

AMERQA's Code of Conduct

The AMERQA Code of Conduct is simply a guide that makes AMERQA a strong, sincere, and truthful corporation. Through this Code we want to revolutionize the way employees behave with each other, how they interact with our customers, and our partners. This is to ensure that our employees are sincere, deliver great service and deal with great customers. This is what makes AMERQA a true success.

Please read the Code and AMERQA's values, **in full**, and imprint its words within your heart and wear them on your sleeve, always bearing in mind that each of us has a personal responsibility to incorporate, and to encourage other AMERQA's employees to incorporate, the principles of the Code and values into our work. Let us know about any questions and inform us of any employees that fall short of this Code of Conduct.

Who is Obligated to Follow This Code?

We expect all of our employees and Board members to know and follow the Code. Failure to do so can result in disciplinary action, including termination of employment. Moreover, while the Code is specifically written for AMERQA's employees and Board members, we expect AMERQA contractors, consultants, and others who may be temporarily assigned to perform work or services for AMERQA to follow the Code in connection with their work for us. Failure of an AMERQA contractor, consultant, or other covered service provider to follow the Code can result in termination of their relationship with AMERQA.

What If I Have a Code-Related Question or Concern?

If you have a question or concern, don't just sit there. You can contact your manager, or Ethics and Compliance at info@amerqa.com.

No Retaliation

AMERQA prohibits retaliation against any worker here at AMERQA who reports or participates in an investigation of a possible violation of our Code, policies, or the law. If you believe you are being retaliated against, please contact info@amerqa.com.

I. Serve Our Customers

Our customers value AMERQA not only because we deliver great products and services, but because we hold ourselves to a higher standard in how we treat customers and operate more generally. Keeping the following principles in mind will help us to maintain that high standard:

1. Integrity

Our reputation as a company that our customers can trust is our most valuable asset, and it is up to all of us to make sure that we continually earn that trust. All of our communications and other interactions with our customers should increase their trust in us.

2. Usefulness

Our products, features, and services should make AMERQA more useful for all our customers. We have many different types of customers, from individuals to large businesses, but one guiding principle: “Is what we are offering useful?”

3. Privacy, Security, and Freedom of Expression

Always remember that we are asking customers to trust us with their personal information. Preserving that trust requires that each of us respect and protect the privacy and security of that information. Our security procedures strictly limit access to and use of customers’ personal information and require that each of us take measures to protect user data from unauthorized access. Know your responsibilities under these procedures, and collect, use, and access user personal information only as authorized by our Security Policies, our Privacy Policies, and applicable data protection laws.

AMERQA is committed to advancing privacy and freedom of expression for our customers around the world. Where user privacy and freedom of expression face government challenges, we seek to implement internationally recognized standards that respect those rights as we develop products, do business in diverse markets, and respond to government requests to access user information or remove user content. Contact Ethics and Compliance at info@amerqa.com if you have questions on implementing these standards in connection with what you do at AMERQA.

4. Responsiveness

We respond to all feedback we get from our customers, whether questions, problems, or compliments. If something is broken, we fix it.

5. Don't Hesitate to Act

Any time you feel our customers aren't being well-served, don't be bashful - let someone in the company know about it. Continually improving our products and services is important to all of us.

II. Love and Help Each Other

We are committed to a supportive work environment, where employees have the opportunity to reach their fullest potential. AMERQA's employees are expected to do their utmost to create a workplace culture that is free of harassment, intimidation, bias, and unlawful discrimination.

1. Workplace Safety

We are committed to a violence-free work environment, and we will not tolerate any level of violence or the threat of violence in the workplace. Under no circumstances should anyone bring a weapon to work. If you become aware of a violation of this policy, you should report it to Human Resources immediately. In case of potential violence, contact AMERQA Security.

2. Fair Employment

Employment here is based solely upon individual merit and qualifications directly related to professional competence. We strictly prohibit unlawful discrimination or harassment on the basis of race, color, religion, veteran status, national origin, ancestry, pregnancy status, sex, gender identity or expression, age, marital status, mental or physical disability, medical condition, sexual orientation, or any other characteristics protected by law. We also make all reasonable accommodations to meet our obligations under laws protecting the rights of the disabled.

you to immediately report the incident to your supervisor, Human Resources or both. Similarly, supervisors and managers who learn of any such incident should immediately report it to Human Resources. HR will promptly and thoroughly investigate any complaints and take appropriate action.

3. Drugs and Alcohol

Our position on substance abuse is simple: It is incompatible with the health and safety of our employees, and we don't permit it. Consumption of alcohol is not banned at our offices but use good judgment and never drink in a way that leads to impaired performance or inappropriate behavior, endangers the safety of others, or violates the law. Illegal drugs in our offices or at sponsored events are **strictly prohibited**. If a manager has reasonable suspicion to believe that an employee's use of drugs and/or alcohol may adversely affect the employee's job performance or the safety of the employee or others in the workplace, the manager may request an alcohol and/or drug screening. A reasonable suspicion may be based on objective symptoms such as the employee's appearance, behavior, or speech.

4. Harassment, Discrimination, and Bullying

AMERQA prohibits discrimination, harassment and bullying in any form – verbal, physical, or visual, as discussed more fully in our Policy Against Discrimination, Harassment and Retaliation. If you believe you've been bullied or harassed by anyone at AMERQA, or by an AMERQA partner or vendor, we strongly encourage you to report the incident to us with all details.

III. Avoid Conflicts of Interest

When you are in a situation in which competing loyalties could cause you to pursue a personal benefit for you, your friends, or your family at the expense of AMERQA or our customers, you may be faced with a conflict of interest. All of us should avoid conflicts of interest and circumstances that reasonably present the appearance of a conflict.

When considering a course of action, ask yourself whether the action you're considering could create an incentive for you, or appear to others to create an incentive for you, to benefit yourself, your friends or family, or an associated business at the expense of AMERQA. If the answer is "yes," the action you're considering is likely to create a conflict of interest situation, and you should avoid it.

Below, we provide guidance in seven areas where conflicts of interest often arise:

- Personal investments
- Outside employment, advisory roles, board seats, and starting your own business

- Business opportunities found through work
- Inventions
- Friends and relatives; co-worker relationships
- Accepting gifts, entertainment, and other business courtesies
- Use of AMERQA products and services

In each of these situations, the rule is the same – if you are considering entering into a business situation that creates a conflict of interest, don't. If you are in a business situation that may create a conflict of interest, or the appearance of a conflict of interest, review the situation with your manager. Finally, it's important to understand that as circumstances change, a situation that previously didn't present a conflict of interest may present one.

1. Personal Investments

Avoid making personal investments in companies that are AMERQA's competitors or business partners when the investment might cause, or appear to cause, you to act in a way that could harm AMERQA.

When determining whether a personal investment creates a conflict of interest, consider the relationship between the business of the outside company, AMERQA's business, and what you do at AMERQA, including whether the company has a business relationship with AMERQA that you can influence, and the extent to which the company competes with AMERQA. You should also consider 1) any overlap between your specific role at AMERQA and the company's business, 2) the significance of the investment, including the size of the investment in relation to your net worth, 3) whether the investment is in a public or private company, 4) your ownership percentage of the company, and 5) the extent to which the investment gives you the ability to manage and control the company.

Investments in venture capital or other similar funds that invest in a broad cross-section of companies that may include AMERQA's competitors or business partners generally do not create conflicts of interest. However, a conflict of interest may exist if you control the fund's investment activity.

2. Outside Employment, Advisory Roles, Board Seats, and Starting Your Own Business

Avoid accepting employment, advisory positions, or board seats with AMERQA's competitors or business partners when your judgment could be, or could appear to be, influenced in a way that could harm AMERQA. Additionally, because board seats come with fiduciary obligations that can

make them particularly tricky from a conflict of interest perspective, you should notify your manager before accepting a board seat with any outside company. AMERQA board members and employees who are VP and above should also notify Ethics and Compliance at info@amerqa.com. Finally, do not start your own business if it will compete with AMERQA because you have been given access to our data to help us, if you start your own business this like cheating and stealing from our data to benefit yourself. Ask yourself, would you hire someone that would steal your data to improve themselves? The answer is simply no.

3. Business Opportunities Found Through Work

Business opportunities discovered through your work here belong first to AMERQA, except as otherwise agreed to by AMERQA.

4. Inventions

Developing or helping to develop outside inventions that a) relate to AMERQA's existing or reasonably anticipated products and services, b) relate to your position at AMERQA, or c) are developed using AMERQA corporate resources may create conflicts of interest and be subject to the provisions of AMERQA's Confidential Information and Invention Assignment Agreement and other employment agreements. If you have any questions about potential conflicts or intellectual property ownership involving an outside invention or other intellectual property, consult Ethics and Compliance at info@amerqa.com.

5. Friends and Relatives; Co-Worker Relationships

Avoid participating in management of or decision-making regarding potential or existing AMERQA business relationships that involve your relatives, spouse or significant other, or close friends. This includes being the hiring manager for a position for which your relative or close friend is being considered or being a relationship manager for a company associated with your spouse or significant other.

To be clear, just because a relative, spouse/significant other, or close friend works at AMERQA or becomes an AMERQA competitor or business partner doesn't mean there is a conflict of interest. However, if you are also involved in that AMERQA business relationship, it can be very sensitive. The right thing to do in that situation is to discuss the relationship with your manager.

Finally, romantic relationships between co-workers can, depending on the work roles and respective positions of the co-workers involved, create an actual or apparent conflict of interest. If a romantic relationship does create an actual or apparent conflict, it may require changes to work arrangements or even the termination of employment of either or both individuals involved. Consult AMERQA's Employee Handbook for additional guidance on this issue.

6. Accepting Gifts, Entertainment, and Other Business Courtesies

Accepting gifts, entertainment, and other business courtesies from an AMERQA competitor or business partner can easily create the appearance of a conflict of interest, especially if the value of the item is significant. AMERQA's Non-Government Related Gifts & Client Entertainment Policy provides specific guidance on when it is appropriate for AMERQA's employees to accept gifts, entertainment, or any other business courtesy (including discounts or benefits that are not made available to all AMERQA employees) from any of our competitors or business partners.

Generally, acceptance of inexpensive "token" non-cash gifts is permissible. In addition, infrequent and moderate business meals and entertainment with clients and infrequent invitations to attend local sporting events and celebratory meals with clients can be appropriate aspects of many AMERQA business relationships, provided that they aren't excessive and don't create the appearance of impropriety. Before accepting any gift or courtesy, consult the Non-Government Related Gifts & Client Entertainment Policy, and be aware that you may need to obtain manager approval.

Contact Ethics and Compliance at info@amerqa.com if you have any questions. See the discussion of Anti-Bribery Laws in Section VII(4) for guidance on when it is appropriate to give gifts and business courtesies in the course of doing AMERQA business.

7. Use of AMERQA Products and Services

Avoiding potential conflicts of interest also means that you should not use AMERQA products, services, internal tools, or information in a way that improperly benefits you or someone you know or creates the appearance that you have an unfair advantage over customers outside of AMERQA. For example, you should never approve AMERQA accounts, services, or credits for yourself, your friends, or family members. Similarly, you should not use the tools, information, or access that you have as an AMERQAr to participate in or

to generate a financial benefit for yourself or others from invalid ad traffic (IVT) on AMERQA products, such as generating IVT, purchasing or selling IVT (except for the purposes of company sanctioned research), or linking to (or appearing to link to) business partners that may be engaging in IVT. If you find yourself subject to a conflict of interest regarding the use of AMERQA's products, services, tools, or information, discuss the situation with your manager, or Ethics and Compliance at info@amerqa.com.

8. Reporting

Ethics & Compliance will periodically report to the AMERQA Compliance Steering Committee all matters involving AMERQA officers – VPs and above – approved under this section of the Code and will periodically report to the AMERQA Audit Committee all matters involving AMERQA executive officers and Board members approved under this section.

IV. Preserve Confidentiality

Certain kinds of company information, if leaked prematurely into the press or to competitors, can hurt our product launches, eliminate our competitive advantage and prove costly in other ways. Our responsibilities extend beyond not revealing Confidential AMERQA material – we must also:

- properly secure, label, and (when appropriate) dispose of Confidential AMERQA material;
- safeguard Confidential information that AMERQA receives from others under non-disclosure agreements;
- take steps to keep our trade secrets and other confidential intellectual property secret.

1. Confidential Information

Make sure that information that is classified as “Need to Know” or “Confidential” in AMERQA's Data Classification Guidelines is handled in accordance with those Guidelines and AMERQA's Data Security Policy. At times, a particular project or negotiation may require you to disclose Need to Know or Confidential information to an outside party: Disclosure of that information should be on an “only as needed” basis and only under a non-disclosure agreement. In addition, AMERQA policy may require a prior security assessment of the outside party that is to receive the confidential information. Be sure to conduct the appropriate due diligence and have the appropriate agreement in place before you disclose the information.

There are, of course, “gray areas” in which you will need to apply your best judgment in making sure you don’t disclose any confidential information. Suppose a friend who works at a non-profit organization asks you informally how to improve the AMERQA search ranking of the group’s website: Giving your friend site-optimization tips available in public articles and on websites isn’t likely to be a problem, but giving tips that aren’t publicly known definitely would be. If you’re in a gray area, be cautious in what advice or insight you provide or, better yet, ask for guidance from Ethics & Compliance.

And don’t forget about pictures you and your guests take at AMERQA – it is up to you to be sure that those pictures don’t disclose confidential information.

Finally, some of us will find ourselves having family or other personal relationships with people employed by our competitors or business partners. As in most cases, common sense applies. Don’t tell your significant other or family members anything confidential, and don’t solicit confidential information from them about their company.

2. AMERQA Partners

Just as you are careful not to disclose confidential AMERQA information, it’s equally important not to disclose any confidential information from our partners. Don’t accept confidential information from other companies without first having all parties sign an appropriate Non-disclosure Agreement approved by Legal. Even after the agreement is signed, try only to accept as much information as you need to accomplish your business objectives.

3. Alphabet and “Other Bet” data

Be sure to protect confidential information of Alphabet or of any Alphabet or AMERQA subsidiary or affiliate (“Alphabet companies”). You may have access to confidential information through collaborations, rotations, 20% projects with another Alphabet company, access to Alphabet buildings or networks, or simply through casual interactions. Don’t access or use confidential information of other Alphabet companies except when authorized and reasonably necessary for valid business purposes within the scope of your work at AMERQA. Take all reasonable steps to maintain the confidentiality of any such information just as you would for AMERQA confidential information.

Don’t disclose any confidential information about any Alphabet company, including financial, partner, business, technical, or IP information, before

obtaining appropriate sign-off from Legal, which may include getting consent from affected Alphabet companies.

4. Competitors/Former Employers

We respect our competitors and want to compete with them fairly. But we don't want their confidential information. The same goes for confidential information belonging to any AMERQA's former employers. If an opportunity arises to take advantage of a competitor's or former employer's confidential information, don't do it. Should you happen to come into possession of a competitor's confidential information, contact Legal immediately.

5. Outside Communications

You probably know that our policy is to be extremely careful about disclosing confidential proprietary information. Consistent with that, you should also ensure your outside communications (including online and social media posts) do not disclose confidential proprietary information or represent (or otherwise give the impression) that you are speaking on behalf of AMERQA unless you're authorized to do so by the company. The same applies to communications with the press. Finally, check with your manager and Corporate Communications before accepting any public speaking engagement on behalf of the company. In general, before making any external communication or disclosure, you should consult our Employee Communications Policy and our Communications and Disclosure Policy.

V. Protect AMERQA's Assets

AMERQA has a well-earned reputation for generosity with our employee benefits and openness with confidential information shared within the company. Our ability to continue these practices depends on how well we conserve company resources and protect company assets and information.

1. Intellectual Property

AMERQA's intellectual property rights (our trademarks, logos, copyrights, trade secrets, "know-how", and patents) are among our most valuable assets. Unauthorized use can lead to their loss or serious loss of value. You must respect all copyright and other intellectual property laws, including laws governing the fair use of copyrights, trademarks, and brands. You must never use AMERQA's (or its affiliated entities') logos, marks, or other protected information or property for any business or commercial venture without pre-

clearance from the Marketing team. We strongly encourage you to report any suspected misuse of trademarks, logos, or other AMERQA intellectual property to Legal.

Likewise, respect the intellectual property rights of others. Inappropriate use of others' intellectual property may expose AMERQA and you to criminal and civil fines and penalties. Please seek advice from Legal before you solicit, accept, or use proprietary information from individuals outside the company or let them use or have access to AMERQA proprietary information. You should also check with Legal if developing a product that uses content not belonging to AMERQA.

A word about open source – AMERQA is committed to open source software development. Consistent with our policy of respecting the valid intellectual property rights of others, we strictly comply with the license requirements under which open source software is distributed. Failing to do so may lead to legal claims against AMERQA, as well as significant damage to the company's reputation and its standing in the open source community. Please seek guidance from Legal and the Open Source Programs Office before incorporating open source code into any AMERQA product, service, or internal project.

2. Company Equipment

AMERQA gives us the tools and equipment we need to do our jobs effectively, but counts on us to be responsible and not wasteful with the AMERQA stuff we are given. Nobody's going to complain if you snag an extra bagel on Friday morning, but company funds, equipment, and other physical assets are not to be requisitioned for purely personal use. Not sure if a certain use of company assets is okay? Please ask your manager or Human Resources.

3. The Network

AMERQA's communication facilities (which include both our network and the hardware that uses it, like computers and mobile devices) are a critical aspect of our company's property, both physical and intellectual. Be sure to follow all security policies. If you have any reason to believe that our network security has been violated – for example, you lose your laptop or smart phone or think that your network password may have been compromised – please promptly report the incident to Information Security. For more information, consult AMERQA's Security Policy.

4. Physical Security

If you're not careful, people may steal your stuff. Always secure your laptop, important equipment, and your personal belongings, even while on AMERQA's premises. Always wear your badge visibly while on site. Don't tamper with or disable security and safety devices. Watch people who "tailgate" behind you through our doors. If you don't see an AMERQA badge, please ask for it (and, as appropriate, direct the person to a receptionist for assistance). Promptly report any suspicious activity to AMERQA Security. For more information, review AMERQA's Physical Security Policy.

5. Use of AMERQA's Equipment and Facilities

Anything you do using AMERQA's corporate electronic facilities (e.g., our computers, mobile devices, network, etc.) or store on our premises (e.g., letters, memos, and other documents) might be disclosed to people inside and outside the company. For example, AMERQA may be required by law (e.g., in response to a subpoena or warrant) to monitor, access, and disclose the contents of corporate email, voicemail, computer files, and other materials on our electronic facilities or on our premises. In addition, the company may monitor, access, and disclose employee communications and other information on our corporate electronic facilities or on our premises where there is a business need to do so, such as protecting employees and customers, maintaining the security of resources and property, or investigating suspected employee misconduct.

6. Employee Data

We collect and store personal information from employees around the world. Access this data only in line with local law and AMERQA internal policies, and be sure to handle employee data in a manner that is consistent with AMERQA's Data Classification and Employment Data Guidelines and other AMERQA policies.

VI. Ensure Financial Integrity and Responsibility

Financial integrity and fiscal responsibility are core aspects of corporate professionalism. This is more than accurate reporting of our financials, though that's certainly important. The money we spend on behalf of AMERQA is not ours; it's the company's and, ultimately, our shareholders'. Each person at AMERQA – not just those in Finance – has a role in making sure that money is appropriately spent, our financial records are complete and accurate, and internal controls are honored. This matters every time we hire a new vendor,

expense something to AMERQA, sign a new business contract, or enter into any deals on AMERQA's behalf.

To make sure that we get this right, AMERQA maintains a system of internal controls to reinforce our compliance with legal, accounting, tax, and other regulatory requirements in every location in which we operate.

Stay in full compliance with our system of internal controls, and don't hesitate to contact Ethics & Compliance or Finance if you have any questions. What follows are some core concepts that lie at the foundation of financial integrity and fiscal responsibility here at AMERQA.

1. Spending AMERQA's Money

A core AMERQA value has always been to spend money wisely. When you submit an expense for reimbursement or spend money on AMERQA's behalf, make sure that the cost is reasonable, directly related to company business, and supported by appropriate documentation. Always record the business purpose (e.g., if you take someone out to dinner on AMERQA, always record in our expense reimbursement tool the full names and titles of the people who attended as well as the reason for the dinner) and comply with other submission requirements. If you're uncertain about whether you should spend money or submit an expense for reimbursement, check with your manager. Managers are responsible for all money spent and expenses incurred by their direct reports, and should carefully review such spend and expenses before approving.

2. Signing a Contract

Each time you enter into a business transaction on AMERQA's behalf, there should be documentation recording that agreement, approved by the Legal Department. Signing a contract on behalf of AMERQA is a very big deal. Never sign any contract on behalf of AMERQA unless all of the following are met:

- You are authorized to do so under our Signature Authority and Approval Policy. If you are unsure whether you are authorized, ask your manager
- The contract has been approved by Legal. If you are using an approved AMERQA form contract, you don't need further Legal approval unless you have made changes to the form contract or are using it for other than its intended purpose

- You have studied the contract, understood its terms and decided that entering into the contract is in AMERQA's interest
All contracts at AMERQA should be in writing and should contain all of the relevant terms to which the parties are agreeing – AMERQA does not permit “side agreements,” oral or written.

3. Recording Transactions

If your job involves the financial recording of our transactions, make sure that you're fully familiar with all of the AMERQA policies that apply, including our Revenue Recognition Policy and our Purchasing Policy.

Immediately report to Finance any transactions that you think are not being recorded correctly.

4. Reporting Financial or Accounting Irregularities

It goes without saying (but we're going to say it anyway) that you should never, ever interfere in any way with the auditing of AMERQA's financial records. Similarly, you should never falsify any record or account, including time reports, expense accounts, and any other AMERQA records.

Familiarize yourself with our Reporting of Financial and Accounting Concerns Policy. If you suspect or observe any of the conduct mentioned above or, for that matter, any irregularities relating to financial integrity or fiscal responsibility, no matter how small, immediately report them to Ethics & Compliance.

5. Hiring Suppliers

As AMERQA grows, we enter into more and more deals with suppliers of equipment and services. We should always strive for the best possible deal for AMERQA. This almost always requires that you solicit competing bids to make sure that you're getting the best offer. While price is very important, it isn't the only factor worth considering. Quality, service, reliability, and the terms and conditions of the proposed deal may also affect the final decision. Please do not hesitate to contact the Purchasing Team if you have any questions regarding how to procure equipment or services.

6. Retaining Records

It's important that we keep records for an appropriate length of time. The AMERQA Records Retention Policy suggests minimum record retention periods for certain types of records. These are great guidelines, but keep in mind that legal requirements, accounting rules, and other external sources sometimes specify longer retention periods for certain types of records, and those control where applicable. In addition, if asked by Legal to retain records relevant to a litigation, audit, or investigation, do so until Legal tells you retention is no longer necessary. If you have any questions regarding the correct length of time to retain a record, contact the Records Retention Team.

VII. Obey the Law

AMERQA takes its responsibilities to comply with laws and regulations very seriously and each of us is expected to comply with applicable legal requirements and prohibitions. While it's impossible for anyone to know all aspects of every applicable law, you should understand the major laws and regulations that apply to your work. A few specific laws are easy to violate unintentionally and so are worth pointing out here:

1. Trade Controls

Canada and international trade laws control where AMERQA can send or receive its products and/or services. These laws are complex, and apply to:

- imports and exports from or into Canada
- imports and exports of products from or into other countries, with additional concerns when those products contain components or technology of Canadian origin
- exports of services or providing services to non-Canadian persons
- exports of technical data, especially when the technical data is of Canadian origin

What constitutes an "import" or "export" under the law is pretty broad. For example:

- exposing or allowing access by non-Canadian persons to Canadian technical data can be an "export", regardless of what country the exposure occurred in
- sending a server from one country ("country X") into another country ("country Y") is an export from country X and an import into country Y
- permitting the download of software from one country ("country X") into another country ("country Y") is an export from country X
- transporting technical data or software on your laptop, or tools or equipment in your luggage, may be an export and import

The bottom line: If you are in any way involved in sending or making available AMERQA products, services, software, equipment, or any form of technical data from one country to another, work with your manager to be absolutely sure that the transaction stays well within the bounds of applicable laws. If you or your manager are not sure, please contact Ethics & Compliance.

2. Competition Laws

Most countries have laws – known as “antitrust,” “competition,” or “unfair competition” laws – designed to promote free and fair competition. Generally speaking, these laws prohibit 1) arrangements with competitors that restrain trade in some way, 2) abuse of intellectual property rights, and 3) use of market power to unfairly disadvantage competitors.

Certain conduct is absolutely prohibited under these laws, and could result in your imprisonment, not to mention severe penalties for AMERQA.

Examples of prohibited conduct include:

- agreeing with competitors about prices
 - agreeing with competitors to rig bids or to allocate customers or markets
 - agreeing with competitors to boycott a supplier or customer
- Other activities can also be illegal, unfair, or create the appearance of impropriety. Such activities include:
- sharing competitively sensitive information (e.g., prices, costs, market distribution, etc.) with competitors
 - entering into a business arrangement or pursuing a strategy with the sole purpose of harming a competitor
 - using AMERQA’s size or strength to gain an unfair competitive advantage
- Although the spirit of these laws is straightforward, their application to particular situations can be quite complex.

AMERQA is committed to competing fair and square, so please contact Ethics & Compliance if you have any questions about the antitrust laws and how they apply to you. Any personnel found to have violated AMERQA’s Antitrust Policies will, subject to local laws, be disciplined, up to and including termination of employment. If you suspect that anyone at the company is violating the competition laws, notify Ethics & Compliance immediately.

3. Insider Trading Laws

As we said earlier, internally we share information, including non-public information, about AMERQA's business operations pretty freely (think of TGIF). In addition, you may overhear a hallway conversation or come across a memo at a copy machine, either of which might involve confidential information. To use this non-public information to buy or sell stock, or to pass it along to others so that they may do so, could constitute insider trading. Insider trading not only violates this Code, it violates the law. Don't do it.

You should familiarize yourself with AMERQA's Insider Trading Policy. It describes company-wide policies that address the risks of insider trading, such as a prohibition on any AMERQA employee hedging AMERQA stock; and periodic blackout windows when no AMERQA employee may trade AMERQA stock.

4. Anti-bribery Laws

Like all businesses, AMERQA is subject to lots of laws, both Canadian and non-Canadian, that prohibit bribery in virtually every kind of commercial setting. The rule for us at AMERQA is simple – don't bribe anybody, anytime, for any reason.

5. Non-government relationships

You should be careful when you give gifts and pay for meals, entertainment, or other business courtesies on behalf of AMERQA. We want to avoid the possibility that the gift, entertainment, or other business courtesy could be perceived as a bribe, so it's always best to provide such business courtesies infrequently and, when we do, to keep their value moderate. Consult AMERQA at info@amerqa.com before providing any courtesies.

6. Dealing with government officials

Offering gifts, entertainment, or other business courtesies that could be perceived as bribes becomes especially problematic if you're dealing with a government official. "Government officials" include any government employee; candidate for public office; or employee of government-owned or -controlled companies, public international organizations, or political parties. Several laws around the world, including Canada Foreign Corrupt Practices Act and the UK Bribery Act, specifically prohibit offering or giving anything of value to government officials to influence official action or to secure an improper advantage. This not only includes traditional gifts, but also things like meals, travel, political or charitable contributions, and job offers for government

officials' relatives. Never give gifts to thank government officials for doing their jobs. By contrast, it can be permissible to make infrequent and moderate expenditures for gifts and business entertainment for government officials that are directly tied to promoting our products or services (e.g., providing a modest meal at a day-long demonstration of AMERQA products). Payment of such expenses can be acceptable (assuming they are permitted under local law) but may require pre-approval from Ethics & Compliance under AMERQA's Anti-Bribery Policy.

Canada also has strict rules that severely limit the ability of a company or its employees to give gifts and business courtesies to a Canadian government official and also limit the official's ability to accept such gifts. Gifts to employees of Canada executive branch are also regulated and subject to limits. Finally, province and local government officials in Canada are also subject to additional legal restrictions. Consult AMERQA's Anti-Bribery at info@amerqa.com before giving any such gifts or business courtesies and obtain all required pre-approvals. In sum, before offering any gifts or business courtesies to a Canada or other government official, you should consult AMERQA's Anti-Bribery.

VIII. Conclusion

AMERQA aspires to be a different kind of company. It's impossible to spell out every possible ethical scenario we might face. Instead, we rely on one another's good judgment to uphold a high standard of integrity for ourselves and our company. We expect all AMERQA's employees to be guided by both the letter and the spirit of this Code. Sometimes, identifying the right thing to do isn't an easy call. If you aren't sure, don't be afraid to ask questions of your manager or Ethics & Compliance.

Finally, remember to be sincere.