



# Code of Business Conduct

January 2018

## NOTES:

- References to the “Company” or to “Greene’s” include Greene’s Energy Group, LLC, its direct and indirect subsidiaries, and their respective divisions. References to personnel affiliated with the Company include affiliated and unaffiliated service providers.
- The Q and A are not necessarily real questions and answers that have been asked at Greene’s, nor do they represent the only situations in which the relevant issues may arise. Rather, the Q and A questions are representative examples intended to help you understand the practical aspects of the policies and how they may arise in your work with Greene’s.
- Nothing in this Code of Business Conduct shall alter your status as an “Employee-at-Will” or affect in any way the right of the Company to terminate employment at any time with or without reason. Likewise, you may terminate your employment from the Company at any time with or without reason. No management official is authorized to make any oral assurance or promise of continued employment.
- The policies described herein may be changed or discontinued from time to time. Every effort will be made to keep you informed through suitable lines of communication including postings on Company bulletin boards, the Intranet, and/or mailings directly to you via email or regular mail.
- This Code cannot describe every law, regulation, or Greene’s policy or procedure that may apply to you. Greene’s may have more detailed standards, instructions, and policies written to further implement the principles set forth in this Code of Business Conduct. Always make certain to check the Greene’s Intranet for any updates to individual policies. Every Greene’s employee is responsible for understanding the Greene’s standards, instructions, and policies. If you have any questions about a particular standard, instruction, or policy, you should contact your immediate supervisor, the Human Resources Department or the Company’s Chief Legal Officer.
- **Greene’s Energy Group, LLC the parent company of the various Greene’s subsidiary companies, is a limited liability company organized in the United States under the laws of Texas. As such, this Code has been written to ensure compliance with United States law and may refer directly to statutes applying only in the United States. However, United States laws can apply even to business activities conducted outside of the U.S. In addition, because Greene’s does business all over the world, Greene’s and its employees are also subject to the laws of different countries in which they operate. Where local country laws pertaining to employment contain requirements that differ from the U.S. laws set forth in this Code, the local country law requirements prevail for employees working in those countries. Strict compliance with applicable law is required by all Greene’s employees or agents. Certain Human Resources policies and procedures may also vary between foreign locations and U.S. locations due to different foreign law requirements. If you have any questions about the laws that apply to you, contact the Human Resources department in the area in which you work or the Legal Department.**



Frank Mathews

# Greene's Commitment to the Code of Business Conduct

January 2018

A Letter from the President and Chief Operating Officer:

Dear Fellow Employees,

It is with great pleasure that I assume the roles of President and Chief Operating Officer. Over the last several years, our Company has experienced considerable growth, both domestically and internationally. A critical factor in the sustainability of this growth is our continued pursuit and demand for the highest standards of excellence in all that we do.

This Code of Business Conduct outlines the shared values, behaviors and commitment that each of us must adhere to in order to meet the standards of excellence for which our Company is known throughout the world. It is the foundation upon which our Company will continue to grow and prosper now, and in the future. You have my assurance that I am committed to following and enforcing the principles established in this Code of Business Conduct.

Our Company strongly believes that no one should ever sacrifice his or her integrity, whether for personal gain or for a perceived benefit to the Company's business. All of us, regardless of employment level, position, or geographic location are expected to make this commitment on a daily basis. Our reputation and our success depends upon the personal commitment that each of us makes to uphold the Company's values and practice ethical behavior in all of our business dealings.

You can look at the Code to guide your decisions in a variety of circumstances. However, no Code can anticipate every situation. If you do not find an answer to a situation or ethical dilemma in the Code policies and procedures referenced here, you should ask for clarification or assistance from your supervisor or the Legal Department. If you find yourself in a position in which you cannot seek further advice, ask yourself: Is it legal? Does it seem to be the right thing to do? Does it reflect the values and culture of Greene's Energy? If the answer to any of these questions is no or is uncertain, then perhaps you should refrain from taking the action until you can get further clarification. In such situations, we have to rely on your own individual integrity and commitment to the highest standards of excellence.

Thank you for being a part of the Greene's Energy Team,

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### **Disciplinary Action:**

If you fail to comply with the Code or any applicable law or regulation, you will be subject to discipline that may include termination of employment.

Disciplinary action will depend on the circumstances of the violation and will be determined by management in consultation with your Human Resources representative and/or the Legal Department.

Disciplinary action will be taken against any employee who:

- Authorizes or participates in violation of the Code;
- Deliberately fails to report known violations of the Code;
- Deliberately fails to cooperate with any investigation or corrective action;
- Conceals violations of the Code;
- Deliberately withholds or misstates relevant information about any potential violation of the Code;
- Retaliates, directly or indirectly, against a person who reports a concern in good faith or who helps to investigate or resolve a concern; or
- Knowingly makes a false accusation concerning violations of the Code.

Disciplinary action will be taken against any manager who, under the circumstances, should have known about a violation by people under his or her supervision and who did not act promptly to report and correct a violation.



# Reporting Unethical Business Practices Policy

All employees of the Company are responsible for reporting any suspected violations of Company policy. It is the Company's policy not to discipline or retaliate against anyone who in good faith reports a potential or actual violation of our Code of Business Conduct or participates in an internal investigation.

## Policy Overview

Unethical business practice in violation of Company policy, no matter how insignificant a violation appears, jeopardizes the Company's reputation for honesty and could subject both the organization and its personnel to potential criminal and civil liability.

It is every employee's responsibility to report suspected violations of Company policy (or applicable laws) to his or her immediate supervisor. When it is impractical to do so, employees are responsible for reporting the suspected offense to another manager, the Human Resources Department, or directly to the Legal Department. This policy applies to every individual affiliated with the Company around the world and across all levels of the organization.

It is the objective of the Company to 1) maintain an environment of open communication, allowing all employees an opportunity to express their concerns regarding violations of Company policy, and 2) help employees recognize and avoid unethical business conduct.

In order to assist its employees in reporting suspected violations, Greene's has contracted with Convercent, a secure third party anonymous incident reporting system. Convercent allows employees to report (anonymously or by revealing their identity) either from a telephone or through the internet:

1-800-461-9330 U.S. ■ 1-720-514-4440 International Collect Call ■  
■ 001-800-1777-9999 Singapore ■  
[www.convercent.com](http://www.convercent.com)

## BASIC RULES

- If you become aware of any conduct by a Greene's employee, officer, director, or agent that you believe may be unlawful, or unethical or may violate any portion of this Code of Business Conduct, you should speak up promptly.
- The Company maintains a personal 24-hour incident reporting system with Convercent. It is confidential and anonymous and has two easy methods of incident reporting 24 hours a day, seven (7) days a week. One can either log-on at **www.Convercent.com** to make a report or you may also make a report via telephone. Operators are available in most languages. In the United States you may call via the toll-free number: 1-800-461-9330. The international collect call is 1-720-514-4440. Singapore you may call 001-800-1777-9999. The report is instantly and discreetly forwarded for review and investigation. After submission, a reporting individual can anonymously receive and send messages pertaining to the report and receive status updates.
- **It is a violation of this Code of Business Conduct for any employee to retaliate in any way against any person for reporting in good faith any suspected violation this Code or of any Company policy.**

Each employee at Greene's Energy Group is responsible for his or her own behavior. While performing your job duties, you are responsible for ensuring that you conduct yourself in a manner that reflects positively on the Company. These responsibilities include, but are not limited to:

- Complying with all applicable laws and regulations;
- Complying with all Company policies;
- Maintaining appropriate ethical behavior;
- Reporting any suspected violations of the Code of Business Conduct; and,
- Annually submitting a Compliance Certification.

## QUESTIONS AND ANSWERS

- Q. I don't want to get fired if I make a report. Does the Company provide me with any protection?
- A. Yes, any employee who, in good faith, seeks advice, raises a concern or reports a possible violation is following this Code and doing the right thing. Greene's strictly prohibits and will not tolerate retaliation of any kind against anyone who reports a concern in good faith or who helps to investigate or resolve it. Anyone engaging in retaliatory conduct will be subject to disciplinary action, which may include termination of employment.
- Q. Will a response be given for every complaint that is filed? Is there a certain time frame that I can expect to receive a response?
- A. Yes, every serious complaint will receive a response in some form or fashion. The time period for a response may vary. **We encourage all employees to first approach their manager or the H.R. department (for H.R. matters) prior to filing a Convercent complaint.**



# Greene's Commitment to Health, Safety and Environment

Our Company is committed to maintaining the safety and health of people and the quality of the environment in which we work. As such, it is the policy of the Company:

- To be in compliance with all applicable safety and environmental laws and regulations of the government (Federal, State or Provincial, and Local) under which the Company conducts operations;
- To conduct all operations in a manner which promotes safety and avoids risk to our employees, our neighbors, and the environment;
- To implement programs, training, and internal controls necessary to achieve these goals; and
- To report and consider as a quality issue any incident which may occur on the job.

It is management's goal that no employee suffers a work-related injury or illness. We are committed to protecting the integrity of the Company's human, physical, and financial resources.

All levels of management are responsible for maintaining a safe and healthy workplace for all employees and for assuring that all safety practices are followed. Each of us has the authority and the responsibility to "Stop" or "Not Start" any work activity if hazards or risks pose a threat to safety or the environment. All employees are required to actively support our Safety and Health effort and accept responsibility for a safe working environment.



# Greene's Commitment to Its Employees

Our Company is committed to providing a safe, professional and supportive working environment for our employees, and those of other companies working on our premises. We recognize that our employees are its most valuable asset and are essential to the Company's success.

We work on a national and international basis which brings a diverse group of people together working towards a common goal. Greene's is committed to maintaining a work environment where diversity, as well as similarities, is valued and respected. Employees, irrespective of race, religion, gender, age, disability, national origin, marital status and/or veteran's status will be recruited, selected, developed, disciplined and promoted upon their contribution to the Company and to their performance.

All employees are expected to share the Company's commitment by ensuring that their relationships with others in the work environment are always conducted in a professional manner.

Our Company is dedicated to maintaining the best possible employee relations. We have made it our objective to have established personnel practices and policies administered on a uniform basis. We will continue to maintain good working conditions, competitive wages and benefits, open two-way communication, and employee involvement.

We also have an appeal process available to you if you feel that a decision has been made which violates our policies, or that you have not been treated in a fair and consistent manner. If you disagree with your immediate supervisor, you are encouraged to discuss the issue with that person. If you are not able to resolve the matter at this level, contact any other manager. We will discuss the issue at the appropriate level of management, up to and including the top management to try to resolve the issue.



# Equal Employment Opportunity Policy

**The Company prohibits unlawful discrimination against any employee or candidate for employment based on race, color, sex, pregnancy, age, religion, national origin, disability, veteran status, or any other equivalent factor.**

## Policy Overview

Greene's Energy Group is an equal opportunity employer. That means the Company is committed to providing equal opportunity for all qualified persons to pursue and be considered for Company job openings, promotions, training, transfers, and benefits programs without regard to the person's race, color, sex, pregnancy, age, religion, national origin, disability, veteran status, or any other equivalent factor. The Company's policy extends to all employment decisions and personnel actions including recruitment, hiring, training, promotion, transfer, compensation, benefits, discipline, separation, termination and all other terms and conditions of employment.

Employment decisions at Greene's are made on the basis of job qualifications and the ability to perform the essential functions of the job in question. The Company is committed to the maximum utilization of all human resources and the goal of enhancing employment opportunities for the disabled. Every effort will be made to ensure that all employment decisions and personnel actions taken by the Company are administered in conformity with the principle of equal opportunity for the disabled. Compliance with this important Company policy is the responsibility of all employees, and every Company employee is expected to make a personal commitment to upholding equal employment opportunity across all job classifications.

## BASIC RULES

- Make certain that your own decisions regarding recruitment, selection, development and advancement of employees are based upon merit—qualifications, demonstrated skills and achievements.
- Do not allow factors such as race, religion, gender, age, national origin, marital status, disability, or veteran's status influence your judgment.
- Document instances of unsatisfactory performance as they occur and inform the individual of his or her shortcomings. Judge employees under your supervision based upon performance. Do not let unrelated considerations form a part of the performance reviews.
- The Company has an appeal process available to you if you feel that a decision has been made that violates our policies, or that you have not been treated in a fair and consistent manner. Please contact the Human Resources Department for more information.

## QUESTIONS AND ANSWERS

- Q. Are there any exceptions to the general laws prohibiting discrimination in the workplace?
- A. Yes, it is important to understand that there are exceptions to the general law against discrimination in the workplace. For instance, the law specifically mandates that each sex receive equal pay for equal work, which is defined as work requiring substantially the same skill, effort, or degree of responsibility. While it is illegal to pay men and women differently for the same work, these rules do not prevent employers from paying some employees more for reasons unrelated to gender, including seniority, merit, or the quality or quantity of the work performed.

There is also exception to the general rule against gender-based discrimination which allows an employer to discriminate based on sex if a bona fide occupational qualification makes it reasonably necessary for the employee to be of a particular gender. If you have a concern about whether or not you are being discriminated against, you should speak with your Human Resources Department to gain a better understanding of the discrimination laws.



# Anti-Discrimination and Harassment Policy

The Company strictly prohibits discrimination, harassment, and/or sexual harassment by or of any of its employees, as well as any of its affiliated colleagues.

## Policy Overview

The Company is committed to maintaining a work environment for all of its employees that is free from discrimination and harassment based on race, color, sex, pregnancy, age, religion, national origin, disability, veteran status, or any other equivalent factor. To this end, the Company will strictly enforce all federal, state, and local laws that prohibit discrimination or harassment in the work place. Employees who by act or omission discriminate against or harass any applicant or employee based upon the above-stated characteristics shall be subject to disciplinary action, which may include immediate discharge from employment.

The following conduct is considered a violation of Company policy. This list is not exclusive, but used as an example of conduct that is inappropriate:

1. Making any decision regarding the hiring, firing, promotion, or demotion of an employee, or making any decision that affects the wages, benefits, or working conditions of an employee, based in whole or in part on race, color, sex, pregnancy, age, religion, national origin, disability, veteran status, or any other unlawful factor.
2. Derogatory remarks about a person's race, color, sex, pregnancy, age, religion, national origin, disability, veteran status, or any other unlawful factor.
3. Relating stories, jokes, experiences or anecdotes or displaying pictures, photographs, or other media or engaging in any similar conduct that is unwanted, unreasonable and offensive to the recipient based on race, color, sex, pregnancy, age, religion, national origin, disability, veteran status, or any other unlawful factor or status addressed by law which creates an intimidating, hostile or humiliating work environment for that person.
4. Making sexual advances or requests for sexual favors or other verbal or physical conduct of a sexual nature at the workplace.

## BASIC RULES

### Never

- Never engage in behavior that could be characterized as offensive, intimidating, malicious or insulting.
- Never engage in sexual harassment—i.e. unwelcome sexual advances, requests for sexual favors, physical contact or repeated sexual suggestions.
- Never make racial, ethnic, religious, age-related or sexual jokes or insults.
- Never distribute by e-mail or display offensive material, including inappropriate pictures or cartoons.

### Always

- Always show respect and courtesy to all employees, customers, vendors, contract workers, and visitors.
- Always use good judgment and avoid making jokes or comments if there could be a question of their appropriateness.
- If you are offended by an action or remark, speak up and advise the person that you are upset by his or her words or actions. Request that such behavior stop.
- Stop the offensive actions or remarks if someone says that you are offending them.

## QUESTIONS AND ANSWERS

Q: I am being teased by another employee and I consider it harassment of a sexual nature. What should I do?

A: Notify the offending individual that the conduct is not welcome and that if continued it will be reported. You should report complaints to your immediate supervisor or to any supervisor, manager or human resources representative with whom you feel comfortable. If that is not feasible, contact Convercent. Your call is confidential and you may remain anonymous however you must realize that it is difficult and in some cases impossible for the Company to investigate an anonymous complaint.

Q: Will Greene's tolerate any form of harassment?

A: No. Greene's will not tolerate any form of harassment, including sexual harassment, in its workplace, or directed at its employees wherever they may be working. Any conduct violating this policy will result in appropriate disciplinary action up to and including termination of employment.

Discrimination, harassment, workplace violence or other behaviors that negatively affect an individual's work performance or create an intimidating, hostile or offensive work environment that is pervasive or severe enough to alter the conditions of an employee's job and create an abusive working environment are prohibited.



# Drug and Alcohol Policy

**The Company prohibits the illegal use, sale, transfer, purchase or possession of controlled substances on Company premises, and prohibits the presence of impairing levels of controlled substances (whether legal or not) in an employee's system while the employee is in the work place.**

## Policy Overview

Greene's, including all subsidiary companies, is committed to maintaining strict standards of conduct which include the possible effects of alcohol, drugs and contraband in the workplace. Our position regarding substance abuse is the same whether alcohol, marijuana, illegal drugs, prescription drugs, or controlled substances are involved. This policy applies to all Company personnel and all visitors, part-time or contracted employees, or for post-accident purposes.

No intoxicant, including but not limited to, alcohol, controlled substances, mind altering chemicals, depressants, stimulants, and marijuana is allowed on premises of Greene's or the premises of our clients.

The off-duty use of intoxicants is prohibited if the off-duty use results in the presence of evidence of the intoxicant in the employee's urine or blood system when on-duty. Violations of this rule will result in discipline, which can include immediate termination of employment.

When an employee is involved in the use, possession, transfer, or sale of a substance in violation of this policy, Greene's may notify appropriate authorities. Such notice will be given only after such an incident has been investigated and reviewed by the employee's supervisor, the Human Resources Director, and/or the QHSE Manager.

Authorized Company representatives, third party providers or agents may, from time to time, without prior warning, conduct testing for intoxicants and conduct searches for any illegal substances. Items discovered through such search may be turned over to law enforcement authorities. Such search may include the use of canine detectors.

At the discretion of the Company, in any situation where such testing is either required by law or contract, or deemed necessary by the Company, any employee may be chemically tested by urine, blood, breath, and tissue or hair analysis. Tests may be performed for pre-employment, reasonable suspicion, random, returning-to-duty, rehabilitative, or post-accident purposes.

## QUESTIONS AND ANSWERS

### BASIC RULES

#### Never

- Never use or be under the influence of any impairing substance on the job.
- Never bring alcohol into the workplace.
- Except for medical prescriptions legally issued, never bring controlled substances into the workplace.

#### Always

- If you are taking a legally prescribed drug that may be affecting your judgment or reaction time, discuss the situation with your supervisor or a Human Resources representative to determine if you should report to work.
- Always follow local laws and customs when they are more restrictive than Company policy.
- If you observe that another employee's performance on the job is impaired due to the use of alcohol, drugs, or other substances, or that another employee is using illegal substances or abusing alcohol on the job, notify your supervisor, a member of management or the Human Resources Department.
- The Company recognizes that substance abuse and alcohol related problems, as well as other problems can be treated. Confidential assistance is available through Corporate Administration to all employees who wish to inquire.

Q: Can someone's personal items be searched for illegal substances while on Company property?

A. Absolutely. Desks, toolboxes, lockers, briefcases and similar items kept on Company property are subject to search. If they contain alcohol or other illegal substances, the substances will be confiscated, the employee may be subject to drug testing and appropriate disciplinary action will be taken.

Q. When can Greene's perform a drug test?

A. There are a variety of conditions under which Greene's can perform drug tests on its employees. Greene's always has the right to perform unannounced random drug tests. In addition, Greene's can perform drug testing

- to investigate possible individual employee impairment or
- to investigate workplace accidents.

Q. I noticed that a coworker was acting strangely after her lunch break. She was slurring her words and staggering when she walks. I confronted her— but she said she just had the flu— not to worry about it. The problem is that I smelled alcohol on her breath. What should I do?

A. You should notify your supervisor. If she is under the influence of alcohol, she is creating a safety hazard to herself and those around her. Such behavior violates our Company policies and our commitment to safety in the workplace. It cannot and will not be tolerated.



# Privacy and Employee Confidentiality Policy

Greene's is committed to respecting the confidentiality of our employees' personal information. It is Greene's policy to acquire and retain only employee personal data required for the effective operation of Greene's, for employment related purposes or required by law in the places where we operate. However, Greene's retains the right to monitor and review communications, records or other information created at work or with Company resources.

## Policy Overview

There are numerous federal and state laws designed to safeguard the public from unwarranted dissemination of personal information. Our Company respects the confidentiality of our employees' personal information. This means that only employees who have authorization and a clear business need should have access to personal records.

However, our respect for employee confidentiality is not a license to engage in inappropriate activities at work. Consistent with local laws, Greene's maintains the right to monitor and review communications, records and information created at work or with Company resources, including Internet activity, e-mail and voicemail.

In addition, there may be instances when Greene's must obtain consumer reports on its applicants and current employees for employment related purposes, including but not limited to hiring, retention, promotions, etc. Greene's requests all applicants and employees to give Greene's the written authorization to do so.

Personal data, information or electronic communications created or stored on Company computers or other electronic media such as hand-held devices are not private. Records of your electronic communications may be made and used for a variety of reasons, and may be subject to monitoring or auditing at any time and without notice.

## BASIC RULES

### Never

- Never provide personal employee data to anyone inside or outside of Greene's without proper authorization.

### Always

Understand the following principles:

- Computer passwords are to control access rather than assure privacy.
- All records generated by employees during the course of their employment are the business records of Greene's and may be subject to disclosure.
- Records are not to be removed, altered or destroyed except in strict compliance with Greene's Record Retention Policy found on the intranet.
- Employees do not have a right to privacy in the workplace, including emails, telephone calls, work areas, cabinets and drawers.

## QUESTIONS AND ANSWERS

Q. What is considered private employee data?

A. There is no single legal definition of "private employee data". However, it generally includes such things as employee addresses, photos, social security numbers, dates of birth, protected class information, and medical records.

Q. What is HIPAA?

A. HIPAA is the federal Health Insurance Portability and Accountability Act. It generally protects individual's health information maintained by health plans and health care providers. Generally, covered health plans and providers cannot use or disclose individually information without a HIPAA-compliant authorization from the patient or health plan participant, except for purposes of treatment, payment for health care and health care operations.

### **Fair Credit Reporting Act:**

Q. Why would Greene's need to run a Consumer Report on me? What can it be used for?

A. The Fair Credit Reporting Act (FCRA) is an American Federal law that regulates the collection, dissemination, and use of consumer credit information. Companies, such as Greene's have the right to use the information provided in Consumer reports for employment purposes (including background checks for hiring purposes, retention, promotion). However, in order to use this information, employers, such as Greene's, have the following responsibilities under the FCRA:

- They must obtain written authorization from the applicant/employee prior to requesting the check.
- They must notify the applicant/employee when an adverse action is taken on the basis of such reports.
- Users must identify the company that provided the report, so that the accuracy and completeness of the report may be verified or contested by the applicant/employee.



# Workplace Violence Policy

The Company is committed to ensuring that its employees are free from physical hazards in the workplace that are likely to cause harm. A safe and secure work environment, free from threats or violence, is one that allows employees to perform to their highest potential.

## Policy Overview

We all deserve to work in an environment that is free from violence or hostility. Our Company will not tolerate any threatening, hostile or abusive behavior by employees in the workplace, while operating Company vehicles, or on Company business, or by any persons on Company property, and will take immediate and appropriate action against offenders, up to and including termination and referral for criminal prosecution.

All employees of the Company are strictly prohibited from carrying a weapon on a customer's property. In some states, a person may be issued a permit to carry a concealed weapon. All applicants, vendors, customers, and employees of the Company are discouraged from using or possessing weapons of any kind, concealed or otherwise, at any time while on the premises of the Company or in the course and scope of conducting business on behalf of the Company.

"Premises" means the premises of the Company, including but not limited to: all structures in which the Company has presence including but not limited to offices, manufacturing facilities, shop areas, and warehouse or storage facilities, the areas surrounding such buildings, and all parking areas adjacent to or connected to such building or structures and used by the employees of the Company to park vehicles. "Premises" also includes Company owned or leased vehicles or employee owned or leased vehicles while being used on Company business.

Management recognizes and approves the following situation: employees may have unloaded firearms in their non-service vehicles for use in bona fide hunting activities; however, each employee must make this known to his/her supervisor. Firearms may not be demonstrated or traded on company premises. **No firearms are permitted in company-owned service vehicles.** The Company assumes no liability for damages or loss associated with weapons in personal vehicles.

In connection with this policy, the Company retains the right to search any employee, personal belongings, locker, desk, or any personal or company leased vehicle in the possession of an employee for the presence of a weapon prohibited by this policy.

## BASIC RULES

### Never

- Never use threats. Threats (whether implicit or explicit), intimidation and violence have no place at Greene's and will not be tolerated.
- Never bring weapons (guns, knives, bows, etc.) even if used for sporting purposes onto a Greene's workplace.

### Always

- Always bring unsafe practices, including threats and intimidation to the attention of your supervisor or manager, the local safety representative or your local Human Resources representative.
- Always report all incidents and threats of workplace violence.
- Always discuss the circumstances of the incident with management so that Greene's can share information about ways to avoid similar situations in the future.

The Company prohibits actual or threatened violence against co-workers, visitors or anyone else that is either on our premises or has contact with employees in the course of their duties. Every threat of violence is serious. We must report any such event immediately. Threats of immediate concern should be referred to the Safety Department and/or your local police department.

## QUESTIONS AND ANSWERS

- Q. Can I bring a firearm to work and leave it in my personal vehicle?
- A. Employees may have unloaded firearms in their non-service vehicles (i.e. not company-owned service vehicles) for use in bona fide hunting activities; provided that each employee must make this fact known to his/her supervisor.
- Q. What is workplace violence?
- A. Workplace violence is violence or the threat of violence against workers. It can occur at or outside the workplace and can range from threats and verbal abuse to physical assaults and homicide.
- Q. What should I do if I am concerned about workplace violence?
- A. Here are some steps that should reduce the odds of workplace violence:
- Learn how to recognize, avoid, and diffuse violent situations.
  - Alert other supervisors, managers, or your Human Resources Department to any concerns about safety or security and report all incidents immediately.
  - Avoid traveling alone into unfamiliar locations or situations wherever possible.



# Electronic Compliance Policy

**Computers and electronic communications are critical to our business. Everyone who uses a Greene's computer or PDA and creates business records must use them responsibly.**

## Policy Overview

Greene's must manage its business records and information in order to facilitate efficient business operations; protect the Company's assets; comply with all applicable legal, financial and regulatory requirements relating to record retention; and avoid unnecessary costs. Greene's employees must retain all documents (including e-mails and computer records) in their custody or control that relate to any reasonably foreseeable or ongoing investigation, lawsuit, audit or examination involving the Company, and as directed by the Legal Department.

- All employees must comply with Greene's Document Retention Program, as well as all applicable laws and regulations relating to the preservation of documents and records.
- When creating documents, use care to make them accurate and truthful.

The destruction or alteration of documents or records in order to impede an investigation, lawsuit, audit or examination violates Greene's policy and may lead to prosecution for obstruction of justice. If you are not sure whether a document may be disposed of, call the Legal Department.

Computers and electronic communications are critical to our business. Everyone who uses a Greene's computer must use it responsibly and respect restrictions on how it is used. Subject to local laws, the Company reserves the right to access, monitor and disclose communications made on its systems. Keep this in mind and exercise care when you use electronic mail.

## BASIC RULES

### Never

- Never use e-mail or the Internet in a way that might be considered to be discriminatory, offensive, defamatory, harassing, obscene a person's race, color, sex, pregnancy, age, religion, national origin, disability, veteran status, or any other unlawful factor.
- Never use Company electronic communications systems to improperly disseminate confidential, proprietary, copyrighted, or licensed materials.
- Never use Company electronic communications systems to transmit chain letters, advertisements, or solicitations (unless authorized).

### Always

- Always use computers primarily for legitimate business purposes. Any personal uses should be reasonable and kept to a minimum.
- Protect information used to access Company networks, including IDs and passwords, pass codes, and building-access key cards.
- Think before you send an e-mail. Electronic communications can be easily circulated and can be retrieved even when deleted.
- Always make certain to abide by the Company's Document Retention Policy which is located on the Intranet. If you receive a "Document Hold Notice", please make certain to retain the documents subject to the Hold Notice.

## QUESTIONS AND ANSWERS

- Q. Isn't it illegal for Greene's to read my email?
- A. No, it is not illegal. In fact, according to the Electronic Communications Privacy Act (ECPA), an employer-provided computer system is the property of the employer. As such, the Company has every right to monitor all email traffic and internet surfing that occurs on the Company's system.
- Q. What happens if a co-worker sends me an obscene or offensive email message? Am I going to lose my job because of someone else's' action?
- A. You cannot control other employees' actions, but you can control your own. If you receive an offensive email message from another employee, take the following steps:
- Do not forward, delete or reply to the message. Leave it in your electronic mailbox for management to review.
  - Report the incident to your supervisor, manager, or the Human Resources department. Management will handle the situation from there.
- Q. How will I know if a document that is scheduled for destruction under Company policy is relevant to pending litigation, investigation or audit?
- A. As soon as the Company becomes aware that such a legal proceeding, audit or investigation has commenced or is imminent, the Legal Department will circulate a memorandum outlining which records and documents may be relevant and are not to be destroyed.



# Greene's Commitment to its Business Partners

Our Company is committed to our business partners. We will strive to build long-term relationships and award business to third parties based on their ability to meet our needs and commitments, their reputation for service, integrity and compliance, their high standards for quality and delivery and their prices. We expect the same of our business partners.

Our Company's relationship with its business partners must be characterized by honesty and fairness. We are guided by the following standards of behavior:

- Solicitation of or dealings with our business partners shall reflect both the Company's best business interests and its high ethical standards. This means that the Company will not make any inappropriate payments to any employee of our business partners in order to obtain any improper benefit. We will not provide entertainment or gifts beyond that of nominal value that is customary and appropriate.
- Likewise, no business partners should make any payment to any Company employee outside the normal course of the employee's business duties. Our Company prohibits its employees from accepting any gift or entertainment from its business partners in excess of \$250. Under no circumstance should cash or kickbacks of any kind be provided to Company employees.
- Our Company is committed to the preserving free markets unfettered by unreasonable restraints of trade. As such, our Company will not participate in any activities that are a violation of anti-trust or fair competition laws.
- Our Company is committed to maintain the confidentiality of our Company's business, products, plans and strategies, and those of our customers entrusted to us while employed by and following termination with the Company. If you leave the Company, you must return all Company materials and property and any copy you may have made of such confidential information.



# Confidentiality Policy

**Company personnel are prohibited from (1) disclosing any Confidential Information about the Company to anyone outside the Company, and (2) misusing any form of confidential financial, business or technical information or any property, from any other person or company for individual gain.**

## Policy Overview

It is incumbent upon our employees to maintain the confidentiality of our Company's business, products, plans and strategies while employed by and following termination with the Company. If you leave the Company, you must return all Company materials and property and any copy you may have made of such confidential information.

"Confidential Information" means the Company's confidential, secret, or proprietary information, trade secrets, or know-how, including but not limited to the Company's data, specifications, drawings, written descriptions, instructions, processes, procedures, models, prototypes, products, business plans, customer names and lists, prices, costs, uses and applications of products, and results of investigations and research. Violation of this Policy could result in termination and/or subsequent legal action.

Employees entrusted with Confidential Information about the Company's business activities should keep it confidential even within the Company. Likewise, employees must not misuse Confidential Information about other companies with which they have been entrusted. Information should be disclosed within the Company only to those employees who are required to have the information as part of their job function.

Confidential materials should:

- Be stored in a secure place and should not be left out where others can see them
- Be clearly marked as "Confidential"
- Not be sent to unattended fax machines or printers
- Not be discussed where others may hear

As part of our commitment to protecting confidential proprietary information we must also exercise caution when using social media. Such media include internet chat rooms, message forums and social networking sites like Facebook, MySpace, Twitter or LinkedIn. While Our Company does not seek to limit our personal or professional interactions on such sites, we are expected to conduct ourselves appropriately in accordance with Company standards. This means that we must never disclose confidential proprietary information through our use of these sites. We must also ensure that we do not attribute our personal opinions to Our Company. Never post inappropriate or offensive materials or material that violates Our Company policies while representing Our Company.

## BASIC RULES

### Never

- Never share Confidential Information with friends or family.
- Never talk about Confidential Information in public places, such as elevators, airplanes or restaurants where you can be overheard.
- Never leave Confidential Information unattended on your desk, within Greene's facilities or in public areas.
- Never disclose Greene's Confidential Information to anyone outside of Greene's who does not have a confidentiality agreement protecting that information, or to anyone inside Greene's who does not have a need to know the information.
- Never use third party Confidential Information that has been obtained illegally or unethically.
- Never post Confidential Information on internet message boards, e.g. websites such as Yahoo!, Facebook, Twitter, LinkedIn.
- Never disclose Confidential Information about the Company on a personal website blog.

### Always

- Protect Confidential Information regardless of the media it is conveyed (i.e. printed, email, electronic files, or verbal communication).
- Retain Confidential Information in accordance with the Greene's Record Retention Policy.

## QUESTIONS AND ANSWERS

- Q. My work involves Confidential Information. I use my notebook computer when traveling on business. What precautions should I take?
- A. Keep your notebook computer secured at all times. Do not check it with the airline or leave it in any unsecured place. If you travel with confidential information, be careful where you work on sensitive documents. Avoid public places where your information might be seen, such as planes, airports or restaurants. If traveling abroad, check with the Legal Department to ensure any countries you are planning to visit do not have technology restrictions for notebook computers that could result in its being confiscated by Custom officials.
- Q. Can I get in trouble for posting Confidential Information on a personal website or blog?
- A. (For those of you who do not know, a "blog" is short for a web log or journal posted on the Internet. Unless the blog's creator restricts access to the blog, the blog may be accessed by anyone on the Internet.) Yes, Greene's has the right to discipline an employee, up to and including termination, if they post Confidential Information about Greene's on a personal blog.
- Q. I see a lot of people talking into cell phones in public places – is this a problem?
- A. It could be. You must be careful not to discuss Company information in public places where others may overhear you (including but not limited to talking on a cell phone), such as in taxis, elevators, restaurants, or at conferences or trade shows. When it is necessary to conduct a telephone call in a public place, be mindful of your surroundings.



# Business Entertainment and Gifts Policy

**Solicitation of or dealings with suppliers, customers, or others doing business (or seeking to do business) with the Company shall reflect both the Company's best business interests and its high ethical standards.**

## Policy Overview

Except in the case of government officials, as set forth below, Greene's employees are permitted to provide common courtesies, entertainment, and reasonable gifts for potential or existing customers or others involved with the Company's business in a manner appropriate to the business relationship. In all cases, related expenses should be reasonable, authorized, and consistent with applicable law and should be accurately recorded in the Company's books and records.

Providing business entertainment and gifts to U.S. and foreign government officials, (including employees of state-owned, -controlled, or -operated companies) and private persons acting in an official capacity on behalf of the government can raise serious concerns under U.S. and local laws. Business entertainment and gifts may not be provided to government officials without advance approval from the Company's President and Chief Operating Officer and the Chief Legal Officer. In all cases, the offer of lavish or excessive gifts and entertainment expenses to or on behalf of such government officials by personnel or persons affiliated with the Company is prohibited. Where authorized, business entertainment or gifts provided to government officials must be consistent with all applicable U.S. and local laws, and should be accurately recorded in the Company's books and records, as more fully discussed in the Anti-Corruption Compliance Manual.

To summarize, it is Greene's policy that no offer of entertainment should be provided to a government official without the prior approval of the Chief Legal Officer and the President/COO. For anyone else, no gifts or entertainment over \$250 may be given without prior approval of the Chief Financial Officer. See "Acceptance of Gifts and Entertainment Policy" in this Code of Conduct.

## BASIC RULES

### Never

- Never offer or provide a gift, entertainment or anything of value if it is:
  - Illegal;
  - Known to violate the rules of the recipient's employer;
  - Cash or cash equivalent (e.g., gift certificates, loans, stock or stock options);
  - Offensive, sexually oriented, or otherwise violates our commitment to respect others;
  - A *quid pro quo* (offered for something in return); or

### Always

- Always be provided only as a courtesy, token of regard or esteem or expression of gratitude in return for hospitality.
- Always be of the type and value that is customary and appropriate for the occasion.
- Always obtain the express written permission from the President/COO and the Chief Legal Officer before giving a gift or offering entertainment to a "government official".
- Always properly record any gift or entertainment as a "gift" or "entertainment" on the Company's books and records.
- Notify your supervisor, manager or the Human Resources Department if you become aware of a situation violating the gift and entertainment policy.

## QUESTIONS AND ANSWERS

- Q. I want to give one of our best customers a special gift to say thanks. I have access to some football tickets that I know she would appreciate, but I think it is against her company's policy for her to accept them. If she doesn't care about the policy, can I give her the tickets?
- A. No. If you know that giving a gift will violate the policy of the recipient's company, you may not give the gift. Just as we want others to respect our standards, we will respect theirs.
- Q. Can I bring a customer to a soccer match?
- A. It depends on many factors, including whether the offer of entertainment is to be made to a "government official" or where local law or the customer's policies prohibit such entertainment. It is Greene's policy that no offer of entertainment should be provided to a government official without the prior approval of the Chief Legal Officer and the President/COO. For anyone else, no gifts or entertainment over \$250 may be given without prior approval of the Chief Financial Officer.
- Q. It is customary in the country in which I work to present a small gift when meeting with a customer. Am I allowed to do this at Greene's?
- A. It depends upon many factors, including the type of gift, the value of the gift and the customer to whom the gift is given. It is Greene's policy that no offer of entertainment should be provided to a government official without the prior approval of the Chief Legal Officer and the President/COO. For anyone else, no gifts or entertainment over \$250 may be given without prior approval of the Chief Financial Officer.



# Acceptance of Gifts/Payment Policy

**No Company employee or third-party service provider shall directly or indirectly accept payments, fees, or services outside the normal course of the employee's business duties from any person, company or organization that seeks to conduct business with the Company.**

## Policy Overview

Except in compliance with this Procedure, employees of Greene's Energy Group, LLC or its affiliated companies ("Employee") shall be prohibited from accepting gifts of any nature which exceed \$250 in value from entities or individuals who conduct or seek to conduct business with the Company.

Any employee accepting a gratuity should do so only when he or she and the Chief Financial Officer agree that without question, no actual or implied obligation results from acceptance of the gratuity. In general, disclosure of the gratuity is sufficient to assure that there is no actual or implied obligation.

- All Department Heads and Area Managers of Greene's Energy Group, LLC shall by August 31<sup>st</sup> of each year submit to the Chief Financial Officer a list of contractors and vendors with whom the Company is doing business or is expected to do business during the next year.
- The Chief Financial Officer or his designee shall send a letter under his signature to such contractors and vendors advising them of the Company's policy regarding gratuities.
- The Chief Financial Officer or his designee shall maintain the lists of the contractors and vendors, and a log of all entertainment, gifts, travel, or other gratuities valued in excess of \$250 received by any Employee or a member of his or her immediate family.
- Employees shall obtain written approval from the Chief Financial Officer prior to accepting a gift valued in excess of \$250 and the Chief Financial Officer shall retain a copy of the written approval. The Company does not recommend gratuitous travel estimated to exceed eight (8) hours in duration when the Employee will be the sole guest or invitee of the contractor or vendor.
- The written approval shall state the name of the person receiving the gratuity, the name of the donor and company affiliation, the date the gratuity was received, and a description of the gratuity. If travel was involved, the approval shall contain the names and company affiliation of the other attendees. All of this information shall be entered in the log by the Chief Financial Officer.
- All new employees of the Company shall signify his or her receipt and understanding of this Policy and Procedure by signing the Acknowledgement of Receipt of Policy and Procedures Governing Conflicts of Interest and Gratuities.

## BASIC RULES

### Never

- Never accept a gift, entertainment or anything of value if it is:
  - Illegal
  - Cash
  - Offensive, sexually oriented or otherwise violates our commitment to respect others
  - A *quid pro quo* (offered for something in return)

### Always

- Whenever you have any doubt about whether it may be appropriate to accept a gift, entertainment or something of value, consult with your immediate supervisor, Business Unit Head, Chief Financial Officer or the Company's Chief Legal Officer.
- Always seek advance approval from your before accepting a gift or the offer of entertainment from a "government official."
- It may be permissible to accept some types of gifts and entertainment without advance approval. The following gifts or entertainment, permitted they do fit within one of the disapproved "Never" categories listed above, may be accepted without prior approval:
  - Occasional meals with a business partner;
  - Ordinary sports, theatre and other cultural events;
  - The exchange of nominal gifts, such as pens, calendars, caps, shirts, and mugs and;
  - Other reasonable and customary gifts and entertainment.

## QUESTIONS AND ANSWERS

- Q. May I accept an invitation to go to an event with a supplier such as a casual lunch, social activity or ball game?
- A. It depends. It is important to build and develop good business relationships. However, before you accept the invitation, consider the circumstances of the invitation. Could your impartiality be compromised or appear that way to others if you accept the invitation? If you have any question about the propriety of accepting the invitation, contact your supervisor, Area Vice President, or the Company's Chief Legal Officer.
- Q. I just received in the mail a Christmas gift from one of Greene's suppliers that clearly exceeds \$250 USD. What should I do?
- A. Bring the gift to your supervisor, the Business Unit Head, the CFO or the Chief Legal Officer. The Company will determine how to handle the receipt of the gift, up to and including politely returning the gift to the sender with a note that the gift is appreciated but cannot be accepted under Company policy.
- Q. May I accept a business meal from a supplier?
- A. In most circumstances, modest and infrequent business meals may be accepted. However, whenever a supplier pays for a meal, always consider the specific circumstances and whether your impartiality could be compromised or appear to be compromised. It is Greene's policy that receipt of any gift or entertainment in excess of \$250 must be approved in advance from the CFO.

# Antitrust Policy

**The Company and any member thereof is strictly prohibited from entering into any agreements restricting or limiting competition among competitors (both actual and potential) in the industry.**

## Policy Overview

The purpose of antitrust laws is to help make sure that the free market system works properly, and that competition among companies is fair. In general, antitrust laws prohibit joint activities that restrain trade, whether the agreement by an entity to restrict or limit competition is oral or written, explicit or implicit, formal or informal. Such unlawful agreements may be introduced at a boardroom meeting or as the result of spontaneous discussions on the golf course or in a restaurant.

Although the most well-known examples of illegal agreements involve price fixing or bid rigging, antitrust laws prohibit agreements that also:

1. Allocate customers, territories, or markets
2. Regulate the volume of products sold or the terms of their sale
3. Specify terms among purchasers that they will only purchase from sellers on specified terms.

Not only do the antitrust laws prohibit joint activities that restrain trade, but they also prohibit companies from unilaterally acting to eliminate competitors through anti-competitive conduct. Depending on the particular circumstances, antitrust laws may reach such activities as below-cost pricing, price discrimination, tying the sale of one product with another, unnecessary acquisition of scarce supplies, and other conduct that has the effect of unnecessarily raising a competitor's costs.

## BASIC RULES

### Never

Communicate or do anything with competitors to:

- Fix prices—this includes such things as “stabilizing” prices.
- Fix any terms related to price—*e.g.*, pricing formulas or credit terms.
- Exchange pricing information with a competitor during a bidding process.
- Apportion markets, customers, or territories.
- Rig a competitive bidding process.
- Boycott others in the market place—competitors, suppliers or customers.

### Always

- Understand antitrust laws are vigorously enforced. Violations may result in severe penalties such as forced sales of parts of businesses and significant fines against the Company. There may also be sanctions against individual employees, including substantial fines and prison sentences.
- Understand that Antitrust or Competition laws also apply to international operations and transactions related to activity or work in the countries in which we do business.
- Be careful when you have any contact with our competitors. Antitrust laws prohibit any agreements with competitors that might “restrain trade”. We do not want to even create the appearance that we have entered into any such agreement. Even communications with competitors that feel completely innocent might give rise to accusations.

## QUESTIONS AND ANSWERS

- Q. During a recent industry meeting, I chatted with representatives of a competing company. One representative said, "I don't know about the rest of you, but our profit margins aren't as good as they used to be." Another said, "I wish we could do something about all those deep discounts." I nodded my head, but never said anything. Over the next few weeks the companies whose representatives were present during the conversation raised their prices. Was the discussion a problem? What should I have done?
- A. It is possible that continuing to participate in this discussion could subject you and the Company to liability for violation of U.S. anti-trust laws. A third party, such as a U.S. enforcement agency or a court, could conclude that everyone present during the conversation, whether they said anything or not, had engaged in price-fixing even though there was never an explicit agreement. Because of this risk, if you find yourself present during a discussion of prices with competitors, immediately break away from the discussion in a way that makes it clear you consider this improper, and promptly call the Company's Chief Legal Officer.
- Q. I am going to a trade show. May I go to a competitor's booth?
- A. Yes. You may go to the booth and collect any publically distributed material. However, if you talk to anyone at the booth, make sure to identify yourself as a Greene's employee, and avoid conversations about business.



# Greene's Commitment to its Business Partners

Our Company is committed to high standards of ethical conduct in all that we do all over the world. We believe that honesty and integrity are the basis of trust, which is an essential component for developing the type of reputation which Greene's strives for in its business operations. We abide by the laws of the United States and other countries in which we do business, we strive to be good citizens, and we take responsibility for our actions.

Greene's will conduct its business in accordance with all applicable laws and regulations. As such, Greene's expects each and every one of its employees, representatives, and business partners to do the same. Operating around the world in many different countries and cultures presents a unique challenge to any company. Greene's is committed to understanding and being subject to the laws of the U.S. and all foreign countries and communities in which we operate.

Our Company expects its employees, consultants, representatives, and agents to protect the Company's reputation for integrity in the global marketplace. As a result, Greene's prohibits improper international business practices and complies with all applicable laws, such as the U.S. Foreign Corrupt Practices Act (FCPA), and similar laws of host nations. The FCPA prohibits corruptly offering anything of value to foreign officials to obtain or retain business, and also requires strict internal accounting controls to prevent concealment of bribery.

Any request to refuse to deal with potential or actual customers or suppliers, or otherwise participate in a foreign economic boycott, or provide information related to a boycott request, must be reported to the Legal Department

Our Company is also committed to complying with the various import and export laws both of the United States and the international countries in which it operates.

# International Bribery and Corruption Policy

The Company and its personnel are prohibited from directly or indirectly paying or giving anything of value to a government official for the purpose of obtaining or retaining business or securing any improper advantage.

## Policy Overview

We abide by the U.S. Foreign Corrupt Practices Act (FCPA) wherever we do business.\* This means we do not make, offer, attempt to offer, authorize, or promise anything of value to a government official for the purpose of obtaining or retaining business or securing an unfair advantage. Moreover, we may never solicit or accept a bribe or kickback.

In addition, we may not practice commercial bribery, which occurs when one company provides a bribe or kickback to another company in order to obtain or retain business. This means we may not offer anything that exceeds nominal or token value to a supplier, client, or business partner, or to anyone working on its behalf representing them.

It is also important to note that we may not hire a third party to do something that we cannot ethically or legally do ourselves. Engaging a third party to indirectly make an improper payment violates this Code and anti-corruption laws. We must carefully screen all third parties, using our due diligence procedures, before retaining them.

While the U.S. FCPA permits “Facilitating Payments”, which are payments made to foreign government officials to secure routine governmental action (such as processing visas, providing mail delivery, or unloading cargo), it is against the law of most foreign countries and is NOT permitted by our Company without the prior written consent of the Chief .

In order to implement this policy, our Company has prepared an Anti-Corruption Policy and Compliance Manual which is located on the Company Intranet. All employees are responsible for reading the manual and making sure to abide by it.

If you have any questions, please contact the Legal Department.

\* To the extent applicable to them, our subsidiaries likewise abide by both the FCPA and other anti-corruption laws, such as the UK Bribery Act 2010.

## BASIC RULES

### Never

- Never give (or authorize another person to give, or approve reimbursement to anyone who has given) anything of value to any foreign Government Official in violation of the Company's policies, procedures, and controls.
- Never give anything of value to a foreign Government Official to obtain or retain business for the Company.
- Never authorize a third person to do something that the Company is prohibited from doing directly,
- Never ignore any indication of improper payments by others; and
- Never make a false or misleading entry in Company books, or fail to record any funds.

### Always

- Always consult the Legal Department before retaining an agent or business partner to perform work by or on behalf of the Company.

Q. I was stopped at a customs booth in Mexico and told I could not proceed without paying a facilitating payment of \$20 USD. What should I do?

A. Facilitating payments while allowed under U.S. law, may be against local law. Generally, our Company prohibits the payment of facilitating payments. However, if you feel your life is in danger, pay the \$20 facilitating payment then promptly notify the Legal Department so the payment can be booked appropriately on our books and records.

## QUESTIONS AND ANSWERS

Q. I was told that I could hire a consultant to take care of getting all of the permits we need from a foreign government. He requested a \$50,000 retainer and said that he was to use the money to help move the process along. Since we don't really know where the money is going, do we have to worry about it?

A. Absolutely. You must know where the money is going and for what purpose it is being used. Moreover, the Company is required to take steps to ensure that the money is not used as a bribe.

Q. I work in one of the international offices for the Company. Through the community, I have developed a relationship with a local government official who oversees the purchasing of goods, such as those offered by Greene's. He would like to send his son to a nearby boarding school in the community in which we live. Can I assist him in any way to see that he son gets into the boarding school?

A. No, unfortunately, since the local government official is in charge of purchasing goods, such as those offered by our Company, you may not offer, promise, or give this government official anything of value, including a personal favor, which may appear to influence or be an attempt to influence decisions within the control of the local government official.

Q. I recently met an agent who can assist our Company in obtaining business in a country where it has been particularly difficult for us to become established. May I engage this agent on behalf of our Company?

A. Not until the agent has been vetted and approved by the Legal Department in accordance with the Company's Anti-Corruption Policy and Compliance Manual. Due diligence is critical because our Company cannot avoid legal liability for violations of the FCPA by acting through an agent or other third party.

# Due Diligence Vetting and Approval Policy

**The Company is prohibited from retaining potential intermediaries, including (1) local sales agents hired to help identify potential business transactions and to promote the Company to prospective customers; (2) freight forwarding and logistic companies who transport and clear vessels, people and equipment through customs; and (3) potential business partners until due diligence has been performed and approved by the Legal Department.**

## Policy Overview

Conducting adequate due diligence with respect to third-party intermediaries and business partners is an important component of Greene's compliance program. Under the Foreign Corrupt Practices Act, Greene's can be held liable for illicit payments made by its intermediaries, such as agents or consultants, and by its business partners. In addition, Greene's can also be held separately liable for failing to maintain adequate policies and procedures for vetting potential agents, even if those agents never place illicit funds into the hands of foreign Government Official. As a result, it is imperative that no agent, representative, or potential business partner be retained without the prior approval of the Company's Chief Legal Officer.

The Company's Chief Legal Officer is responsible for managing the Company's due diligence process. Every Greene's employee is responsible for being aware of the "red flag" issues presented by potential relationships with intermediaries and business partners so that he/she may assist the Company's Chief Legal Officer to collect relevant information effectively. This allows the Company to evaluate the risks presented by each potential relationship with a third-party.

The Company recognizes that due diligence is an on-going obligation. Even after an intermediary or partner has been vetted and approved by the Legal Department, the Company is required to maintain oversight of the intermediary to ensure compliance with the FCPA and to remain cognizant of certain "red flag" issues that may arise and might merit further review.

## BASIC RULES

- Prior to hiring an Intermediary, check to make certain that the Intermediary is approved by the Legal Department.
- Be aware of “Red Flags” when dealing with Intermediaries, (even after they have been approved) such as:
  - Requests for payments in cash.
  - Poor documentation for expense reimbursements.
  - Intermediaries or agents specifically recommended by Government Officials.
  - The Intermediary provides incomplete or inadequate supporting documentation for transactions.
  - The Intermediary refuses to provide the yearly certification for FCPA compliance.
  - The Intermediary wants upfront payments.
  - The amount charged by the Intermediary is more than is normally charged by other intermediaries in the area or would normally be paid for the services rendered.
- Always carefully check the invoices and supporting documentations prior to approving payments to Intermediaries.
- If you have any questions about an invoice, or an action taken by an intermediary, be certain to ask for clarification.

## QUESTIONS AND ANSWERS

- Q. What are some of the steps that Greene's may take to perform due diligence on Intermediaries?
- A. There are no firm guidelines established by the government on performing due diligence on Intermediaries. However, Greene's has developed a due diligence process for reviewing Intermediaries that is managed by the Company's Chief Legal Officer and is designed to allow the Company to effectively evaluate the risks presented by each intended relationship.

In general, Greene's will investigate the Intermediary first through a written questionnaire. The questionnaire is directed to the Intermediary in order to obtain basic information about the intermediary so that Greene's can evaluate and determine what if any, additional due diligence should be performed. The type of information collected includes:

- Background and Experience
- Ownership Information
- How the Intermediary was selected by Greene's
- How the Intermediary will be compensated by Greene's
- Explanation of any compliance programs maintained by the Intermediary and whether or not it has been the subject of any compliance investigations.
- Statement affirming understanding and agreeing to comply with the FCPA

A due diligence investigation will generally be performed by a third party before the agent will be hired.



# Anti-Boycott Policy

**Company personnel and third-party service providers acting on behalf of the Company are prohibited from cooperating with certain boycotts imposed by laws of other countries.**

## Policy Overview

Some countries have adopted laws prohibiting their people and businesses from participating in or cooperating with international trade embargoes or sanctions that have been imposed by other countries. Under U.S. law, U.S. based companies and individual employees of that company regardless of their location are prohibited from cooperating with certain boycotts imposed by the laws of other countries.

Applicable U.S. laws also require that the Company not provide certain information concerning the identity and nationality of its employees, officers, directors, shareholders, subcontractors, and suppliers, or information about where the Company does business when such information is requested to support a prohibited boycott. The Company is also required to report requests it receives to support such boycotts even though it does not comply with such requests.

Sometimes requests to support a prohibited boycott are hard to detect. If you are asked for or see any of the following, notify the Legal Department Immediately:

- An Agreement to refuse or actual refusal to do business with or in Israel.
- An Agreement to discriminate or actual discrimination against other persons based on race, religion, sex, national origin, or nationality.
- An Agreement to furnish or the actual furnishing of information about business relationships with or in Israel.
- An Agreement to furnish or the actual furnishing of information about the race, religion, sex, or national origin of another person.

## BASIC RULES

### Never

- Never disregard the U.S. anti-boycott laws. These laws prohibit U.S. companies from knowingly or inadvertently participating in another country's boycott of a country friendly to the United States. Violations of this law subject Greene's and individual employees from penalties ranging from denial of export privileges through monetary fines to imprisonment.

### Always

- Always carefully examine purchase orders, contracts, letters of credit, and invitations to bid, and other types of requests for information to ensure that they do not contain any boycott-related request.
- Always promptly notify the Legal Department if you have any questions about a request you receive to provide specific information about our operations in a particular country.
- If you have any questions about an invoice, or an action taken by an intermediary, be certain to ask for clarification.

## QUESTIONS AND ANSWERS

Q What is an anti-boycott law?

A. Anti-boycott laws are laws that seek to prevent U.S. citizens from participating in other nations economic boycotts or embargoes that the U.S. does not sanction.

Q. I don't understand— what type of conduct can be penalized under the anti-boycott laws?

A. Here are some examples:

- Agreements to refuse or actual refusal to do business with or in specific countries other than those sanctioned by the U.S. government.
- Agreements to discriminate or actual discrimination against other persons based on race, religion, sex, national origin, or nationality.
- Agreements to furnish or actually furnishing information about business relationships with or in specified countries other than those sanctioned by the U.S. Government or with blacklisted companies.

Q. What should I do if I see something come across my desk that may violate the anti-boycott laws?

A. Immediately notify any member of the Legal Department. The Company is required to promptly report to the U.S. Government any request to join in, support, or furnish information concerning a non-U.S. boycott.



# Trade Restrictions and Export Controls Policy

**No Company employee shall take any action to evade U.S. export laws or international economic sanctions, or accomplish indirectly what is prohibited directly in relation to these laws.**

## Policy Overview

The United States controls the export of U.S. products, technology, and software to foreign countries and foreign person. The U.S. also imposes economic and trade sanctions on targeting specific countries, persons, and entities.

Two primary export control regimes exist under U.S. law – the Export Administration Regulations administered by the U.S. Department of Commerce, and the International Traffic in Arms Regulations administered by the U.S. Department of State. These export regimes govern:

- Direct exports from the U.S.;
- Re-exports of U.S. products, technology, and software already abroad;
- Re-exports from locations outside the U.S. of non-U.S. made products incorporating more than a de minimis amount of U.S. content; and
- Re-exports from locations outside the U.S. of non-U.S. made products which are derived from U.S. technology.

In addition, U.S. law imposes economic and trade sanctions on designated countries, entities, and persons. The Foreign Assets Control Regulations, administered by the U.S. Department of Treasury, is the primary sanctions regime, which includes restrictions on exports and many other transactions with persons and entities subject to the sanctions.

The Company has established comprehensive Export Compliance Manual to ensure compliance with the laws regarding export controls and economic sanctions. The requirements of those laws are complex and sometimes difficult to understand. Any questions concerning the requirements of this policy or the applicable law should be addressed to the Company's Chief Legal Officer.

## BASIC RULES

### Never

- Never assume that you know the country or entity has not been included in or deleted from an U.S. OFAC sanction list.

### Always

- Always understand that U.S. export controls and economic sanctions affect a wide range of transactions.
- Remember that economic sanctions are no longer aimed at a handful of countries (such as Cuba, Sudan, Iran, and Iraq), but involve more countries as well as multiple lists of names of individuals and entities that need to be checked under the OFAC rules even if the transaction does not involve international business.
- Restrictions may include bans on:
  - Exports to a sanctioned country (including transshipments through a non-sanctioned country).
  - Imports from a sanctioned country.
  - Travel to or from a sanctioned country.
  - Investments in a sanctioned country.
  - Other business dealings with a representative of a sanctioned country.
  - Restrictions may differ, depending on both the sanctioning and the sanctioned country.

## QUESTIONS AND ANSWERS

- Q. What is a “sanctioned” country, entity or individual?
- A. The United Nations, the EU, and the U.S. are some of the countries that impose restrictions on trade with certain sanctioned countries, entities and individuals. In the U.S., the Office of Foreign Assets Control (OFAC) administers and enforces economic and trade sanctions based on U.S. foreign policy and National security goals against targeted foreign countries, terrorists, international narcotics traffickers, and those engaged in activities related to the proliferation of weapons of mass destruction.
- Q. I don't understand– why does the U.S. have these types of laws?
- A. The export of certain items, technologies, software, and services is regulated for reasons of national security, foreign policy, prevention of the spread of weapons of mass destruction and for competitive trade reasons.
- Q. I received a large order this morning from a client in a foreign country who indicated that they intended to send some of the products to Sudan. Even though Greene's is prohibited from sending goods directly to Sudan, can our other clients distribute them as they chose– even to Sudan?
- A. No, in general, it is a violation of Company policy and trade control laws to ship products that you know (or have reason to suspect) are destined for a sanctioned country such as Sudan.



# Greene's Commitment to Financial Integrity

We are committed to protecting the assets and financial integrity of the Company. We have the responsibility as well as the legal duty to protect the physical, intellectual property and financial assets of the Company.

Our Company works hard to create value in the Company by achieving superior financial results. In pursuing this goal, we seek to ensure the integrity of our financial reports, avoid conflicts of interest, and protect Company resources, including Intellectual Property.

We must maintain accurate and complete Company records. Transactions between the Company and outside individuals and organizations must be promptly and accurately entered in our books in accordance with generally accepted accounting practices and principles in the United States.

The work of many employees can have an impact on the accuracy of our financial reporting. Employees are expected to be alert for irregularities, such as "off-the-books" funds, "money laundering," fraudulent payments, false entries, or misleading statements or omissions in accounting records. Even a suspicion of such activity should be brought to the attention of the President/COO, or the Legal Department. Every Greene's employee must help ensure that reporting of business information is accurate, complete, and timely.

No one should rationalize or even consider misrepresenting facts or falsifying records. It will not be tolerated and will result in disciplinary action.

# Company Assets and Intellectual Property

**Employees are expected to protect the physical, intellectual property and financial assets of the Company against theft, unauthorized disclosure, misuse, and careless handling.**

## Policy Overview

All employees are responsible for using good judgment to ensure that Company assets are not misused or wasted. These assets include property, time, proprietary or intellectual property, and Company funds.

We protect our intellectual property by seeking patent, copyright or trade secret protection and by preventing disclosure or loss of confidential information. The Company's patent, copy rights, trademarks and other proprietary rights represent valuable corporate assets. Employees are expected to take appropriate steps to protect the Company's patents, copyrights, trade secrets and other proprietary information.

Any inventions, designs, discoveries, ideas, concepts, works of authorship and trade secrets created during the employment relationship-or which arise out of an employee's work or are created using the Company's time, materials or assets- are owned by the Company. Every employee is expected to cooperate with the Company in documenting the ownership of all intellectual property developed by employees during their employment with the Company.

Employees are required to sign an "Employee Innovation and Proprietary Information Agreement". By signing this agreement, each employee agrees to protect the Confidential Information of the Company and others with whom the Company does business and recognizes the Company's ownership of ideas, works or inventions developed by the employee during the course of his or her employment.

## BASIC RULES

- You are responsible for ensuring that Company property that you use or come into contact with as part of your work is not damaged, misused or wasted.
- While at the workplace you are expected to be fully engaged in your work and not undertaking personal activities. Devote the necessary time to your work in order to fulfill your job responsibilities. Those required to report their hours worked must do so truthfully and accurately.
- At our Company, we regularly produce valuable, non-public ideas, strategies and other kinds of business information—“Intellectual Property”—which we own and need to protect just as we do other kinds of property. Because it is the product of the Company’s own hard work, various laws allow us to protect this information from use by outsiders.
- Intellectual Property includes such things as patents, copyrights, trademarks and servicemarks and other confidential business information.
- Always protect and never disclose any confidential Company Intellectual property or any other confidential information to third parties.
- On occasion, we may need to share Company Intellectual Property with persons outside of the Company. However, you must never disclose such information without Management’s prior approval and then only under a written confidentiality agreement approved by the Chief Legal Officer.
- At the Company’s request, or upon termination of employment, all employees are required to deliver to the Company all items that belong to the Company, including any “Intellectual Property”.

## QUESTIONS AND ANSWERS

- Q. I just joined Greene’s as a new employee. My prior employer is one of the Company’s largest competitors. Can I share some important confidential marketing information that I developed while working for this competitor?
- A. No. This would breach the Code, your obligations to your previous employer, and might break the law as well. You are obliged to protect your past employer’s confidential information just as Greene’s employees are obligated to protect our Company’s confidential information. The general knowledge and skills that you learned at a prior employer may certainly be used at your new job with Greene’s, but you must not bring to Greene’s any confidential (or otherwise protected materials) that you, or others, produced for your prior employer. If you have any questions about the status of any specific information you may have, check with the Company’s Chief Legal Officer before using it or disclosing it.
- Q. I have been asked to speak at an industry conference on the subject of our Company’s developed technology and its benefits to our customers. What should I do?
- A. Discuss the content of the presentation with your supervisor before accepting the invitation. Industry conferences can be a good opportunity to promote our Company. However, we must use extra caution to protect Confidential or Proprietary Information. If you have questions about the use of Intellectual Property, you should also contact the Company’s Chief Legal Officer.



# Conflicts of Interest Policy

**Employees may not partake in any investments, associations or other relationships that could create a conflict, whether real or perceived, with the employees' responsibility to promote the Company's best interest.**

## Policy Overview

All employees, officers, and directors shall avoid conflicts of interest. A conflict of interest is defined as any action by, position, interest, or relationship of an Employee which could result in personal financial benefit for either the Employee or a relative of the Employee, or the impairment of the Employee's proper performance of duties and responsibilities due to (1) transactions between the Company and entities in which the Employee or a relative holds a position or substantial financial interest; (2) transactions between the Company and individuals or entities involving relatives of the employee; (3) use of information not made public relating to the Company business; and (4) the acceptance of a gratuity.

Transactions under (1) or (2) above are not necessarily in violation of this Policy, provided prior approval by the Chief Financial Officer is obtained and an Employee's position, interest, or relationship does not result in a persona financial benefit to the Employee or a relative, or impair the proper performance of the Employee's duties and responsibilities.

If, at any time, an Employee considers that a conflict of interest which has not been previously reported on the Employee's Conflict of Interest Report exists, or might arise with respect to a proposed or current transaction by the Company, or if an Employee is in doubt about the proper application of this Policy and Procedure, the Employee should promptly notify the Chief Financial Officer. No action regarding the transaction shall be taken by the Company until a review is made and written approval is given by the Chief Financial Officer.

Violation of this Policy and Procedure may result in disciplinary action up to and including termination.

## DEFINITIONS:

- Relative(s) – any person(s) related to an Employee or the Employee's spouse, or any trust or estate administered by or for an Employee or Employee's spouse or relative of either.
- Position or substantial financial interest – any position or interest of an Employee which might or might reasonably be thought by others to create a conflict of interest, including, without limitation:
  - ownership of more than three percent (3%) of any class of stock, bonds, debentures, or other securities or warrants or rights to purchase any of such securities which, if exercised, would result in ownership of more than three percent (3%) of any class of such securities.
  - ownership of any interest, participating or otherwise, of more than three percent (3%)
  - ownership or holding of a note or other indebtedness to or from any entity or individual
  - holding membership in a board of directors, standing committee, or holding an office of any outside company, organization, or governmental agency other than charitable, political, educational, or religious entities.

For purposes of determining ownership interest, the interest of the Employee and his/her relatives will be considered in the aggregate.

## PROCEDURE

**Position or Substantial Financial Interest:** Employees shall disclose any position or substantial financial interest which either they or their relatives have in any enterprise which transacts, seeks to transact, or might foreseeably transact business with the Company. Prior to entering into any transaction which will result in any expenditure in excess of \$50,000, the Chief Financial Officer shall review or cause to be reviewed all of the Conflict of Interest Reports to determine whether the proposed transaction will result in any conflicts of interest. No commitment to enter into any transaction shall be made until such review is performed and written approval of the Chief Financial Officer or his designee is given. However, any proposed business transaction that may result, either directly or indirectly, in a conflict of interest, must be submitted in advance for review and approval by the Chief Financial Officer.

Prior to acquiring or accepting any position or substantial financial interest with any outside company, organization, or governmental agency (other than charitable, political, educational, or religious), which transacts or might foreseeably transact business with the Company, and Employee must obtain the written approval of the Chief Financial Officer. Such approval shall not be unreasonably withheld. Any such interest or position shall be included on the Employee's Conflict of Interest Report.

**Transactions with Relatives:** If a transaction is proposed that will result in the Company transacting business with a relative of an Employee, an entity owned or controlled by a relative of an Employee or a relative of the Employee will be conducting the transaction as an individual or as an employee of the third party entity, the proposed transaction must be submitted to the Chief Financial Officer for prior approval. No action regarding the transaction shall be taken by the Company until a review is made and written approval is given by the Chief Financial Officer.

**Insider Information:** Employees shall not knowingly buy or sell for his or her own account or the accounts of relatives any security or other interest which the Company may be considering buying or selling, or has decided to buy or sell, until the Company's decision has been completely executed and publicly announced. Employees shall not transmit or release in any manner information relating to such Company considerations or decisions or any other information which might be prejudicial or injurious to the Company, or might result in personal financial benefit to the Employee or a relative. Employees should recognize that they are also subject to applicable state and federal securities laws, rules, and regulations.

**General Manager Review and Approval:** In all proceedings to review and approve a proposed transaction involving a real or apparent conflict of interest, the Chief Financial Officer shall consult with the Employee concerned. No commitment to enter into the transaction will be made by the Company unless the Chief Financial Officer is satisfied that the conflict of interest will not result in a personal financial benefit to the employee or a relative, or in impairment of proper performance of duties and responsibilities of such Employee or in the appearance of impropriety.



# Financial Record Keeping Policy

**All of the Company's books and records must fully and fairly reflect all receipts and expenditures entered into by the Company. No payment or promise to pay Company funds, assets, or anything of value shall be made that is not properly authorized, accounted for, and clearly identified on the Company's books.**

## Policy Overview

Poor financial record keeping, whether purposeful or unintentional, jeopardizes the Company's credibility and subjects both the Company and its personnel to possible criminal and/or disciplinary action. It also destroys the reputation of the entire organization and its moral standing among colleagues.

As such, the Company strictly prohibits in any fashion any undisclosed or unrecorded funds and the recording of any false or misleading entries in its financial books and records.

There is never an instance in which an employee is authorized to make, offer, promise, or approve payment to benefit another individual (including any government official), company, or organization for the purpose of securing an improper advantage for the Company. Unauthorized payments include use of funds, assets, or anything of value that directly or indirectly benefits another party in the United States or any foreign country. This policy applies regardless of whether the payment is lawful under the laws of a particular country.

This policy not only includes expenses incurred or transactions undertaken by Company personnel, but also those incurred by third parties (such as joint venturers, suppliers, subcontractors, consultants, and agents) for which reimbursement is requested.

## BASIC RULES

### Never

1. Never make deliberately false or misleading entries in a report or record.
2. Never alter or destroy Company records except as authorized by established policies and procedures.
3. Never enter into any transaction or agreement that accelerates, postpones, or otherwise manipulates the accurate and timely recording of business sales or expenses.
4. Never offer, authorize, or make payment to a foreign government official with the intent to improperly influence the business decision of that person or to secure any improper advantage— either directly or indirectly through a third party.

### Always

1. You must always accurately record costs, sales, shipments, time sheets, vouchers, bills, payroll and benefits records, regulatory data, and other essential Company information.
2. Always make certain that you secure the proper authority under Greene's DOA policy to make a payment or incur an expense.
3. Follow the laws, external accounting requirements, and Company procedures for reporting financial information.

## QUESTIONS AND ANSWERS

Q. I recently discovered that Greene's paid an invoice twice to a vendor. What should I do?

A. This could be a simple mistake— as mistakes do happen. However, it could also constitute an improper payment. As a result, you should bring it to the attention of your supervisor, the area controller, or the Corporate Controller. If you do not receive an appropriate response, then you could file a complaint through Convercent.

Q. What is embezzlement and what should I do if I suspect someone of stealing from the Company?

A. Embezzlement is the act of taking money that has been placed in your trust that belongs to another person. For instance, if money is being improperly deposited into a false bank account, the person who deposits the money is guilty of embezzlement. If you suspect anyone at the Company is embezzling money (or committing any theft) from the Company, you should immediately notify your supervisor, the CFO or the Legal Department. You can file a complaint through Convercent.



# Political Contributions and Activities Policy

**The Company is prohibited from contributing any funds to candidates for political office, officials of political parties, or organizations for the election of a particular candidate to any political office (federal, state or local) in the United States or in foreign countries.**

## Policy Overview

Our Company respects your right to engage in personal political activities and to make personal political contributions, but make sure that your activities are lawful and appropriate and do not involve the use of Company time or resources (including facilities, equipment, stationary, e-mail, phone, supplies, or mailing lists.) You must not promote any political or personal views or beliefs (including by posting or distributing notices or other materials) on or around Company premises or via e-mail. Employees are encouraged to take care not to link their participation in political events with the interests of the Company, such as wearing Greene's branded clothing to political activities.

Any requests or proposals for contributions to political parties by the Company in the United States or abroad raise legal issues. As a result, while this policy prevents the Company (as a whole) from contributing to the political campaign of federal, state, and local political candidates, it does not prevent the Company's employees in their individual capacity from rendering services to individual candidates, political committees, or political parties where permitted by applicable law.

## BASIC RULES

### Never

- Never use the Company to advance personal political interests or views.
- Never use the Company's name or cite your position with the Company to support any political goal.

### Always

- Understand that you may participate in the political process, but Company policy requires that your political activity be an entirely personal matter. The Company cannot force your involvement in the political process and you may not use the Company for political purposes.
- Remember that Your personal contributions to a candidate for elective office or a political party must not be – or appear to be – made with, reimbursed from, or facilitated by the company's funds or assets.
- You may not use your position to coerce or pressure other employees to make political contributions or support candidates or political causes. In certain instances, the Company may encourage employees to support or oppose legislative issues that affect the Company's business. In no instance, however, may you use your position of authority to make another employee feel compelled or pressured to:
  - Work for or on behalf of any legislation, candidate, political party, or committee;
  - Make contributions for any political purpose; or
  - Cast a vote one way or another.

## QUESTIONS AND ANSWERS

- Q. I am a staunch supporter of a particular political party. Am I permitted to make personal contributions to that party?
- A. Yes, but you may not use Company funds for any political purpose and will not be reimbursed for any payment for a political purpose without the prior approval of the Company's Chief Legal Officer.
- Q. Can I hold a fundraiser at a Company location to support a local candidate for office?
- A. Generally, Greene's does not permit fundraisers for a particular candidate or party at any of Greene's facilities without the prior approval of the Company's Chief Legal Officer.
- Q. A customer has asked me to join him at a fundraising dinner for the elected head of his government agency. May I attend and expense the ticket cost to Greene's?
- A. No. This type of request would be against Company policy. You indicated that a customer asked you to attend. Sales activity should be kept separate from political activity. In addition, donations– including attendance at a political fundraiser– are never to be expensed.



# Charitable Contributions Policy

**The Company supports charitable efforts that improve the quality of life, health and welfare of its employees and their communities.**

## Policy Overview

As a responsible member of many diverse communities, Greene's Energy Group supports charitable efforts that improve the quality of life, health, and welfare of its employees and their communities. Such efforts take many forms, such as education, health and development, community services, and cultural endeavors.

Individual employees may make charitable contributions with their own funds and in their own name at any time, and are encouraged to do so as compassionate and responsible members of society. Individual employees may also support worthy charities and organizations by volunteering their off-duty time. Greene's encourages its employees to be generous with their resources and time for worthy causes.

Greene's strives to make contributions to programs in communities where substantial numbers of active and potential employees live and work. It does not make charitable donations to close deals or seek favor from any decision makers. While the Company occasionally makes donations to worthy local projects and individuals in need, it tries to concentrate its giving to organizations with 501 (c) 3 status. Contributions may take the form of cash grants, corporate sponsored community service projects, volunteer time, or used equipment (usually office equipment) or in-kind services.

## QUESTIONS AND ANSWERS

- Q. Can I make a contribution to my favorite charity by personal check and then request reimbursement from Greene's?
- A. No. Greene's encourages employees to support charities of their choice; however, Greene's will not reimburse them for personal contributions made to a charity.
- Q. Can I request that Greene's make a contribution to a local charity? If yes, who would I make the request to?
- A. Generally the Company leaves charitable donation requests to the Executive Management. However, if there is a local charity that you believe deserves to be considered for a charitable donation, you should ask your supervisor first to discuss it with the Human Resources or Legal Department.
- Q. I serve on the board of directors of a nonprofit organization. Can I guarantee the Board that Greene's Energy will donate to the organization?
- A. No. You must make clear to the nonprofit organization that your participation on its board is in your individual capacity, that you are representing yourself only and that it is unlikely that you will be able to secure any donation from the Company. Greene's strives to make contributions to programs in communities where substantial numbers of active and potential employees live and work. While you may request that the Company make a donation to the nonprofit organization, you cannot guarantee the Board that it will make a donation.
- Q. My manager asked me to make a contribution to her daughter's non-profit corporation. Is that appropriate?
- A. No. Even if your manager is not pressuring you, the request is inappropriate. If you are not comfortable speaking to your manager about this, speak with his or her manager or the Human Resources Department.

## RECEIPT AND ACKNOWLEDGEMENT

The Greene's Energy Group's Code of Business Conduct is available on its website at [www.greenesenergy.com](http://www.greenesenergy.com). I acknowledged that I have accessed and have read it carefully. I understand all of the guidelines, practices and policies and agree to abide by them.

I also understand and agree that if I violate the guidelines, practices and policies in the Code of Business Conduct that I can be disciplined for my conduct and may even be terminated.

I understand that the Company reserves the right to change, amend, or delete any or all of the information contained in this Code of Business Conduct at any time as dictated by circumstances of the business.

Signature: \_\_\_\_\_

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

Printed Name: \_\_\_\_\_

Date of Hire: \_\_\_\_\_

Location: \_\_\_\_\_