



# CODE OF BUSINESS CONDUCT AND ETHICS

Effective

March 15, 2022

## **POLICY** | Code of Business Conduct and Ethics

### **1. PURPOSE**

Jetti has adopted this Code of Business Conduct and Ethics (this “Code”) to (i) comply with applicable laws and regulations, (ii) promote integrity and the highest standards of ethical conduct, (iii) address common ethical situations that you may encounter and (iv) avoid impropriety and even the appearance of impropriety in connection with our business activities.

Please note that the Company has additional policies that cover other specific topics that you should also read and familiarize yourself with. These additional policies include without limitation:

- Whistleblower Policy;
- Delegation of Authority Policy;
- External Communications Policy;
- Procurement Policy;
- Intellectual Property Policy; and
- Health, Safety and Environment Policy.

### **2. SCOPE**

This Code applies to all employees of Jetti Holdings, Inc. and its subsidiaries (“Jetti,” “we,” “us” or the “Company”), who for purposes of this Code are referred to as “Jetti employees,” and all members of the Jetti Holdings, Inc. Board of Directors (the “Board”). Jetti employees and Board members are referred to in this Code as “you.” In addition, we expect contractors, consultants, suppliers and others who may be temporarily assigned to perform work or services for the Company (“contractors”) to follow equivalent ethical business standards in connection with their work for us, as required under our separate Supplier Code of Conduct. This Code applies in addition to (and does not modify) any legal or contractual obligations you may already have to the Company.

### **3. POLICY**

#### **A. Conflicts of Interest**

You must always act in the best interest of the Company and not permit outside interests to interfere with your duties to the Company. Jetti prohibits you from using your position with the Company (or relationship with the Company's clients, customers, vendors, suppliers, contractors or any other business partners) for personal or private gain for yourself or members of your family. You are expected to refrain from taking opportunities for yourself discovered through your use of corporate assets or through your position with the Company.

A potential conflict of interest occurs when a person's outside interests (for example, financial or personal interests) interfere, or appear to interfere, with Jetti's interests or the person's Jetti-related duties. For example, a conflict of interest can occur if you are in a position to influence a decision that may result in a personal gain for you or your family member as a result of Jetti's business dealings. If you become aware of an actual or potential conflict of interest, you must report the matter (see “5. Reporting and Enforcement” at the end of this Code).

#### **B. Accounting, Auditing & Financial Practices**

Each person at the Company – not just those in finance or accounting roles – has a role in making sure that our



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financial records are complete and accurate, and that internal controls are followed. We should all strive to ensure that our financial disclosures are accurate and transparent. All of the Company's books, records, accounts and financial statements must (i) be maintained in reasonable detail, (ii) appropriately reflect the Company's transactions and dispositions of funds and assets and (iii) conform to applicable accounting regulations, securities laws and professional standards.

It is your responsibility to report all concerns about the Company's accounting, internal accounting controls, auditing matters or questionable financial practices, including, without limitation, concerns about the following:

- fraud against investors, securities fraud, mail or wire fraud, bank fraud, or fraudulent statements to members of the investing public;
- violations of rules and regulations of the Securities and Exchange Commission applicable to the Company and related to accounting, internal accounting controls and auditing matters;
- intentional error or fraud in the preparation, review or audit of any of the Company's financial statements; and
- significant deficiencies in, or intentional noncompliance with, the Company's internal accounting controls.

## **C. Fair Dealing**

The Company does not seek competitive advantages through illegal or unethical business practices. You should deal fairly with the Company's service providers, competitors, business partners and Jetti employees. You may not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any unfair dealing practice.

## **D. Compliance with Laws, Rules and Regulations**

### **General**

The Company is obligated to comply with all applicable laws, rules and regulations, including laws and regulations related to fraud. It is your personal responsibility to adhere to the standards and restrictions imposed by these laws, rules and regulations in the performance of your duties for the Company and to report all known or suspected fraud. We encourage you to reach out to the General Counsel if you need guidance on whether a particular action is legal.

### **Antitrust Laws and Competition**

Antitrust laws are designed to promote a free and open marketplace by making illegal agreements or collusion among competitors. You have a responsibility to comply with these laws where we operate and to avoid even the appearance of unreasonably restricting competition.

Certain conduct is absolutely prohibited under antitrust laws and could result in severe penalties to you and to the Company. Examples of prohibited conduct include: (i) agreeing with competitors about prices, (ii) agreeing with competitors to rig bids or to allocate customers or markets and (iii) agreeing with competitors to boycott a supplier or customer. Other activities can also be considered illegal or unfair or create the appearance of impropriety. We encourage you to reach out to the General Counsel if you have any questions on whether a specific action complies with applicable antitrust laws.

### **Anti-Bribery and Corruption Laws**

Regardless of local practices or actions by competitors, you must never directly or indirectly promise, authorize,



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approve, or make a payment (cash or any other items of value, or provide a service or a meal) to any official or employee of a government, state-owned, or affiliated entity (e.g., educational institutions) or political party (including political candidates) to obtain or retain business for Jetti, or to acquire any improper or unlawful advantage. Additionally, you must also avoid the appearance of improper interactions with such persons. We have a duty to fully comply with the anti-bribery and anti-corruption laws in the countries in which we do business, including the U.S. Foreign Corrupt Practices Act of 1977, as amended (FCPA), the Canadian Corruption of Foreign Public Officials Act, as amended, the Chilean Criminal Code, the Chilean Law No. 20,393 on Criminal Liability of Legal Entities, the Chilean Law No. 20,730 on Lobbying Activities, and any other applicable law or regulation related to anti-bribery, anti-corruption, and any other applicable criminal law or regulation. We encourage you to reach out to the General Counsel if you have any questions or need additional guidance on whether a particular action is legal.

## Trade Restrictions

You are expected to fully comply with all trade sanctions and embargoes imposed by the United States and any other jurisdiction in which we do business, including applicable sanctions imposed by the U.S. Department of Treasury, Office of Foreign Asset Controls. We encourage you to reach out to the General Counsel if you have any questions or need additional guidance on compliance with applicable trade sanctions and embargoes.

## No Discrimination or Harassment

The Company is committed to providing a work environment that is free of discrimination and harassment. Jetti is an equal opportunity employer and makes employment decisions on the basis of merit and business needs. Discrimination and harassment of any kind, including harassment on the basis of race, color, military service or veteran status, religion (including religious dress and grooming practices), gender (including gender identity, gender expression, transgender status or sexual stereotypes), sex (including pregnancy, childbirth or breastfeeding), sexual orientation, age, mental or physical disability, medical condition (including genetic information or characteristics, or those of a family member), ancestry, immigration status or citizenship, ethnic or national origin, marital status, political views or activity, status as a victim of domestic violence, sexual assault or stalking or any other characteristics protected under federal or state law or local ordinance, will not be tolerated, and any such allegations will be seriously investigated. If you feel that you have been harassed or discriminated against, we encourage you to report the situation; if you have witnessed such behavior against someone else, you are required to report the situation.

## Health, Safety and Environment

The Company is committed to operating in a manner that is protective of human health and safety and the environment. It is Jetti's policy to comply with applicable health, safety and environmental laws and regulations and Jetti safety and health standards, and to develop a cooperative attitude with government regulatory agency personnel, including inspection and enforcement officials, while protecting the Company's intellectual property and confidential information. You are encouraged to report conditions that you perceive to be unsafe, unhealthy or hazardous to the environment to the Chief Technology Officer or the General Counsel, or as otherwise described in this Code.

## Employment Practices

The Company pursues fair employment practices in every aspect of its business. You must comply with all applicable labor and employment laws, including laws related to freedom of association, child labor laws and slave labor laws. Failure to comply with labor and employment laws can result in civil and criminal liability against you and the Company, as well as disciplinary action by the Company, up to and including termination.



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## Human Rights

The Company is committed to respecting the human rights of all Jetti employees and contractors and the communities in which we operate. Our policy is to conduct our operations in a manner consistent with the United Nations Universal Declaration of Human Rights.

### E. Waivers

Jetti does not expect to grant any exceptions to or waivers of compliance with the provisions of this Code. Any exceptions to or waivers of compliance with the provisions of this Code for Jetti's directors and executive officers must be approved by the Board (or an appropriate committee of the Board). Any exceptions to or waivers of compliance with the provisions of this Code for Jetti employees who are not executive officers must be approved by both the Chief Executive Officer and General Counsel.

### F. No Retaliation

We understand that it takes courage to speak up and that you might feel uncomfortable. Please be assured there is no place for any form of retaliation at Jetti, which includes, but is not limited to, discharge, demotion, suspension, threats, harassment, or any other manner of discrimination with respect to a Jetti employee's terms or conditions of employment. Jetti prohibits retaliation against its employees for (i) raising a good faith belief of a suspected violation of the Code, (ii) encouraging others to raise a good faith belief of a suspected violation of the Code, (iii) refusing to obey illegal orders or (iv) participating in an internal investigation. Prohibited forms of retaliation include, but are not limited to, discharge, demotion, suspension, threats, harassment, or any other manner of discrimination with respect to a Jetti employee's terms or conditions of employment. Anyone found to be engaging in retaliation against a Jetti employee who reports misconduct in any of these circumstances is in violation of this Code and will face disciplinary action, up to and including termination. If you believe that you or someone else is being retaliated against, report it immediately so that the Company can investigate promptly and take appropriate action.

## 4. VIOLATIONS OF THIS CODE

It is your responsibility to make decisions and take actions in a manner that fully respects our commitment to the letter and spirit of this Code.

Any violation of this Code, including bad faith or knowingly false reports of Code violations, may result in disciplinary action up to and including termination and legal proceedings, if warranted. The Company will investigate violations and take appropriate action in the event of any violation of this Code. Jetti requires that each Jetti employee and Board member sign an acknowledgement that they have read and understand this Code and agree to abide by it.

## 5. REPORTING AND ENFORCEMENT

We know figuring out the right thing to do is not always straightforward. For this reason, we also have other resources that may be helpful to review, including the policies listed above in Section 1. We also encourage you to reach out to Jetti's General Counsel if you have any questions or need additional guidance.

You may report a suspected violation of this Code (i) to Jetti's General Counsel by email or by mail at 2010 8<sup>th</sup> Street, Boulder, Colorado 80302, (ii) through our Compliance and Ethics Hotline at [www.lighthouse-services.com/jettiresources](http://www.lighthouse-services.com/jettiresources) or by phone at: 855-222-0916 (English-speaking USA and Canada), 800-216-1288 (Spanish-speaking USA and Canada), or 800-603-2869 (all other countries; must dial country access code first), or (iii) as otherwise described in our Whistleblower Policy. Our Compliance and Ethics Hotline is run by an independent



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third party, is available 24/7, and allows you to submit an online report or share your concerns anonymously.

Please see our Whistleblower Policy for more information about how reports of violations of this Code are investigated and reported internally.

Regardless of the method by which a person reports a violation of this Code, a person submitting this information does not need to provide their name or other personal information, and reasonable efforts will be used to conduct the resulting investigation in a manner that protects the confidentiality and anonymity of the person submitting the violation, consistent with the need to conduct an adequate review. Although persons reporting a violation of this Code can remain anonymous, if we do not receive enough information, we may not be able to properly investigate a reported concern.

**Policy Owner: Rose Stella**  
Role: General Counsel

Approved by the Jetti Holdings, Inc. Board of Directors on March 10, 2022.

I acknowledge that I have read and understand Jetti's Code of Business Conduct and Ethics and agree to abide by it.

\_\_\_\_\_

Printed name: \_\_\_\_\_

Date: \_\_\_\_\_