



UIC CORPORATE HANDBOOK

UIC CODE OF BUSINESS ETHICS AND CONDUCT

UIC-LEGAL-2-6-024 Rev. 2

PURPOSE

Our mission is to be a recognized business leader for providing quality services, solid profitability, and shareholder value. The following Code of Business Ethics and Conduct is a critical component to our mission in holding our reputation and trust to a high standard. The purpose of the Code of Business Ethics is to protect and preserve our reputation that is our most valuable asset and depends on our combined and individual decisions.

SCOPE

All of Ukpeagvik Inupiat Corporation's, and its subsidiaries' (collectively "UIC"), employees and the members of the Board of Directors are expected to understand and follow this Code. In addition, contractors, consultants, and others who perform services with UIC should also follow these principles in the work they do for us. Failure to follow our Code will result in disciplinary actions or loss of relationship with UIC.

POLICY STATEMENT

Four Guiding Principles For Ethics and Compliance

Ethical practices should be incorporated into daily business and everyday transactions by following the general principles of this Code which include the following:

1. Respect the law.
2. Act with integrity by being honest, fair, and respectful to others.
3. Protect the interests of the company and our shareholders.
4. Be professional and make ethical conduct part of UIC's culture.

INTEGRITY

UIC expects its employees to act with integrity by being fair and honest in business transactions and communications within UIC and with others. Employees should safeguard and properly use information and assets for legitimate business purposes only and always conduct business with professionalism and fairness. Opinions should be shared and welcomed with dignity, courtesy, and respect. UIC has zero tolerance for discrimination against and harassment of its employees and others.

Business and Financial Records

UIC relies on its business records to manage and grow our company, as well as take stock of our financial health. Every employee and Board member should follow internal controls to ensure that our company business books and records are secure, clear, accurate, and complete. Examples of important business records include financial and governmental reporting (including annual reports to shareholders), as well as employee



UIC CORPORATE HANDBOOK

timesheet and expenses properly documented with receipts. Furthermore, important business transactions should always be conducted in writing.

Company Assets

UIC's company assets belong to the company, and shall be used in accordance with their intended use and within company guidelines and policies. Examples of such assets include company funds (including company credit cards), company time, proprietary information, UIC's IT network, or other business equipment and opportunities. Any theft, unauthorized personal use, or other misuse of company assets will result in disciplinary action. Employees shall be prudent with company expenses and not spend or commit company assets recklessly or without authority to do so.

Confidentiality and Non-Disclosure

Employees have a duty to protect UIC's nonpublic information at all times. Examples of sensitive information include UIC's trade secrets, financial records, strategic business plans, pricing and sales data, and business partner information. When disclosure of such information is required for business purposes, a confidentiality agreement should be executed to protect UIC's interests. UIC personnel also may not disclose the personal data of UIC's employees and customers except for legitimate business purposes or to the extent required by law. Within the company, sensitive information should always be provided only on a need-to-know basis, for valid business purposes.

Political Activity

UIC supports participation in political processes and community activities during personal time so long as it is consistent with relevant laws and company policies. Employees may not, however, engage in any activity on behalf of the company that is intended to influence legislation or rulemaking, or engage lobbyists, unless previously authorized in writing by UIC counsel. Any campaign contribution that uses corporate funds or other company resources must be also be pre-approved by UIC. UIC cannot, and will not, use federally appropriated money to influence or attempt to influence government employees or officials in connection with any government contract. Please note that if you plan to run for public office, you should also promptly inform your supervisor.

CONFLICTS OF INTEREST

As a representative or employee of UIC, at all times, you have a duty to act in the best interests of the company and its shareholders and to protect UIC's reputation. Some examples of areas where a Conflict of Interest may occur and that are particularly important to be aware of include: decisions involving friends or families, gifts/entertainment, outside employment (including serving on other boards), bonuses, discounts, favors, or other opportunities that provide you with personal gain. Such conflicts may be addressed by fully disclosing the conflict for proper resolution which



UIC CORPORATE HANDBOOK

may involve declining the opportunity, removing yourself from the decision-making process, and/or seeking proper approvals. Whenever your personal interest or gain is at odds with the company's interests, you should put the company first.

Always remember that the acceptance of gifts, entertainment, other business opportunities or favors from a third party (such as consultants, suppliers, or vendors) can create a conflict of interest, or the appearance of a conflict of interest, which should be avoided. Giving excessive gifts, entertainment opportunities (such as trips), or special favors to clients, family or friends can also give rise to a conflict of interest. Such actions may compromise (or appear to compromise) the impartial evaluation of business decisions that affect the company. Only minor "token" gifts may be permissible, provided that they are incidental, modest, inexpensive, and do not create the appearance of impropriety. For example, gifts are strictly prohibited during contract negotiations. Accepting cash gifts of any kind at any time is also prohibited, as is giving gifts of any value to governmental employees or officials. The company and all employees are expected to comply with the Foreign Corrupt Practices Act. If you have a question regarding the propriety of a specific opportunity or gift, please consult your manager who may direct you to additional resources or ask for assistance.

SAFETY & WELFARE

UIC has established a Health, Safety and Environmental (HSE) Program to ensure the safety of its employees, customers, and visitors, as well as its property and equipment. To keep UIC incident free, employees should immediately report any unsafe conditions in the workplace and are encouraged to raise concerns about situations that could put others at risk. UIC also maintains a zero-tolerance policy when it comes to acts or threats of workplace violence. The success and welfare of UIC personnel depends on everyone's commitment to being alert, watchful, and responsive to safety communications.

Substance abuse in particular puts at risk the safety and welfare of UIC's shareholders, employees, and communities. As part of UIC's commitment to maintaining an alcohol and drug-free workplace, UIC strictly prohibits the use or possession of such substances while operating UIC-owned equipment, conducting UIC business, or whenever present on UIC-controlled premises.

CONTACT

If you have a question related to this Code of Conduct, there are many resources within UIC where you can seek assistance, including your supervisor or manager, a Human Resources representative, and/or the Ethics & Compliance helpline at 1-888-373-8855 (also accessible online at www.cleanumiaq.com). HR discrimination and harassment matters should initially be reported to your HR representative. If you elect to make a report to the Ethics & Compliance helpline, while identifying yourself may facilitate



UIC CORPORATE HANDBOOK

communications and the investigation of your complaint, you may also remain anonymous. To the extent possible and consistent with conducting a fair investigation, UIC will strive to keep Ethics & Compliance reports confidential, on a need-to-know basis, to the greatest possible extent. While UIC may not be able to provide the complainant with information pertaining to actions taken in response to a complaint, UIC is committed to prompt and effective corrective and preventative action when warranted.

As a Department of Defense contractor UIC encourages our employees to utilize the DoD Hotline to report items of concern to DoD. This includes suspected threats to Homeland Security, Unauthorized disclosure (Leaks) of Classified Information, and Fraud, Waste and Mismanagement. DSS hotline 800-424-9098 or www.dodig.mil/hotline

No Retaliation

UIC takes this Code of Conduct very seriously and will not tolerate any retaliation against any person who reports, or participates in an inquiry, in good faith of a possible violation of the Code. Managers are expected to foster a culture and an environment in which employees will be comfortable raising concerns without fear of retaliation.

EXCEPTIONS

None

REVISION HISTORY

Revision	Change Description	Author / Revised By	Approved By	Effective Date
0	Original Release	Andrew Mitton General Counsel	Board of Directors	2007
1	Clean Umiaq brochure converted into the Handbook Policy format.	Rick Owen General Counsel	Price E. Brower Chairman of the Board SOF	11/16/2018
2	Updated Contact Section.	Rick Owen General Counsel	Price E. Brower Chairman of the Board SOF	1/24/2019