

CODE OF CONDUCT

**Clear Standards and Expectations for
Employees, Suppliers & Agents of IFD**

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IFD Credo

We have a responsibility to our customers, the people that interact with our products, and the governments in whose countries we are operating to provide high quality products, transparency in all business dealings, and accountability for all actions that are taken. For customers, this means having orders serviced promptly and accurately. Should any attention be needed for our products or orders, we must address these quickly and to the customers satisfaction. We need to have the same attention to the needs of the governments and the people that are affected by our products. This means always being transparent in our actions.

We are responsible to our employees who work with us throughout the world. We must provide an inclusive work environment where each person must be considered as an individual. We must respect their diversity and dignity and recognize their merit. They must have a sense of security, fulfillment, and purpose in their jobs. Compensation must be fair and adequate and working conditions clean, orderly, and safe. We must support the health and well-being of our employees and help them fulfill their family and other personal responsibilities. Employees must feel free to make suggestions and complaints. There must be equal opportunity for employment, development, and advancement for those qualified. We must provide highly capable leaders and their actions must be just and ethical.

We are responsible to the communities in which we live and work and to the world community as well. We must help people be healthier by supporting better access and care in more places around the world. We must be good citizens — support good works and charities, better health, and education, and bear our fair share of taxes. We must maintain in good order the property we are privileged to use, protecting the environment and natural resources.

Our final responsibility is to our investors. Business must make a sound profit. We must experiment with new ideas. Research must be carried on, innovative programs developed, investments made for the future and mistakes paid for. New equipment must be purchased, new facilities provided, and new products launched. Reserves must be created to provide for adverse times. When we operate according to these principles, the investors should realize a fair return.



Table of Contents

IFD Credo.....	2
Introduction.....	5
What is the IFD Code of Conduct?	5
Why do we have a Code, and why must we follow it?	5
When faced with a difficult decision about business conduct, ask these questions:	5
Who must follow the Code?	5
Where can I go for advice and guidance on our Code?	6
Every employee’s responsibility	7
Every manager’s responsibility	7
How We Conduct Business	8
Every employee’s duty	8
Product Lifecycle.....	8
Anti-corruption and anti-bribery laws.....	9
Antitrust and Competition Laws	9
Global trade compliance: anti-boycott and trade sanctions laws.....	9
“Third country” payments	10
Human rights.....	10
Political activity.....	10
Public procurement.....	10
Fair purchasing	11
Sustainability and environmental laws and regulations.....	11
Privacy	11
Fair Treatment of Employees	11
Engaging our workforce	12
Non-discrimination and preventing harassment and bullying	12
Safe and healthy work environment.....	12
Use of social media.....	13
Financial Integrity and Protecting Our Assets.....	13



Accuracy of Company records and public reports.....	14
Use of Company assets.....	14
Intellectual property and confidential business information.....	15
Respect for trade secrets and confidential information	15
Conflicts of Interest.....	15
When does “conflict of interest” occur?	16
Gifts, entertainment, hospitality, travel and other items of value	16
WHAT IS ALLOWED?	17
IS THIS A CONFLICT?.....	17
Personal investments, transactions and outside business interests	18
Family members and close personal relationships	18
IS THIS A CONFLICT?.....	18
Outside board memberships.....	19



Introduction

What is the IFD Code of Conduct?

The values and principles spelled out in Our Credo serve as our compass; the IFD Code of Conduct (“Code”) is the road map that helps us stay on course with those values.

The Code sets basic requirements for business conduct and serves as a foundation for our Company policies, procedures, and guidelines, all of which provide additional guidance on expected behaviors.

Why do we have a Code, and why must we follow it?

To continue to operate and maintain our reputation as a company that puts first the needs of the people we serve around the world, we must each learn, understand, and comply with our Code.

Complying with our Code is about creating an open and honest environment where we can achieve our best work legally and with integrity. And we can be proud of how we overcome our challenges and achieve our successes.

Whenever we become aware of a violation of the Code, Company policy or the law, we will act to address the problem and prevent future occurrences. Depending on the circumstances, corrective and preventive steps might include training, counseling, and disciplinary actions up to and including termination of employment.

You have a responsibility to speak up when you are in a situation or are aware of a situation that you believe may violate or lead to a violation of the Code, Company policy or the law. Our [Escalation Procedure](#) can offer guidance on how to bring attention to a matter of concern.

When faced with a difficult decision about business conduct, ask these questions:

- Is the conduct a violation of IFD Code of Conduct Company policy or the law?
- Is the conduct in conflict with Our Credo responsibilities?
- Will the conduct appear unethical to stakeholders outside our Company?
- Could the conduct harm my reputation or the reputation of IFD?

If the answer to any of these questions is “YES,” ask for help.

Who must follow the Code?

All employees of IFD, its subsidiaries, agents and consultants are required to understand and comply with the Code of Conduct, Company policies and laws that govern their activities. Together with Our Credo and other Company policies, the Code helps us make the right decisions and take the right actions, regardless of where we work or the type of work, we do.



We believe that every employee is a leader, regardless of job responsibilities, title, or function. By following our Code, each of us serves as a role model for our peers, business partners, customers and others who see us in action every day.

People managers have additional responsibilities to serve as a positive role model in every respect and to help employees review, understand, and apply the Code.

Individuals and companies conducting business on our behalf must also follow our Code of Conduct, in addition to other relevant Company policies. Applicable provisions of this Code should be included in the contracts of third-party suppliers, manufacturers, contractors, vendors and distributors doing business on behalf of IFD.

Where can I go for advice and guidance on our Code?

You are not alone! We have processes, guidance, and procedures in place to help you follow this Code, Company policy and the law. Take advantage of the breadth of capabilities, resources and expertise that exist globally within IFD, including:

➤ **MANAGERS AND SENIOR LEADERSHIP IN YOUR ORGANIZATION**

are available to answer questions and are generally most familiar with the Company guidelines that apply to the business activities in your organization.

➤ **HUMAN RESOURCES**

can explain and answer questions about employment policies, benefits, and workplace issues.

➤ **THE LAW DEPARTMENT**

can help explain and interpret this Code and can provide guidance about how to conduct business on behalf of IFD in compliance with the law. Additionally, they can help guide interactions with government officials.

➤ **PRIVACY OFFICE**

can offer advice and guidance on the privacy and protection of personal information of our stakeholders.

➤ **QUALITY & COMPLIANCE**

can explain and answer questions regarding the quality, safety, and regulatory compliance of our products and supply chain processes, including environmental, health and safety.

➤ **INFORMATION SECURITY & RISK MANAGEMENT**

protect the employees, assets, and records of IFD and its subsidiaries. Contact local security if there is an immediate danger or threat in the workplace.

➤ **OUR CREDO INTEGRITY LINE** (ourcredointegrityline.com)



is available 24 hours a day, 7 days a week. It is independent, secure, and confidential. It provides a channel for anyone (including employees, business partners, customers, consumers, and others) to report potential violations of the Code of Conduct, other company policies or applicable laws and regulations in our countries of operation.

Every employee's responsibility

To fulfill Our Credo responsibilities and maintain and enhance our culture and reputation, we rely on our employees to help enforce the Code. If you think there is a violation of the Code, or if you think an activity or behavior could lead to a violation, it is your responsibility to speak up.

Whether you report anonymously or give your name, you should provide as many details as possible, so the issue can be addressed thoroughly and promptly. In addition, you have a responsibility to cooperate in an investigation.

Our Company does not tolerate retaliation against anyone who raises a concern under this Code or assists with an investigation.

Any employee who engages in retaliation will face disciplinary action, which could include termination of employment.

Every manager's responsibility

As a people manager, you have a special and important responsibility to set an example and act in a manner consistent with our Code. Here are important guidelines you should follow:

- Act as a role model, demonstrating ethical behavior in the performance of your duties.
- Make objective business-related decisions.
- Review the Code at least once a year with your employees.
- Help employees understand the Code and Company policies, and direct them to resources to help them live the Code every day.
- Ensure employees are aware of, and properly trained on, the relevant laws, regulations and Company policies that govern the business activities in which they engage on the Company's behalf.
- Create an environment that fosters and enables ethical behavior, where employees are comfortable speaking up without fear of retaliation.
- Take seriously any concern raised by an employee that compromises the Code and determine if the issue should be escalated. If so, [escalate the matter](#) as soon as possible.
- Take corrective or preventive action when someone violates the Code.
- Fully support any investigation.



How We Conduct Business

WHAT it means:

IFD has the privilege of doing business in many countries and regions around the world. In every single location, we have the responsibility to know and follow the laws and regulations that apply to our business.

WHY it matters:

While compliance with laws and regulations is mandatory, it also shows our commitment to acting as a responsible corporate citizen. It demonstrates we care about and respect the people we serve. In addition, non-compliance with laws and regulations can result in civil and criminal fines and penalties, imprisonment and other commercial or personal disciplinary actions.

HOW we do it:

Our Company has comprehensive policies, procedures and required training that help employees comply with laws and regulations. Any conflict between local laws and regulations and this Code of Conduct should be brought to the attention of the Law Department.

Every employee's duty

Every employee is responsible for being familiar with and following the relevant laws, regulations and Company policies and procedures that govern the business activities in which the employee engages.

Product Lifecycle

Our Credo states that in meeting the needs of our customer and people affected by our products and services, everything we do must be of high quality. This commitment extends to everything we do to bring our products and services to the people who use them.

We aspire to the highest standards and level of integrity for each of these business activities by:

- *Complying with the laws, standards and regulations that apply to our products and processes (such as quality regulations and standards);*
- *Ensuring the safety of all people and structures near to the testing areas;*
- *Complying with the laws and regulations that cover gaining marketing authorization to sell our products, and interacting with regulators and other government officials;*
- *Adhering to the applicable manufacturing, packaging, distribution and export laws and regulations for our industry, and to laws and regulations in the countries where we do business;*
- *Following all laws and regulations regarding the promotion, marketing and sales of our products, including ensuring that what we say is truthful, not misleading, and is consistent with regulatory approvals for our products;*



- *Complying with the laws relating to product quality and safety, consistently and proactively monitoring the safety, quality, and performance of our products, and complying with all requirements for reporting adverse events and product quality complaints.*

Anti-corruption and anti-bribery laws

IFD takes a strong stance against corruption and bribery consistent with the anti-bribery and anti-corruption laws that exist in many countries around the world. We demand the same from our business partners. We strictly prohibit bribes, fraudulent conduct, kickbacks, illegal payments and any other offer of items of value that may inappropriately influence or secure an improper advantage with a government official, regulatory agency or customer.

We enter into a wide variety of scientific, educational, sales, promotional and marketing arrangements with both public and private entities and individuals. We also interact with government regulators, non-governmental organizations and inspection authorities. It is our duty to follow local and internationally applicable laws and ethical standards prohibiting bribery and corruption, and to avoid inappropriately influencing the decisions of logistics professionals and the purchasing decisions of the entities that buy our products and services. Value transfers to third parties must be at fair market value for services rendered and there must be a legitimate need for the goods and services. Grants and donations may only be provided if IFD does not receive anything of value in return.

Where and with whom we conduct business may vary, but our approach is consistent:

- *We treat business partners, competitors, other stakeholders and decision-makers with respect.*
- *We strive to work with third parties who also value and demonstrate high ethical standards in their business practices.*

Antitrust and Competition Laws

Antitrust and competition laws promote fair competition and protect consumers from unfair business practices. These laws frequently address illegal agreements between companies, such as price fixing, as well as other unfair trade practices that restrict competition.

We comply fully with all applicable antitrust and competition laws.

We are responsible for dealing fairly with customers, suppliers, competitors and other third parties. This means our employees avoid taking unfair advantage through manipulation, concealment or misrepresentation of key facts, or other unfair practices. For questions on antitrust and competition laws, contact the Law Department.

Global trade compliance: anti-boycott and trade sanctions laws

As a global provider of aerospace and logistics products and services, we conduct import and export transactions every day and must comply with all applicable local, regional and international trade laws, rules and regulations. We also respect trade sanctions and import/export restrictions imposed by governments that are applicable to our activities. For



questions regarding cross-border transactions, please contact the Finance or Law Department.

“Third country” payments

No payments of any kind should be made to a third party in any country other than the country where the sales were made, or in which the distributor or sales agent has a substantial place of business. For questions regarding “third country” payments, contact the Finance or Law Department.

Human rights

Our Credo values dictate that we operate as good global citizens. Our commitment to respecting human rights across our value chain—from our own employees to our supply base to the communities in which we live and work—is articulated in our [Statement on Human Rights](#).

Political activity

IFD is committed to citizenship and community involvement. Our political advocacy and political contributions are made in accordance with laws of the jurisdictions where we engage in these activities.

Political activities by corporations, including lobbying, are regulated, and must be reported under U.S. law and under the laws of many countries where IFD does business. All political and lobbying activities as well as meetings with government officials should be coordinated and aligned with Government Affairs & Policy.

We respect the right of employees to engage in political activity to support political groups, government officials or candidates. Any such activity must be voluntary and performed in the employee’s own time, at the employee’s own expense. It must be clear that the employee is acting independently and not as a representative of the Company.

Public procurement

Public authorities are critical customers for IFD and subsidiary companies because they buy our products and services. In many countries, public bodies are subject to local laws governing how they procure products and services. As a supplier of products, we are also required to comply with these laws. There must be neither inappropriate attempts to influence nor improper transfers of value.

Employees who are involved in tender processes, or who offer to provide our products and services under a contractual agreement to a public authority, must understand and follow the rules of public procurement. These rules can be complex but are critically important to our business. The Law Department can provide guidance on these rules.



Fair purchasing

Our Company purchases many items necessary to support our work, such as tools for our research, development and manufacturing activities, supplies and equipment for our offices, and catering services for our meetings. When making these and other purchases, we must act impartially toward vendors, suppliers and other service providers. Employees are required to follow the **Company's procurement** and purchasing policies.

See the Conflicts of Interest section of the Code for further guidance on accepting gifts and entertainment from, and having personal relationships with, vendors, suppliers, and service providers.

Sustainability and environmental laws and regulations

Our Credo states, "We must maintain in good order the property we are privileged to use, protecting the environment and natural resources." Our corporate-wide sustainability programs help us reduce environmental impacts from our operations, products and services; manage environmental risks; and pursue sustainability initiatives such as reducing waste and supporting recycling. Employees are required to adhere to Company-wide programs, and to be familiar and **comply with environmental laws and regulations** that relate to our specific work responsibilities. This includes complying with regulations related to the reporting, approval and registration of chemical ingredients used in our production and products.

Privacy

While conducting business, we collect and store personal information about employees, business partners, professionals, consumers and others, such as addresses, birth dates, financial, and other information. When we collect and process personal information, we must comply with applicable laws and **Company privacy policies**.

Personal information should be collected only for legitimate business purposes, shared only with those who are permitted access, protected in accordance with security policies and retained only for as long as necessary. We also must ensure that third parties with access to personal information are contractually obligated to protect it in accordance with applicable data security standards.

Fair Treatment of Employees

WHAT it means:

We treat each other with dignity and respect. Each of us deserves an inclusive workplace where we are fairly compensated and can do our best work.

WHY it matters:

Different thoughts, abilities, experiences, and individual characteristics make our work environment richer and lead to better business decisions and results. When our employees



are fully engaged and empowered, we drive innovation and create solutions that benefit communities around the world.

HOW we do it:

Our Code of Conduct reflects the principles that define how we treat each other, keep our workspaces safe, create a sense of belonging and provide equal opportunities for our workforce.

Engaging our workforce

At IFD, we believe in the power of people and value a globally diverse and inclusive culture, rooted in the ethical behaviors, respect and integrity inherent in Our Credo. An engaged, high-performing and diverse workforce will better understand and address the challenges and needs faced by our customers, logistics professionals and communities.

Non-discrimination and preventing harassment and bullying

We must be treated fairly and be respected for our contributions. Our Company provides equal opportunities for employment. We provide reasonable accommodation to qualified individuals with disabilities as well as individuals with needs related to their religious observance or practice. We base employment decisions on merit, and consider qualifications, skills and achievements. We do not tolerate discrimination based on characteristics such as age, gender, race, ethnic background, sexual orientation, gender identity, national origin or religious beliefs. We also do not tolerate **harassment or bullying**.

These provisions apply to interactions with employees, customers, contractors, suppliers and applicants for employment, and any other interactions where employees represent IFD.

Safe and healthy work environment

At IFD, we are committed to providing a safe and healthy workplace for employees, contractors and visitors working within, or visiting, our facilities and premises.

All employees and visitors are responsible for keeping safety and health top of mind, and should:

- *Promptly report unsafe or hazardous conditions to supervisors and hosts.*
- *Comply with all Company policies, standards and procedures relating to workplace health and safety.*
- *Comply with all applicable workplace health and safety laws and regulations.*

Child labor, **human trafficking** and illegal, abusive or forced labor have no place in our operations or in the operations of our suppliers or other third-party vendors of IFD and its subsidiaries. In addition to requiring compliance with local laws and regulations IFD has **policies** that prohibit the use of forced or compulsory labor in the manufacture of our products and product components. Third-party vendors are required to follow our **Responsibility**



Standards for Suppliers which include guidance on ethics, labor, employment and respect for human rights as well as on the health, safety and wellbeing of their employees.

Use of social media

Social media includes any digital communication channels that allow individuals to create and share content and post comments.

Employees must comply with all Company policies in their use of social media and related Company content and assets. Our policies apply to communications related to job responsibilities and to personal communications that may impact the Company. In personal activities on social media, employees should be respectful and recognize that their conduct may impact the way others view who we are and what we stand for as a Company.

Employees should include a proper disclosure statement when speaking about the Company and/or our products and services. Permissions must be secured, and releases obtained, when images or video of others are to be featured.

Be alert to reporting obligations, including adverse event reporting procedures and protecting IFD confidential information. Employees should be mindful of the content created, shared, and posted, remembering that the internet is a public place. Always use good judgment when engaging in social media activity. Be aware of the difference between social communication and business communication, as most social media platforms and mobile applications are not approved for business-related communication between colleagues or between internal and external stakeholders.

Financial Integrity and Protecting Our Assets

WHAT it means:

We keep complete and accurate financial records that represent the condition and results of the Company. We protect our Company's property, assets and confidential information.

WHY it matters:

Financial integrity helps us maintain the trust and confidence we have built with shareholders, governments, consumers, and employees.

HOW we do it:

Multiple controls are in place to protect and preserve our financial integrity. Every employee, regardless of title or function, is responsible for following the policies and procedures that involve Company funds, the reporting of financial and non-financial results, and the use of Company property and assets.



Accuracy of Company records and public reports

IFD conducts business in many countries. In all our dealings, we must keep accurate books and records that maintain the integrity of the Company's financial reporting, support internal decision-making, and strengthen our reputation with stakeholders.

Laws require us to be honest and accurate in our financial records so that they appropriately reflect our business transactions. In addition, we are required to develop and maintain an adequate system of internal accounting controls. Many people rely on us to report financial information truthfully, completely, and in a timely fashion; among them are government regulatory agencies, ratings agencies, and institutional and individual investors.

Inaccurate financial reporting could undermine shareholder confidence, impact our reputation, and subject the Company to fines and penalties.

Below are examples of how we build financial integrity into our work processes:

- *We sell and purchase products and services based on quality, price and service—never on the basis of giving or receiving payments, gifts, entertainment or favors, or based on other relationships with the supplier.*
- *We record sales and expenses during the appropriate accounting period in accordance with generally accepted accounting principles.*
- *We prohibit the use of Company funds, assets or information for any illegal purpose, including the purchase of privileges or special benefits through bribes, illegal political contributions or other illicit payments. We disclose and record all funds and assets of the Company in the appropriate reporting period.*
- *We keep accurate Company books and records and do not make false or artificial entries for any reason.*

Here are a few rules to keep in mind:

- *Always follow the **Company's procurement** and purchasing policies. If you are not sure what the policies are, ask your manager.*
- *Be sure to have all payments or usage of Company funds reviewed and approved, as required, by the appropriate manager. When submitting business expenses, follow our Company's **Travel & Entertainment** and **Compliance and Business Integrity** policies.*
- *Clearly and accurately describe all requests for payments and provide supporting documentation; use the proceeds only for the requested and approved purpose.*

Use of Company assets

We rely on Company assets to support our work every day. Computers, mobile devices, information technology hardware and software, vehicles, facilities, machinery, raw materials, inventory, intellectual property, supplies, and other assets are placed in our care and should be used only for legal, appropriate reasons. When working with Company information or technology tools (such as laptops, email, apps, databases, etc.), employees should set up complex passwords that cannot be easily guessed and should never share passwords.



Company information should not be stored with unapproved internet or cloud services that may not be protected and may be accessed by unauthorized people.

Intellectual property and confidential business information

The intellectual property and confidential information of the Company are irreplaceable assets. We must secure and protect the use of these valuable assets.

Intellectual property includes copyrights, patents, trademarks, product and package designs, brand names and logos, research and development, inventions, and trade secrets.

At all times, employees should take precautions to protect the intellectual property and confidential business information of the Company. Employees should avoid talking about or sharing such information in public places like airports and restaurants.

Any suspected theft of intellectual property or unauthorized disclosure of, or access to, our Company information should be immediately reported to one's manager or to Information Security & Risk Management, Global Security, or the Law Department.

Respect for trade secrets and confidential information

We respect the trade secrets and confidential information of other companies and individuals. We collect information from the public domain and do not permit the inappropriate collection of others' proprietary information.

To gather information about a competitor, seek out public sources, such as the media, trade literature, the internet, court papers, regulatory filings, or other public documents. Avoid discussions of competitive information with employees of competitors in all circumstances, including at professional association or industry meetings. Be truthful, and never misrepresent who you are or where you work to learn about competitors.

Conflicts of Interest

WHAT it means:

A conflict of interest is a situation in which a person or organization has conflicting interests or responsibilities, financial or otherwise, and serving one interest could have an adverse impact on those other interests or responsibilities.

WHY it matters:

The way we conduct ourselves in our business dealings impacts our reputation and the trust we maintain with stakeholders. By recognizing and taking proactive steps to prevent conflicts of interest, we send a clear message about our loyalty to our Company's integrity and our determination to do what is right.

HOW we do it:



We make business decisions based on the best interest of our Company and not for personal gain or benefit. We require all employees to disclose actual or perceived conflicts of interest proactively and promptly.

When does “conflict of interest” occur?

A conflict of interest is a situation in which a person or organization has conflicting interests, financial or otherwise, and serving one interest could have an adverse impact on those other interests or responsibilities.

A personal conflict of interest occurs when a personal relationship or activity could influence the judgment and ability to perform one’s job in an objective way and fulfill all duties to an employer. Even the appearance or perception of a conflict of interest can place our Company at risk. As employees, we should never allow divided loyalties or personal gain or benefit to prevent us from doing what is in the best interest of our Company and customers we serve.

An organizational conflict of interest can occur when entities within IFD have conflicting relationships with entities such as governments, payor groups, or individuals within these entities. For example, a conflict or perceived conflict may occur when our companies are collaborating on the development of products with their supporting systems and their infrastructure, while also seeking to sell products or services to those entities.

It’s not always clear whether an activity creates a conflict of interest. However, it is the responsibility of every employee to disclose a potential conflict, either personal or organizational. For this reason, employees are expected to discuss any potential personal conflicts—or questions about how best to handle a situation where a conflict might exist—with their manager or someone from Human Resources or the Law Department. If a conflict or potential conflict exists, the discussion with one’s manager should be documented. This will help protect the employee and IFD if the situation ever comes into question.

Organizational conflicts should be discussed with Health Care Compliance or the Law Department.

Gifts, entertainment, hospitality, travel and other items of value

Suppliers, vendors and others who do business with us are vital to our Company’s success. To keep our relationships with them honest and objective, we avoid conflicts of interest.

Conflicts of interest can occur when an employee solicits or accepts gifts, payments, loans, services or any form of compensation from suppliers, customers, competitors or others seeking to do business with our Company. Employees should only accept gifts, entertainment, hospitality, travel or other items of value from suppliers, vendors or other contractors where they are modest, are not cash or cash equivalents, and do not influence business decisions.

Our [Compliance](#) policies provide specific guidance on offering gifts, entertainment, hospitality and similar benefits to healthcare professionals and government officials.



WHAT IS ALLOWED?

As a global company, we operate in many diverse environments where certain activities are an expression of politeness or a reflection of societal and/or cultural practices. We respect cultural norms to the extent possible under the local laws and regulations by which we are governed, but those activities cannot violate this Code. There may be times when we must modify our response in a culturally sensitive and thoughtful way, especially if healthcare professionals or government officials are involved.

Customary activities include modest forms of hospitality, such as lunches or dinners and occasional gifts of minimal value, which do not influence business decisions. Although it is difficult to define “customary” or “modest,” the best approach is to exercise good judgment. If you are offered anything that is more than nominal in value, you must consult with your manager. You should avoid activities that are excessive or become a regular occurrence. For example, if the action will cause a disinterested third party to think the gift or service affected your judgment, then it is excessive and should be refused.

Employees are allowed to obtain personal loans from financial institutions that do business with the Company as long as the loans are made based on current rates and conditions. The same rule applies when employees buy products or services from our vendors. Transactions should be based on the same terms offered to any member of the public, except as described in various employee benefit programs.

IS THIS A CONFLICT?

A supplier sent me a gift basket filled with sweets. Can I accept it?

- *You can accept small gifts of modest value. However, if the gift is such that a third party might think the gift can influence or interfere with your decision-making, use common sense in whether you accept it, and talk to your manager.*

Our team is negotiating disaster coverage and reimbursement with a government’s disaster recovery team and learned that our R&D organization is a top contender for a large government grant to advance an innovative research and development program. Am I allowed to mention this grant in my negotiation, reinforcing that our Company has many ties to the government and our strong relationship?

- *No. You should keep the disaster coverage and reimbursement negotiation separate from what the R&D organization is pursuing. You may, however, be required to disclose the various relationships in your offer along with steps taken to mitigate any potential organizational conflict of interest. Conflicts of interest can have significant negative impact on the reputation and effectiveness of IFD and on our products and services.*

Can I invite a customer to spend a week at my vacation home?

- *It is generally inappropriate to offer something of more than modest value to a customer, distributor, or vendor. However, if you have a close personal relationship with that person, this may be acceptable under certain conditions. Discuss the situation with your manager. You*



should document the outcome of the discussion with your manager in writing if the decision is made that your offer is acceptable, and you decide to proceed.

One of my friends from university has a market research company. He gave me an interesting presentation for a project for IFD at a very low price. Is it permissible for me to give him the business?

- *Even if the spend is not high, we need to ensure that the final decision is based on objective criteria. You should disclose your relationship and the circumstance to your manager. If the Company decides to proceed, you should document the outcome of the discussion with your manager in writing, outlining the steps taken to mitigate any potential conflict.*

Personal investments, transactions and outside business interests

We know financial health is important to our employees and their families. At times, employees may want to make business investments or take on an additional job to help build financial security. However, employees must take care to avoid any potential conflicts of interest.

Family members and close personal relationships

Relationships with family members and close personal friends can influence our decisions. It is important to be careful about Company business decisions that involve close personal relationships.

To prevent conflicts of interest, employees should:

- *Avoid supervising or taking part in the hiring or promotion of a family member.*
- *Avoid holding a position with access to or influence over performance appraisals, salary information or other confidential information related to a family member.*

These situations should also be avoided in connection with another employee or a prospective employee with whom one has a close personal relationship outside the Company.

If any of these situations occur, an employee must inform the manager of the relationship. The manager will assess the situation, consult with management as needed, and may elect to transfer one of the employees to another available position where no conflict exists.

IS THIS A CONFLICT?

My family has an ownership interest in a growing distribution company. I'd like to authorize the use of this distributor for an IFD business because I can get us a very good deal. If I tell my manager about my family's interest in the business, is it allowable to hire the distribution company?

- *It is allowable to introduce the distributor to our business. You must fully disclose your family's and your own relationships to the distributor and then excuse yourself from the decision-making process and management of the project. The final decision should be made*



independently by a senior leader in the business without your involvement, and you should not seek to influence the outcome of the decision in any way.

My brother-in-law would be a perfect fit for a new marketing job opening. Can I go ahead and hire him without an interview or bid process?

- *No. You can refer him, but he must go through the normal application process. In addition, you must excuse yourself from the decision-making process and you should not seek to influence the outcome of the decision in any way.*

Outside board memberships

Serving on outside boards can present conflicts of interest and should be disclosed and discussed with one's manager. Before accepting memberships on any board, it is important to understand one's legal responsibilities and avoid affiliations that carry the potential for distraction and conflicts of interest.