

	EFFECTIVE DATE: 2022	
DIVISION OR DEPT.: Human Resources	LOCATION: All U.S.	SUPERSEDES: All
SUBJECT: Company Policies and Procedures	APPROVED BY: Tommy Balas, CHRO	DATE: 2022
TITLE: Code of Business Conduct and Ethics		

GENERAL POLICY

It is the policy of OmniMax International, LLC (“OmniMax” and its subsidiary companies that every officer and associate shall at all times and in all ways respect and obey both the letter and the spirit of applicable laws, rules and regulations and that every associate shall strive to adhere to the highest standards of ethics, morality, honesty and decency in the performance of the duties of his or her job. Failure to adhere to this general policy and the specific policies set forth in this Code of Business Conduct and Ethics can result in immediate discipline, including dismissal.

SPECIFIC POLICIES

To ensure that every associate adheres to the General Policy, OmniMax has adopted several specific policies, set forth below. Although the specific policies do not cover every conceivable situation an associate may face, they provide a base from which to operate. If any associate has any questions about whether certain conduct is lawful or otherwise meets OmniMax standards, that associate should immediately ask his or her supervisor, President, Managing Director or a Compliance Officer (refer to “Compliance Officer” below). Unless otherwise noted, the specific policies and references to OmniMax or company “associates” apply to each associate and officer of OmniMax International, LLC and its subsidiaries.

POLICY ON CONFLICTS OF INTEREST AND CORPORATE OPPORTUNITIES

It is OmniMax’s policy to prohibit conflicts of interest, except as approved by a Compliance Officer, or if it involves a material issue, the Board of Directors. A “conflict of interest” occurs when an individual’s private interest interferes – or even appears to interfere – with the interests of OmniMax. A conflict situation can arise when an associate or officer takes actions or has interests that may make it difficult to perform his or her work for OmniMax objectively and effectively; for example, if he or she has a role in an organization that does business with or competes against OmniMax. Conflicts of interest also arise when an associate, officer or family member receives improper personal benefits as a result of his or her position in the Company. Any OmniMax associate or officer who has a question regarding a potential conflict of interest should consult with a Compliance Officer.

Corporate Opportunities

OmniMax’s associates are prohibited from:

- taking for themselves unauthorized personal opportunities that are discovered through the use of corporate property, information or position;

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- using corporate property, information or position for unauthorized personal gain; and
- competing with OmniMax.

Protection and Use of Company Assets

OmniMax associates should endeavor to protect the Company's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on the Company's profitability. OmniMax's property is to be used for appropriate business purposes. Refer to the Company's Electronic Media Policy regarding personal use of electronic media and communication systems and equipment.

Gifts, Donations, Entertainment and Favors

No OmniMax associate may give or accept anything of greater-than-nominal value to or from any current or prospective customers, suppliers, vendors, public or political party officials or other persons in similar positions. The giving or acceptance of cash gifts (including cash equivalents such as stocks or bonds), personal loans, discounts or any other gift or favor that may be considered a bribe or a kickback or other illegal or unethical payment is strictly prohibited regardless of value. In addition, OmniMax associates may not solicit gifts, gratuities or meal or entertainment invitations from anyone with whom OmniMax does, or is negotiating to do, business. Under no circumstances may OmniMax corporate funds be unlawfully used for political contributions of any sort.

OmniMax recognizes that the occasional exchange of business courtesies, such as modest gifts (but never cash gifts), meals and entertainment (including invitations to attend sporting events or holiday parties), is a common practice meant to create goodwill and establish trust in relationships. Therefore, this policy is not intended to preclude the giving or acceptance of such common courtesies, provided that the value of the gratuity is nominal in relation to the circumstances in which it is offered and accepted or in accordance with generally accepted business practices of the country and industry and is not intended to influence the business decisions of the person involved. An associate who is offered or receives a gift of a nature that would contravene this policy should politely decline or return the gift.

This policy is intended to apply to all OmniMax associates and any members of their immediate families. If an associate has any question about the application of this policy, the associate should disclose the circumstances involved and seek approval from the President or Managing Director of his or her employer or a Compliance Officer.

POLICY ON DEALINGS ABROAD

Foreign Corrupt Practices

OmniMax does not permit its associates or independent third parties acting on behalf of the Company to offer, pay, promise to pay or authorize the payment of money or anything of value to an official or associate of a government or to a political party, party official or candidate for political office, where such a payment is made to influence or reward official conduct in an effort to help OmniMax secure or keep business.

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Although discouraged, facilitating payments are not prohibited under the U.S. Foreign Corrupt Practices Act. These are nominal payments to low-level government employees that are considered normal business practice in some countries to expedite or secure a service or routine administrative action that these individuals ordinarily perform and to which the company or person is entitled. This includes speeding up the processing of government papers or providing phone service, but generally does not include a discretionary action (such as a more favorable tariff classification). No facilitating payments may be made without the prior approval of a Compliance Officer.

Any OmniMax associate who has a question about the propriety of his or her conduct under this policy should seek advice from a Compliance Officer.

Antiboycott

OmniMax must comply with applicable U.S. antiboycott laws. U.S. antiboycott laws generally prohibit U.S. companies and their worldwide subsidiaries from cooperating with international boycotts which the U.S. government does not sanction. A boycott occurs when a person or group of people refuse to do business with certain other people or countries.

Export Control Laws

OmniMax must comply with all applicable national and multinational export control laws. For example, U.S. export control laws apply to the export and re-export of U.S. goods and technology. Under certain circumstances, these laws prohibit U.S. companies and subsidiaries of U.S. companies, including those located outside the United States, from dealing directly or indirectly with particular countries with respect to certain transactions.

ANTITRUST POLICY

OmniMax competes vigorously, fairly and independently for business in every ethical way in every area of every market for OmniMax products. The antitrust and competition laws of the countries in which OmniMax does business are the foundation of competitive free enterprise.

Discussions with Competitors

OmniMax must not enter into agreements, understandings, or even discussions with any of its competitors in contravention of antitrust and competition laws of countries in which OmniMax conducts business. OmniMax's Executive Officers and Compliance Officers share OmniMax's commitment to compliance with the antitrust and competition laws. Please consult them if you have any questions or concerns and any time you need assistance in understanding or complying with this policy.

Competitive Information

All associates may obtain as much information as they can about OmniMax's competitors from public sources and may obtain such information from the Company's customers if it is offered by the customer in a competitive bid situation.

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However, associates are not allowed to, under any circumstances, obtain or seek any information about competitors, prices, costs or business plans directly from the competitors themselves.

SUPPLIER RELATIONSHIPS

In all of OmniMax’s business dealings, it is critical to strive to give others fair and even-handed treatment, whether they are a customer, supplier, competitor or other party dealing with OmniMax. No OmniMax associate should knowingly make an untrue statement to anyone with whom he or she has dealings. This is true not only with OmniMax, but also the manner in which OmniMax treats its suppliers, with whom OmniMax should work diligently to develop a strong alliance and positive relationship.

If an associate represents OmniMax in the marketplace, OmniMax expects the associate to work vigorously and fairly. Among other criteria, OmniMax associates should evaluate the suppliers on price and service, their technical leadership and quality and reliability. It is important that OmniMax associates conduct all affairs in respect to purchasing in a lawful manner, consistent with the highest ethical standards prevailing in the business communities in which OmniMax operates.

ENVIRONMENT, HEALTH & SAFETY POLICY

Environmental Protection Policy

It is OmniMax’s policy to operate its business in a manner that protects the environment. OmniMax recognizes environmental protection as a sound business practice that conserves resources, reduces potential liabilities and safeguards associates and the community. Environmental protection and pollution prevention is a responsibility of every OmniMax associate.

This policy applies Company-wide. It is the personal responsibility of every associate to comply with this policy and the environmental procedures adopted to achieve this policy.

Environmental Protection Compliance Procedures

To meet its overall policy, OmniMax shall:

- comply with all environmental laws and regulations;
- reduce risks associated with past, present and future hazardous material use;
- reduce hazardous waste generation through a source reduction and waste minimization program in accordance with governmental agency and Company guidelines;
- conserve energy in operations and design efficient and safe manufacturing processes;
- increase environmental awareness and knowledge of requirements among all levels of employment; and
- monitor improvements in environmental and safety and health protection technology.

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Associates' Environmental Duties

Every OmniMax associate must:

- comply with all Company policies and government environmental rules and laws; and
- immediately report, in accordance with OmniMax's Environmental and Safety policies, all spills, releases and other incidents involving hazardous materials.

POLICY ON TRADE SECRETS AND CONFIDENTIAL INFORMATION

Business Information

OmniMax associates deal on a daily basis with information about the Company and its businesses. This information includes business plans, manufacturing processes and technology, marketing and pricing information, customer lists and plans for new businesses and ventures. OmniMax's business could be damaged if this information were disclosed to competitors or to any unauthorized parties outside the Company.

Every OmniMax associate should assume that all such information is confidential (except in those circumstances where OmniMax has disclosed the information in published reports or where the associate can otherwise verify that the information is publicly known). Similarly, every OmniMax associate should assume that all information disclosed to OmniMax by its customers and suppliers is confidential (except in those circumstances where the customer or supplier has explicitly consented to its disclosure, or the associate can otherwise verify that the information is publicly known). Every OmniMax associate is obligated, during and after his or her employment, to hold all such confidential information in confidence, to refrain from disclosing any such information to any person outside the Company without the Company's prior consent, and to refrain from using such information for any purpose other than the performance of his or her duties to the Company, except where disclosure is required pursuant to applicable law.

Personal Information

Personal data shall be collected and maintained in a confidential way that ensures that the data is accessible only to those individuals with a legitimate business need to know the data.

POLICY ON EQUAL OPPORTUNITY, DISCRIMINATION AND HARASSMENT

All associates have the right to be treated with respect and dignity and to work in an environment free from all forms of unlawful employment discrimination, including sexual harassment and harassment based on race, color, national origin, ancestry, nationality, citizenship, religion, age, sexual orientation, disability, veteran's status or any other characteristic protected by law. It is, therefore, OmniMax's policy that unlawful discrimination, including harassment in any of these forms, of associates by their supervisors or co-workers is strictly prohibited. Such conduct will not be tolerated and should be reported promptly as outlined in this policy. It is also OmniMax's policy not to discriminate against any applicants for employment on any of the bases described above.

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For purposes of this policy, harassment is defined as verbal or physical conduct that denigrates or shows hostility or aversion toward an individual for any of the reasons listed above and that:

- has the purpose or effect of creating an intimidating, hostile or offensive work environment;
- has purpose or effect of unreasonably interfering with an individual's work performance; or
- otherwise adversely affects an individual's employment opportunities.
- Some examples of such harassment are: using epithets, slurs or negative stereotypes; threatening, intimidating or engaging in hostile acts that relate to a protected characteristic; purported jokes or pranks; placing on walls, bulletin boards or elsewhere on Company premises (or circulating in the workplace via any media) oral, written or graphic material that denigrates or shows hostility or aversion toward a person or group because of a protected characteristic.

POLICY ON FAIR DEALING AND TRUTH IN REPORTS AND RECORDS

OmniMax associates should endeavor to deal fairly with the Company's customers, suppliers, competitors, and associates. OmniMax associates are prohibited from taking unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

OmniMax associates shall not knowingly create, maintain or submit records, reports or statements that are inaccurate, false or misleading. All OmniMax associates have an affirmative duty to ensure that any statement or representation made on OmniMax's behalf is truthful and accurate. While this policy applies to all communications made in OmniMax's name, it is especially critical with regard to any statement, letter or document that is directed to, or may be relied upon by, any governmental agency.

Falsification in records, submissions or statements is a type of conduct that is extremely likely to give rise to violations of the law, as well as the appearance of impropriety. Associates who fill out or who are responsible for or who make statements to governmental or regulatory agencies must exercise care to ensure that such records or statements are accurate. In this regard, it is always preferable to be truthful and to admit ignorance when that is the case rather than to speculate. Similarly, OmniMax associates should always check facts to be certain they are accurate rather than providing information or reports to governmental or regulatory agencies based on guesses or assumptions.

POLICY ON FINANCIAL REPORTING

OmniMax International, LLC's Chief Executive Officer, Chief Financial Officer, Controller and all members of its Finance Department with financial reporting responsibilities shall:

- engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- promote full, fair, accurate, timely and understandable disclosure in reports and documents that OmniMax files with, or submits to, the Securities and Exchange Commission and in other public communications;

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- comply with applicable governmental laws, rules and regulations; and
- promptly report any violation of this Code of Business Conduct and Ethics to a Compliance Officer or any of the contacts listed herein.

ASSOCIATES' DUTIES

While carrying out responsibilities in their capacity as an associate of the Company, all OmniMax associates, including all levels of management and hourly and part time associates, are required to follow the policies set forth in this Code. Further, all OmniMax associates must obey all applicable laws, rules and regulations, regardless of what local or industry practice may be in any given area.

Any OmniMax associate who has questions about whether a particular action he or she is contemplating, or a situation he or she is involved with, might be inconsistent with Company policy or might be improper for any other reason, should raise the question with his or her supervisor, President, Managing Director or a Compliance Officer and get it resolved before taking the action or allowing the situation to continue.

COMPLIANCE PROCEDURES

Certain management personnel will be periodically required to submit a signed verification to the effect that he or she is familiar with the policies of OmniMax's Code of Business Conduct and Ethics and has observed them and is unaware of any violations of the policies. Any associate who becomes aware of any violation of this Code must immediately report the violation to his or her supervisor, President, Managing Director, to a Compliance Officer.

Any associate who reports a violation will be treated with dignity and respect and will not be subjected to any form of discipline or retaliation for reports made in good faith. Any associate who believes that he or she is being treated unfairly as a result of a making such a report should report this to a Compliance Officer. Any person found to have retaliated against or in any way punished another associate for having in good faith reported a violation will be subject to discipline, up to and including dismissal.

Compliance Officers

OmniMax has appointed the following Compliance Officers:

Mary Cullin, Chief Financial Officer

Chris Berg, General Counsel

A Compliance Officer is responsible for all aspects of compliance, for establishing and revising the policies set forth in this manual, and for the implementation of the procedures designed to achieve these policies.

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How to Report Violations

All OmniMax associates must immediately report any violations of the policies and procedures set forth in this manual. Any OmniMax associate who in good faith reports a violation of these policies or procedures may not be subjected to punishment or retribution in any form. Any such complaints may be submitted on a confidential, anonymous basis.

Every associate who knows of a violation of a policy or compliance procedures has five ways to report it: (1) to his or her supervisor; (2) to the President or Managing Director of the associate; (3) to a Compliance Officer; (4) by calling a toll-free number; or (5) through the internet by logging on to the Alertline.

Associates can safely report any suspected unethical behavior by logging on or calling into the OmniMax Alertline, which the contact information is posted at the associate's location.

Online:
<https://omnimax.alertline.com>

Phone:
888-846-2470

Confidential, Easy-to-Use and Always Available

Every associate should first report a violation to his or her supervisor, unless the associate feels hesitant in any way about reporting such a violation to his or her supervisor (if, for example, the supervisor is personally involved in the violation). In that case, the associate may report the violation to the President or Managing Director of their employer or to a Compliance Officer. In either case, the associate who in good faith makes the report may not be punished or retaliated against for making the report.

To report a suspected violation to a OmniMax Compliance Officer, an associate may (1) write, (2) email or (3) phone the following:

Mary Cullin
OmniMax International, LLC
30 Technology Parkway South
Suite 600
Peachtree Corners, GA 30092

Direct Phone: 1-770-239-9575
Email: mcullin@OmniMax.com

Chris Berg
OmniMax International, LLC
30 Technology Parkway South
Suite 600
Peachtree Corners, GA 30092

Direct Phone 1-678-728-9654
Email: cberg@OmniMax.com