

Todd Ethics Policy Summary

No employee should place himself or herself in a position where his or her actions, personal interests, or the activities or interests of those for whom he or she acts are, are likely to be, or may be perceived to be, in conflict with the interests of the Company. Employees, or any member of their immediate families:

- (1) may not give or accept, directly or indirectly, gifts, contributions, or prizes of more than token value which are in any way connected with the business of, or matters involving, the Company;
- (2) are prohibited from soliciting gifts, contributions, gratuities services, or kickbacks from suppliers or customers of the Company regardless of their value;
- (3) may not accept the use of customer or supplier property, airplane transportation, or trips (including trips sponsored by customers or suppliers) without the prior approval of the President or the Chief Executive Officer; and
- (4) are not to give or accept, directly or indirectly, entertainment in excess of usual and reasonable limits that are a normal and acceptable part of regular business activity. For example, tickets to sporting or other events, lunches, dinners, golfing dates, and entertainment may be accepted if modest and appropriate and consistent with normal business customs.
- (5) may not loan money to, or borrow money from, individuals or concerns that do business with or compete with the Company, except transactions with banks and other financial institutions in accordance with normal business practices.
- (6) may not benefit personally from any purchase by or sale to the Company of goods or services or derive personal gain from transactions involving the Company, including the sale or lease of real or personal property, except when that transaction and the personal interest involved have been fully disclosed to and approved by the Company.
- (7) may not have any direct or indirect interest in any enterprise which competes with the Company or which has current or prospective business with the Company when that individual may be able to influence such business with the Company, except when the interest has been fully disclosed to and approved by the Company
- (8) may not allow transactions with a supplier, agent, customer, or other third party to be structured or recorded in a way that is not consistent with generally accepted business practices.