



Business Partner Code of Conduct & Ethics

PURPOSE

This document establishes the Business Partner Code of Conduct and Ethics (the “Code”).

OBJECTIVE

Hy Cite Enterprises, LLC and its subsidiaries (collectively referred to as “Hy Cite”) are committed to following applicable laws and regulations; ensuring all working conditions are safe; workers are treated with respect and dignity; and work activities are performed in accordance with environmental, health, safety, and social responsibility standards. Business Partners are expected to act with integrity, trust, respect, honesty, and teamwork; maintain high ethical standards; and comply with applicable laws and regulations of the countries in which they operate.

Since this Code cannot cover every situation. Business Partners are expected to exercise their own best judgment and discretion within the parameters of this Code, keeping in mind the high standards to which Hy Cite is committed.

POLICY

1. Business Ethics

Business Partners must exercise the highest standards of ethical conduct when dealing with workers, other Business Partners, Hy Cite, and government authorities. Records prepared for Hy Cite must be accurate, truthful, complete, and meet applicable standards and requirements. All forms of illegal or inappropriate activity, including, but not limited to, an invalid license to operate, corruption, misrepresentation, extortion, embezzlement, or bribery, are strictly prohibited and may result in termination of any or all commercial relationships with Hy Cite and possible legal action.

Most countries around the world have laws that prohibit making payments or giving anything of value to improperly influence government officials. Business Partners are expected to comply with all applicable anticorruption laws, including, but not limited to, the U.S. Foreign Corrupt Practices Act of 1977, as amended, which prohibits directly or indirectly offering, promising, paying, providing, or authorizing the payment of anything of value to a foreign government official to improperly influence the recipient to misuse his or her official position for the purpose of obtaining or retaining business, directing business to, or obtaining any improper business advantage for or with any person.

In the event someone requests from a Business Partner any payment or bribery, that request must be denied by the Business Partner and the Business Partner must immediately report it to www.hycite.ethicspoint.com. Communication will be directed by Hy Cite in addition to any reporting requirements imposed by the Business Partner’s own legal or compliance counsel.

2. Fair Dealing

Business Partners should deal fairly with Hy Cite and its representatives. Business Partners must not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice and uphold fair business standards in advertising, sales, and competition. Employees, subcontractors, agents, or affiliates of Business Partners must act in a fair and impartial manner and should avoid both real and perceived conflicts of interest in the business they conduct with or on behalf of Hy Cite. To ensure real and perceived conflicts of interest do not exist and fair dealing in business, Business Partners must disclose to Hy Cite's Third-party Compliance Department information regarding their business activities, structure, financial situation, and performance in accordance with applicable law and prevailing industry practices.

3. Gratuities

Gifts, entertainment, travel, per diem reimbursements, or any other form of gratuity may not be given or received by Business Partners as a reward, encouragement, or improper influence for preferential treatment.

4. Proper use of Company Assets

Business Partners must protect any assets made available by Hy Cite and must use them only for purposes authorized by Hy Cite. Hy Cite resources include tangible items, such as vehicles, equipment, facilities, computers, software, and communication systems, as well as intangible items, such as Hy Cite's good name and reputation, intellectual property, employee productivity and sensitive information.

5. Intellectual Property

Business Partners must respect and not infringe the intellectual property ownership rights of Hy Cite and others. Intellectual property includes, but is not limited to, proprietary information, copyrights, patents, trademarks, and trade secrets.

6. Confidentiality

Business Partners acknowledge that Hy Cite information is an asset. Business Partners must protect Hy Cite's confidential information and must not divulge, dispose of inappropriately or copy any Hy Cite information that a prudent businessperson would consider sensitive, or which is designated as sensitive, proprietary, or confidential. This applies regardless of whether delivered or granted access to in oral, written, electronic or visual form and whether marked as "confidential." Such information includes, but is not limited to, strategic, personal, financial, or unpatented technology information. Business Partners must not use or allow the use of such information for securities transactions or any improper benefit or gain. It may be appropriate in some cases for Hy Cite and Business Partners to agree to additional specific nondisclosure provisions. Business Partners must not appear or claim to make any announcements or release any information on behalf of any member of the public, press,

official body, business entity or other person, or claim or imply any endorsement by Hy Cite or Hy Cite's employees, without the express prior written consent of Hy Cite.

Except as required by any applicable law, or otherwise permitted by prior written consent signed by an authorized person of Hy Cite, Business Partners are not permitted to use Hy Cite's name, logo, trademarks, or to make any public announcements or disclosures in relation to the subject matter of their contract or dealings with any personnel of Hy Cite.

7. Data Protection

Business Partners must comply with all applicable Data Protection Laws and will assume all the obligations of Hy Cite related to the information from employees and/or clients of Hy Cite that is transferred to the Business Partner. Business Partners are not authorized to transfer any information provided by Hy Cite to any third party, including subsidiaries or affiliates of the Business Partner, without prior approval from the Hy Cite Third-Party Compliance Department.

8. Workplace Standards, Practices and Compliance with the Law

Business Partners must comply with all applicable federal, state and/or local laws and regulations in every jurisdiction in which the Business Partner conducts business with, or on behalf of, Hy Cite. Business Partners of products or services produced or provided outside the United States must comply with applicable laws and regulations of the relevant country. Business Partners retained by Hy Cite and their agents, are fully responsible for the quality, performance, behavior, supervision, and protection of their personnel.

9. Health, Safety and Environmental Practices

Safety is always an important consideration of Hy Cite. Business Partners must apply safe work practices (including regulatory and contract specific requirements), exercise good judgment in work decisions, and hold high regard for the quality of the environment in which it conducts activities. Business Partners performing work on Hy Cite property, or on Hy Cite's behalf, must require health, safety, and environmental best practices in every aspect of their work processes and in the attitude and behavior of all their employees.

Business Partners must comply with all applicable health, safety and environmental laws and regulations when conducting business with or for Hy Cite. Business Partners performing work with Hy Cite must:

- a. Obtain, and keep current, required licenses to operate, environmental permits, and registrations,
- b. Conform to applicable labeling and warning requirements,
- c. Adopt safe material handling practices which, at a minimum, must be compliant with local laws,
- d. Report unsafe working conditions, in compliance with applicable laws and regulations,
- e. Recycle as appropriate; and

- f. Identify, manage, store, move and handle hazardous substances in accordance with law.

10. Accuracy of Business Records

Business Partners must make and keep books and records that accurately and fairly reflect the Business Partner's transactions and dispositions with Hy Cite; and create and maintain an adequate system of internal accounting controls. Business Partners must comply with all record keeping and retention of documents using standard industry best practices and in compliance with applicable laws and regulations, including the U.S Foreign Corrupt Practices Act of 1977, as amended. Business Partners must record and report facts accurately, honestly, and objectively. Business Partners must not hide, fail to record, or make false entries. All financial books and records must conform to generally accepted accounting principles.

11. Subcontractors

Business Partners must not use subcontractors in the performance of work for Hy Cite without prior approval from Hy Cite's Third-Party Compliance Department. Business Partners must ensure that any subcontractor used complies with this Code.

RESPONSIBILITIES

Hy Cite expects all Business Partners to act in full compliance with this Code, and all other applicable policies of Hy Cite, in a manner consistent with the highest ethical standards.

Violations of the Policy

Business Partners found to have been involved in misconduct or to have failed to report a known or suspected instance of misconduct will be subject to appropriate legal action up to, and including, termination of business relationship. The conduct may also be a violation of the law and may result in civil or criminal penalties.

Hy Cite reserves the right to terminate its business relationship with any Business Partner who violates this Code or if any of the Business Partner's employees, agents or subcontractors violate this Code. Hy Cite also reserves the right to terminate its business relationship with any Business Partners who falsify or fail to provide written confirmation, upon request, to Hy Cite that they have a program in place to monitor their Business Partners and subcontractors for compliance with this Code. Hy Cite, in its sole discretion, reserves the right to require Business Partners to certify and acknowledge receipt and understanding of this Code, as frequently as Hy Cite may determine.

Training and Awareness

This Code is available to Business Partners on the Hy Cite Website.

Escalation Process

In the event of non-compliance, or suspected non-compliance, with this Code, Business Partners must immediately report it to www.hycite.ethicspoint.com. Such communication will be directed to Hy Cite in addition to following any reporting requirements imposed by the Business Partner’s own legal or compliance counsel.

Business Partners Compliance

Verification of compliance is subject to audits by Hy Cite, or a third party designated by or otherwise acceptable to Hy Cite. Failure of Business Partners to comply, or failure to work with Hy Cite or a third party engaged by Hy Cite to correct non-complying situations, is grounds for termination of the business relationship.

EXCEPTIONS

Interaction with other Policies

Other policies and procedures of Hy Cite, such as Terms and Conditions of Purchase or individual contractual agreements, will remain in effect until modified, rescinded or terminated by Hy Cite. However, to the effect there is an inconsistency between this Code and any other Hy Cite policy or procedure, Hy Cite will, at its discretion, interpret the policy scope and application.

Relationship between the Company and Business Partners

This Code does not confer, nor must it be interpreted, construed, or deemed to confer, any rights on third parties, including any third-party beneficiary rights. For example, no Business Partner’s employees have any rights against Hy Cite by virtue of this Code, nor do these employees have any rights to cause Hy Cite to enforce any provisions of this Code. Hy Cite, in its sole discretion, will decide what actions are being reserved by Hy Cite.

APPENDIX

DEFINITIONS/ACRONYMS

Business Partner(s)	Any individual consultant, consulting firms, indirect contractors, sub-contractors, or commercial company that may provide, directly or indirectly, goods and/or services or engage in business affairs for any other commercial purpose and receive payments for any aspect of Hy Cite’s business including, but not limited to, manufacturing, distribution, and operations.
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