

ROCKLEY PHOTONICS HOLDINGS LIMITED

CODE OF BUSINESS CONDUCT AND ETHICS

Introduction

It is the general policy of Rockley Photonics Holdings Limited (the “**Company**”) to conduct its business activities and transactions with the highest level of integrity and ethical standards and in accordance with all applicable laws. In carrying out this policy, the Company has adopted the following Code of Business Conduct and Ethics (this “**Code**”). In addition to being bound by any other codes, policies, and procedures of the Company, all of the employees of the Company are subject to the following additional specific policies contained in this Code.

This Code covers a wide range of business practices and procedures. It does not cover every issue that may arise, but it sets out basic principles to guide all employees, officers, and directors of the Company and its subsidiaries. Those persons designated as the Company’s senior financial officers in the Code of Ethics for Senior Financial Officers shall also be required to comply with the provisions thereof. All such persons must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. Those who violate the standards in this Code or who fail to cooperate with management directions given to effect compliance with this Code may be subject to disciplinary action, possibly including termination of employment.

In the event of a discrepancy between other codes, policies, and procedures of the Company and this Code, the more stringent of the rules will apply.

If you have any questions regarding this Code, you should address these questions to your supervisor, the Chief Financial Officer (“**CFO**”), human resources, or a member of management of the Company. You may also bring up any concerns through the external whistleblowing third party hotline managed by Lighthouse. Lighthouse’s information is available on our website for your use at www.lighthouse-services.com/rockleyphotonics.

Basic Principles and Practices

Rockley Photonics Holdings Limited is judged by the collective and individual performance of its officers, managers, and employees. The Company has a particular interest in preserving its reputation and the reputation of its employees for the utmost honesty and integrity. Thus, the Company holds itself and its employees to the highest standards of lawful and ethical conduct.

You must be very careful that your relationship with clients or vendors or other activities do not subject you or the Company to question or undue criticism. You must refrain from engaging in any activity that could be in conflict with your status as a Company employee. This includes the use of your position within the Company for personal profit or advantage, or entering into transactions or relationships where it may appear you have a conflict of interest, are improperly benefiting from your affiliation with the Company, or are violating laws governing fiduciary relationships. Good judgment, common sense, and trustworthy behavior and conduct should supplement these provisions to avoid the appearance of impropriety.

If you have any questions regarding the propriety of a transaction or activity, you should seek guidance from your supervisor, human resources, or a member of management of the Company Limited. If necessary, you should seek written approval. You may also bring up any concerns through the external whistleblowing third party hotline managed by Lighthouse. Lighthouse's information is available on our website for your use at www.lighthouse-services.com/rockleyphotonics.

Compliance with Laws, Rules, and Regulations

Company policy requires that our business activities comply with both the letter and the spirit of all applicable laws, rules, and regulations. Although not all employees are expected to know the details of these laws, it is important to know enough to determine when to seek advice from supervisors, managers, human resources, or other appropriate personnel.

Confidentiality

Employees who come into possession of non-public information regarding the Company or any other companies as to which the employee receives information not available to investors generally must safeguard the information from the public and not intentionally or inadvertently communicate it to any person (including family members and friends) unless the person has a need to know the information for legitimate, Company-related reasons. This duty of confidentiality is important both as to the Company's competitive position and with respect to the securities laws applicable to the Company as a public company. Confidential information cannot be disclosed by any employee to any third party unless the third party has signed a nondisclosure agreement approved by the Company's management and should be divulged only to persons having a need to know the information in order to carry out their job responsibilities. Further, you may not use any confidential information other than for legitimate, Company-related reasons. You must also abide by any specific agreements, such as a Confidential Information and Invention Assignment Agreement and Company policies regarding confidentiality between you and the Company.

Consistent with the foregoing, all employees should be discreet with respect to confidential information about the Company or any other companies as to which the employee receives information not available to investors generally and not discuss it in public places.

Confidential information related to the Company or any other companies as to which the employee receives information not available to investors generally can include a variety of materials and information regarding the ongoing operations and plans of the Company, and also includes information that customers, partners, or vendors have provided to us. For example, confidential information can include facility or product development plans, patents, significant new contracts, information regarding the financial health and performance of the Company or other companies, salary and employee information, plans regarding significant acquisitions or divestitures, plans to raise additional capital, and marketing and sales plans.

Conflicts of Interest

A “conflict of interest” arises when a person’s loyalties or actions are divided between the interests of the Company and those of another, such as a competitor, supplier, customer, or personal business. A conflict of interest can arise when an employee takes actions or has interests that may make it difficult to perform their work for the Company objectively and effectively. A conflict of interest may also arise when an individual, or a member of their family, receives an improper personal benefit as a result of their position in, or relationship with, the Company. Breach of confidentiality obligations can also give rise to a conflict of interest. Moreover, the appearance of a conflict of interest alone can adversely affect the Company and its relations with customers, suppliers, and employees.

Employees are expected to use good judgment, to adhere to high ethical standards, and to avoid situations that create an actual or potential conflict of interest. It is almost always a conflict of interest for employees to work simultaneously for a competitor, customer, or supplier.

A conflict of interest can also arise with respect to employment of relatives and persons with close personal relationships. If an employee or someone with whom an employee has a close relationship (e.g., a family member or close companion) has a financial or employment relationship with an actual or potential competitor, supplier, or customer, the employee must disclose this fact in writing to the CFO, or human resources of the Company. The Company may take any action that it deems necessary in its sole discretion to avoid or remedy an actual, prospective or perceived conflict of interest, including a reassignment of some or all of the employee’s duties or change of the employee’s position.

A conflict of interest may not always be clear, therefore, you should consult with higher levels of management, including human resources, if you have any questions. Any employee who becomes aware of a conflict or a potential conflict should bring it to the attention of the CFO or human resources of the Company.

Corporate Opportunities

You must not take for yourself personally opportunities that are discovered through the use of Company property or confidential information or your position with the Company without the consent of the Board of Directors (the “**Board**”) or its designees. No employee may use corporate property, information, or their position for improper personal gain, and no employee may compete with the Company directly or indirectly while they are employed by the Company. You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

Fair Dealing

Although the prosperity of our Company depends on our ability to outperform our competitors, the Company is committed to achieving success by fair and ethical means. We seek to maintain a reputation for honesty, ethics, integrity and fair dealing among our competitors, customers, suppliers and the public alike. In light of this aim, dishonest, unethical, or illegal business practices are strictly prohibited, including, without limitation, corruption, bribery, kickbacks, extortion, embezzlement, or other similar practices. An exhaustive list of unethical practices cannot be provided. Instead, the Company relies on the judgment of each individual to

avoid such practices. Furthermore, each employee should endeavor to deal fairly, with honesty and integrity, with the Company's customers, suppliers, competitors, and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair or illegal business practice. Agreements and contracts are required to be in writing, and clearly set forth the services or products to be provided, the basis for earning payment, and the applicable rate or fee. The amount must not be excessive in light of industry practice and must be commensurate with the services and goods provided.

Payments or Gifts from Others

Under no circumstances may employees, officers, directors, agents, or contractors accept any offer, payment, promise to pay, or authorization to pay any money, gift, or anything of value from customers, vendors, suppliers, consultants, or others that is perceived as intended, directly or indirectly, to influence any business decision, any act or failure to act, any commitment of fraud, or opportunity for the commission of any fraud. Inexpensive gifts, infrequent business meals, celebratory events, and entertainment, provided that they are not excessive or create an appearance of impropriety, do not violate this policy. Questions regarding whether a particular payment or gift violates this policy are to be directed to the CFO or human resources of the Company.

Gifts given by the Company to vendors, suppliers or customers or received from vendors, suppliers or customers should always be appropriate to the circumstances and should never be of a kind that could create an appearance of impropriety. The nature and cost must always be accurately recorded in the Company's books and records. You are expected to comply with the Company's Foreign Corrupt Practices Act Manual.

Health and Safety

When we protect the health and safety of our coworkers, our community, and the environment, we demonstrate respect and contribute to a positive work environment. Without respect for health, safety, and the environment, we put our coworkers, our employees, our clients, our customers and the public at risk.

We are committed to protecting the health and safety of our employees, the public, our customers, suppliers, and visitors. Our policy is to maintain a safe and secure workplace where all employees are attentive to hazard prevention and the avoidance of accidents and injuries. The Company strives to provide a safe and healthy work environment. All employees have responsibility for maintaining a safe and healthy workplace for all other employees by following the Company's safety and health rules, policies and practices, and reporting accidents, injuries, and unsafe equipment, practices, or conditions. Appropriate and timely action will be taken to correct any reported unsafe condition, nonfunctioning or hazardous equipment. Any questions asked by law enforcement or regulatory officials making any investigative report after an incident should be answered by giving factual information only and avoid speculation. All employees and workers have a responsibility to follow any interim practices, guidelines and policies put into place during any health crisis or pandemic (i.e. Covid-19).

Insider Trading

You are not permitted to use, share, or disseminate confidential information for options or share-based trading purposes or for any other purpose except the conduct of our business. To use confidential information for personal financial benefit or to “tip” others who might make an investment decision on the basis of this information is not only unethical but is also illegal and the penalties can be severe. You are expected to comply with the Company’s Insider Trading and Communications Policy.

Protection and Proper Use of Company Assets

No secret or unrecorded fund of Company assets or cash shall be established or maintained for any purpose. Anyone spending or obligating Company funds should be certain that the transaction is properly and appropriately documented and that the Company receives appropriate value in return.

All employees should endeavor to protect the Company’s assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company’s profitability. Any suspected incident of fraud or theft should be immediately reported to the Chief Financial Officer or human resources of the Company for investigation. Company equipment should not be used for non-Company business, though incidental personal use may be permitted.

Record Keeping

The Company requires honest and accurate recording and reporting of information in order to make responsible business decisions. If you use a business expense account, expenses to be reimbursed must be documented and recorded accurately. If you are not sure whether an expense is appropriate, ask your supervisor.

All of the Company’s books, records, accounts, and financial statements must be maintained in reasonable detail, must appropriately reflect the Company’s transactions, and must conform both to applicable legal requirements and to the Company’s system of internal controls, including any “do not destroy” instructions from the Company’s General Counsel and outside legal advisors. All Company business data, records, and reports must be prepared truthfully and accurately. The Company’s business records must be maintained for the periods specified in the Company’s applicable record retention policies.

Employees who contribute to or prepare the Company’s financial statements, public filings, submissions, or communications should do so in accordance with the following guidelines:

- All accounting records, as well as reports produced from those records, must be prepared in accordance with the laws of each applicable jurisdiction, and specific country regulations.
- All records must fairly and accurately reflect the transactions or occurrences to which they relate.

- All records must fairly and accurately reflect, in reasonable detail, the Company's assets, liabilities, revenues, and expenses.
- The Company's accounting records must not contain any false or intentionally misleading entries.
- No transactions should be intentionally misclassified as to accounts, departments, or accounting periods.
- All transactions must be supported by accurate documentation in reasonable detail and recorded in the proper account and in the proper accounting period.
- No information should be concealed from the Company and from independent auditors.
- Compliance with the Company's system of internal accounting controls is required.

Business records and communications often become public, and employees should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to e-mail, internal memos, presentations, and formal reports.

Environmental, Social and Corporate Governance Responsibilities

Environmental, social and corporate governance responsibilities should be maintained, managed, and supported by the executives and officers of the Company for adherence to governance and regulatory oversight.

Conduct and Respect of Others – Value Personal Dignity and Differences

We respect the personal dignity of each individual, honor diversity, and are intolerant of demonstrated hate, intolerance, violence, discrimination, bullying, harassment, retaliation or retribution in our workplace. We strive to be an employer of choice committed to creating opportunity and valuing diversity. We work hard to create a positive work environment where each individual is appreciated, proud, satisfied, and adds value to the Company. We practice equal opportunity without regard for ancestry, age, physical or mental disability, genetic information, medical condition; military or veteran status; race, racial orientation, racial expression (including protective hairstyles), creed, color, national origin (including language use restrictions and possession of a driver's license issued under Vehicle Code section 12801.9); religion; sexual orientation, gender (including gender identity, gender expression, and non-binary individuals), transgender status, sexual stereotypes; marital or registered domestic partnership status; or any other basis or consideration made unlawful by federal, state, executive order, or local law, ordinance or regulation. Our employment decisions are based on experience, individual merit and Company requirements. Retaliation and discrimination are prohibited.

Our goal is to deal fairly and equitably with our coworkers, suppliers, outsource partners, and customers. All employees are expected to treat others with dignity and respect. Managers at

all levels have a special obligation to encourage and cultivate a safe and secure workplace in which employees and other stakeholders can raise issues without fear of reprisal or retaliation.

Human Rights and the Law

We comply with employment laws in every jurisdiction including city, county, state and country in which we operate and support fundamental human rights for all people.

We will not employ children or forced labor and support all anti-slavery measures, protections and laws across all countries in which we operate and conduct business. We will not allow physical punishment or abuse. We will respect the rights of employees to exercise their lawful right of free association.

Fair Treatment and Opportunity

We are firmly committed to the fair treatment and compensation of all employees. All applicants and employees are determined by their qualifications, demonstrated skills and achievements. We believe in recognizing and rewarding excellent performance, and offering opportunities for advancement through training and promotions.

Diversity

We believe that differences should be valued. Every employee and individual deserves the opportunity to work and grow in an environment that is free of discrimination, bullying, and harassment, and that supports work/life flexibility. Diversity will be accepted throughout the Company, and we will encourage, support, and gain from creativity, varied perspective, innovation, and energy that results from a diverse workforce.

Harassment, Discrimination and Retaliation

Rockley Photonics Holdings Limited is an equal opportunity employer and is committed to providing a work environment free from harassment, discrimination, retaliation, disrespectful bullying, or other unprofessional conduct based on sex, race, racial expression (including protective hairstyles), religion (including religious dress and grooming practices), creed, color, gender (including gender identity, gender expression, and non-binary individuals), transgender status, sexual stereotypes, sexual orientation, national origin (including language use restrictions and possession of a driver's license issued under Vehicle Code section 12801.9), ancestry, physical or mental disability, medical condition, genetic information, marital status, registered domestic partner status, age, military and veteran status or any other basis protected by federal, state or local law or ordinance or regulation.

The Company also prohibits discrimination, harassment, disrespectful, bullying or unprofessional conduct based on the perception that anyone has any of those characteristics or is associated with a person who has or is perceived as having any of those characteristics.

In addition, the Company prohibits retaliation against individuals who raise complaints of discrimination or harassment or who participate in workplace investigations.

All such conduct violates Rockley Photonics Holdings Limited anti-harassment/discrimination and retaliation policies and will be subject to disciplinary action, including immediate termination of employment in certain circumstances.

Harassment Prevention

The Company's policy prohibiting harassment applies to all persons involved in the operation of the Company. The Company prohibits harassment, disrespectful bullying or unprofessional conduct by any employee of the Company, including supervisors, managers and co-workers as well as clients, vendors, independent contractors/consultants, temporary workers, volunteers, interns (both paid and unpaid), persons providing services pursuant to a contract and any other persons with whom you come into contact while working.

Improper harassment is generally conduct that: does not relate to the business of the Company; has the purpose or effect of interfering with an individual's ability to work, or that creates a hostile, intimidating or abusive work environment; and is directed at an individual because of the individual's inclusion in a protected class.

Sexual harassment is a problem that deserves special mention. For purposes of this policy, sexual harassment is defined as unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature when: (i) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment; (ii) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or (iii) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance, or creating an intimidating, hostile or offensive working environment.

Sexual harassment does not need to be motivated by sexual desire to be unlawful or to violate this policy. Prohibited harassment is not just sexual harassment but harassment based on any protected category.

Prohibited harassment, disrespectful bullying or unprofessional conduct includes, but is not limited to, the following behavior:

- Verbal conduct such as epithets, derogatory jokes or comments, slurs or unwanted sexual advances, invitations, comments, posts or messages;
- Visual displays such as derogatory and/or sexually oriented posters, photography, cartoons, drawings or gestures;
- Physical conduct including assault, unwanted touching, intentionally blocking normal movement or interfering with work because of sex, race or any other protected basis;
- Threats and demands to submit to sexual requests or sexual advances as a condition of continued employment, or to avoid some other loss and offers of employment benefits in return for sexual favors;

- Retaliation for reporting or threatening to report inappropriate conduct or harassment; and
- Communication via electronic media of any type that includes any conduct that is prohibited by state and/or federal law, in-country laws, or by Company policy.

No Discrimination

The Company is committed to compliance with all applicable laws providing equal employment opportunities as set forth in the Company's Equal Employment Opportunity policy. This commitment applies to all employees.

Pay discrimination between employees of the opposite sex performing substantially similar work, as defined by the California Fair Pay Act, any other applicable state laws, federal law, and specific country laws is prohibited. Pay differentials may be valid in certain situations as defined by law. Employees will not be retaliated against for inquiring about or discussing wages, however, the Company is not obligated to disclose the wages of other employees.

The company has internal complaint procedures to immediately address and undertake an effective, thorough, and objective investigation. If an employee believes that they have been unlawfully harassed, they should submit a verbal or written complaint to their manager, the Chief Executive Officer, Chief Operating Officer, or Human Resources as soon as possible after the incident. If the employee is uncomfortable making a personal complaint known, they may make this complaint directly to the hotline provided by Lighthouse, which allows for confidential and anonymous concerns and complains. This hotline number is (855) 222-2614 (US & Canada), (800) 603-2869 (Outside US & Canada) or reports@lighthouse-services.com and can also be located directly on the Company website or www.lighthouse-services.com/rockleyphotonics. If it is determined that unlawful harassment has occurred, effective remedial action will be taken. Any employee determined to be responsible for unlawful harassment will be subject to appropriate disciplinary action, including immediate termination in certain circumstances.

Employees may also file a complaint with the Equal Employment Opportunity Commission, California Department of Fair Employment and Housing, or an analogous agency in your state, who will investigate and prosecute complaints of prohibited harassment, discrimination and retaliation in employment. The nearest office can be found by visiting the agency websites at www.eeoc.gov and www.dfeh.ca.gov. For non-USA countries, refer to your employment governance in your specific country or reach out to Human Resources, including Human Resources supporting non-USA locations.

Supervisors and/or managers must refer all complaints involving harassment, discrimination, retaliation or other prohibited conduct to the Human Resources Department so the Company can resolve the complaint.

When the Company receives a complaint of misconduct, it will immediately undertake a fair, timely, thorough, and objective investigation of the allegations in accordance with all legal requirements. The Company will reach reasonable conclusions based on the evidence collected.

The Company will maintain confidentiality to the highest extent possible. However, the Company cannot promise complete confidentiality. The employer's duty to investigate and take corrective action may require the disclosure of information to individuals with a need to know. The Company may exercise its discretion to put certain interim measures in place, such as a suspension, leave of absence or a transfer, while the investigation proceeds.

No Retaliation

The Company will not retaliate against you for filing a good-faith complaint pursuant to this policy or participating in any workplace investigation and will not tolerate or permit retaliation by management, employees or co-workers.

Implementation

Violations of this Code or of any direction given by management in order to effect the provisions, goals, and aims of this Code may result in disciplinary action, including immediate termination of employment in some circumstances.

Waiver

Any waiver of this Code for executive officers or directors or any waiver of the Code of Ethics for Senior Financial Officers may be made only by the Board, or a committee of the Board responsible for corporate governance, will be required to be documented in writing, and will be promptly disclosed as required by law.

Reporting Violations of this Code

Employees are responsible for being aware of the corporate policies applicable to their activities and to comply with them fully. If you become aware of illegal activity, unethical behavior, a violation of this Code, or believe that a violation may take place in the future, you must promptly report the matter. Failure to report a known violation allows misconduct to go unremedied and is itself grounds for discipline. Ordinarily, the report may be made to the employee's immediate supervisor who, in turn, must report it to the CFO or human resources of the Company. If the report pertains to concerns regarding questionable accounting or auditing matters, the employee should direct the report to the Chair of the Audit Committee of the Board as described in the Company's policy entitled "Procedures for the Reporting of Questionable Accounting and Auditing Matters."

Employees may report evidence of wrongdoing, complaints, or concerns relating to accounting and auditing matters to the Chair of the Audit Committee at any time. This report may be made in person or in writing, and may be anonymous, at the employee's discretion, through the following:

- Contact the Chair of the Audit Committee by email at caroline.brown@rockleyphotonics.com.
- Contact the Chair of the Audit Committee by mail at Rockley Photonics Holdings Limited, Attn: Audit Committee Chair, 1 Ashley Road, 3rd Floor, Altrincham, Cheshire, Unit Kingdom WA14 2DT. (This correspondence will be forwarded directly to the Chair of the Audit Committee.)
- Anonymous hotline at Lighthouse at (855) 222-2614 (US & Canada), (800) 603-2869 (Outside US & Canada) or reports@lighthouse-services.com and can also be located directly on the Company website or www.lighthouse-services.com/rockleyphotonics.

Employees submitting a report on an anonymous basis are strongly encouraged to keep a copy of the report (if made in writing) and a record of the time and date of their submission, as well as a description of the matter as reported if the report was not in writing.

Employees are encouraged to provide as much specific information as possible, including names, dates, places, and events that took place, relevant documents, and the employee's perception of why the incident(s) may be misconduct.

If possible, the employee should provide a means by which they can be contacted in the event that an investigator needs to follow-up or wants to report back to the employee.

We will not allow retaliation against an employee for reporting a possible violation of this Code unless it can be shown that the report was knowingly false. Retaliation for reporting a federal offense is illegal under federal law and prohibited under this Code. Such retaliation will result in discipline up to and including termination of employment and may also result in criminal prosecution. The employee is protected from retaliation even if the investigator does not agree that there has been a violation. However, if the employee making the report was involved in improper activity, the fact that the employee reported it will not necessarily prevent the employee from being disciplined for the employee's participation in the violation. In these circumstances, the Company may consider the employee's conduct in promptly reporting the information as a mitigating factor in any disciplinary decision.

What to Do if You Have Questions or Are Unsure About a Transaction

We must all work to ensure prompt and consistent action against violations of this Code. However, in some situations, it is difficult to know right from wrong. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. These are the steps to keep in mind:

- Always ask first, act later. If you are unsure of what to do in any situation, seek guidance from your supervisor, the CFO or human resources of the Company before you act.
- Make sure you have all the facts. In order to reach the right solutions, you must be as fully informed as possible.

- Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question you are faced with, and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, it probably is.
- Discuss the problem with your supervisor. This is the basic guidance for all situations. In many cases, your supervisor will be more knowledgeable about the question, and will appreciate being brought into the decision-making process.
- Seek help from Company resources. In the event it is inappropriate to discuss an issue with your supervisor, or if you do not feel comfortable approaching your supervisor with your question, you may also call the CFO or human resources of the Company.
- You may report ethical violations in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, we will manage your anonymity to the highest extent possible.
- Focus on global responsibility, we are a global company with a global reputation and responsibility to global customers, clients and shareholders.
- **If you have any questions or uncertainties regarding this Code or are unsure as to whether a transaction is consistent with this Code, please contact the Chief Financial Officer or human resources, or any member of the human resources team of the Company.**

Accountability for Adherence to this Code

The Board shall determine, or designate appropriate persons (including coordinating with an employee's supervisor and human resources) to determine, appropriate actions to be taken in the event of violations of this Code. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to this Code, and shall include written notices to the individual involved that the Board or its designee has determined that there has been a violation, and may include censure by the Board or its designee, demotion or re-assignment of the individual involved, suspension with or without pay (as determined by the Board or its designee). Failure to comply with this core policy may result in further disciplinary action, including immediate termination of the individual's employment or other service in certain circumstances.

ACKNOWLEDGMENT

I have received and read the Company's Code of Business Conduct and Ethics. I understand the standards and policies contained in the Company's Code of Business Conduct and Ethics and understand that there may be additional policies or laws specific to me depending on my role with the Company. I further agree to comply with the Company's Code of Business Conduct and Ethics.

If I have questions concerning the meaning or application of the Company's Code of Business Conduct and Ethics, any Company policies, or the legal and regulatory requirements applicable to my job, I know I can consult my manager or the Chief Financial Officer, human resources, or any other member of human resources or management of the Company, knowing that my questions or reports to these sources will be maintained in an appropriate manner.

Name

Signature

Date

Please sign and return this form to the Human Resources Department. In the alternative, the Company may accept confirmation of your acknowledgment via electronic transmission, such as electronic mail.