

Corporate Ethics and Compliance Code

Nexus Intelligent Systems, Inc.

Preamble

This Corporate Ethics and Compliance Code ("Code") establishes the fundamental principles, standards, and expectations governing ethical conduct for Nexus Intelligent Systems, Inc. and its subsidiaries (collectively, the "Company"). This document represents our commitment to maintaining the highest standards of professional integrity, transparency, and responsible business practices.

1. Purpose and Scope

1 **Objective**: This Code provides a comprehensive framework for ethical decision-making and establishes clear guidelines for all employees, executives, directors, and contractors of Nexus Intelligent Systems, Inc.

2 **Applicability**: This Code applies universally across all organizational levels, geographic locations, and business functions, without exception.

2. Core Ethical Principles

1 **Integrity**

- Conduct all business activities with the utmost honesty and transparency
- Maintain the highest standards of professional conduct
- Prioritize ethical considerations in all decision-making processes

2 **Respect**

- Treat all individuals with dignity, fairness, and professional courtesy
- Maintain a workplace free from discrimination, harassment, and retaliation
- Respect diversity and promote an inclusive organizational culture

3 **Accountability**

- Take personal responsibility for individual and collective actions
- Report potential violations promptly and without fear of retribution
- Cooperate fully in any internal or external investigations

3. Compliance Requirements

1 ****Legal Compliance****

- Strictly adhere to all applicable local, state, federal, and international laws and regulations
- Maintain comprehensive understanding of regulatory requirements in all operational jurisdictions
- Proactively monitor and adapt to evolving legal landscapes

2 ****Conflict of Interest****

- Disclose and manage potential conflicts of interest
- Avoid situations that could compromise professional judgment
- Prioritize Company interests over personal gain

3 ****Confidentiality and Data Protection****

- Protect proprietary and confidential information
- Implement robust data security protocols
- Comply with all data privacy regulations, including GDPR and CCPA

4. Business Conduct Standards

1 ****Financial Integrity****

- Maintain accurate and transparent financial records
- Prohibit fraudulent accounting practices
- Ensure rigorous internal financial controls

2 ****Anti-Corruption Policy****

- Zero tolerance for bribery, corruption, or unethical business practices
- Prohibit improper payments or gifts that could influence business decisions
- Conduct thorough due diligence on business partners and vendors

3 ****Fair Competition****

- Compete ethically and in compliance with antitrust regulations
- Avoid anti-competitive practices
- Maintain professional respect for market competitors

5. Reporting and Enforcement

1 ****Reporting Mechanisms****

- Establish confidential reporting channels for potential violations
- Protect whistleblowers from retaliation
- Conduct thorough and impartial investigations of reported concerns

2 ****Disciplinary Actions****

- Implement consistent and proportionate disciplinary measures for Code violations
- Maintain a structured approach to addressing ethical breaches
- Ensure fair and transparent enforcement processes

6. Training and Communication

1 ****Mandatory Training****

- Provide comprehensive ethics and compliance training
- Conduct annual refresher courses
- Develop role-specific training modules

2 ****Continuous Communication****

- Regularly communicate updates to the Code
- Foster an open dialogue about ethical standards
- Encourage proactive engagement with compliance principles

7. Acknowledgment and Commitment

By signing below, the undersigned acknowledges receipt, understanding, and commitment to upholding the principles outlined in this Corporate Ethics and Compliance Code.

Execution

Approved By:

—

Dr. Elena Rodriguez

Chief Executive Officer

Nexus Intelligent Systems, Inc.

Date: January 22, 2024

Legal Disclaimer

This document represents a comprehensive ethical framework and does not constitute a contractual agreement. The Company reserves the right to modify this Code at its discretion.