



ENVIRONMENTAL, SOCIAL, AND GOVERNANCE POLICY

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1 INTRODUCTION

Gyroid is a data science company that provides custom analytic solutions, from data modeling and app development to consulting and enterprise solutions, for government, NGO, corporate, and humanitarian organizations. Environmental, Social, and Governance issues are important considerations at Gyroid, and in an effort to formalize many of those considerations Gyroid has enacted this Environmental, Social, and Governance Policy. This policy applies to all employees of Gyroid, including officers, directors and agents, independent of whether they are U.S. citizens.

2 ENVIRONMENTAL POLICY

2.1 Climate Change

Gyroid acknowledges climate change, and is committed to fostering a culture of environmental responsibility within our company to reduce our greenhouse gas emissions and subsequent impact on the environment. Gyroid may review its options, and consider taking reasonable action, when it becomes aware of areas to improve the energy and greenhouse gas efficiency of its operations.

2.2 Green Building/Smart Growth

Green building techniques make new and existing buildings healthier, more durable, and more energy and water efficient. Buildings are healthier when they are designed to improve the indoor air quality, thereby reducing the incidences of asthma and other respiratory diseases. Also, more durable buildings consider the lifecycle of materials, selecting efficient, recycled, or recyclable construction and finish materials and using construction methods that extend their functional life, reduce cost, and reduce waste. These materials, appliances and techniques not only conserve resources, they also reduce energy and water costs.

Gyroid supports green building and smart growth initiatives, and when expanding operations and facilities may review its options, and consider taking reasonable action, when it becomes aware of opportunities to take advantage green building and smart growth.

2.3 Pollutants & Toxins

Gyroid takes the potential negative impact of dealing with pollutants and toxins seriously. As such, Gyroid will avoid the use of any pollutants and toxins in its operations when it able to do so, and will take advantage of any reasonable opportunity to limit the use of pollutants and toxins so long as doing so does not negatively impact business operations.

3 SOCIAL POLICY

3.1 Community Development

Gyroid is dedicated to seeking to create value and opportunities for all our stakeholders so as to advance the communities in which we work. While our authorization to work may come from agreements entered into with the government, NGO's, corporate or humanitarian organizations, we also seek to obtain the broad support of, and bring sustainable benefits to, the communities directly associated with our operations.

3.2 Human Rights

Gyroid is committed to uncompromising integrity and constant respect for people in its operations.

We employ people on the basis of their ability to do the job, and we prohibit discrimination based on employees' personal characteristics, conditions or beliefs. Retaliation against anyone who reports in good faith a concern to Gyroid about actual or suspected violations of this policy will not be tolerated.

3.2.1 Freely chosen employment

We do not use forced, slave, prison or indentured labor, including debt bondage. We ensure that terms of employment of our employees and contract workers are voluntary. We do not require any employee or contract worker to remain in employment for any period of time against his or her will, or engage in practices which restrict their ability to terminate employment. We do not require employees or contract workers to lodge "deposits" or hand over government-issue identification, passports or work permits as a condition of employment, unless required by applicable law. We do not use deceptive, misleading or fraudulent practices during recruitment of employees.

3.2.2 No child labor

Our hiring practices prevent the use of child labor. Employees under the age of 18 should not perform hazardous work and should be restricted from night work if it interferes with educational needs.

3.2.3 Fair working hours

We manage operations to ensure that overtime does not exceed levels that create inhumane working conditions. We do not require employees to work more than the maximum hours of daily labor set by local law. We do not require, on a regularly scheduled basis, work in excess of 60 hours per week or in excess of six consecutive days without a rest day.

3.2.4 Wages and benefits

Our employees are paid at least the minimum legal wage. We pay for overtime at a rate that at least meets the legal requirement. In any event, we provide wages and benefits to our employees to at least meet basic needs. For each pay period, we provide employees with an understandable wage statement that includes sufficient information to verify accurate compensation for work performed. We do not make deductions from wages as a disciplinary measure.

3.2.5 No harsh or inhumane treatment

The safety and security of employees at our facilities are key priorities. We prohibit the physical abuse and harassment of employees, as well as the threat of either.

3.2.6 Reporting and transparency

We offer our workforce, as well as customers and suppliers, the ability to report, on a confidential basis, potential violations. We investigate such reports and take timely remedial or corrective action when appropriate. Failure to comply with this policy is the basis for disciplinary action that may include termination of employment. In some cases, individual civil or criminal penalties may also apply.

Individual employees are responsible for complying with this policy. Employees are expected to report violations or suspected violations of this policy to their supervisor, or a Gyroid executive.

3.3 Diversity and Anti-Bias

Gyroid does not discriminate in employment on the basis of race, color, age, religion, sex, sexual orientation, gender identity or expression, national origin, veteran status, disability or genetic information.

It is the policy of the Gyroid to:

- provide equal employment opportunity to all job applicants and employees;
- administer recruiting, hiring, compensation and benefit practices, training, upgrading and promotion procedures, transfers and terminations of employment without discrimination because of race, color, age, religion, gender, sexual orientation, gender identity or expression, national origin or ancestry, citizenship, veteran status, disability or genetic information;
- provide a workplace free from harassment based on any of the foregoing factors; and
- encourage the hiring of minorities, women, disabled individuals, and disabled veterans.

Gyroid is committed to fostering, cultivating and preserving a culture of diversity and inclusion.

Our human capital is the most valuable asset we have. The collective sum of the individual differences, life experiences, knowledge, inventiveness, innovation, self-expression, unique capabilities and talent that our employees invest in their work represents a significant part of not only our culture, but our reputation and company's achievement as well.

We embrace and encourage our employees' differences in age, color, disability, ethnicity, family or marital status, gender identity or expression, language, national origin, physical and mental ability, political affiliation, race, religion, sexual orientation, socio-economic status, veteran status, and other characteristics that make our employees unique.

Gyroid's diversity views are applicable—but not limited—to our practices and policies on recruitment and selection; compensation and benefits; professional development and training; promotions; transfers; social and recreational programs; layoffs; terminations; and the ongoing development of a work environment built on the premise of gender and diversity equity that encourages and enforces:

- Respectful communication and cooperation between all employees;
- Teamwork and employee participation, permitting the representation of all groups and employee perspectives; and
- Work/life balance through flexible work schedules to accommodate employees' varying needs.

All employees of Gyroid have a responsibility to treat others with dignity and respect at all times. All employees are expected to exhibit conduct that reflects inclusion during work, at work functions on or off the work site, and at all other company-sponsored and participative events.

Any employee found to have exhibited any inappropriate conduct or behavior against others may be subject to disciplinary action.

Employees who believe they have been subjected to any kind of discrimination that conflicts with the company's diversity views should seek assistance from a supervisor or a Gyroid executive.

4 GOVERNANCE POLICY

4.1 Executive compensation

Executive to worker salary will not exceed a 20-1 ratio. Compensation will be structured to be competitive in order to attract, retain and motivate high caliber employees at all levels of the business.

4.2 Anti-Corruption

Gyroid is committed to doing business with integrity. This means avoiding corruption of all kinds, including bribery of government officials. We will abide by all applicable anti-bribery laws.

Corruption laws prohibit companies and their employees and representatives from giving, promising, offering, or authorizing payment of anything of value to any government official in order to obtain or keep business or to secure some other improper advantage. In essence, these laws prohibit the giving of anything of value to influence a government official's actions. Prohibited payments include, but are not limited to, those designed to:

- Induce the recipient to award a contract to the Company;
- Obtain advantageous tax or customs treatment that would not otherwise be available to the Company; or
- Circumvent or cause non-enforcement of laws or regulations applicable to the Company.

The prohibition on bribery applies to the giving of anything of value, not only money. This includes providing business opportunities, favorable contracts, stock options, gifts and entertainment.

Such payments are barred even if:

- The benefit is for someone other than the party making the payment.
- The business sought is not with the government.
- The payment does not in fact influence the government official's conduct.

This policy also specifically prohibits the offering or acceptance of corrupt payments and other advantages between private (non-government) persons and entities. Such conduct constitutes commercial bribery, often called "kickbacks."

4.2.1 Limited exceptions: gifts, meals, and entertainment

It is not always easy to identify whether providing gifts, meals and entertainment (or other hospitality) would be considered a corrupt act under corruption laws. Under certain circumstances, it may be permissible under such laws to provide modest gifts or a meal or other entertainment to a government official as a social amenity. Generally, gifts, meals and entertainment are permissible, provided that:

- There is no expectation that the gift, meal, or entertainment is given in exchange for any return favor or business advantage from the government (quid pro quo);
- The gift, meal, or entertainment is infrequent, reasonable, and proportionate in amount under the circumstances; and
- Company executives are consulted regarding the acceptability of the offering.

When deciding whether a gift is appropriate, employees also must take into account any past, pending or future business or administrative matters that are within the recipient's realm of influence. The timing and context surrounding such gifting must be weighed in order to assess whether any particular gifting could objectively be perceived to be a bribe.

4.2.2 Donations

It is sometimes permissible to make donations directly to a government agency (rather than to an individual government official) as part of a charitable effort or to promote goodwill through such actions as providing free product to a government agency picnic or government-sponsored celebration.

Donations made to government agencies are permissible, provided that:

- There is no expectation that the donation is given in exchange for any return favor or business advantage from the government (quid pro quo);
- The donation is not made directly to an individual government official, and there is no indication that the donation will be redirected to an individual official's personal use; and
- The donation is infrequent and reasonable in amount under the circumstances.

Donations to private charities should not be made in the name of a government official, as a donation to an official's favorite charity could be viewed as a bribe.

However, as with other government dealings, before making any donation to a government agency, always seek approval from Gyroid executives.

4.2.3 Promoting, demonstrating or explaining products

In some circumstances, payments made to or on behalf of government officials for "reasonable and bona fide" expenses such as travel or lodging directly related to product demonstrations or tours of Gyroid facilities may be appropriate and permissible.

4.2.4 Hiring or engaging government officials

The Company may hire or engage government officials to perform services that have a legitimate business purpose, provided that:

- The officials are not hired to perform services that conflict with their official duties; and
- There is no expectation that the hiring is in exchange for any return favor or business advantage from the government (quid pro quo).

No offers of employment may be extended to any government official without prior approval from Gyroid executives.

4.3 Workplace Safety

Gyroid in its practices to ensure the safety, health and well-being of all its employees.

4.3.1 Fires and other emergencies

Any facility where employees are assigned will have an emergency procedures and evacuation plan to follow in the event of fire or other disaster. This plan will be prominently posted in common areas and bulletin boards on each floor of the facility. Exits, fire extinguishers and first aid kits will be located on each floor. All employees will be expected to familiarize themselves with the location of such equipment.

4.3.2 On-the-job injuries and illnesses

Any job-related injury or illness, regardless of severity, must be reported immediately to an employee's supervisor or the proper Gyroid executive for prompt medical attention as necessary.

4.3.3 General safety rules

Gyroid employees may perform a wide range of functions in various locations. Although some safety rules apply only to specific positions, all employees are expected to comply with the following rules:

- Use common sense in performing duties;
- Report any work injury or illness to a supervisor;
- Report unsafe conditions;
- Keep the work area neat and tidy;
- Wear seat belts when operating any company or rented vehicle or driving a personal vehicle while on company business;
- Be sure that aisles or exits are kept clear; do not let cords interfere with walkways;
- Open and close doors cautiously, and use extra caution at blind hallway intersections;
- Report or clean up all spills immediately;
- Use stepstools, platforms or ladders for climbing. Never use chairs;
- Report or replace frayed electrical cords.

4.3.4 Improper health and safety practices

All employees are expected to abide by safe work practices and adhere to general safety rules to ensure their safety as well as the safety of co-workers.

Infractions of company health and safety practices will be dealt with in accordance with the company's policies on discipline and will be based on the following factors:

- Severity of the infraction;
- Whether the infraction endangered only the employee or also co-workers; and
- Whether the infraction was a first or repeat violation.

4.3.5 Emergency evacuation plans and re-entry

In any emergency, employees should follow alarms or other alerts to evacuate the building or area near the premises. Employees should always follow the basic evacuation procedures and remember that personal safety is paramount and takes precedence. Employees should do the following:

- Check the work area for anything needing to be secured, and store it quickly;
- Secure locks on all secured containers and cabinets
- Leave the work area.

The proper executive will coordinate with fire, police or other emergency preparedness personnel to determine when the building may be re-entered. This information will then be relayed to employees.