

## CODE OF BUSINESS CONDUCT AND ETHICS POLICY

### INTRODUCTION

This Code of Business Conduct and Ethics Policy (this “Ethics Policy”) has been adopted by and applies to InfuSystem Holdings, Inc. and its subsidiaries (collectively, “InfuSystem” or the “Company”). Our goal is to advance the highest standards of ethical conduct. We also expect all of our directors, officers, and employees (as well as our agents, consultants, contractors, suppliers and representatives) to be guided by the principles and standards set forth in this Ethics Policy. This Ethics Policy does not supersede, change or alter existing InfuSystem policies or procedures including InfuSystem’s Employee Handbook, Insider Trading Policy, and Technology Resources Policy.

This Ethics Policy is designed to deter wrongdoing and to promote:

- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- Full, fair, accurate, timely and understandable disclosure in reports and documents that InfuSystem files with the Securities and Exchange Commission and in other public communications;
- Compliance with applicable governmental laws, rules and regulations; and
- The prompt internal reporting of violations of this Ethics Policy.

This Ethics Policy covers a wide range of business practices and procedures but is not intended to summarize all applicable laws and regulations or to respond to every question or concern that may arise. If you have a question regarding any aspect of this Ethics Policy or if you are in doubt about the best course of action to take in a particular situation, you are encouraged to contact a member of the Human Resources team and/or the Internal Audit Manager for additional information about the resources that are available to you.

Every InfuSystem director, officer or employee must adhere to this Ethics Policy. Any individual who violates this Ethics Policy is subject to disciplinary action, up to and including termination, and may be subject to civil or criminal prosecution.

### COMPLIANCE WITH LAWS, RULES AND REGULATIONS

All directors, officers and employees must respect and obey the laws, rules and regulations of the cities, states and countries in which we operate. In this regard, it is your responsibility to become familiar with the rules, regulations and laws that may apply in your area of responsibility and business dealings. Compliance with the law, however, is merely the starting point of your ethical obligations and does not reduce your need to act with the highest ethical standards.

### CONFLICTS OF INTEREST

A “conflict of interest” exists when a person’s private interest (including the interests of a family member or an organization with which an individual has a significant relationship) interferes in any way with the interests of InfuSystem. A conflict of interest can arise when a director, officer or employee

takes action or has interests that may make it difficult for him or her to perform his or her InfuSystem work objectively and effectively. Directors, officers and employees should avoid any activity, agreement, business investment or interest that could be in conflict with InfuSystem's interests, that could be perceived as a conflict of interest, or that could interfere with their duty and ability to serve InfuSystem.

It is not possible to describe all circumstances where a conflict of interest may arise. The following are merely examples of the types of conflicts of interest that InfuSystem directors, officers or employees are expected to avoid:

- Receipt of an improper personal benefit as a result of his or her position with InfuSystem. No person subject to this Ethics Policy, or any member of his or her family, may receive gifts or other special preferences under circumstances that result in, or create the appearance of, a conflict of interest.
- Loans to, or guarantees of obligations of, directors, officers, employees, or their family. Loans to directors and executive officers of InfuSystem are prohibited by law and may not be made.
- An InfuSystem director, officer or employee working simultaneously for a competitor, customer, or major supplier. Any such relationship must be disclosed to the Company's Chief Executive Officer who will, as necessary or appropriate, bring such matter to the attention of the Audit Committee of the Board of Directors.
- Investments in, or having a direct or indirect financial relationship with, a competitor, customer or supplier may create a conflict of interest; however, investments of not more than one percent of the total outstanding shares of companies listed on a national or international securities exchange or quoted daily by an automated quotation system, are permitted without InfuSystem approval, provided that the investment is not so large financially (either in absolute dollars or as a percentage of the individual's portfolio) that it creates the appearance of a conflict of interest.
- Notwithstanding the foregoing, any investments (stock ownership, etc.) in a competitor's or supplier's business must not involve any conflicts of interest and must be disclosed to the Company's Chief Executive Officer.
- Employees must receive written permission from the Company's Chief Executive Officer before developing, outside of InfuSystem, any intellectual property or product that is or may be related to InfuSystem's current or potential business.

Any director, officer or employee who becomes aware of a potential conflict should bring it to the attention of a supervisor, manager, or other appropriate personnel or follow the procedures described in the Company's Whistleblower Policy outlined below.

## WHISTLEBLOWER POLICY

### Introduction

The Company has established the following procedures to receive, investigate and act on complaints and concerns regarding violations of this Ethics Policy and of the Company's accounting practices ("Complaints").

If you have a question regarding any aspect of this Whistleblower Policy or if you are in doubt about the best course of action to take in a particular situation, you are encouraged to contact a member of the Human Resources team and/or the Internal Audit Manager for additional information about the resources that are available to you.

### **Procedures for Receiving and Investigating Complaints**

- The Internal Audit Manager is authorized to receive Complaints. In this capacity, the Internal Audit Manager acts under the authority of the Audit Committee.
- Complaints may be made in a confidential way by following the processes outlined below:
  - By written communication to the attention of the Internal Audit Manager
  - Visit [www.lighthouse-services.com/infusystem](http://www.lighthouse-services.com/infusystem)
  - Anonymously to the Company's hotline at (833) 320-0077. This toll-free number is staffed by The Network, an independent organization operating 24 hours a day, 7 days a week. Once you call this number, a PIN will be provided that is designed to protect the caller's identity and the confidentiality of the Complaint. The hotline is monitored by the Internal Audit Manager.
  - Directly to the Chairman of the Audit Committee, Paul Gendron. Paul reviews Whistleblower reports, at least, on a weekly basis. All communication to him may be done through the whistleblower hotline.
- Accounting Complaints may also be made directly to the Chairman of the Audit Committee. The Chairman may, at his or her discretion, return the Complaint to the Internal Audit Manager for docketing and investigation as described below, or retain the matter for investigation by the Audit Committee as described below.
- The Internal Audit Manager will prepare a written docket ("Docket") of all Complaints summarizing in reasonable detail for each complaint: the nature of the Complaint; the date of receipt of the Complaint; the current status of any investigation into the Complaint; and any final resolution of the Complaint. The Internal Audit Manager will distribute an update of the Docket to the Audit Committee Chairman in advance of each regularly scheduled Audit Committee meeting. The current Docket must be submitted by the Internal Audit Manager to the Audit Committee no less than one time each fiscal quarter.
- If the Complaint involves or implicates the Internal Audit Manager, the Internal Audit Manager will promptly recuse himself or herself from the investigation and inform the Audit Committee Chairman in writing. The Audit Committee Chairman will thereafter promptly appoint an impartial individual to investigate the Complaint and report to the Audit Committee consistent with this policy.
- Promptly after receipt, the Internal Audit Manager will investigate and report ("Investigation Report") the results to the Audit Committee. Investigation Reports will be prepared in reasonable detail and will be in addition to the information provided to the Audit Committee on the Docket. The Internal Audit Manager is authorized in his or her discretion to engage outside auditors, counsel or other experts to assist in the investigation. All investigations will be conducted in a confidential manner, so

that information will be disclosed only as needed to facilitate the review of the investigation materials or otherwise by law. The parameters of any investigation will be determined by the Internal Audit Manager in consultation with the Audit Committee Chairman.

- The Audit Committee will review the Docket and any Investigation Reports submitted by the Internal Audit Manager. The Audit Committee may direct that the appropriate corrective action be taken by the Company in response to any Complaint. The Audit Committee may, in its discretion, consult with any member of the Company's management who may have appropriate expertise to assist in the evaluation of the Complaint. The Audit Committee is authorized in its discretion to engage outside auditors, counsel or other experts to assist in the evaluation of any results of any investigation into a Complaint.
- At any time, the Audit Committee may, in its discretion, determine that it, and not the Internal Audit Manager, should initiate or assume the investigation of any Complaint. In this case, the Audit Committee will promptly determine what professional assistance, if any, it needs in order to conduct the investigation.

### **Protection of Whistleblowers**

Consistent with the policies of the Company and applicable law, the Audit Committee and the Company's management will not retaliate or attempt to retaliate, and will not tolerate any retaliation or attempted retaliation by any other person or group, directly or indirectly, against anyone who, in good faith, makes a Complaint or provides assistance or information to the Audit Committee, the Internal Audit Manager, the Company's management or any other person or group, including any government, regulatory or law enforcement body, investigating or otherwise helping to resolve a Complaint.

### **Confidential and Anonymous Reports by Employees**

Employees of the Company are expressly authorized to make Complaints using the procedures described above in Section I B (2) on a confidential and/or anonymous basis.

### **Visibility of Policy**

The Company is committed to communicating these procedures to all employees on an annual basis and to making it available on the Company's intranet and external website.

### **INSIDER TRADING**

Directors, officers and employees of InfuSystem who have access to confidential information of or about InfuSystem are not permitted to use or share that information for (a) stock trading purposes or (b) for any other purpose except in the conduct of our business. All non-public information about InfuSystem is considered and must remain confidential until such information is fully and properly disclosed to the public. The use of non-public information for a personal benefit or "tipping" such information to others is unethical and likely illegal.

The directors, officers and employees of InfuSystem are subject to InfuSystem's Insider Trading Policy. Please refer to InfuSystem's Insider Trading Policy for more information and the specific details regarding InfuSystem's policies and procedures with respect to trading in InfuSystem's securities.

## CORPORATE OPPORTUNITIES

Directors, officers and employees of InfuSystem are prohibited from personally benefiting from opportunities that are discovered through the use of corporate property, information or position without the consent of InfuSystem's Board of Directors. No director, officer or employee may use corporate property, information or position for improper personal gain.

## COMPETITION AND FAIR DEALING

InfuSystem seeks to outperform its competition fairly and honestly by leveraging competitive advantages through superior performance - never through unethical or illegal business practices.

Each InfuSystem director, officer and employee must sell the Company's products fairly and honestly, stressing their value and capabilities. You must not use tactics that unfairly undermine the products of a competitor. This includes advertisements, demonstrations, disparaging comments or innuendo. Unless approved by an InfuSystem officer, comparative advertising must only be used when comparing InfuSystem's products against the competitor's own statements about its products.

## ANTITRUST AND COMPETITION

Antitrust and competition laws are designed to encourage and protect free and fair competition. These laws exist in the United States and in other countries where InfuSystem does business and apply to InfuSystem's relationships with competitors, customers, and distributors. Antitrust and competition laws generally prohibit practices that include:

- Agreements or arrangements between competitors that eliminate or restrict their competition with each other, such as price fixing, bid rigging, allocations of customers or territories or agreements not to deal with third parties;
- Other practices, such as exclusive dealing, price discrimination, "tying" (conditioning the sale of a product on or sale of another product), or resale price maintenance (conditioning the sale of a product on a buyer's agreement to obtain a minimum price upon resale), in circumstances where these practices have an unreasonable impact on competition; and
- Misrepresenting competitors' products and stealing trade secrets.

Employees are expected to conduct their activities on behalf of InfuSystem in a manner consistent with applicable antitrust and competition laws. Contacts with competitors should be limited and discussion with competitors should be avoided on subjects such as prices or other terms and conditions of sale, customers and suppliers. Questions about particular circumstances should be brought to the attention the Human Resources team or our Chief Executive Officer.

## FAIR DEALING

Stealing proprietary information, possessing trade secrets information that was obtained without the owner's consent, or inducing such disclosures from past or present employees of other companies is prohibited.

## GIFTS

Other than modest gifts customarily given or received in the normal course of business, directors, officers or employees, including family members, may not give gifts to, or receive gifts from, entities with which InfuSystem transacts business. No gift or entertainment should ever be offered, given, provided or accepted by an InfuSystem director, officer, employee, or any family member of the foregoing, unless it:

- Is not a cash gift;
- Is consistent with customary business practices;
- Cannot be construed as a bribe or payoff;
- Does not violate any laws, rules or regulations; and
- Does not knowingly violate any customer policy.

In addition, all employees must have prior authorization before offering any gift or gratuity to a government employee. Many governmental bodies strictly prohibit the receipt of any gratuities by their employees, including meals and entertainment. Because rules regarding gifts and gratuities vary from jurisdiction to jurisdiction and from agency to agency, gifts of any type should not be offered to any public official or government employee unless it has been determined beforehand that the gift is appropriate and legal and approved by the Chief Executive Officer. It is each director, officer, and employee's responsibility to be aware of, and to strictly follow, these regulations and prohibitions. Even if a gift is permitted by law, such gift should not compromise, or even appear to compromise, the official's or government employee's integrity, and no gift should be given if such action could be construed as an attempt to influence a favorable governmental decision. See also the section of this Ethics Policy titled "Payments to Government Personnel and Political Contributions."

Please discuss with a member of the Human Resources team or your manager any the receipt of gifts or proposed gifts that you are not certain are appropriate.

## PAYMENTS TO GOVERNMENT PERSONNEL AND POLITICAL CONTRIBUTIONS

The U.S. Foreign Corrupt Practices Act prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country.

In addition, the U.S. government has a number of laws, rules and regulations regarding business gratuities that may be accepted by U.S. government personnel. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuity in violation of these rules would not only violate InfuSystem policy but could also be considered a criminal offense. State and local governments, as well as foreign governments, may have similar rules.

You must also not contribute Company funds or resources to a political party, committee, organization or candidate or for any other political purpose unless and until you have obtained prior approval of the Board of Directors. You may, of course, engage in political activity with your own resources on your own time.

## DISCRIMINATION AND HARASSMENT

The diversity of InfuSystem's employees is a tremendous asset. As evidenced by our equal employment opportunity and anti-harassment policies, InfuSystem is firmly committed to providing equal employment opportunity to qualified individuals regardless of race, color, religion, gender, age, national origin, sexual orientation, disability, veteran status, marital status, or other protected status. InfuSystem will not tolerate illegal discrimination or harassment of any kind. Our anti-harassment policy explains in detail the types of conduct that are prohibited. Examples include derogatory comments based on racial or ethnic characteristics and unwelcome conduct of a sexual nature. Violations of our anti-harassment and equal employment opportunity policies should be reported immediately as provided in those policies and will be investigated as outlined in those policies.

## RECORD KEEPING

InfuSystem requires honest and accurate recording and reporting of information in order to make responsible business decisions and to provide accurate disclosure in reports that InfuSystem files with the Securities and Exchange Commission and other governmental bodies. Directors, officers and employees who incur business expenses must document and record them accurately. No one should misrepresent facts, falsify records, or produce incomplete or careless records. If directors, officers, or employees are unsure of whether a certain expense is legitimate, they should consult with their Manager, a member of the Human Resources department or the Internal Audit Manager. Rules and guidelines are also available from the Accounting Department.

All of InfuSystem's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect InfuSystem's transactions and must conform both to applicable legal requirements and to InfuSystem's system of disclosure controls and procedures, internal control over financial reporting and generally accepted accounting principles. Unrecorded or "off the books" funds or assets should not be maintained, unless permitted by applicable law, rule or regulation.

Business records and communications often become public, and we should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to email, text message, internal memo, and formal report. Records should always be retained or destroyed according to InfuSystem's record retention policies. In accordance with those policies, in the event of potential litigation or governmental investigation, please immediately contact our Chief Executive Officer.

## FINANCIAL REPORTING AND DISCLOSURE

In addition to the general record keeping and reporting obligations discussed above, as a public reporting company, it is imperative that InfuSystem provide a full, fair, accurate, timely and understandable disclosure in its reports and documents, including, in particular, those filed with the Securities and Exchange Commission. Depending upon their position with InfuSystem, a director, officer or employee may be called upon to provide information to assure that InfuSystem's public records are accurate, complete, fair and understandable. InfuSystem expects all of its personnel and affiliates to take this responsibility seriously and to provide prompt and accurate information related to InfuSystem's public disclosure requirements.

Our directors, officers and employees must adhere to these principles themselves, and cultivate a culture throughout InfuSystem that promotes the fair and timely reporting of the financial results and condition of InfuSystem. In this regard, our directors, officers and employees are expected to:

- Act with honesty and integrity and to avoid actual or perceived conflicts of interest in personal and professional relationships;
- Provide constituents with information that is accurate, complete, objective, relevant, timely and understandable in order to ensure full, fair accurate, timely and understandable disclosure in reports and documents that InfuSystem files with, or furnishes to, the Securities and Exchange Commission and other government agencies and in other public communications;
- Comply with all rules and regulations of federal, state and local governments and other private and public regulatory agencies as the same may be applicable to the conduct of the Company's business and operations;
- Act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing his or her independent judgment to be subordinated;
- Respect the confidentiality of information acquired in the course of his or her work except when authorized or otherwise legally obligated to disclose such information. Confidential information acquired in the course of his or her work is not to be used for personal advantage; and
- Proactively promote ethical behavior as a responsible partner among peers in his or her work environment.

## CONFIDENTIALITY

Our directors, officers and employees must safeguard the confidentiality of confidential information entrusted to them by InfuSystem, its customers and other third parties, use such confidential information only for business purposes, and limit dissemination of such confidential information (both inside and outside InfuSystem) to those who have a need to know the information for business purposes, unless disclosure is authorized by the Chief Executive Officer or required by applicable law, rule or regulation.

Confidential information includes, but is not limited to, all non-public information that might be of use to competitors or harmful to InfuSystem or its customers if improperly disclosed. It also includes information that suppliers and customers have entrusted to us, including Protected Health Information ("PHI") as required under the Health Insurance Portability and Accountability Act ("HIPAA"). The obligation to preserve confidential information continues even after an officer or employee's employment ends. All officers and employees must complete training concerning InfuSystem's policies and procedures for privacy and security and comply with applicable federal, state and local privacy



requirements. Any violation of HIPAA privacy requirements should be reported to an employee's manager or to the Internal Audit Manager.

Nothing in this Policy is intended to prohibit individuals from reporting possible violations of federal or state law or regulations to the government, including but not limited to the EEOC, Department of Justice, Securities and Exchange Commission, Congress or any agency or Inspector General.

#### **IMMUNITY FROM LIABILITY FOR CONFIDENTIAL DISCLOSURE OF A TRADE SECRET TO THE GOVERNMENT OR IN A COURT FILING**

(1) Immunity – An individual will not be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret that: (A) is made (i) in confidence to a federal, state or local government official, either directly or indirectly, or to any attorney; and (ii) solely for the purpose of reporting or investigating a suspected violation of law; or (B) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal.

(2) Use of Trade Secret Information in Anti-Retaliation Lawsuit – An individual who files a lawsuit for retaliation by an employer for reporting a suspected violation of law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court proceeding, if the individual: (A) files any document containing the trade secret under seal; and (B) does not disclose the trade secret, except pursuant to a court order.

#### **PROTECTION AND PROPER USE OF INFUSYSTEM'S ASSETS**

Our directors, officers and employees should endeavor to protect InfuSystem assets, including funds, property, electronic communications systems, information resources, data, facilities, equipment and supplies, to ensure their efficient use. Protection of InfuSystem's assets is vital because theft, carelessness and waste have a direct impact on InfuSystem's success. Any suspected incident of fraud or theft should be immediately reported for investigation pursuant to this Ethics Policy. InfuSystem's assets should not be used for non-InfuSystem business, although the Company recognizes that incidental personal use may be permitted without adversely affecting the interests of InfuSystem. Personal use of InfuSystem assets must always be in accordance with InfuSystem's policies, and such use, including the use of email or the internet, is not private and may be reviewed and accessed by InfuSystem at any time.

The obligation of directors, officers and employees to protect InfuSystem's assets includes protection of proprietary information. Proprietary information includes intellectual property such as trade secrets, software programs, patents, trademarks and copyrights, as well as business, marketing and service plans, customer lists, designs, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information is a violation of this Ethics Policy. It could also be illegal and result in civil or criminal penalties. Each director, officer and employee of InfuSystem is required to comply with the provisions of the Company's Technology Resources Policy.

#### **INTELLECTUAL PROPERTY BELONGING TO OTHERS**

InfuSystem respects the intellectual property rights of others. All directors, officers, and employees are expected to conduct their activities on behalf of InfuSystem in a manner consistent with applicable intellectual property laws. Materials that are protected by copyright, trademark or other such intellectual property rights and used to conduct InfuSystem business (whether internal activities or activities commercial in nature) should be appropriately licensed.

Care should be taken to handle third-party proprietary information responsibly in accordance with any agreements InfuSystem has with these parties.

### IMPROPER INFLUENCE ON CONDUCT OF AUDITS

No director, officer or employee of InfuSystem may take any action (e.g., offering or paying bribes or other financial incentives, providing inaccurate or misleading legal analysis, blackmailing, or making physical threats) or make any false, misleading or inaccurate oral or written statement to fraudulently influence, coerce, manipulate or mislead an independent auditor engaged in the performance of an audit of InfuSystem financial statements for the purpose of rendering the financial statements materially misleading.

### MEDIA INQUIRIES

No director, officer or employee of InfuSystem may make unauthorized public statements on the Company's behalf. All public statements concerning the Company must come only from authorized individuals. Employees may not communicate with the media, financial analysts or any other third party regarding the Company (including on social media) without express authority from InfuSystem's Chief Financial Officer. Employees should recognize that it is appropriate and consistent with InfuSystem policy to tell a reporter or other individual seeking information about the Company that an authorized employee of the Company will call such person back regarding the requested information. **Nothing in the foregoing policy is designed to interfere with, restrain or prevent employee communications regarding wages, hours, or other terms and conditions of employment or to otherwise interfere with statutorily protected employee rights.**

### GOVERNMENT REQUESTS

It is InfuSystem's policy to cooperate with reasonable requests from governments having oversight over our business, including U.S. and foreign government agencies such as the Federal Trade Commission, the Food and Drug Administration, the Department of Health and Human Services, the Department of Justice or any similar foreign government agency. If a government agency or official asks you for information or an interview concerning the Company or any of its customers or suppliers, notify our Chief Executive Officer and wait for instructions before proceeding.

### COMPLIANCE PROCEDURES

Each InfuSystem director, officer and employee must work to ensure prompt and consistent action against violations of this Ethics Policy. However, in some situations it may be difficult to know if a violation has occurred. Because we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. These are the steps to keep in mind:

- Ensure you have all the facts. In order to reach the right solutions, we must be as fully informed as possible.
- Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question you are faced with, and the alternatives you have.

- Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get involved and discuss the problem.
- Discuss the problem with your supervisor. This is the basic guidance for most situations. In many cases, your supervisor will be more knowledgeable about the question, and will appreciate being brought into the decision-making process. Remember that it is your supervisor's responsibility to help solve problems.
- Seek help from other InfuSystem resources. In a case where it may not be appropriate to discuss an issue with your supervisor, or where you do not feel comfortable approaching your supervisor with your question, discuss it with the next level supervisor or Human Resources Director.
- If your situation causes you to feel that you want your identity to be kept anonymous, please see the procedure set forth in the Whistleblower Policy above.

## REPORTING ILLEGAL OR UNETHICAL BEHAVIOR

All InfuSystem directors, officers and employees are strongly encouraged to promptly raise any concerns he or she may have about a possible violation of this Ethics Policy.

## VIOLATIONS OF THIS ETHICS POLICY AND DISCIPLINARY ACTION

Every InfuSystem director, officer and employee has a duty to adhere to this Ethics Policy. Any individual who violates this Ethics Policy is subject to disciplinary action, up to and including termination, and may be subject to civil or criminal prosecution.

## AMENDMENTS, MODIFICATIONS OR WAIVERS OF THE CODE OF BUSINESS CONDUCT AND ETHICS POLICY

This Ethics Policy may only be amended or modified by InfuSystem's Board of Directors. Any waiver of this Ethics Policy for directors or executive officers of InfuSystem may be made only by InfuSystem's Board of Directors and will be promptly and publicly disclosed as required by law or by stock exchange or market rule or regulation.

## ADDITIONAL INFORMATION

If you have any questions about this Ethics Policy, please contact our Chief Executive Officer.

## TERMS OF EMPLOYMENT

Nothing in this Ethics Policy confers upon any employee any right to continue in the employ of, or engagement by, the Company or constitutes a contract or agreement of employment or engagement.

The nature of the employee's relationship is and remains "at will," subject to the terms of any written employment agreement that such employee may have with the Company.