ADVASA HOLDINGS, INC.

CODE OF BUSINESS CONDUCT AND ETHICS

Adopted: June 24, 2026

The Board of Directors (the "Board") of Advasa Holdings, Inc. (the "Company") has adopted this Code of Business Conduct and Ethics (this "Code") to provide value for our stockholders; and

- To encourage honest and ethical conduct, including fair dealing and the ethical handling of conflicts of interest;
- To promote accurate, fair and timely reporting of the Company's financial results and condition and other information the Company releases to the public market in reports it files with the Securities and Exchange Commission (the "SEC");
- To comply with applicable laws and governmental rules and regulations;
- To prompt internal reporting of violations of this Code;
- To protect the Company's legitimate business interests, including corporate opportunities, assets and confidential information; and
- To deter wrongdoing.

All directors, officers, employees and independent contractors of the Company are expected to be familiar with this Code and to adhere to the principles and procedures set forth in this Code. For purposes of this Code, all directors, officers, employees and independent contractors are referred to collectively as "employees" or "you" throughout this Code.

1. Honest and Ethical Conduct.

(a) All directors, officers, employees and independent contractors owe duties to the Company to act with integrity. Integrity requires, among other things, being honest and ethical. This includes the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.

(b) All directors, officers, employees and independent contractors have the following duties:

(i) To conduct business with professional courtesy and integrity, and act honestly and fairly without prejudice in all commercial dealings;

(ii) To work in a safe, healthy and efficient manner, using skills, time and experience to the maximum of abilities;

(iii) To comply with applicable Company policies and job requirements, and adhere to a high standard of business ethics;

(iv) To observe laws, governmental rules, regulations and accounting standards;

(v) To deal fairly with the Company's customers, suppliers, competitors and employees, and not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealings.

(vi) To achieve responsible use of and control over all assets and resources employed or entrusted.

(vii) To maintain the confidentiality of information where required or consistent with Company policies; and

(viii) Not to disclose information or documents relating to the Company or its business, other than as required by law, not to make any unauthorized public comment on Company affairs and not to misuse any information about the Company or its associates, and not to accept improper or undisclosed material personal benefits from third parties as a result of any transaction or transactions of the Company.

2. Conflicts of Interest.

(a) A "conflict of interest" arises when an individual's personal interest interferes or appears to interfere with the interests of the Company. A conflict of interest can arise when a director, officer or employee takes actions or has personal interests that may make it difficult to perform his or her Company work objectively and effectively. Conflicts of interest should be avoided.

(b) There are a variety of situations in which a conflict of interest may arise. While it would be impractical to attempt to list all possible situations, some common types of conflicts may be:

(i) To serve as a director, employee or contractor for a company that has a business relationship with, or is a competitor of the Company;

(ii) To enter into any financial transaction, arrangement, or relationship that is beyond the ordinary course of business, involving the Company;

(iii) To have a financial interest in a competitor, supplier or customer of the Company;

(iv) To receive improper personal benefits from a competitor, supplier or customer, as a result of any transaction or transactions of the Company;

(v) the receipt of any money, non-nominal gifts or excessive entertainment from any entity with which the Company has current or prospective business dealings;

(vi) To use for personal gain, rather than for the benefit of the Company, an opportunity that is offered to you solely in your capacity as an employee, officer or director of the Company and that is one that the Company is legally and contractually permitted to undertake and that is otherwise reasonable for the Company to pursue.

(vii) any significant ownership interest in any supplier or customer;

(viii) any consulting or employment relationship with any supplier or customer;

(ix) selling anything to the Company or buying anything from the Company, except on the same terms and conditions as a third party would buy or sell a comparable item in an arm's-length transaction;

(x) any other circumstance, event, relationship or situation in which the personal interest of a person subject to this Code interferes, or even appears to interfere, with the interests of the Company as a whole.

(c) Any material transaction or relationship that reasonably could be expected to give rise to a conflict of interest shall be disclosed to the Board.

(d) In most cases, anything that would constitute a conflict for a director, officer or employee also would present a conflict if it is related to a member of his or her family.

(e) Interests in other companies, including potential competitors and suppliers, that are purely for management of the other entity, or where an otherwise questionable relationship is disclosed to the Board and any necessary action is taken to ensure there will be no effect on the Company, are not considered conflicts unless otherwise determined by the Board.

(f) Evaluating whether a conflict of interest exists can be difficult and may involve a number of considerations. We also encourage you to seek guidance from our Chief Financial Officer ("CFO") when you have any questions or doubts.

3. **Related-Party Transactions.** The Company shall strive to avoid, wherever possible, all transactions that could result in actual or potential conflicts of interests, except if in accordance with the approval process and guidelines included in the Company's Related Party Transactions Policy as in place from time to time.

4. **Disclosure.**

(a) Each director, officer or employee, to the extent involved in the Company's disclosure process, including the Chief Executive Officer ("CEO") or CFO is required to be familiar with the Company's disclosure controls and procedures applicable to him or her so that the Company's public reports and documents comply in all material respects with the applicable securities laws and rules. In addition, each such person having direct or supervisory authority regarding these securities filings or the Company's other public communications concerning its general business, results, financial condition and prospects should, to the extent appropriate within his or her area of responsibility, consult with other

Company officers and employees and take other appropriate steps regarding these disclosures with the goal of making full, fair, accurate, timely and understandable disclosures.

(b) Each director, officer or employee, to the extent involved in the Company's disclosure process must:

(i) Familiarize himself or herself with the disclosure requirements applicable to the Company as well as the business and financial operations of the Company.

(ii) Not knowingly misrepresent, or cause others to misrepresent, facts about the Company to others, whether within or outside the Company, including to the Company's independent auditors, governmental regulators and self-regulatory organizations.

5. Compliance.

(a) It is the Company's policy to comply with all applicable laws, rules and regulations. It is the responsibility of each employee, officer and director to adhere to the standards and restrictions imposed by those laws, rules and regulations in the performance of their duties for the Company, including those relating to accounting and auditing matters and insider trading.

(b) The Board endeavors to ensure that the directors, officers and employees of the Company act with integrity and observe the highest standards of behavior and business ethics in relation to their corporate activities.

(c) Specifically, directors, officers and employees must:

(i) Comply with the law;

(ii) Act in the best interests of the Company;

(iii) Be responsible and accountable for their actions; and

(iv) Observe the ethical principles of fairness, honesty and truthfulness, including disclosure of potential conflicts.

(d) Generally, it is against Company policies for any individual to profit from undisclosed information relating to the Company or any other company in violation of insider trading or other laws. Anyone who is aware of material nonpublic information relating to the Company, our customers, or other companies may not use the information to purchase or sell securities in violation of securities laws.

(e) If you are uncertain about the legal rules involving your purchase or sale of any Company securities or any securities in companies that you are familiar with by virtue of your work for the Company, you should consult with the CFO before making any such purchase or sale.

6. **Diversity; Discrimination and Harassment.** The diversity of the Company's employees is a tremendous asset. The Company is firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment or any kind. Examples include derogatory comments based on racial or ethnic characteristics and unwelcome sexual advances.

7. **Reporting and Accountability.**

   (a) The Board has the authority to interpret this Code in any particular situation. Any director, officer or employee who becomes aware of any known or suspected violation of this Code is required to notify the CFO promptly.

   (b) Any questions relating to how these policies should be interpreted or applied should be addressed to the CFO.

   (c) Each director, officer or employee must:

      (i) Notify the CFO promptly of any existing or potential violation of this Code; and

      (ii) Not retaliate against any other director, officer or employee for reports of potential violations.

   (d) The Company will follow the following procedures in investigating and enforcing this Code and in reporting on the Code:

      (i) The CFO (or the CEO, as appropriate) will take all appropriate action to investigate any violations reported. After the conclusion of an investigation of a director or executive officer, the conclusions shall be reported to the Board.

      (ii) The Board will conduct such additional investigation as it deems necessary. The Board will determine whether a director or executive officer has violated this Code. Upon being notified that a violation has occurred, the Company will take such disciplinary or preventive action as deemed appropriate, up to and including dismissal.

8. **Corporate Opportunities**

   (a) Employees, officers and directors are prohibited from taking (or directing to a third party) a business opportunity that is offered to them solely in their capacity as an employee, officer or director of the Company and that is one that the Company is legally and contractually permitted to undertake and that is otherwise reasonable for the Company to pursue, unless the Company has already been offered the opportunity and turned it down.

   (b) Sometimes, the line between personal and Company benefits is difficult to draw, and sometimes there are both personal and Company benefits in certain activities. Employees, officers and directors who intend to make use of Company property or services in a manner not solely for the benefit of the Company should consult beforehand with the CFO.

9. Confidentiality Generally.

(a) In carrying out the Company's business, employees, independent contractors, officers and directors often learn confidential or proprietary information about the Company, its customers, suppliers, or joint venture parties. Employees, independent contractors, officers and directors must maintain the confidentiality of all information so entrusted to them, except when disclosure is authorized or legally mandated. Confidential or proprietary information of our Company, and of other companies, includes any non-public information that would be harmful to the relevant company or useful or helpful to competitors if disclosed.

(b) "Material Information" consists of both "material facts" and "material changes". A "material fact" means a fact that significantly affects, or would reasonably be expected to have a significant effect on, the market price or value of the securities of the Company. A "material change" means a change in the business, operations or capital of the Company that would reasonably be expected to have a significant effect on the market price or value of any of the securities of the Company and includes a decision to implement such a change if such a decision is made by the Board or by senior management of the Company who believe that confirmation of the decision by the Board is probable.

(c) "Undisclosed Material Information" of the Company is Material Information about the Company that has not been "Generally Disclosed", that is, disseminated to the public by way of a press release together with the passage of a reasonable amount of time (24 hours, unless otherwise advised by the Company that the period is longer or shorter, depending on the circumstances) for the public to analyze the information.

(d) Any person to whom this Code applies who becomes aware of information that may qualify as Material Information must immediately disclose that information to the CEO or the CFO. If the information so disclosed seems to be Material Information, the CEO or CFO (as the case may be) will advise the Board.

(e) Although not intended to be a comprehensive list, the following are examples of information that could be material, depending on scale and magnitude.

(i) Changes in corporate structure:

(1) changes in share ownership that may affect control of the Company;

(2) changes in corporate structure such as reorganizations, amalgamations, or mergers;

(3) take-over bids, issuer bids, or insider bids;

(ii) Changes in capital structure:

(1) the public or private sale of additional securities;

(2) planned repurchases or redemptions of securities;

(3) planned splits of the Company's securities or offerings of warrants or rights to buy the Company's securities;

(4) any share consolidation, share exchange, or stock dividend;

(5) changes in the Company's dividend payments or policies;

(6) the possible initiation of a proxy fight;

(7) material modifications to the rights of security holders;

(iii) Changes in financial results:

(1) a significant increase or decrease in near-term earnings prospects;

(2) unexpected changes in the financial results for any period;

(3) shifts in financial circumstances, such as cash flow reductions, major asset write-offs or write-downs;

(4) changes in the value or composition of the Company's assets;

(5) any material change in the Company's accounting policies;

(iv) Changes in business and operations:

(1) any development that affects the Company's resources, technology, products or markets;

(2) a significant change in capital investment plans or corporate objectives;

(3) major labor disputes or disputes with major contractors or suppliers;

(4) significant new contracts, products, patents, or services or significant losses of contracts or business;

(5) changes to the Board or executive management, including the departure of the Company's Chairman, CEO, CFO (or persons in equivalent positions);

(6) the commencement of, or developments in, material legal proceedings or regulatory matters;

(7) waivers of corporate ethics and conduct rules for officers, directors, and other key employees;

(8) any notice that reliance on a prior audit is no longer permissible;

(9) de-listing of the Company's securities or their movement from one quotation system or exchange to another;

(v) Acquisitions and dispositions:

(1) significant acquisitions or dispositions of assets, property or joint venture interests;

(2) acquisitions of other companies, including a take-over bid for, or merger with, another company;

(vi) Changes in credit arrangements:

(1) the borrowing or lending of a significant amount of money;

(2) any mortgaging or encumbering of the Company's assets;

(3) defaults under debt obligations, agreements to restructure debt, or planned enforcement procedures by a bank or any other creditors;

(4) changes in rating agency decisions; or

(5) significant new credit arrangements.

(f) Upon the occurrence of any change that may constitute a material change in respect of the Company, the Board, in consultation with such other advisors as it may consider necessary, shall:

(i) consider whether the event constitutes a material change;

(ii) if it does constitute a material change, prepare a press release and a material change report (and, if applicable, a Form 8-K report) describing the material change as required under applicable laws;

(iii) determine whether a reasonable basis exists for filing the material change report on a confidential basis. In general, filings will not be made on a confidential basis although, in exceptional circumstances (such as disclosure related to a potential acquisition), confidential disclosure may be appropriate;

(iv) to the extent practicable, circulate the draft press release and material change report to the members of the Board and senior management together with, if applicable, the recommendation that it should be filed on a confidential basis; and

(v) if applicable, following approval by the Board, file the material change report on a confidential basis and when the basis for confidentiality ceases to exist, and the event remains material, issue a press release and file a material change report in compliance with applicable securities laws. During the period of time while a confidential material change has not been publicly disclosed, the Company shall not release a document or make a public oral statement that, due to the undisclosed material change, contains a misrepresentation.

(g) If required under applicable securities laws, market surveillance must be advised of the contents of the news release and supplied with a copy in advance of its release. After notification to market surveillance (if required) and receipt of their sign off, a press release issued during trading hours must be transmitted to the media by the quickest possible method and one that provides the widest dissemination possible.

(h) Any person to whom this Code applies and who has knowledge of Undisclosed Material Information must treat the Material Information as confidential until the Material Information has been Generally Disclosed (as defined below).

(i) Undisclosed Material Information shall not be disclosed to anyone except in the necessary course of business. If Undisclosed Material Information has been disclosed in the necessary course of business, anyone so informed must clearly understand that it is to be kept confidential, and, in appropriate circumstances, execute a confidentiality agreement. The following lists circumstances where securities regulators believe disclosure may be in the necessary course of business:

(i) Disclosure to:

(1) vendors, suppliers, or strategic partners on issues such as research and development, sales and marketing, and supply contracts;

(2) employees, officers and directors;

(3) lenders, legal counsel, auditors, underwriters, and financial and other professional advisors to the Company;

(4) parties to negotiations;

(5) labor unions and industry associations;

(6) government agencies and non-governmental regulators;

(7) credit rating agencies (provided that the information is disclosed for the purpose of assisting the agency to formulate a credit rating and the agency's ratings generally are or will be publicly available);

(ii) Disclosures in connection with a private placement;

(iii) Communications with controlling shareholders, in certain circumstances;

(iv) Disclosure to:

(1) vendors, suppliers, or strategic partners on issues such as research and development, sales and marketing, and supply contracts

(2) employees, officers and directors;

(3) lenders, legal counsel, auditors, underwriters, and financial and other professional advisors to the Company;

(4) parties to negotiations;

(5) labor unions and industry associations;

(6) government agencies and non-governmental regulators

(7) credit rating agencies (provided that the information is disclosed for the purpose of assisting the agency to formulate a credit rating and the agency's ratings generally are or will be publicly available);

(v) Disclosures in connection with a private placement; and

(vi) Communications with controlling shareholders, in certain circumstances.

(j) When in doubt, all persons to whom this Code applies must consult with the CFO to determine whether disclosure in a particular circumstance is in the necessary course of business. For greater certainty, disclosure to analysts, institutional investors, other market professionals and members of the press and other media will not be considered to be in the necessary course of business. "Tipping", which refers to the disclosure of Undisclosed Material Information to third parties outside the necessary course of business, is prohibited.

(k) In order to prevent the misuse or inadvertent disclosure of Undisclosed Material Information, the procedures set forth below should be observed at all times:

(i) Documents and files containing confidential information should be kept in a safe place to which access is restricted to individuals who "need to know" that information in the necessary course of business and code names should be used if necessary;

(ii) Confidential matters should not be discussed in places where the discussion may be overheard;

(iii) Transmission of documents containing Undisclosed Material Information by electronic means will be made only where it is reasonable to believe that the transmission can be made and received under secure conditions; and

(iv) Unnecessary copying of documents containing Undisclosed Material Information must be avoided and extra copies of documents must be promptly removed from meeting rooms and work areas at the conclusion of the meeting and must be destroyed if no longer required.

(l) When participating in shareholder meetings, news conferences, analysts' conferences and private meetings with analysts or institutional investors, Authorized Spokespersons must only disclose information that either is not Material Information or is Material Information but has previously been Generally Disclosed. For greater certainty, acceptable topics of discussion include the Company's business prospects (subject to the provisions of this Code), the business environment, management's philosophy and long-term strategy. Any selective disclosure of Undisclosed Material Information, including Earnings Guidance, is not permitted.

(m) To protect against selective disclosure, the procedures outlined in Section 10 of this Code (Public Oral Statements) should be followed.

(n) If Material Information that has not been Generally Disclosed is inadvertently disclosed, the Company shall contact the parties to whom the Material Information was disclosed and inform them: (a) that the information is Undisclosed Material Information, and (b) of their legal obligations with respect to the Material Information.

10. Public Oral Statements.

(a) A "public oral statement" is any oral statement made in circumstances in which a reasonable person would believe that information contained in the statement will become Generally Disclosed (as defined below). Examples include speeches, presentations, news conferences, interviews and discussions with analysts where the Company's business and affairs, prospects or financial condition is discussed.

(b) The following procedures should be observed in respect of any public oral statements made by or on behalf of the Company:

(i) such public oral statements should be made only by the Authorized Spokespersons (as defined below);

(ii) any public oral statement referring to a statement, report or opinion of an expert in whole or in part must have the prior written consent of said expert prior to an Authorized Spokesperson making a public oral statement related thereto;

(iii) the Authorized Spokespersons must ensure that any public oral statements on behalf of the Company do not contain a misrepresentation and comply with this Code, including, without limitation, Section 9(l), Section 9(m) and Section 9(n) of this Code;

(iv) when available, a transcript or electronic recording of all speeches, interviews and other public oral statements made by any Authorized Spokesperson shall be made and furnished to the CFO immediately following the making of such public oral statement; and

(v) the applicable persons described above shall review the transcript and/or electronic recording of each public oral statement made by or on behalf of the Company to ensure that the public oral statement does not contain a misrepresentation. If such public oral statements are found to contain a misrepresentation, the person shall advise the Board and the Company shall immediately issue a correcting press release.

(c) Prior to proceeding with a public oral statement that contains any disclosure regarding possible events, conditions or financial performance that is based on assumptions about future economic conditions and courses of action, the Authorized Spokesperson (or a representative of the Company on his or her behalf) must clearly identify such information as forward-looking using the appropriate cautionary language as approved from time to time by the Board or as required under the applicable rules.

11. Chat Rooms; Bulletin Boards; Websites and Social Media.

(a) In order to avoid inadvertent disclosure of material undisclosed information Directors, officers, employees and contractors must not discuss or post any information relating to the Company or any of its subsidiaries or trading in securities of the Company in Internet chat rooms, newsgroups or bulletin boards.

(b) This Code also applies to electronic communications, including the Company's website and social media sites such as X (formerly known as Twitter), Facebook, YouTube, LinkedIn, and the like (collectively, "Social Media"). Accordingly, only the Authorized Spokespersons are authorized to engage in electronic communications on behalf of the Company and to provide accurate and timely information to update the Company's website and the Social Media sites.

(c) The Company shall endeavor to update the investor relations section of the Company's website to ensure that it is accurate, complete and up to date.

(d) Any disclosure of Material Information on the Company's website or Social Media shall be preceded by the issuance of a press release. The Company will, however, endeavor to concurrently post to its website all material documents filed with securities regulators in an effort to improve investor access to its information.

(e) Any person to whom this Code applies who becomes aware of a discussion pertaining to the Company on the Internet, including on Social Media, must advise a member of the Board, the CEO or the CFO as soon as possible.

12. Authorized Spokespersons.

(a) In order to minimize the risk of selective disclosure, unauthorized disclosure and inconsistent disclosure, and to communicate a clear message to the public, the Company has designated a limited group of people who are authorized to speak on behalf of the Company.

(b) Unless otherwise authorized by the Board or the CEO, only the CEO and CFO are authorized to make public oral statements, initiate contacts with analysts, the media and investors (collectively, the "Authorized Spokespersons"). For clarity, the Board or the CEO may authorize any Authorized Spokesperson to exercise all or a portion of the powers granted to the Authorized Spokespersons by this Code.

(c) Any person to whom this Code applies who is approached by the media, an analyst, investor or any other member of the public to comment on the business and affairs of the Company, must refer all inquiries to the CEO and must immediately notify the CEO that the approach was made. In the event that a Director, officer, employee or contractor is contacted by the media, the following protocols are to be observed:

  (i) Obtain the person's name, media outlet and contact information.

  (ii) Ask the person to explain the request and the deadline while making clear that you are not the Company spokesperson and will be relaying the information to someone else for handling.

  (iii) Do not promise that the information the person wants will be available before the deadline, but do promise that someone will return the call before the deadline, either to provide the information or to explain why not.

  (iv) Email the request, any notes you have taken on what the media person wants and any information you have learned on the call to the CEO.

  (v) The CEO is the official spokesperson for the Company. He will decide whose input is needed, if any, and how the request is to be handled, whether by himself or by someone he has designated and who has been briefed accordingly. In the event the CEO is not available, the matter must be referred to the CFO.

  (vi) The CEO (or the CFO) will ensure that the person who received the original call is aware of how the request is being handled, so that if that person receives a second call, he or she is at least able to relay the status of the request and tell the person what to expect.

  (vii) Monitor any resulting coverage and ensure that it is circulated within the Company.

  (viii) Brief the above list of persons by email about any further contact with the media person, its content and tone.

  (ix) If necessary, the Company will organize debriefing calls to ensure that intelligence and learning gathered from these experiences are shared among individuals likely to be the targets of media interest.

13. Rumors.

(a) The Company shall not comment, affirmatively or negatively, on rumors. This also applies to rumors on the Internet. The Company's Authorized Spokespersons will respond consistently to those rumors, saying ,"It is our policy not to comment on market rumors or speculation." However, when authorized by the Board, the Authorized Spokespersons may make exceptions and respond to certain rumors that are deemed harmful to the Company's interests, if not rebutted.

(b) If an exchange or a securities regulatory authority requests that the Company make a statement in response to a market rumor, the CEO may ask the Board to make a recommendation as to the nature and context of the Company's response.

14. Fair Dealing. Our core value of operating is based on responsiveness, openness, honesty and trust with our members, business partners, employees and stockholders. We do not seek competitive advantages through illegal or unethical business practices. Each employee, officer and director should endeavor to deal fairly with the Company's customers, service providers, suppliers, competitors and employees. No employee, officer or director should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any unfair dealing practice.

15. Compliance with All Laws Including Bribery and Other Corrupt Payments Laws. The Company shall comply with all applicable laws, including applicable laws governing bribery, extortion, kickbacks, and the giving or receiving of gifts or hospitality to "Government Officials."[1] Consistent with this commitment, Company directors, officers or employees (to the extent that employees are hired in the future) are prohibited from offering, promising, giving, soliciting, accepting or authorizing another to offer, promise, give, solicit or accept anything of value, either directly or indirectly, for the purpose of corruptly influencing the decision of any person, or to otherwise obtain or retain business or a business advantage in connection with the Company. This includes all local, state and federal corruption laws, as well as international laws such as the Foreign Corrupt Practices Act, to the extent the Company is conducting business outside of the United States.

16. Environmental Compliance.

(a) Federal law imposes criminal liability on any person or company that contaminates the

---

[1] "Government Official" means: (i) any person who is an officer, officeholder, full or part-time employee or representative of: (1) a national, state, regional, provincial, city, county or other local government; (2) independent agencies of any government; or (3) state-owned businesses or state-controlled businesses (e.g., a representative of a sovereign wealth fund or public pension fund, an affiliate of a state-owned company owning distressed assets); (ii) political party officials and candidates for political office; and (iii) any employees of quasi-public or non-governmental international organizations (sometimes called "NGOs").

environment with any hazardous substance that could cause injury to the community or environment. Violation of environmental laws can involve monetary fines and imprisonment. Company employees are expected to comply with all applicable environmental laws.

(b) It is our policy to conduct the Company's business in an environmentally responsible way that minimizes environmental impacts. The Company is committed to minimizing and, if practicable, eliminating the use of any substance or material that may cause environmental damage, reducing waste generation, and disposing of all waste through safe and responsible methods, minimizing environmental risks by employing safe technologies and operating procedures, and being prepared to respond appropriately to accidents and emergencies.

(c) The Company believes that observing all such requirements is critical to the goal of acting as a responsible business citizen while also reducing the exposure to liability associated with even unintentional violation of environmental laws. It is the responsibility of every employee to conduct the business of the Company in a manner consistent with the goal of compliance with all applicable environmental laws and requirements.

(d) If you are uncertain about your responsibility or obligation, you should check with your supervisor or the legal or compliance department for guidance. You should immediately report to management any emergency situations involving any types of potential environmental harm to persons or property.

17. Improper Influence on Conduct of Audits.

(a) No director or officer, or any other person acting under the direction thereof, shall directly or indirectly take any action to coerce, manipulate, mislead or fraudulently influence any public or certified public accountant engaged in the performance of an audit or review of the financial statements of the Company or take any action that such person knows or should know that if successful could result in rendering the Company's financial statements materially misleading. Any person who believes such improper influence is being exerted should report such action to such person's supervisor, or if that is impractical under the circumstances, to any of the Company's directors.

(b) Types of conduct that could constitute improper influence include, but are not limited to, directly or indirectly:

(i) Offering or paying bribes or other financial incentives, including future employment or contracts for non-audit services;

(ii) Providing an auditor with an inaccurate or misleading legal analysis;

(iii) Threatening to cancel or canceling existing non-audit or audit engagements if the auditor objects to the Company's accounting;

(iv) Seeking to have a partner removed from the audit engagement because the partner objects to the Company's accounting;

(v) Blackmailing; and

(vi) Making physical threats.

18. **Protection and Proper Use of Company Assets.** All employees, officers and directors should protect the Company's assets and ensure their efficient use. All Company assets should be used only for legitimate business purposes. Theft, carelessness and waste have a direct impact on our profit.

19. **Waivers and Amendments**

(a) From time to time, the Company may waive provisions of this Code. Any employee or director who believes that a waiver may be called for should discuss the matter with the CFO.

(b) Any waiver of the Code for executive officers or directors of the Company must be approved by the Board. The Company will disclose any such waivers within four business days by filing a current report on Form 8-K with the Commission or, in cases where a Form 8-K is not required, by distributing a press release, in each case as required by Section 5610 of the Nasdaq Stock Market LLC Rules or any other applicable law or rule of any other applicable stock exchange. Alternatively, the Company may disclose any such waivers on the Company's website in a manner that satisfies the requirements of Item 5.05(c) of Form 8-K.

(c) The Company is committed to continuously reviewing and updating its policies, and therefore reserves the right to amend this Code at any time, for any reason, subject to applicable law.

***