



# CODE OF CONDUCT

Version 4 – 04.02.2025

GIS HOLDINGS, LLC

## TABLE OF CONTENTS

Message from President	1
Mission, Vision, & Values	2
GIS Commitment	3
Responsibilities	4
How to Use the Code	4
How to Report a Concern	5
Handling of Reports and Investigations	5
Anti-Bribery and Anti-Corruption	6
Anti-Money Laundering	6
Foreign Corrupt Practices Act	7
Gifts and Hospitality	8
Internal Controls and Financial Reporting	8
Insider Trading	9
Anti-Trust and Competition	10
Restrictive Trade Practices and Controls	11
International Trade Laws	11
Employment Practices	12
Human Rights	13
Anti-Human Trafficking	13
Information Technology	14
Safety	15
Conflicts Management	16
Political Activity	16
Whistleblower	17
Enforcement	17

## A MESSAGE FROM MARK PREGEANT II GIS PRESIDENT & CEO

GIS' reputation depends on the actions of its employees and the choices that they make each day. At GIS, we understand that the compliance program and this Code of Conduct (the Code) creates a foundation that employees can rely upon to make good choices. Success in all we do is possible when all GIS employees perform their jobs with the highest standards of ethical conduct with consideration for the interests of our clients, other employees, subcontractors, suppliers, and the communities affected by our work.

GIS is committed to maintaining a Culture of Care where issues can be raised and discussed openly. Without exception, all GIS employees, our Board of Managers, and anyone representing GIS have a responsibility to read, understand, and comply with the principles contained in the Code.

Thank you for your continued commitment to GIS. Together, we can ensure that ethics and integrity are never compromised.



## MISSION

Providing a safe and sustainable future for our people while delivering quality products and innovative solutions to our business partners.

## VISION

To be a world-class solutions provider in the Energy, Infrastructure, Industrial, and Power sectors that always values people over profits.

## VALUES



### INNOVATION

Put new ideas into practice and create breakthrough solutions that increase value, reduce waste, and drive growth for our people and business partners alike.



### SAFETY

Strive every day to achieve goal zero—zero harm to our people and our property, while remaining a good steward to the environment.



### PEOPLE

Our company is nothing without our people. People are our most valuable asset, and we will Put People First before all else by committing to their well-being, growth, and development.



### INTEGRITY

Be consistent in visually displaying honesty, trust, fairness, respect, and courage, even when no one is watching.



### PERFORMANCE

Deliver reliable, consistent, efficient, and repeatable results.

## COMMITMENT TO COMPLIANCE

The Board of Managers (the Board) adopted the Code of Conduct to ensure that the Company maintains appropriate ethics and compliance policies and procedures. Several key Business Principles have been integrated into the Code of Conduct to illustrate GIS's expectations for individual employee conduct in support of these principles.

It is our intent that all business be conducted in accordance with the Code and you will never be expected to achieve business performance at the expense of violating any aspect of the Code. You have the right and the responsibility to report suspected violations. Employees making such good faith reports will have the full support of the Company. GIS will not tolerate any form of retaliation against employees who adhere to the Code.

The Board must approve any waiver of the provisions of the Code.

The Federal Sentencing Guidelines (FSG) apply to all organizations, whether public or private; and require that fines and penalties be imposed on organizations for criminal violations of federal laws.

However, the FSG's also state that fines and penalties may be reduced substantially if a company has an INTERNAL COMPLIANCE PROGRAM designed to prevent and detect violations of the law.

Just having a Code of Ethics or a Code of Conduct for employees is not enough; effective training must be provided regularly to employees. Compliance and ethics programs must be active, ongoing programs that effectively promote an ethical culture among employees. The GIS Compliance Program, including this Code of Conduct, is such a program.



# RESPONSIBILITIES FOR COMPLIANCE

## EMPLOYEE RESPONSIBILITIES

GIS employees must read this code and regularly familiarize themselves with the Company's policies and updates. From time to time, employees will be required to confirm that they have received, read, and understood these policies. Employees shall always conduct themselves in a manner that is compliant with the principles of this Code and shall direct all concerns and questions to their supervisors, the hotline, Human Resources, or the Legal Department. All employees shall cooperate to the best of their abilities when faced with an audit or investigation conducted by an entity with legitimate authority to do so.

## MANAGERIAL RESPONSIBILITIES

Maintaining an ethical and legally compliant business culture starts with our leadership. Our managers must conduct themselves as role models by displaying compliance and embodying our values. As leaders, our management team must ensure that all employees read and understand this Code.

## HOW TO USE OUR CODE

Read the Code in its entirety and think about how it applies in all that you do for our Company. When confronted with a difficult situation, ask yourself the following questions before taking action:



- Is it legal?
- Does it comply with the Code?
- Does it reflect GIS values?
- Does it respect the right of others?
- Will this action appear appropriate when viewed later by others?
- Is it clear that GIS would not be embarrassed or compromised if this action became known?

Unless you can answer “YES” to these questions, do not take action. Review the relevant GIS Policy, ask your supervisor, contact the Legal Department or the Compliance Department.

## HOW TO REPORT A CONCERN

You are encouraged to ask questions and expected to report concerns of suspected or actual violations of the Code to the appropriate person or group. Raising such concerns protects our Company, our employees, and other stakeholders. As detailed below, the Company prohibits retaliation against anyone who brings questions or concerns forward in good faith. We want to ensure that our conduct meets the highest legal and ethical standards, and we can only do that if people have the courage and commitment to report suspected wrongdoing.

GIS has established several reporting channels:			
<b>Supervisor or Manager</b>	<b>Human Resources Department</b>	<b>Compliance Department</b>	<b>Anonymous HOTLINE</b>
Your supervisor, manager, department head or any member of management	<a href="mailto:hr@gisy.com">hr@gisy.com</a>	<a href="mailto:compliance@gisy.com">compliance@gisy.com</a>	1-833-230-9462 <a href="http://www.gisy.ethicspoint.com">www.gisy.ethicspoint.com</a>

The GIS anonymous hotline offers employees a confidential way to report concerns. GIS will not tolerate any retaliation for reports made to the hotline.

## HANDLING OF REPORTS AND INVESTIGATIONS

We are committed to reviewing and responding to all matters that may violate our ethical and compliance standards contained in the Code and Company policies. This includes promptly conducting fair and thorough investigations tailored to the circumstances and taking appropriate remedial steps as warranted, including disciplinary action.

Individuals who violate the Code or the Company's policies, misuse their positions of authority, refuse to cooperate during an investigation, make a knowingly false complaint or retaliate against someone for reporting or providing information about a claim, may be subject to disciplinary measures.

You are expected to fully cooperate in Company investigations and, consistent with applicable law, to keep your participation in the investigation confidential. Cooperation includes providing clear and truthful information during an investigation. All reports will be treated confidentially to the fullest extent possible. It is imperative that reporting individuals not conduct their own preliminary investigations. Such actions could compromise the integrity of an investigation and adversely affect the Company and others.

# ANTI-BRIBERY AND ANTI-CORRUPTION

The Company prohibits bribery in all forms. We comply with all applicable U.S. and international laws, treaties and regulations forbidding bribery and corruption, including the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act (UKBA) and the local laws that apply where we conduct business. Everyone subject to the Code must understand and comply with the FCPA, the UKBA and any other applicable anti-bribery laws, regardless of their location or nationality. Engaging in any form of bribery or corrupt activity risks exposing you and the Company to criminal and civil penalties under U.S. federal, state, and international laws.

Bribery occurs when cash or anything of value is promised, offered, or paid in exchange for an improper business advantage. An improper business advantage includes improperly obtaining or retaining business, or the improper performance of an official or commercial function. Bribery and corruption can involve government employees or officials (including employees or officials of state-owned or state-controlled enterprises) or members of their family or can involve entities or individuals engaged in commercial activity in the private sector.

Bribes or corrupt payments can be direct or indirect such as through a third party. The Company expressly prohibits corrupt promises, offers or payments made through third party intermediaries or by anyone acting for or on behalf of the Company. Kickbacks are also a form of bribery and are prohibited. A kickback occurs when an individual receives anything of value in exchange for improper preferential treatment to a vendor or third party. Facilitation payments are explicitly illegal in most jurisdictions and are prohibited by the Company in all locations.

# ANTI-MONEY LAUNDERING

The Company prohibits money laundering in all forms. We comply with all applicable U.S. and international money laundering laws, and we expect everyone at the Company to understand and comply with all money laundering laws relevant to them, as well as applicable Company policies. Activity that helps make money or property earned from criminal activity appear legitimate is a typical form of money laundering. It is your responsibility to be attentive and to report suspicious activity to the Legal Department. Following Company procurement, due diligence, vetting, and payment procedures also aids the Company in preventing acts of money laundering.

**Suspicious activity that might involve or indicate money laundering could include:**

Payments for services or goods that do not seem to have been performed or delivered	Requests for a single payment to be split into multiple transactions	Complicated payment arrangements with no obvious business purpose	Requests for payments to/from third parties not otherwise involved in the transaction	Payments for purposes that are not accurately or transparently characterized in related documentation
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## FOREIGN CORRUPT PRACTICES ACT

Consistent with the Foreign Corrupt Practices Act's ("FCPA") anti-bribery provisions, it is GIS' policy that GIS and its representatives are prohibited from paying, authorizing, offering to pay, or giving anything of value to any government official outside of the U.S. or to any non-U.S. political party, party official, or any candidate of public office to unlawfully obtain or retain business, gain a business advantage, or affect any government action or decision.

A "government official" is defined as any minister, elected or appointed official, director, officer or employee of any government (whether at a national, state/provincial, or local level), department, agency, the instrument of an agency, enterprise in which the government owns an interest, and/or any public international organization. This includes any person acting in any official, administrative, legislative, or judicial capacity for or on behalf of any such government or department, agency, the instrument of an agency, company, or public international organization. Also included: any officer or employee of a national oil company, national airline, national railway, or national shipping company as well as members of customs, military, or police organizations.

It is GIS's policy that facilitation payments of any kind are prohibited. Facilitation payments are defined as payments made to a foreign official, political party, or party official in order to expedite routine, non-discretionary governmental action such as processing papers, issuing permits, and other duties of an official, and such payment is not part of a commercial expedition process generally available to the public. Typically, such a payment is not intended to influence the outcome of the official's action, only its timing. This type of transaction may be commonly referred to as a "grease payment."

GIS personnel should familiarize themselves with the laws of the region where they will be doing business and ensure compliance. Any questions regarding this topic should be addressed to the Legal Department. In all cases, no company personnel shall receive or offer any bribe, kickback, illicit payment, or benefit of any kind, from or to any customer, supplier, or any other person or entity that has a business relationship with GIS.

## **GIFTS AND HOSPITALITY**

GIS requires all employees to act with integrity and good judgment and recognize that accepting personal gifts, gratuities, loans, or excessive entertainment from suppliers may cause legitimate concerns about favoritism.

All GIS employees must completely abide by the laws and regulations of local, national, and international governing bodies. Adherence to high ethical standards is also expected and required. Any employee not complying with this policy shall be subject to appropriate corrective action. If a GIS officer, manager, or employee has any questions regarding the propriety of a gift, the disclosure of the gift must be made to their Division Manager for determination of the proper course of action.

Overall, management must assure conformity to this policy by insisting on full compliance by all officers, managers, and employees.

### **Federal Employees and Clients**

Employees within GIS are prohibited from soliciting, giving, or receiving gifts to/from federal government employees and representatives of GIS federal clients. There are no exceptions to this rule.

### **State and Municipal Employees and Clients**

Employees within GIS are expected to comply with state and municipal gift giving regulations before giving or accepting a gift from a state or municipal client.

Employees are expected to comply with the most stringent applicable requirements governing gifting, whether set out in this Code, client rules, contract terms, or legal requirements.

## **INTERNAL CONTROLS AND FINANCIAL REPORTING**

### **Maintaining Accurate Books and Records**

Fair and accurate books and records are essential for compliance with anti-bribery laws, the management of our business, as well as the integrity of our financial reporting and public disclosures. The Company maintains its books, records, and accounts in reasonable detail, to accurately and fairly reflect the Company's transactions, as well as the purchase or disposition of assets. Placing integrity at the forefront of the Company's financial reporting demonstrates our commitment to the public and our investor.

Any attempt to conceal or misstate information in the Company's financial records is prohibited and could result in disciplinary action and criminal prosecution. You are responsible for reporting any suspected or actual irregularity, discrepancy or weakness with respect to internal control over financial reporting or suspected false reporting.

## Preventing and Detecting Fraud

Company policies and applicable laws prohibit all forms of fraud (deliberate deception to secure an unfair advantage or schemes to defraud anyone of money, property, or services). This includes defrauding the Company of its assets, such as taking scrap metal for personal use or falsifying a travel or business entertainment expense report.

We rely on a system of internal controls to protect the Company's assets against damage, theft, and other unauthorized use. You are responsible for both understanding your approval limits and other internal controls relevant to your job responsibilities and following the policies and procedures related to those controls. You are also responsible for understanding what you are approving and for ensuring the transactions and supporting documentation accurately reflect the nature, timing, and value of the event. Reliable internal controls and accurate accounting and financial reporting are crucial to our operations and success.

Audits performed by the Company's internal and external auditors help us to ensure compliance with established policies, procedures, and controls. Audits also help identify potential areas of weakness so that they may be quickly remediated. Cooperation with all internal and external audits is required. Cooperation includes providing clear and truthful information during the audit and investigation process.

## INSIDER TRADING

In the normal course of business, we may learn material, non-public information (or "inside" information) about another company with which we do business. There are prohibitions on trading the securities of another company while in possession of inside information. Additionally, there are prohibitions on recommending the purchase or sale of any securities while in possession of inside information (commonly called "tipping"), whether or not the information underlying the recommendation is actually disclosed. Generally, these activities are illegal under U.S. laws, as well as laws in other countries where we do business. Penalties for violation of insider trading laws can be severe for both the individuals involved and the Company.

Information is considered material if an investor would consider it important in deciding whether to buy, hold or sell a company's securities. Examples of items that may be material include:

- Financial results and forecasts
- Possible mergers, acquisitions, divestitures and investments
- Obtaining or losing important contracts
- Significant discoveries or changes to estimated reserves
- Major litigation developments

## ANTI-TRUST AND COMPETITION

We conduct business activities in accordance with all applicable antitrust and competition laws. Activities that include any form of an agreement or understanding with competitors to fix prices, to implement bid rigging, to allocate customers or restrict supplies are strictly prohibited. Unlawful agreements do not need to be in the form of a written contract or consist of express commitments or mutual assurances. Courts sometimes infer agreements based on “loose talk,” “price signaling,” informal discussions, or the mere exchange of information between competitors from which pricing agreements or other collusion could result.

Anticompetitive behavior may be illegal and can result in business and reputational issues for the Company. The following topics must be avoided during discussions with competitors (except with respect to certain of these topics in arm’s length negotiations regarding product sales or joint ventures and with the approval of the Legal Department) including at permitted social activities or trade association meetings.

- Pricing policy
- Terms and conditions of sale or credit
- Costs or inventories
- Marketing and product plans
- Market surveys and studies
- Production plans and capabilities
- Allocation or division of territories
- Customers or jobs
- Group boycotts
- Sales
- Information relating to employee compensation or benefits

If a competitor raises any such topic, even lightly or with apparent innocence, you should object, stop the conversation immediately and tell the competitor that under no circumstances are these matters to be discussed. If necessary, you should leave the meeting. Refer to the Company policies and immediately seek the advice of the Legal Department in these circumstances.

## RESTRICTIVE TRADE PRACTICES AND CONTROLS

### Anti-Boycott Practices

The Company will not directly or indirectly engage in any activity that could have the effect of promoting a boycott or restrictive trade practice not approved by the U.S. government. Such prohibited agreements may include refusing to do business with, providing information regarding or discriminating against, persons or companies based on race, religion, sex, national origin, or nationality. U.S. law requires that a request to participate in such prohibited activities be reported promptly to the U.S. government. A reportable request to participate in a boycott may include the

receipt of a contract. terms and conditions that obligate the Company to comply with all laws of a boycotting country. Failure to report such requests or the actual participation in a boycott that the United States does not sanction can result in enforcement and penalties. Refer to Company policies and immediately seek the advice of a Compliance Officer prior to taking any action upon such a request.

### **Trade Sanctions**

The Company complies with all U.S. economic and trade sanctions, or restrictions against certain countries, individuals, entities, vessels, and activities. Trade sanctions imposed by other organizations, like the European Union or United Nations, may also restrict our business. We fully comply with all applicable trade restriction laws within our global operations. If you identify goods or services potentially received or transferred through a sanctioned country, or conduct involving a sanctioned country, person, or activity, you must immediately seek the advice of a Compliance Officer.

### **Import and Export Controls**

We comply with all export and reexport controls and import laws governing the movement of goods, technology, software, and services across borders. In addition to the actual shipment of goods, export regulations also control the transfer, release, or disclosure to foreign persons in the U.S. of controlled commodities. Transmission of technical data or U.S.- origin products may require a U.S. export license, even for oral, written, or electronic disclosure. Serious consequences, including fines and the loss of import and export privileges, can result if an item or technology that requires a license is imported or exported or disclosed without a proper license.

## **INTERNATIONAL TRADE LAWS**

We abide by the trade laws of all countries in which we operate including economic sanctions, import and export laws. Most countries in which GIS operates impose restrictions on the movement of products across borders.

Trade sanctions, including financial sanctions, are complex. If you are involved in transactions, such as business dealings with a sanctioned country, entity, or person, you must ensure compliance with applicable trade laws.

Products intended for import or export, including equipment, software, and technology, must be classified in advance, and all required labelling, documentation, licenses, and approvals completed.

## **EMPLOYMENT PRACTICES**

### **Equal Employment Opportunity**

The diversity of our employees represents a tremendous asset. We are firmly committed to providing equal opportunity in all aspects of employment without regard to race, religion, color, national origin, disability, genetic information, marital status, age, veteran status, sexual orientation, gender, gender identity, protected leave status or any other basis protected by applicable law.

Equal employment practices are integral to our daily activities and extend to all aspects of employment, including recruitment, hiring, job assignment, compensation, promotion, demotion, transfers, discipline, termination, layoff and recalls, and access to employee benefits, training, facilities, and social and recreational activities.

### **Workplace Violence**

GIS is committed to preventing workplace violence and to maintaining a safe work environment. GIS has adopted the following guidelines to deal with intimidation, harassment, or other threats of (or actual) violence that may occur during business hours or on its premises. All employees should be treated with courtesy and respect at all times. Employees are expected to refrain from fighting, "horseplay," or other conduct that may be dangerous to others. Firearms, weapons, and other dangerous or hazardous devices or substances are prohibited from entering a GIS facility. Conduct that threatens, intimidates, or coerces an employee, or a member of the public will not be tolerated.

### **Harassment Prevention**

GIS prohibits harassment and discrimination of all employees, vendors, or non-employees on the race, color, religion, gender, sexual orientation, gender identity, national origin, age, disability, genetic information, marital status, or military status. Verbal, written, recorded, electronically transmitted messages or physical conduct that creates an intimidating, hostile, or offensive work environment is the type of conduct that is prohibited by this policy. Examples of actions that may constitute harassment in violation of this policy include nicknames, slurs, or negative stereotyping. Written materials in the workplace showing hostility toward an individual because of the individual's race, color, religion, gender, sexual orientation, gender identity, national origin, age, disability, genetic information, marital status, or military status or union status are also prohibited.

GIS policy also prohibits, but is not limited to, the improper use of Company communications services and equipment. Improper use includes any harassing, offensive, discriminatory, demeaning, insulting, defaming, intimidating, obscene, and/or sexually suggestive written, recorded, or electronically transmitted ("e-mail" & voice mail) messages, jokes, stories, or pictures that inappropriately reference race, color, religion, gender, sexual orientation, gender identity, national origin, age, disability, genetic information, marital status, or military status. Company communications services and equipment includes, but is not limited to, interoffice mail, standard

postal mail, electronic mail (“e-mail”), instant messaging, courier services, facsimiles, telephone systems, personal computers, computer networks, on-line services, Internet connections, computer files, video equipment and tapes, tape recorders and recordings, pagers, cellular phones, and bulletin boards.

Sexual harassment constitutes discrimination and is illegal under federal, state, and local laws. For the purposes of this policy, sexual harassment is defined, as in the Equal Employment Opportunity Commission Guidelines, as unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature when, for example:

- submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment.
- submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual.
- such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

## **HUMAN RIGHTS**

The Company respects and promotes human rights within the spheres of our activities and influence. These include the right to a safe work environment, the right not to be discriminated against or harassed on the basis of race, religion, national origin, sexual orientation, disability, or membership in any political, or religious group. Our commitment extends to persons and entities beyond our employees. For the communities in which the Company operates, such commitment includes observing the laws of the countries in which we operate, respecting the cultural values of such communities, including indigenous peoples recognized by applicable law, giving appropriate regard to the self-sufficiency, sustainability, health, safety, and the environment of such communities, and conducting business as a responsible member of society. Prior to beginning operations in any foreign jurisdiction, you must consult Company policies to ensure the appropriate procedures are followed.

## **ANTI-HUMAN TRAFFICKING**

GIS does not condone any human rights abuse such as forced labor, child labor, or human trafficking. GIS strictly prohibits employees, subcontractors, vendors, partners, agents, and other representatives from engaging in human rights violations and human trafficking activities. These activities include but are not limited to engaging in sex trafficking, procuring commercial sex acts (even if legal in the country where the action takes place), using force, fraud, or coercion to subject a person to involuntary servitude or obtaining labor from a person through the use of threats of

serious harm to that person or another person. Also, in keeping with humanitarian principles, food and accommodations are provided to our mariners while working on our vessels at no cost to them.

GIS prohibits its employees, subcontractors, vendors, partners from engaging in the following specific practices:				
Destroying or otherwise withholding access to an employee's identity or immigration document(s)	Wrongfully withholding my rightfully earned payments or monies belonging to an employee or worker and/or engaging in illegal wage deductions	Requiring workers to pay service fees in return for work	Using fraudulent means to recruit employees, such as failing to disclose key employment terms	Penalizing employees or workers for resigning after such employees or workers have provided the requisite notice

## INFORMATION TECHNOLOGY

Computer equipment, phones, email, and internet access are provided to authorized users for business purposes and monitored regularly to help defend against cyber-attacks and malicious activity. Limited personal use is acceptable.

The Company expects its employees to help it safeguard all computer equipment and data against intentional malicious acts by individuals inside or outside the company. Cyber-security training is provided to all users to ensure compliance with computer security policies.

The Company does not access or distribute illegal or offensive content; engage in unauthorized access or hacking attempts; install unauthorized software or download files from untrusted sources. The Company does not use software for which it does not have a license.

All employees and authorized users of GIS owned devices are expected to protect login credentials and passwords; avoid sharing sensitive information through unsecured channels; use encryption for sensitive data transmission; and to report any security incidents or suspicious activities promptly to [cybersecurity@gisy.com](mailto:cybersecurity@gisy.com) or via a Service Desk Ticket.

## **SAFETY**

As a cornerstone of GIS's core values, safety should guide all decisions made by management, employees, subcontractors, and suppliers of GIS.

GIS defines safety as a continuous effort to ensure zero harm to our people and property while remaining a good steward of the environment and the communities in which we do business. As such, all employees, subcontractors, and suppliers of GIS are expected to abide by all applicable health, safety, and environmental laws and regulations in the areas in which they work. This includes strict adherence to all policies and procedures GIS and its clients set forth.

All work shall be planned and performed with honesty and integrity, including the responsibility of management to ensure that all employees, subcontractors, and suppliers are adequately trained, fit for duty, and free from the effects of alcohol, illegal drugs, or safety-sensitive medications before beginning work for GIS. Each employee shall also be responsible for holding themselves accountable in ensuring these criteria are met before commencing work.

Whenever work is conducted by GIS employees, subcontractors, or suppliers, it is expected that all employees remain engaged in looking for hazards, intervening when hazards are found, facilitating meaningful discussions on how to remove the hazards, and eliminating the hazards by utilizing the hierarchy of controls. If hazardous conditions, behaviors, or safety concerns arise while performing work, GIS empowers all employees, subcontractors, and suppliers to employ Stop Work Authority (SWA). This gives all workers the right and responsibility to stop work due to safety concerns without fearing repercussions. Work shall only resume after all parties agree that adequate controls are in place to safeguard against recognized hazards.

To ensure that all employees, subcontractors, and suppliers have access to all applicable health and safety policies and procedures, GIS applies a comprehensive approach to safety management, integrating all aspects of GIS's safety processes and procedures into a single, cohesive system referred to as GIS's Safety Management Program (SMP). This electronic database allows all to access the most up-to-date information promptly, regardless of geographic location.

GIS recognizes that when an incident occurs, a rapid and concise response by GIS guarantees the best outcome for all parties involved. Therefore, it is the responsibility of all employees, subcontractors, and suppliers of GIS to immediately contact the Health, Safety, and Environmental Hotline at 1-855-543-5163 whenever an incident occurs, no matter how minor the incident may appear to be.

This code is an expectation and responsibility of all who work for GIS and is non-negotiable. By guaranteeing that the tenets found in this code are constantly followed, and by holding ourselves and those we work with accountable for everyone's safety, GIS can achieve "Goal Zero" and eliminate all incidents in the work environment.

**INCIDENT HOTLINE 1-855-543-5163**

## CONFLICTS MANAGEMENT

As an employee and representative of GIS, you may not pursue personal gain at the expense of the company's legitimate business interests. Don't place yourself in the position where your actions or personal interests are, or could reasonably seem to be, in conflict with the business interests of the Company. This is not intended to prohibit or restrict an employee's rights under Section 7 of the National Labor Relations Act.

Special government restrictions apply to hiring or retaining a government or former government employee (including military officers) as an employee or consultant of the Company. Special constraints also apply to communication about employment with government employees who are designated as "procurement officials," especially during any procurement process. Therefore, you are expected to follow GIS's policies and practices on recruiting and hiring. In addition, you must obtain authorization from the Human resources department before you discuss possible employment with current government employees. Such discussions can begin only after the government official has publicly announced that he or she is leaving government service. In addition, any plans to employ retired military officers of general or flag rank, or civilian officials having the rank of Deputy Assistant Secretary or above, must be approved in advance by the Vice President of Human Resources.

GIS discourages secondary employment when that employment competes, or can be perceived as competing, with the business activities of GIS or any affiliate company except with knowledge and permission of the Executive Leadership Team. Further, GIS will not enter into contracts with business entities where a 5% or more ownership interest is vested in a GIS employee or an immediate family member of a GIS Family of Companies' employee's family unless specifically approved by the Board.

## POLITICAL ACTIVITY

GIS has a legacy of involvement in the communities in which the Company operates, and its employees live and work. Community involvement includes supporting public policies that affect the Company's business, brands, and employees. It also includes educating policy makers and participating in the public dialogue on policy issues where appropriate.

The Company encourages employees to be active participants in the communities in which they live and work. While this Policy does not address individual contributions by employees to political parties or volunteer activities, employees must comply with all applicable laws related to these activities. Any such individual activities must not in any way suggest the Company's support. The Company will not reimburse anyone for a political contribution.

United States federal law does not permit corporations to contribute funds directly to candidates for federal office (the President, Vice-President, or candidates for the United States House and Senate). State laws vary and may or may not allow corporate contributions to candidates for state and local office.

All contributions by the Company to Political Initiatives must be authorized, in advance, by the Government Affairs Committee and, if authorized, are made without regard for the personal political preferences of the Company's Managers, officers, or executives.

## **WHISTLEBLOWER**

Whistleblower policies are critical tools for protecting individuals who report activities believed to be illegal, dishonest, unethical, or otherwise improper.

GIS will not retaliate against a whistleblower raising a good faith concern. This includes, but is not limited to, protection from retaliation in the form of an adverse employment action such as termination, compensation decreases, or poor work assignments and threats of physical harm. Any whistleblower who believes he/she is being retaliated against must contact the Human Resources Director immediately. The right of a whistleblower for protection against retaliation does not include immunity for any personal wrongdoing that is alleged and investigated.

## **NON-RETAILIATION**

The Company will not tolerate threats or acts of retaliation against employees for asking a question, raising a concern in good faith or cooperating in an investigation. All forms of retaliation are prohibited, including any form of discipline, reprisal, intimidation, or other form of retaliation taken against an employee who has acted in good faith. Threats of retaliation should be reported immediately.

## **ENFORCEMENT**

We will not tolerate violations or circumvention of any applicable laws or regulations by an employee or by an individual or entity acting for us or on our behalf, nor will the Company tolerate the disregard or circumvention of Company policies or engaging in unethical dealings in connection with the Company's business. Failure to comply with the Code or to cooperate with any investigation may subject you to disciplinary action. Any supervisor, manager or officer who directs, approves, or allows a violation or has knowledge of a violation and does not act promptly to report and correct it will be subject to disciplinary action.

Disciplinary action may include termination, referral for criminal prosecution and reimbursement to the Company or others for any resulting losses or damages. If the reporting individual is involved in the Code violation, the fact that the individual reported the violation will be given consideration by the Company in any resulting disciplinary action.

## ACKNOWLEDGEMENT

By certifying to the GIS Code of Conduct, you acknowledge that:

- You have read the entire Code of Conduct and understand your responsibilities related to the Code.
- You agree to abide by the principles of the Code.
- You agree to report to the Company any violations of the Code.
- You agree to cooperate in any investigations of violations of the Code.

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Name (Printed)

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Signature

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Date