

Nicopure Labs, LLC

Code of Conduct and Ethics

Introduction

Nicopure Labs, LLC (“Nicopure”) is committed to preserving the highest of standards for honest and ethical conduct in all of its business dealings. The Nicopure Code of Business Conduct and Ethics (“Code”) examines a wide range of business practices and procedures. However, it does not cover every issue that may arise, but rather is intended to convey basic principles with which we expect you, our employees, officers, and owners to comply. Each employee is expected to conduct themselves in accordance with the policies set forth in this Code and seek to avoid even the appearance of improper behavior. All supervisory and management personnel have a special responsibility to lead according to the standards in this Code.

1. Compliance with the Law

Obeying the law is the very foundation on which the ethical standards of Nicopure were built. It’s imperative to respect and obey the laws, rules and regulations of the United States and the states, counties, cities and other jurisdictions in which we operate. Although, not all of you are required to memorize the details of these laws, it is essential that you are able to determine when to seek advice from your supervisors, managers or others. Nicopure’s Legal Department is available to all employees who have any questions about the details of laws and regulations applicable to them.

2. Corporate Opportunities

Employees, officers, as well as ownership, have a duty to advance Nicopure’s legitimate interests when the opportunity to do so arises. Exploiting opportunities that properly belong to Nicopure or which you discover through the use of corporate property, information or position, is strictly prohibited. Using corporate property, information, or position for personal gain, or competing with Nicopure is also restricted.

3. Confidentiality Must Be Maintained

Maintaining the confidentiality of classified information entrusted to you by Nicopure, and our suppliers, customers and others, with whom we conduct business with, is mandatory. Furthermore, you may not use any such information for your own profit or advantage. You may disclose confidential information when disclosure is authorized by the company or required by laws, regulations or legal proceedings. Confidential information generally includes non-public information that might be useful to competitors or others, or harmful to the owner of the information if disclosed. Your obligation to preserve confidential information continues even after your employment ends.

4. Conflicts Of Interest

A “conflict of interest” occurs when your individual private interests interfere or conflict with the interests of Nicopure or even when they only appear to interfere or conflict. If you have a conflict of interest, it may be difficult for you to perform or work objectively and effectively, or to exercise sound business judgment on behalf of Nicopure. Conflicts of interest should be avoided at all costs. It may not always be clear whether a situation presents a conflict of interest or potential conflict of interest.

Examples of some potential conflicts of interest are:

- Receipt of an improper personal benefit as a result of your position with Nicopure.
- Serving as an officer, employee or consultant, or otherwise having a material financial interest in a competitor, customer or supplier of Nicopure.

If a situation arises in which you believe could involve a conflict of interest, or even the appearance of a conflict of interest, you are to report the matter to your supervisor immediately. If you are an executive of the company, any actual or potential conflict of interest must be reported to ownership or Nicopure’s Legal Department.

5. Fair Dealings with Competitors

We seek to outperform our competition fairly and honestly. We pursue competitive advantages through superior performance, never through unethical or illegal business practices. We do not permit or condone improper taking or use of proprietary information of others, possessing trade secret information that was obtained without the owner’s consent, or inducing such disclosures by past or present employees of other companies. You should endeavor to deal fairly with our customers, suppliers, competitors, employees and not attempt to take unfair advantage of anyone through manipulation, concealment or abuse of privileged or confidential information, misrepresentation, or any other intentional unfair practice.

6. Protection of Company Assets and Property

You should aim to protect the assets, integrity and property of Nicopure and ensure their efficient use. Theft, carelessness and waste have a direct impact on profitability. Any suspected incident of fraud or theft affecting the company should be reported immediately. Do not use Nicopure assets for non-company business. Under no circumstance should you use Nicopure funds or property in furtherance of any unlawful purpose.

You are obligated to protect the assets and property of Nicopure including intellectual property and proprietary information. Trade secrets, patents, trademarks, copyrights, marketing and strategic plans, designs, databases, records, salary information and any unpublished financial data and reports ALL apply.

7. Discrimination and Harassment

Nicopure is an equal opportunity employer and does not tolerate any form of discrimination or sexual harassment in the workplace. It is our policy to provide equal opportunities for all applicants and employees. Nicopure recruits, hires, transfers, promotes, trains and administers all personnel policies without regard to race, color, religion, national origin, gender, age, marital status, disability or veteran status. If you feel that you are being subjected to discriminatory treatment or sexual harassment, you should promptly utilize Nicopure's complaint procedure outlined in the Employee Handbook. Nicopure will not take or permit retaliatory actions against an employee who, in good faith, reports or provides information about misconduct.

8. Books and Records

It is our policy to comply with the financial reporting and accounting regulations that apply to the company. All of our books, records, accounts and financial statements must be maintained in reasonable detail, accurately and fairly represent Nicopure's transactions, and conform to legal requirements. You may not create or participate in the creation of records that are misleading or artificial. You should retain Nicopure records in accordance with our record retention policy. In the event of litigation or a governmental investigation, which may involve any records under your control, consult with Nicopure's Legal Department for guidance with regard to maintaining those records.

9. A Safe and Healthy Work Environment

Nicopure strives to provide each employee with a safe, professional, and healthy work environment. It is critical to abide by all health and safety rules such as, reporting accidents, injuries, unsafe equipment, practices or conditions. Violence and threatening behavior are never permitted. All employees should report to work in condition to perform their duties, free from the influence of alcohol or illegal drugs. The use of illegal drugs in the workplace will not be tolerated.

10. Reporting

You are urged to promptly report illegal or unethical behavior, including financial misconduct and other violations of this Code. Any concerns or complaints will be kept confidential and anonymous, unless required by law in some circumstances. We will not allow any form of retaliation against you when reporting misconduct by others in good faith.

11. Accountability

As a condition of your employment with Nicopure, you accept the responsibility of complying with the policies set forth in this Code. Violation of any of the aforementioned policies, you will be subject to disciplinary action resulting in suspension or termination of employment for cause, or other legal action if appropriate under the circumstances. This Code is not intended to and does not create a contract of employment between you and Nicopure, nor does it guarantee that your employment with the company will continue as long as you comply with its policies.

Revised January 12, 2016