

# **CODE OF BUSINESS CONDUCT AND ETHICS**

**Polar Dynamics Robotics, Inc.**

*Effective Date: January 1, 2024*

*Last Updated: January 1, 2024*

## **1. INTRODUCTION AND PURPOSE**

1. This Code of Business Conduct and Ethics (the "Code") has been adopted by the Board of Directors of Polar Dynamics Robotics, Inc. (the "Company") to promote honest and ethical conduct, compliance with applicable laws and regulations, and protection of the Company's business interests, reputation, and relationships with stakeholders.

2. This Code applies to all directors, officers, employees, contractors, and representatives of the Company (collectively, "Covered Persons").

## **2. COMPLIANCE WITH LAWS AND REGULATIONS**

1. All Covered Persons must comply with all applicable laws, rules, and regulations governing the Company's business, including:

- Federal and state robotics and autonomous systems regulations
- Export control laws regarding proprietary technology
- Workplace safety regulations, particularly regarding cold environment operations
- Data privacy and security regulations
- Environmental protection requirements
- Anti-corruption and anti-bribery laws

## **3. ETHICAL BUSINESS PRACTICES**

### **1. \*\*Fair Dealing\*\***

Covered Persons shall deal fairly with customers, suppliers, competitors, and employees, and shall not take unfair advantage through manipulation, concealment, abuse of privileged information, misrepresentation, or other unfair practices.

### **2. \*\*Conflicts of Interest\*\***

Covered Persons must avoid situations where personal interests conflict or appear to conflict with the

Company's interests. This includes:

- Financial interests in competitors or suppliers
- Outside employment in related industries
- Business relationships with family members
- Improper personal benefits from Company relationships

3. **\*\*Confidentiality and Intellectual Property\*\***

- Protection of proprietary IceNav(TM) technology and trade secrets
- Safeguarding of customer data and operational information
- Proper handling of confidential technical specifications
- Compliance with non-disclosure agreements

## **4. WORKPLACE CONDUCT**

1. **\*\*Safety and Environmental Responsibility\*\***

- Adherence to cold environment safety protocols
- Proper operation of robotic systems
- Environmental impact consideration
- Incident reporting and investigation

2. **\*\*Discrimination and Harassment\*\***

The Company prohibits discrimination or harassment based on race, color, religion, gender, sexual orientation, national origin, age, disability, or any other protected characteristic.

## **5. FINANCIAL INTEGRITY AND COMPANY ASSETS**

1. **\*\*Accurate Records\*\***

- Maintain accurate financial records and reports
- Proper documentation of research and development activities
- Accurate reporting of time and expenses
- Compliance with internal controls

2. **\*\*Protection of Assets\*\***

- Safeguarding physical assets and equipment
- Protection of intellectual property

- Responsible use of Company resources
- Cybersecurity compliance

## **6. REPORTING AND ENFORCEMENT**

### **1. \*\*Reporting Violations\*\***

Covered Persons must promptly report any known or suspected violations of this Code to:

- Their immediate supervisor
- The Chief Compliance Officer
- The anonymous ethics hotline
- The Audit Committee

### **2. \*\*Non-Retaliation\*\***

The Company strictly prohibits retaliation against any person who reports violations in good faith.

### **3. \*\*Enforcement\*\***

Violations may result in disciplinary action up to and including termination of employment or business relationship.

## **7. WAIVERS AND AMENDMENTS**

1. Any waiver of this Code for executive officers or directors may be made only by the Board of Directors and must be promptly disclosed to shareholders.
2. This Code may be amended or modified by the Board of Directors, subject to disclosure requirements under applicable laws and regulations.

## **8. ACKNOWLEDGMENT**

I acknowledge that I have received, read, and understand the Code of Business Conduct and Ethics of Polar Dynamics Robotics, Inc., and agree to comply with its provisions.

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**Signature:** \_

**Name:** \_

**Title:**

**Date:**

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## **9. CONTACT INFORMATION**

For questions regarding this Code, contact:

Ethics and Compliance Department

Polar Dynamics Robotics, Inc.

[compliance@polarodynamics.com](mailto:compliance@polarodynamics.com)

Ethics Hotline: 1-800-555-0123

*This Code was adopted by the Board of Directors of Polar Dynamics Robotics, Inc. on January 1, 2024.*