company, you must not take any confidential information from it or reveal any such information to a competitor, new employer, or any other outside person or organization.

## **ACCURACY OF FINANCIAL REPORTING**

Each of us records or prepares information of some description in the course of carrying out our job responsibilities. Some common examples are financial disclosures, accounting records, business plans, regulatory submissions and expense reports. Many people, inside and outside the Company, rely on this

information as truthful and accurate. It is your responsibility to adhere to the Company policies and procedures and provide only information which is truthful, accurate, complete, objective, relevant, timely and understandable.

The Company has implemented accounting procedures including internal accounting controls to protect Purilum assets and ensure the accuracy and reliability of both financial and non-financial information. The following rules apply to everyone:

- ❖ No secret unrecorded funds, assets, or expenses may be maintained for any reason.
- ❖ Do not fail to properly record and disclose any fund, asset, or expense of the Company.
- ❖ Do not record any false or artificial entry in any book or record of the Company.
- ❖ Do not take any action to improperly influence, coerce, manipulate, or mislead any independent public or certified accountant engaged in an audit of the Company's financial statements.
- ❖ Do not make any payment on behalf of the Company with the understanding that the funds will or may be used for something other than the stated purpose.
- ❖ Report (on an anonymous or confidential basis if you prefer) to the Company Compliance Officer any concerns you may have regarding accounting or auditing matters.

To assure the credibility of the information, it is subject to review by outside auditors. You must not deviate from the Company's procedures and approved practices for collecting and reporting accurate information. Nor should you allow a supervisor or fellow employee to require you to do so. Violations of truthful reporting may result in disciplinary action, including dismissal. It is each employee's responsibility to cooperate with audit requests.

## COMMUNICATION TO THE PUBLIC

The President and the Compliance Officer, or their designees, are authorized to speak on behalf of Purilum. Any requests for information concerning the Company should be referred to them. Requests from the media or other sources concerning any other type of information, such as compliance, labor practices or social responsibility should be referred to the President or the Compliance Officer. Releasing corporate information through other channels is a violation of Company policy.

## COMPENSATION AND BENEFITS

The Company's payroll practices and benefit plans and policies are designed to comply with all applicable laws and regulations governing hours of work, payment of wages, the receipt of benefits, related record keeping obligations and notice requirements. These requirements are complex and vary among the jurisdictions in the United States and other countries in which the Company engages in business. Changes should not be made to the Company's practices, plans and policies without consultation with the Company's Compliance Officer.

## **NON-DISCRIMINATION, EQUAL OPPORTUNITY, & NON-HARASSMENT**

The Company is committed to non-discrimination and equal employment opportunity. All employees and applicants for employment shall be treated without discrimination or harassment based on ethnicity, race, color, religion, gender, gender identity, marital status, sexual preference or sexual orientation, national origin, age, veteran status, disability or citizenship in accordance with all applicable laws. This policy applies to hiring, promotions, transfers, discipline, training, wage and salary administration, and all other aspects of employment.

Mistreatment of, or discrimination against, a fellow employee is not acceptable. We expect the same behavior from all visitors, such as existing and prospective customers and suppliers, to our facilities.

Sexual harassment is prohibited and will not be tolerated. It includes any form of harassment of a sexual nature, whether physical or verbal, including conditioning promotions, raises, desirable job assignments or other favorable employment action upon sexual favors or submission to sexual advances, unwelcome physical contact, remarks of a sexual nature, or other actions or words that tend to create an intimidating, hostile, or offensive working environment.

Employees will comply fully with all applicable labor and employment statutes governing discrimination in the workplace. Employees who engage in any form of prohibited discrimination or harassment will be disciplined appropriately. Employees who believe they have been discriminated against, or are aware of discriminatory behavior against others, should file a complaint with Human Resources and should feel free to directly contact Purilum' Compliance Officer or President at any time. The Company's Non-Retaliation Policy applies to reports of discrimination.

## **COOPERATION IN THE INVESTIGATION OF WRONGDOING**

It is the policy of the Company to cooperate in the investigation by government authorities of any criminal or fraudulent conduct. Investigations are legal matters that require the involvement of legal counsel. You should not engage in substantive conversations with government enforcement officials under any circumstances until the Company's legal counsel can be present or there is a specific Company procedure allowing you to do so. You should ask the law enforcement official for their identification, and you should not turn over Company information unless the official has a court order (or related documentation) that requires it. If a government investigator obtains documents under such circumstances, the Company has a right to make copies or an index of what is taken. Even in these circumstances, you should make every reasonable effort to first consult the Company's Compliance Officer.

Any law enforcement official or other government representative seeking information should be informed that the Company will cooperate, but only after the Company's Compliance Officer is notified so that the Compliance Officer can provide guidance on how to respond.



In addition to government investigations, the Company may conduct its own investigations. All employees are expected to fully cooperate in the event the Company conducts internal compliance investigations.

No director, officer, employee or agent of the Company may retaliate against any person for providing to a law enforcement officer any truthful information relating to the commission or possible commission of any violation of law. Additionally, it is a violation of the Company's Non-Retaliation Policy to retaliate against any employee for raising good faith concerns about any legal or ethical issue.

## **RECORDS MANAGEMENT**

Purilum has adopted procedures for records management in order to provide for the orderly and systematic retention, protection and ultimate disposal of the Company's records. Company records shall be retained in order to comply with legal requirements, meet the Company's business or legal needs, or preserve records as required by law. For more information, and to review the records retention schedule, refer to Document Control Standard Operating Procedure.

## **WORKING IN OUR ENVIRONMENT**

### **Topics**

- ❖ Drug-Free Workplace
- ❖ Health and Safety
- ❖ Child Labor, Forced Labor & Other Human Rights
- ❖ Environmental Regulations

## **DRUG-FREE WORKPLACE**

Purilum is committed to ensuring that all employees refrain from engaging in unlawful drug activity in the workplace. Unlawful drug activity refers both to the use of illegal drugs and to the misuse of prescription or over the counter drugs. The Company will take appropriate disciplinary action, including dismissal, against any employee who violates this policy.

## **HEALTH AND SAFETY**

The health and safety of employees is of paramount concern to Purilum, and intimidation, threats and acts of violence are not tolerated. It is the Company's policy to provide a workplace that is in compliance with all applicable national and local laws and regulations enacted to protect the health and safety of its employees.

Employees who violate these laws jeopardize not only their own health and safety, but also the health and safety of other employees. For this reason, anyone who fails to comply with these laws will be subject to disciplinary action by the Company.



## **CHILD LABOR, FORCED LABOR & OTHER HUMAN RIGHTS**

Purilum is committed to eliminating child labor, forced labor and other similar abuses where they are found, and to achieve safe and fair working conditions throughout its supply chain.

All employment must be voluntary, with no individual subjected to forced, bonded, or indentured labor. We ensure that our workplace is free from exploitation, harassment, and discrimination.

To support this commitment, we maintain clear reporting channels for any violations. Reports should be directed to the Compliance Officer, who will address and investigate any concerns. We are committed to taking corrective actions as needed and complying with all relevant local and international laws.

## **ENVIRONMENTAL REGULATIONS**

Purilum is committed to conducting its operations in accordance with all applicable national and local environmental laws and regulations in order to preserve and protect the environment. This commitment includes managing waste responsibly and maintaining practices that align with environmental protection standards.

To uphold this policy, we regularly review and update our practices to ensure regulatory compliance and implement best practices in environmental management. You are expected to fully comply with all applicable environmental laws, and we encourage you to actively participate in our environmental initiatives and report any concerns or potential violations to the Compliance Officer. Our goal is to operate in an environmentally sustainable manner while continuously improving our environmental performance.

## **WORKING IN THE MARKETPLACE**

### **Topics**

- ❖ Anti-Boycott
- ❖ Federal Criminal Laws on Fraud
- ❖ Civil Liability
- ❖ Money Laundering
- ❖ Antitrust and Fair Competition
- ❖ Trade Sanctions
- ❖ Shipping Laws / Customs

## **ANTI-BOYCOTT**

A boycott occurs when one person, group, or country refuses to do business with certain other people or countries. U.S. anti-boycott laws prohibit U.S. companies from cooperating with any international boycott, unless it has been approved by the U.S. government (for example, economic sanctions imposed by the UN). U.S. companies must report to the U.S. Government any requests they receive to engage in

a boycott. Contact the Compliance Officer if you are ever asked to participate in, comply with, further or support a boycott.

### **FEDERAL CRIMINAL LAWS ON FRAUD**

If you intentionally deceive or defraud another person or business in a transaction regarding a material matter, you're probably violating the laws of most, if not all, of the jurisdictions in which Purilum does business. For example, misrepresentations regarding products quality, content or value made in offers or invoices to customers, reports to governments or documents for shipping or banking, may give rise to liability for mail or wire fraud, racketeering or other crimes. Likewise, discussions about such misrepresentations through the use of the telephone, facsimile, electronic mail or postal mail may constitute federal crimes of mail or wire fraud.

The United States federal criminal laws on fraud are far-reaching, and individuals are subject to severe fines and imprisonment for violating these laws. Purilum prohibits such conduct and expects its employees to comply fully with applicable laws.

### **CIVIL LIABILITY**

In addition to criminal laws, the Company may be exposed to civil liability for certain conduct, including without limitation interfering with business and contractual arrangements, misappropriation of another's business information, false characterization of the quality of another's product, and defamation. It is important to always remain truthful in your characterization of the Company and other companies and people, and to never violate the rights of another on the Company's behalf.

### **MONEY LAUNDERING**

Money laundering occurs when persons try to make the proceeds of crime appear legitimate by filtering them through non-criminal ventures. Laws in many countries prohibit acceptance or use of the proceeds of criminal activities.

- ❖ You must comply with all applicable money laundering laws and laws that require reporting of cash and other suspicious transactions.
- ❖ You must use due diligence to obtain enough information about customers, suppliers, and others with whom you have business relationships to be satisfied that their money comes from legitimate business activities.
- ❖ You must comply with all rules concerning acceptable forms of payment. It is against Company policy to accept cash payment of any invoice. It is also against Company policy, except under extraordinary circumstances with the approval of the Compliance Officer, to accept payments in cash equivalents, or to accept checks from unknown third parties. If a cash or similar transaction is unavoidable, you must obtain authorization from the Compliance Officer and take care to

comply with the detailed and complex reporting obligations associated with such transactions, including obligations imposed by the United States Internal Revenue Service.

- ❖ You must, to the extent possible, be sure all customers, suppliers, and others with whom you have a business relationship are willing to comply in full with all recordkeeping duties and are willing to accurately report all aspects of a transaction.
- ❖ You must display particular vigilance when a transaction bears one or more hallmarks of a laundered transaction, such as:
  - Unusual payment patterns, unnecessarily complex deal structures or unusually favorable payment terms;
  - Transactions from or to locations known as tax havens or associated with money laundering; and,
  - Requests to transfer money to an unknown party or unrecognized account.

### **ANTITRUST AND FAIR COMPETITION**

The Company's business activities must adhere to antitrust and fair competition laws in all the countries where we have business. In the United States, the principal antitrust law that governs the Company's conduct is the Sherman Act, which provides both criminal penalties and civil liability for violation of the antitrust laws. The criminal sanctions under the Sherman Act and comparable antitrust laws around the world are severe. A violation of the Sherman Act is a felony and can result in imprisonment for up to ten years and US\$1,000,000 to individuals. The Company could face up to US\$100 million fine for a criminal violation.

The antitrust laws are intended to promote competition. They prohibit agreements or collective actions among competitors which have the effect of restraining trade or reducing competition.

The following agreements or collective actions are so harmful to competition that they are considered illegal per se, meaning illegal without regard to their actual competitive effects:

- ❖ Price Fixing: agreements between competitors setting or controlling the prices paid to suppliers or charged to customers, or setting the terms or conditions of sales (such as credit terms or delivery charges), including agreements with competitors to restrict production in a manner that will affect prices;
- ❖ Bid rigging: agreements among competitors to rig bids;
- ❖ Horizontal market or customers allocations: allocating products, services, territories, customers or markets among competitors; or
- ❖ Group boycotts: agreeing with competitors to boycott certain suppliers or customers.

It is important to note that agreements among competitors that are found to violate the antitrust laws need not be express agreements, but can be tacit or implied agreements that are inferred from

circumstantial evidence and parallel conduct. It is essential to comply with the antitrust laws that you avoid conversations or communications with competitors concerning prices, terms and conditions of sale, territories, customers, suppliers, production levels, or other elements of competition that could serve as such circumstantial evidence. There is a high degree of risk under the antitrust laws associated with any exchange of cost or pricing information with a competitor, but there may be certain limited circumstances where such an exchange is permissible. Before providing or exchanging any cost or pricing information to or with a competitor, you must contact the Compliance Officer to fully describe the circumstances and business rationale for that conduct and receive his consent before such provision or exchange of information can occur.

### Conduct that May Violate the Antitrust Laws

While some activities, like those listed above, are illegal per se and are prohibited outright, other activities are unlawful only if their anticompetitive effects outweigh the benefits that they bring to competition. You must consult with the Compliance Officer prior to engaging in the following joint activities that may raise issues under the antitrust laws:

- ❖ Reciprocal dealing, which occurs when a buyer uses its purchasing power to promote sales to its suppliers;
- ❖ Exclusive dealing, which occurs when a buyer agrees to purchase all of its needs for a particular product from a single seller;
- ❖ Tying arrangements, which occur when a seller conditions the sale of one product or service over which the seller has some market power on the buyer's purchase of a second product or service;
- ❖ Proposed mergers, acquisitions, and other business combinations;
- ❖ Accepting a position, or allowing another employee or officer of the Company to accept a position, on another Company's board of directors;
- ❖ Requiring customers to purchase bundled goods and services or providing discounts based on the purchase of bundled goods or services; and
- ❖ Exclusive licensing and other technology agreements that restrict the freedom of the licensee or licensor.

### Price Discrimination

Federal price discrimination law makes it illegal to sell comparable goods at different prices at about the same time to buyers that compete with each other, if the price difference hurts the disfavored customer's ability to compete. The grant of promotional allowances on unequal terms is also prohibited if it harms the ability of the disfavored customer to compete. Price differences can be justified in certain circumstances if they are cost justified or offered to meet (but not beat) a competitor's price. However, never seek to compare prices with a competitor for this purpose.

### Monopolization

If a company's presence in the market is so strong that it has "market power," meaning the power to control prices or exclude competition, its conduct may be closely scrutinized to determine how it has acquired the power and how it is using it.

Monopolization can also occur when two or more organizations join to leverage their collective market power to control prices or exclude competition. Concerns over joint activity that may lead to market power must be brought to the attention of the Compliance Officer prior to engaging in such activity.

#### Trade Associations

Joint activities are not insulated because they take place through trade associations. Exercise caution whenever participating in a trade association, paying particular attention to the guidelines set forth above for talking to competitors. Additionally, do not participate in trade associations that violate anti-competition laws, as liability can be assigned to members regardless of whether they directly participated in the illegal activity. If you are ever involved in a trade association meeting where anticompetitive or unlawful conduct is being discussed, you must leave immediately and report the conduct that you observed to the Compliance Officer.

Contact the Compliance Officer if you are participating in a trade association that offers statistical exchange programs, whereby data concerning costs, production volumes, prices, inventories or similar information is published to contribute to an understanding of the economics of an industry. Such programs are legal so long as certain guidelines and precautions are followed.

#### Fair Dealing

In conducting the Company's business, you should at all times endeavor to deal fairly with third parties, and not take unfair advantage through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or other unfair-dealing practices.

### **TRADE SANCTIONS**

Occasionally, governments implement trade and/or travel restrictions on imports from or exports to foreign countries. For example, U.S. trade sanctions generally prohibit any U.S. persons, U.S. corporations and, in some instances, their foreign subsidiaries, from participating in business transactions with sanctioned countries, including selling products to, or purchasing products from those countries, re-exporting U.S. products to those countries from third countries, and dealing with any entity owned by the government of a sanctioned country. It is the Company's policy to comply with all laws which are enacted to restrict trade with certain countries. Please refer to the Summary of United States Economic Trade Sanctions for more detail and contact the Compliance Officer if you have any questions or concerns regarding economic trade sanctions.

## SHIPPING LAWS / CUSTOMS

You must comply with all shipping rules and regulations, such as laws regarding appropriate shipping documentation. In particular, employees and agents are not permitted to make unofficial payments for logistics or customs services.

The activities described below require increased vigilance:

- ❖ The United States and certain countries have laws requiring the marking of goods to indicate the country of origin to the ultimate purchaser. You must be aware of and comply with these and all other laws regarding the proper labelling of products.
- ❖ The Company is entitled to “drawbacks” of import and other duties paid when goods are processed and subsequently exported under conditions specified by law and regulation. You should ensure that drawback claims do not contain false statements.
- ❖ You must not pay or participate in illegal rebates or kickbacks.
- ❖ You must not prepare or facilitate the preparation of invoices for sales by the Company which do not accurately reflect the price of goods sold.
- ❖ Negative or blacklist certifications in connection with export transactions or letters of credit.
- ❖ Inaccurate or misleading documentation requested by trading partners.
- ❖ Exchanges of value not reflected in invoices and other official documentation.
- ❖ Dealings with new trade partners.

## CONCLUSION AND SUMMARY

### OUR POLICY IN BRIEF

Purilum counts on you to uphold the Company's standards set forth in this Code. The following briefly describes how to act responsibly in the work environment consistent with the Code:

***Know and live the standards.*** By knowing, understanding, and following applicable laws and Company policies, as well as our core values, each of us can serve as a role model.

***Know the law and ask tough questions.*** You are expected to be familiar with the laws that apply to your specific job function and level of responsibility. If you are not sure whether a law or Company policy applies, or whether it exists at all, ask the Compliance Officer.

***Don't make assumptions.*** Do not assume that management already knows or doesn't care about an issue or situation. Also, do not assume that no action will be taken. Purilum management is dedicated to ensuring that the standards of legal and ethical behavior are upheld. We want you to tell us if something is wrong.

***Don't ignore violations, report them.*** We all need to take the law and Company policies seriously. If you think someone may be violating a law or policy, please take steps to address the situation by reporting it to management, the Compliance Officer, or the Board of Directors (anonymously if you wish).

***Don't be pressured.*** It is never acceptable to violate a law or policy, nor should you ever feel encouraged or pressured to do so – even if you think the violation will improve the bottom line or help to meet a performance goal.

### ACKNOWLEDGEMENT AND COMPLIANCE AFFIRMATION

By confirming the training of this policy in QT9 QMS System, I acknowledge that I have read, understood, and agree to adhere to the principles outlined in this policy. I also recognize that it is my responsibility to seek clarification from my Supervisor, Human Resources or Compliance Officer if I have any questions or encounter any issues.