MNTN, INC.

CODE OF BUSINESS CONDUCT AND ETHICS

I. INTRODUCTION

A. Purpose

This Code of Business Conduct and Ethics (the "***Code***") contains general guidelines for how we conduct ourselves at MNTN, Inc. and its subsidiaries (collectively, the "***Company***," "***our***," or "***we***") consistent with the highest standards of business ethics. To the extent this Code requires a higher standard than required by commercial practice or applicable laws, rules or regulations, the Company is committed to adhering to these higher standards.

This Code applies to all of our directors, officers and other team members, as well as those contractors and consultants of the Company that have entered into a consulting agreement with the Company. We refer to all officers and other team members covered by this Code as "***team members***" and we refer to all persons covered by this Code as "***Covered Persons***," in each case, unless otherwise stated or the context otherwise requires. In this Code, we refer to our principal executive officer, principal financial officer, principal accounting officer and controller, or persons performing similar functions, as our "***principal financial officers***." The provisions of this Code apply to Covered Persons, as applicable, in connection with such person's service to or on behalf of the Company.

B. Seeking Help and Information

This Code is not intended to be a comprehensive rulebook and cannot address every situation that you may face. If you have any questions, feel uncomfortable about a situation or have any doubts about whether any conduct is consistent with the Company's ethical standards, seek help. We encourage you to contact your supervisor for help first. If your supervisor cannot answer your question or if you do not feel comfortable contacting your supervisor, you may contact the Company's Head of Legal or his or her designee (each an "***Authorized Officer***") or the appropriate People Team personnel. We have also established reporting channels as described below.

C. Reporting Violations of the Code

You have a duty to report any known or suspected violation of this Code, including violations of the laws, rules, regulations or policies that apply to the Company. If you know of or suspect a violation of this Code or of any laws, rules, regulations or policies applicable to the Company, immediately report the conduct to your supervisor, an Authorized Officer or the appropriate People Team personnel, or through the Ethics Hotline as set forth below. An Authorized Officer will work with you and your supervisor or other appropriate persons to investigate your concern. If you do not feel comfortable reporting the conduct to your supervisor or you do not get a satisfactory response, you may contact an Authorized Officer directly. You may also report known or suspected violations of the Code or of laws, rules, regulations or policies that apply to the Company on the Ethics Hotline that is available 24 hours a day, 7 days a week, by telephone at (833) 761-7066 or over the Internet at http://MNTN.ethicspoint.com. The intake information may be received by a third-party contractor specifically engaged to provide the hotline services or an internal person specifically designated to receive reported information. Concerns regarding the Company's accounting, internal accounting controls, auditing matters or financial practices may be reported through the Ethics Hotline, as well as in writing to the Audit Committee or to the Company's compliance officer by submitting a report marked "CONFIDENTIAL" to the Company at MNTN, Inc., 823 Congress Avenue, #1827, Austin, Texas 78768, to the attention of the Audit Committee or the Compliance Officer, as applicable.

To the extent permitted by local law, you may remain anonymous and will not be required to reveal your identity when reporting through the Ethics Hotline, although providing your identity may assist the Company in investigating your concern. All reports of known or suspected violations of the law or this Code will be handled sensitively and with discretion. Your supervisor, the Authorized Officers, the Company and any others assisting in the investigation will protect your confidentiality to the extent possible, consistent with applicable laws and the Company's need to investigate your concern. Reports to the Ethics Hotline are shared with senior management and the Audit Committee.

Covered Persons submitting a report on an anonymous basis are strongly encouraged to keep a copy of the report (if made in writing) and a record of the time and date of their submission, as well as a description of the matter as reported if the report was not in writing. Team members are encouraged to provide as much specific information as possible, including names, dates, places and events that took place, relevant documents and the team member's perception of why the incident(s) may be misconduct. If possible, the team member should provide a means by which she/he can be contacted in the event that an investigator needs to follow-up or wants to report back to the team member.

It is Company policy that any Covered Person who violates this Code will be subject to appropriate discipline, which may include, for a team member, termination of employment, for a contractor or consultant, termination of service, or, for a director, a request that such director resign from the Board of Directors of the Company (the "***Board of Directors***"). This determination will be based upon the facts and circumstances of each particular situation. If you are accused of violating this Code, you will be given an opportunity to present your version of the events at issue prior to any determination of appropriate discipline. If you violate the law or this Code, you may be exposed to substantial civil damages, criminal fines and prison terms. The Company may also face substantial fines and penalties and may incur damage to its reputation and standing in the community. Your conduct as a representative of the Company, if it does not comply with the law or with this Code, can result in serious consequences for both you and the Company.

Nothing in this Code shall prevent you from communicating directly with relevant government agencies regarding potential violations of law without first notifying the Company.

D. Policy Against Retaliation

The Company prohibits retaliation against a Covered Person who, in good faith, seeks help, reports known or suspected violations or assists in the investigation of reports made under this Code. Any reprisal or retaliation against such person because such person, in good faith, sought help or filed a report will be subject to disciplinary action, including potential termination of employment or service, as applicable.

E. Waivers of the Code

Any waiver of this Code for our directors, executive officers or other principal financial officers must be made only by our Board of Directors or a duly authorized committee of the Board and will be disclosed to the public as required by law or the rules of stock exchange where the Company's securities are listed, when applicable. Waivers of this Code for other Covered Persons may be made only by an Authorized Officer and will be reported to our Board of Directors and/or Audit Committee, as necessary or advisable.

II. CONFLICTS OF INTEREST

A. Identifying Potential Conflicts of Interest

Covered Persons must act in the best interests of the Company. You must refrain from engaging in any activity or having a personal interest that presents a "conflict of interest" and should seek to avoid even the appearance of a conflict of interest. A conflict of interest occurs when your personal interest interferes with the interests of the Company. A conflict of interest can arise whenever you, in your service to the Company, take action or have an interest that prevents you from performing your Company duties and responsibilities honestly, objectively and effectively.

Identifying potential conflicts of interest may not always be clear-cut. For example, the following situations might reasonably be expected to give rise to a conflict of interest and must be identified to, and addressed by, an Authorized Officer, the Board of Directors or a committee thereof as soon as you become aware of the circumstances:

- Outside Employment. A team member being employed by, serving as a director of, or providing any services to a company that the individual knows or suspects is a material customer, supplier or competitor of the Company (other than services to be provided as part of a team member's job responsibilities for the Company).

- Improper Personal Benefits. Your obtaining any material (as to the individual) personal benefits or favors because of the individual's position with the Company. Please see "Gifts and Entertainment" below for additional guidelines in this area.

- Financial Interests. Your having a "material interest" (ownership or otherwise) in any company that you know or suspect is a material customer, supplier or competitor of the Company and using your position to influence a transaction with such company. Whether you have a "material interest" will be determined by an Authorized Officer or the Audit Committee, as applicable, in light of all of the circumstances, including consideration of your relationship to the customer, supplier or competitor, your relationship to the specific transaction and the importance of your interest.

- Loans or Other Financial Transactions. Your obtaining loans or guarantees of personal obligations from, or entering into any other personal financial transaction with, any company that you know or suspect is a material customer, supplier or competitor of the Company. This guideline does not prohibit arms-length transactions with banks, brokerage firms or other financial institutions.

- Service on Boards and Committees. Your serving on a board of directors or trustees or on a committee of any entity (whether profit or not-for-profit) whose interests might reasonably be expected to conflict with those of the Company.

- Actions of Family Members. The actions of family members outside the workplace may also give rise to the conflicts of interest described above because they may influence your objectivity in making decisions on behalf of the Company, such as when a family member may work for, or be applying to work for, the Company, a competitor, vendor, consultant, business partner or customer of the Company. For purposes of this Code, "family members" include your spouse, life-partner or someone with whom you have a close personal relationship, brothers, sisters, parents, in-laws and children, whether such relationships are by blood or adoption.

For purposes of this Code, a person or entity is a "material" customer if the customer has made payments to the Company in the past year in excess of $1 million or 2% of the Company's gross revenues, whichever is greater. A company is a "material" supplier if the supplier has received payments from the Company in the past year in excess of $1 million or 2% of the supplier's gross revenues, whichever is greater. If you are uncertain whether a particular company is a material customer or supplier, please contact an Authorized Officer for assistance.

Notwithstanding the foregoing, in the case of the Company's non-employee directors, compliance herewith is subject to provisions of the Company's certificate of incorporation, bylaws and any agreement with stockholders applicable to the Company.

For the avoidance of doubt, ordinary course commercial relationships or transactions by any entity controlled by a director, officer, or other team member that engages in the investment of securities in the ordinary course of its business (e.g., an investment fund or partnership) need not be disclosed unless the Covered Person believes that the situation would reasonably give rise to a conflict of interest.

B. Disclosure of Conflicts of Interest

The Company requires that you promptly disclose any situation that reasonably would be expected to give rise to a conflict of interest. If you suspect that you have a situation that could give rise to a conflict of interest, or something that others could reasonably perceive as a conflict of interest, you must report it in writing by sending an email to legal@mountain.com, or to an Authorized Officer, or if you are a director or executive officer, to the Board of Directors. An Authorized Officer, its designees, the Board of Directors or a committee thereof, as applicable, will work with you to determine whether you have a conflict of interest and, if so, how best to address it. Transactions that could reasonably give rise to a conflict of interest involving a director, executive officer or principal financial officer must be approved by the Board of Directors or a committee thereof, and any such approval will not be considered a waiver of this Code. For the avoidance of doubt, ordinary course commercial relationships or transactions with third parties that are not *material* customers, suppliers or competitors, and whose interests would not reasonably be expected to conflict with those of the Company, need not be disclosed unless the Covered Person believes that the situation would reasonably give rise to a conflict of interest.

III. Corporate Opportunities

You have an obligation to advance the Company's interests when the opportunity to do so arises. If you discover or are presented with a business opportunity through the use of corporate property or information or because of your position with the Company, you should first present the business opportunity to the Company before pursuing the opportunity in your individual capacity. You may not use corporate property, information or your position with the Company for personal gain while providing services to the Company.

You should disclose to your supervisor the terms and conditions of each business opportunity covered by this Code that you wish to pursue. Your supervisor will contact an Authorized Officer and the appropriate management personnel to determine whether the Company wishes to pursue the business opportunity. If the Company waives its right to pursue the business opportunity, you may pursue the business opportunity on the same terms and conditions as originally proposed and consistent with the other ethical guidelines set forth in this Code.

Notwithstanding the foregoing, in the case of the Company's non-employee directors, compliance herewith is subject to provisions of the Company's certificate of incorporation, bylaws and any agreement with stockholders applicable to the Company.

IV. Confidential Information

Covered Persons have access to a variety of confidential information regarding the Company. Confidential information includes all non-public information that might be of use to competitors or investors, or, if disclosed, harmful to the Company or its collaborators, customers or suppliers. You have a duty to safeguard all confidential information of the Company or third parties with which the Company conducts business, except when disclosure is authorized or legally mandated, and disclosures of confidential information should be made in accordance with the Company's Policy Statement – Guidelines for Corporate Disclosure and applicable law. Unauthorized disclosure of any confidential information is prohibited. Additionally, you should take appropriate precautions so that confidential or sensitive business information, whether it is proprietary to the Company or another company, is not communicated within the Company except to those individuals who have a need to know such information to perform their responsibilities for the Company. Your obligation to protect confidential information continues after you cease service with the Company. Unauthorized disclosure of confidential information could cause competitive harm to the Company or its collaborators, customers or suppliers and could result in legal liability to you and the Company.

Any questions or concerns regarding whether disclosure of Company information is legally mandated should be promptly referred to an Authorized Officer.

V. Competition and Fair Dealing

You should endeavor to deal fairly with fellow Covered Persons and with the Company's collaborators, licensors, customers, suppliers and competitors. You should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice. You should maintain and protect any intellectual property licensed from licensors with the same care as they employ with regard to Company-developed intellectual property. You should also handle the nonpublic information of our collaborators, licensors, suppliers and customers responsibly and in accordance with our agreements with them, including information regarding their technology and product pipelines.

VI. GIFTS AND ENTERTAINMENT

The giving and receiving of gifts is a common business practice. Appropriate business gifts and entertainment are welcome courtesies designed to build relationships and understanding among business partners. Gifts and entertainment, however, should not compromise, or appear to compromise, your ability to make objective and fair business decisions. In addition, it is important to note that the giving and receiving of gifts are subject to a variety of laws, rules and regulations applicable to the Company's operations. These include, without limitation, laws covering the marketing of products, bribery and kickbacks. You are expected to understand and comply with all laws, rules and regulations that apply to your job position.

It is your responsibility to use good judgment in this area. As a general rule, you may give or receive gifts or entertainment to or from collaborators, customers or suppliers only if the gift or entertainment is infrequent, reasonable, appropriate, not in cash or cash equivalents (including gift certificates or gift cards), intended to further legitimate business goals, in compliance with applicable law or regulation, is given openly and transparently, and provided the gift or entertainment would not be viewed as an inducement to or reward for any particular business decision. All gifts and entertainment expenses should be properly accounted for on expense reports.

You should make every effort to refuse or return a gift that is beyond these permissible guidelines. If it would be inappropriate to refuse a gift or you are unable to return a gift, you should promptly report the gift to your supervisor. Your supervisor will bring the gift to the attention of an Authorized Officer, who may require you to donate the gift to an appropriate community organization. If you have any questions about whether it is permissible to accept a gift or something else of value, contact your supervisor or an Authorized Officer for additional guidance.

Gifts and entertainment may not be offered or exchanged under any circumstances to or with any employees of the U.S. government or state or local governments. You must be particularly careful that gifts and entertainment are not construed as bribes, kickbacks or other improper payments. Please contact an Authorized Officer for any additional information regarding giving or receiving gifts related to business transactions.

If you conduct business in other countries, you must be particularly careful that gifts and entertainment are not construed as bribes, kickbacks or other improper payments. Please review the "The Foreign Corrupt Practices Act" section of this Code for a more detailed discussion of our policies regarding giving or receiving gifts related to business transactions in other countries. For a more detailed discussion of special considerations applicable to dealing with the U.S., state and local governments, see "Interactions with Governments." Please contact an Authorized Officer for any questions regarding giving or receiving gifts related to business transactions.

VII. Company Records

Accurate and reliable records are crucial to our business. Our records are the basis of our earnings statements, financial reports, regulatory submissions and many other aspects of our business and guide our business decision-making and strategic planning. Company records include financial records, personnel records, records relating to our technology, product development, collaborations, suppliers, licensors, customers and all other records maintained in the ordinary course of our business.

All Company records must be complete, accurate and reliable in all material respects. You must follow any formal document retention policy of the Company with respect to Company records within your control. Please contact your supervisor or an Authorized Officer to obtain a copy of any such policy or with any questions concerning any such policy.

VIII. Protection and Use of Company Assets

Covered Persons should protect the Company's assets and provide for their efficient use for legitimate business purposes only and not for any personal benefit or the personal benefit of anyone else. Theft, carelessness and waste have a direct impact on the Company's financial performance. The use of Company funds or assets, whether or not for personal gain, for any unlawful or improper purpose is prohibited.

You should be aware that Company property includes all data and communications transmitted to or received by, or contained in, the Company's electronic or telephonic systems. Company property also includes all written communications including but not limited to conversations or transmissions by email, the internet or instant messaging. Covered Persons. should have no expectation of privacy with respect to these communications and data. To the extent permitted by law, the Company has the ability, and reserves the right, to monitor and review all electronic and telephonic communication using the Company's electronic or telephonic systems. These communications may also be subject to disclosure to law enforcement or government officials.

IX. Accuracy of Financial Reports and Other Public Communications

As a public company we are subject to various securities laws, regulations and reporting obligations. Both applicable law and our policies require the disclosure of accurate and complete information regarding the Company's business, financial condition and results of operations. Inaccurate, incomplete or untimely reporting will not be tolerated and can severely damage the Company and result in legal liability.

Those working in the Finance Department have a special responsibility to provide that all of our financial disclosures are full, fair, accurate, timely and understandable. These individuals must understand and strictly comply with generally accepted accounting principles and all standards, laws and regulations for accounting and financial reporting of transactions, estimates and forecasts.

X. COMPLIANCE WITH LAWS AND REGULATIONS

Each Covered Person has an obligation to comply with all laws, rules and regulations applicable to the Company's operations. These include, without limitation, laws covering bribery and kickbacks, the development, testing, manufacture, marketing and sale of our products, copyrights, trademarks and trade secrets, information privacy, insider trading, illegal political contributions, antitrust prohibitions, foreign corrupt practices, offering or receiving gratuities, environmental hazards, employment discrimination or harassment, occupational health and safety, false or misleading financial information or misuse of corporate assets. You are expected to understand and comply with all laws, rules and regulations that apply to your position. If any doubt exists about whether a course of action is lawful, you should seek advice from your supervisor or an Authorized Officer, as appropriate.

A. Interactions with the Government

The Company may conduct business with the U.S. government, state and local governments and the governments of other countries. The Company is committed to conducting its business with all governments and their representatives with the highest standards of business ethics and in compliance with all applicable laws and regulations, including the special requirements that apply to communications with governmental bodies that may have regulatory authority over our products, services and operations, such as government contracts and government transactions.

If your service to the Company includes interacting with any government agency, you are expected to understand and comply with the special laws, rules and regulations that apply to your job position as well as with any applicable standard operating procedures that the Company has implemented. If any doubt exists about whether a course of action is lawful, you should seek advice immediately from your supervisor or an Authorized Officer. **In no event may any gifts or entertainment be offered or exchanged under any circumstances to or with any governmental employees or representatives, or politicians or political parties, without the prior written approval of the Head of Legal or the Chief Executive Officer.**

In addition to the above, team members must obtain written approval from an Authorized Officer or, if for the Head of Legal, the Chief Financial Officer for any work activity that requires communication with any member or employee of a legislative body or with any government official or employee. Work activities covered by this policy include meetings with legislators or members of their staffs or with executive branch officials on behalf of the Company. Preparation, research and other background activities that are done in support of lobbying communication are also covered by this policy even if the communication ultimately is not made. If any doubt exists about whether a given work activity would be considered covered by this provision, team members should seek advice immediately from your supervisor or an Authorized Officer.

For additional information regarding the Company's policies on interactions with governments, please contact an Authorized Officer.

B. Political Contributions and Volunteer Activities

The Company encourages Covered Persons to participate in the political process as individuals and on their own time. However, applicable contribution and lobbying laws severely limit the contributions the Company can make to political parties or candidates. It is Company policy that Company funds or assets not be used to make a political contribution to any political party or candidate, unless prior written approval has been given by an Authorized Officer or, if for the Head of Legal, the Chief Financial Officer. The Company will not reimburse you for personal political contributions. When you participate in non-Company political affairs, you should be careful to make it clear that your views and actions are your own, and not made on behalf of the Company. Please contact an Authorized Officer if you have any questions about this policy.

C. Compliance with Antitrust Laws

Antitrust laws of the United States and other countries are designed to protect consumers and competitors against unfair business practices and to promote and preserve competition. Our policy is to compete vigorously and ethically while complying with all antitrust, monopoly, competition or cartel laws in all countries, states or localities in which the Company conducts business. Violations of antitrust laws may result in severe penalties against the Company and its team members, including potentially substantial fines and criminal sanctions.

The following are examples that constitute violations of applicable antitrust laws and regulations, and must not be engaged in under any circumstances: agreements with competitors to fix prices or any other terms and conditions of sale; agreements with competitors to boycott specified suppliers or customers; agreements with competitors to allocate products, territories or markets, or to limit the production or sale of products or product lines; agreements with customers to fix resale prices; and any behavior that could be construed as an attempt to monopolize.

You are expected to maintain basic familiarity with the antitrust principles applicable to your activities, and you should consult an Authorized Officer with any questions you may have concerning compliance with these laws.

1. Meetings with Competitors

You should exercise caution in meetings with competitors. Any meeting with a competitor may give rise to the appearance of impropriety. As a result, team members who are required to meet with a competitor for any reason should obtain the prior written approval of an executive officer of the Company. Team members should try to meet with competitors in a closely monitored, controlled environment for a limited period of time. Team members should create and circulate agendas in advance of any such meetings, and the contents of your meeting should be fully documented. In no event should you disclose or receive confidential information during these meetings. Additionally, you should refrain from any communications regarding product or service offerings, supplier terms and conditions, collaborations and development projects, prices, costs, market share, allocation of sales territories, bids for a particular contract or collaboration, distribution methods or channels, marketing strategies, future development plans or product roadmaps and any other subjects relating to or affecting the production or sale of products and services to existing or prospective customers. If any of the foregoing topics are raised during your meeting, you should affirmatively end the discussion, and you should state your reasons for doing so.

2. Professional Organizations and Trade Associations

You should be cautious when attending meetings of professional organizations and trade associations at which competitors are present. Attending meetings of professional organizations and trade associations is both legal and proper, if such meetings have a legitimate business purpose in the interest of the Company and are conducted in an open fashion, adhering to a proper agenda. Any questions regarding the appropriateness of such meetings should be referred to the Head of Legal. At such meetings, you should not discuss the restricted topics listed above, the Company's pricing policies or other competitive terms, plans for new or expanded products, services or facilities or any other proprietary, competitively sensitive business information. Team members are required to notify their supervisor or an Authorized Officer prior to attending any meeting of a professional organization or trade association.

D. Compliance with Insider Trading Laws

Consistent with the Company's Insider Trading Compliance Policy, Covered Persons are prohibited from trading in the stock or other securities of the Company while in possession of material nonpublic information about the Company. In addition, Covered Persons are prohibited from recommending, "tipping" or suggesting that anyone else buy or sell the Company's stock or other securities on the basis of material non-public information. Covered Persons who obtain material non-public information about another company in the course of their duties are prohibited from trading in the stock or securities of the other company while in possession of such information or "tipping" others to trade on the basis of such information. Violation of insider trading laws can result in severe fines and criminal penalties, as well as disciplinary action by the Company, up to and including, termination of service. You are required to read carefully and observe our Insider Trading Compliance Policy, as amended from time to time. Please contact an Authorized Officer for a copy of the Insider Trading Compliance Policy or with any questions you may have about insider trading laws.

E. Public Communications and Regulation FD

1. Public Communications Generally

The Company places a high value on its credibility and reputation in the community. What is written or said about the Company in the news media and investment community directly impacts our reputation, positively or negatively. Our policy is to provide timely, accurate and complete information in response to public requests (from media, analysts, etc.), consistent with our obligations to maintain the confidentiality of competitive and proprietary information and to prevent selective disclosure of market-sensitive financial data. The Company has adopted a separate Policy Statement – Guidelines for Corporate Disclosure to maintain the Company's credibility and reputation in the community, to maintain the confidentiality of competitive and proprietary information and to prevent selective disclosure of market-sensitive financial data.

2. Compliance with Regulation FD

In connection with its public communications, the Company is required to comply with a rule under the federal securities laws referred to as Regulation FD (which stands for "fair disclosure"). Regulation FD provides that, when we disclose material non-public information about the Company to securities market professionals or the Company's stockholders (where it is reasonably foreseeable that the stockholders will trade on the information), we must also disclose the information to the public. "Securities market professionals" generally include analysts, institutional investors and other investment advisors.

The Company has designated certain individuals as "spokespersons" who are responsible for communicating with analysts, institutional investors and representatives of the media. Any team member or director who is not a designated spokesperson of the Company may not communicate any information about the Company to analysts, institutional investors, other stockholders or representatives of the media, except at the request of the Company's designated spokespersons.

For more information on the Company's policies and procedures regarding public communications and Regulation FD, please contact an Authorized Officer for a copy of the Company's Policy Statement – Guidelines for Corporate Disclosure or with any questions you may have about disclosure matters.

F. Anti-Corruption Compliance and the U.S. Foreign Corrupt Practices Act

The Company is committed to complying with the U.S. Foreign Corrupt Practices Act (the "***FCPA***") and other applicable anti-corruption laws. The FCPA and other applicable anti-corruption laws generally prohibit the Company and its directors, officers, other team members, and agents from offering, giving, or promising money or any other item of value, directly or indirectly, to win or retain business or to influence any act or decision of any government official, political party, candidate for political office, or official of a public international organization. The Company prohibits directors, officers, other team members, contractors who devote all or substantially all of their time to the Company and agents acting on behalf of the Company from giving or receiving bribes, kickbacks, or other inducements to foreign officials. Indirect payments include any transfer of money or other item of value to another individual or organization where the person making the transfer knows or has reason to know that some or all of that transfer is for the benefit of an individual to whom direct payments are prohibited. The use of agents for the payment of bribes, kickbacks or other inducements is expressly prohibited. Violation of the FCPA and other applicable anti-corruption laws is a crime that can result in severe fines and criminal penalties, as well as disciplinary action by the Company, up to and including, termination or cessation of service.

G. International Trade Laws

Team members and Company agents must know and comply with U.S. laws and regulations that govern international operations, as well the local laws of countries where the Company operates. The United States and many other countries have laws that restrict or otherwise require licensing for the export or import of certain goods and services to other countries or to certain parties. If you are involved with importing, you need to be aware of the applicable governmental regulations and requirements, including those required by the Customs-Trade Partnership Against Terrorism (C-TPAT). A failure to comply can result in fines, penalties, imprisonment and/or a loss of import privileges. U.S. laws and regulations also impose various economic and trade sanctions or embargoes against other countries, governments, groups, or persons, and that prohibit cooperation with certain foreign boycotts. The Company does not participate in prohibited boycotts.

The scope of these licensing requirements, economic and trade sanctions and trade embargoes may vary from country to country. They may range from specific prohibitions on trade of a given item to a total prohibition of all commercial transactions and dealings. It is important to note that the Company may not facilitate or encourage a non-U.S. company to perform a transaction that it could not perform itself pursuant to U.S. sanctions laws.

If your service to the Company involves export transactions or international operations, you must familiarize yourself with the list of countries against which the United States maintains comprehensive sanctions and the rules relating to exporting to or transacting with or involving such countries, either directly or indirectly through foreign subsidiaries or other third parties. In addition, the Company must comply with counter-terrorism requirements when engaging in international trade. Due to the complexities of these international trade laws, contact an Authorized Officer before exporting or importing goods or services, or engaging in transactions with countries or persons that may be affected by economic or trade sanctions. If requested to participate in or cooperate with a foreign boycott that the United States does not support (*e.g.*, the boycott of Israel sponsored by the Arab League), you may not agree to or comply with such request. Immediately report this request to an Authorized Officer.

XI. ENVIRONMENT, HEALTH AND SAFETY

The Company is committed to providing a safe and healthy working environment for its team members and to avoiding adverse impact and injury to the environment and the communities in which it does business. Covered Persons must comply with all applicable environmental, health and safety laws, regulations and Company standards. It is your responsibility to understand and comply with the laws, regulations and policies that are relevant to your job. Failure to comply with environmental, health and safety laws and regulations can result in civil and criminal liability against you and the Company, as well as disciplinary action by the Company, up to and including termination or cessation of service. You should contact an Authorized Officer if you have any questions about the laws, regulations and policies that apply to you.

A. Environment

All Covered Persons should strive to conserve resources and reduce waste and emissions through recycling and other energy conservation measures. You have a responsibility to promptly report any known or suspected violations of environmental laws or any events that may result in a discharge or emission of hazardous materials.

B. Health and Safety

The Company is committed not only to complying with all relevant health and safety laws, but also to conducting business in a manner that protects the safety of its team members. All Covered Persons are required to comply with all applicable health and safety laws, regulations and policies relevant to their positions. If you have a concern about unsafe conditions or tasks that present a risk of injury to you, please report these concerns immediately to your supervisor or an Authorized Officer or using the Company's Ethics Hotline as set forth herein.

C. Employment Practices

The Company is committed to fair employment practices its business. The following is only intended to be a summary of certain of our employment policies and procedures. The Company's detailed policies are available upon request. Covered Persons must comply with all applicable labor and employment laws, including anti-discrimination laws and laws related to freedom of association and privacy. It is your responsibility to understand and comply with the laws, regulations and policies that are relevant to your job. Failure to comply with labor and employment laws can result in civil and criminal liability against you and the Company, as well as disciplinary action by the Company, up to and including termination of employment or service, as applicable. You should contact an Authorized Officer if you have any questions about the laws, regulations and policies that apply to you.

D. Harassment and Discrimination

The Company is committed to providing equal opportunity and fair treatment to all individuals on the basis of merit, without discrimination because of race, color, religion, national origin, ethnicity, sex (including pregnancy), sexual orientation, gender, gender identity, age, disability, veteran or uniformed service status, genetic information, or other characteristic protected by law. The Company also prohibits harassment based on these characteristics in any form, whether physical or verbal and whether committed by supervisors, non-supervisory personnel or non-team members. Harassment may include, but is not limited to, offensive sexual flirtations, unwanted sexual advances or propositions, verbal abuse, sexually or racially degrading words, or the display in the workplace of sexually suggestive or racially degrading objects or pictures.

If you have any concerns or complaints about discrimination or harassment, report such conduct to your supervisor or the appropriate People Team personnel, or through the Company's Ethics Hotline as set forth herein. All complaints will be treated with sensitivity and discretion and the Company will protect your confidentiality to the extent possible, consistent with law and the Company's need to investigate your concern. Where our investigation uncovers harassment or discrimination, we will take prompt corrective action, which may include disciplinary action by the Company, up to and including, termination of employment or service, as applicable. The Company strictly prohibits retaliation against a Covered Person who, in good faith, files a complaint.

Any member of management who has reason to believe that a Covered Person has been the victim of harassment or discrimination or who receives a report of alleged harassment or discrimination is required to report it to the appropriate People Team personnel immediately.

E. Alcohol and Drugs

The Company is committed to maintaining a drug-free workplace. All Covered Persons must comply strictly with Company policy regarding the abuse of alcohol and the possession, sale and use of illegal drugs (for the purpose of this Code, "illegal drugs" includes marijuana). Possessing, using, selling, transferring, or offering illegal drugs and other controlled substances is prohibited under all circumstances while on duty or on the premises of the Company. Likewise, you are prohibited from reporting for work, or driving a Company vehicle or any vehicle on Company business, while under the influence of alcohol or any illegal drug or controlled substance.

F. Violence Prevention and Weapons

The safety and security of Covered Persons is vitally important. The Company will not tolerate violence or threats of violence in, or related to, the workplace. If you experience, witness or otherwise become aware of a violent or potentially violent situation that occurs on the Company's property or affects the Company's business you must immediately report the situation to your supervisor or the appropriate People Team personnel.

The Company does not permit any individual to have weapons of any kind on Company property or in vehicles, while on the job or off-site while on Company business. This is true even if you have obtained legal permits to carry weapons. The only exception to this policy applies to security personnel who are specifically authorized by Company management in writing to carry weapons.

G. Personal Conduct and Social Media

Covered Persons should take care when presenting themselves in public settings, as well as online and in web-based forums or networking sites, complying at all times with the Company's policies regarding social media. The Company understands that Covered Persons may wish to create and maintain a personal presence online using various forms of social media. However, in so doing you should, if posting about any topic relating to the Company or the Company's industry, include a disclaimer that the views expressed therein reflect your personal opinion and do not necessarily reflect the views of the Company. You should be aware that that even after a posting is deleted, certain technology may still make that content available to readers.

You are prohibited from using or disclosing confidential, proprietary, sensitive or trade secret information of the Company, its partners, vendors, consultants or other third parties with which the Company does business. Harassment of others will also not be tolerated. You may not provide any content to Company social media sites that may be construed as political lobbying or solicitation of contributions, or use the sites to link to any sites sponsored by or endorsing political candidates or parties, or to discuss political campaigns, political issues or positions on any legislation or law.

XII. ACKNOWLEDGEMENT

Covered Persons may be asked periodically to certify their compliance with the terms and provisions of the Code.

XIII. CONCLUSION

This Code contains general guidelines for conducting the business of the Company consistent with the highest standards of business ethics. If you have any questions about these guidelines, please contact your supervisor, an Authorized Officer or the appropriate People Team personnel. The Company expects all of its team members and directors to adhere to these standards.

This Code, as applied to the Company's principal financial officers, shall be our "code of ethics" within the meaning of Section 406 of the Sarbanes-Oxley Act of 2002 and the rules promulgated thereunder.

This Code and the matters contained herein are neither a contract of employment nor a guarantee of continuing Company policy. The Company reserves the right to amend, supplement or discontinue this Code and the matters addressed herein, without prior notice, at any time.

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Effective Date: May 21, 2025