Maxcess International Corporation and its Subsidiaries Supplier Code of Conduct

This Supplier Code of Conduct applies to all suppliers ("Suppliers") of Maxcess International Corporation and any of its subsidiaries (collectively, "Maxcess"). Maxcess is committed to high standards of ethics, integrity and sustainability. Maxcess considers its Suppliers important business partners and expects all Suppliers to comply with minimum standards of business conduct and to conduct business in accordance with the principles set forth in this Supplier Code of Conduct.

Maxcess views compliance with such standards as a significant factor in making decisions about entering into or continuing relationships with Suppliers. Accordingly, as a Maxcess Supplier, you must comply with all applicable laws and regulations, the requirements set out in this Supplier Code of Conduct, and your contractual obligations to Maxcess.

The provisions of this Supplier Code of Conduct are in addition to, and not in lieu of, the provisions of any written agreement between the Supplier and Maxcess. Maxcess expects Suppliers to hold their supply chain, including subcontractors and third party service providers, to the same standards contained in this Supplier Code of Conduct.

I. BUSINESS ETHICS

Suppliers are expected to conduct their businesses in an ethical manner and to act with integrity which includes without limitation the following:

Compliance with Laws

Suppliers must adhere to all applicable laws and regulations in the countries and jurisdictions in which they operate as well as the Foreign Corrupt Practices Act, The Modern Slavery Act of 2015, and applicable anti-trust/anti-competition laws, international trade regulations, anti-boycott laws, economic sanctions and laws relating to the import and export/reexport of goods.

Suppliers shall record all business transactions and prepare all records, reports and other documents involving Maxcess accurately, truthfully and completely and maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and accepted accounting practices.

Conducting Business Ethically

Bribery, kickbacks, corruption, extortion, embezzlement and any other form of unethical business practices (including without limitation conduct in violation of competition laws) is prohibited. Suppliers must ensure that gifts or other business courtesies given to customers and any other party are in compliance with applicable anti-bribery laws.

Confidential Information

Proper management of confidential information is critical to the success of both Maxcess and the Suppliers. Suppliers must protect all Maxcess confidential information, electronic data, and intellectual property by employing appropriate safeguards. Any transfer of confidential information must be executed in a way that secures and protects the intellectual property rights of Maxcess. Suppliers may receive Maxcess confidential information only as authorized by a confidentiality agreement and must comply with their obligations to not disclose the confidential information, to not use the information except as permitted by such agreement, and to protect the information from misuse or unauthorized disclosure. Maxcess will similarly safeguard any confidential information provided to it by the Supplier. Suppliers may not use Maxcess' trademarks, images, or other intellectual property unless explicitly authorized by Maxcess in writing.

II. HUMAN RIGHTS & FAIR LABOR

Suppliers are expected to conduct their business in a manner that respects human rights including without limitation by complying with the following:

Harassment

Each employee shall be treated with dignity and respect, and no corporal punishment, threats of violence or other forms of physical, sexual, psychological or verbal harassment or abuse shall be used. Suppliers must strive to create a workplace that prohibits harassing or hostile behavior. Additionally, Suppliers must provide an environment that allows employees to raise concerns without fear of retaliation. Suppliers should have an appropriate system that allows employees to report their concerns.

Child Labor; Forced Labor

Child labor, forced or involuntary labor, whether prison, bonded, indentured, slave or otherwise is prohibited. Suppliers may not employ workers under the age of 14, regardless of local regulations.

Suppliers must allow employees the choice to leave their employment upon reasonable notice. Suppliers must not participate in human trafficking or slavery and must not purchase materials or services from companies that use forced labor or participate in human trafficking or slavery. All Suppliers must be able to certify that materials in their products comply with the slavery and human trafficking laws of the country or countries in which they do business.

No employee may perform work that is likely to jeopardize their health, safety, or education.

Hiring and Employment Practices

Suppliers shall not engage in discriminatory hiring and/or employment practices, including salary, benefits, advancement, discipline, termination or retirement, on the basis of race, religion, age, nationality, social or ethnic origin, sexual orientation, gender, or disability.

Suppliers must comply with all local laws and regulations regarding an employee's legal right to work, including verifying work status through appropriate documentation. Suppliers are expected to support and promote diversity in the workplace and provide equal opportunity for all qualified applicants.

Compensation and Working Hours

All applicable wage and hour laws and regulations, including those relating to minimum wages, overtime, maximum hours, piece rates and other elements of compensation shall be complied with and all legally mandated benefits shall be provided to employees; provided that, if local industry standards are higher than applicable legal requirements, you shall meet such higher industry standards. If local laws do not address employee compensation, you shall provide wages and benefits that, at a minimum, support employees' basic needs. Suppliers should ensure that employees are allowed leave time and should conduct operations in ways that limit overtime to a level that ensures a humane and productive work environment.

If applicable, Suppliers must adhere to agreed-upon collective bargaining agreements.

III. SAFETY AND ENVIRONMENTAL RESPONSIBILITY

Suppliers are expected to provide a safe working environment and to operate in an environmentally responsible and efficient manner including without limitation by complying with the following:

Safe Workplace

Suppliers must provide a safe workplace, in compliance with all applicable laws including environmental laws, for all employees which provides, at a minimum, reasonable access to potable water and sanitary facilities, fire safety, and adequate lighting and ventilation. Suppliers must ensure that all employees are sufficiently aware of health and safety risks and are appropriately trained. Further, Suppliers should take proactive measures that support accident prevention and minimize health risk exposure.

Environmental Responsibility

Suppliers shall conduct their operations in an environmentally sound and responsible manner that minimizes the impact on natural resources. Suppliers must ensure that their operations, products and services comply with all applicable environmental laws.

Responsible Sourcing

Suppliers must maintain sufficient knowledge of its raw materials and components to ensure they were obtained from permissible sources and in compliance with applicable law. If mandated by applicable law, Suppliers should implement a policy regarding conflict minerals and exercise due diligence in the sourcing of these minerals. Upon the request of Maxcess, Suppliers shall provide evidence of compliance with such requirements.