



# **CODE OF BUSINESS CONDUCT AND ETHICS**

(Revised May 28, 2021)

Dear SoFi Employees and Directors,

At SoFi, we believe in doing the right thing—even if it means doing the harder thing. In fact, it’s one of our core values. It guides our practice of following high ethical standards while providing products and superior services to our borrowers and investors will greatly contribute to our future success.

Our business is built on trust and integrity, which requires both adhering to the letter of the law and regulations and doing the right thing for the company and our members. That being said, the “right thing” isn’t always obvious. The attached Code of Business Conduct and Ethics is meant to provide a comprehensive set of clear principles and expectations for SoFi employees, officers and directors.

Each of us is responsible for complying with and enforcing the Code. This is particularly important because we are in the finance sector, which is a highly regulated industry. If you are unsure about how the Code applies to a particular situation, you should use these resources to seek guidance. SoFi does not retaliate against any employee who, in good faith, reports a questionable activity or asks a question related to the Code.

I am proud of our business practices and commitment to conduct our business with integrity. With your help, I am confident that our legacy as an innovative and trustworthy company will continue.

Anthony Noto  
Chief Executive Officer

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## INTRODUCTION

This Code of Business Conduct and Ethics (“Code”) applies to all directors, officers, and employees of SoFi Technologies, Inc. (“SoFi”), as well as all officers and employees of any SoFi subsidiary. Such directors, officers and employees are referred to herein collectively as the “Covered Parties.” SoFi and its subsidiaries are referred to herein collectively as the “Company.” This Code does not create a contract of employment between you and the Company, nor alter the at-will employment relationship between SoFi employees and the Company, except where prohibited by applicable law. In the case where a subsidiary or affiliate has published additional guidelines due to regulatory requirements, its officers and employees must abide by such guidelines in addition to those set forth in this Code.

The Company is proud of the values with which it conducts business. It has and will continue to uphold the highest levels of business ethics and personal integrity in all types of transactions and interactions. To this end, the Code serves to (1) emphasize the Company’s commitment to ethics and compliance with the law; (2) set forth basic standards of ethical and legal behavior; (3) provide reporting mechanisms for known or suspected ethical or legal violations; and (4) help prevent and deter wrongdoing.

### PLACES TO GO FOR ASSISTANCE

Employees who have a question regarding any policy contained in this Code or who become aware of an actual or potential breach should contact is your Department Head or your local People Business Partner.

- Employees and directors who become aware of fraudulent activity should contact the Enterprise Chief Compliance Officer or the Chief Internal Auditor.
- Employees who become aware of discrimination or harassment in the workplace should contract their immediate supervisor and/or People Business Partner. Directors who become aware about discrimination or harassment should contact the Head of People.

However, if you feel that these people have not addressed your information appropriately or if the circumstances make it inappropriate to discuss the matter with them, employees may also contact, as applicable:

- 1) The EthicsPoint Hotline by dialing 1-844-251-5063 or submitting a complaint online at <https://secure.ethicspoint.com/domain/media/en/gui/54208/index.html> (employees only; complaints can be made anonymously)
- 2) The Enterprise Chief Compliance Officer
- 3) The General Counsel or another lawyer in the Legal Department, or
- 4) The Chief Internal Auditor.

Individuals who are not SoFi employees who become aware of accounting, internal accounting controls, or auditing matters may call the Issuer Direct Whistleblower Hotline at 800-916-7037 or submit their concern electronically at [https://irdirect.net/scfn/whistleblower\\_iframe/](https://irdirect.net/scfn/whistleblower_iframe/) (complaints can be made anonymously).

## **IF YOU ARE INVOLVED IN AN INCIDENT**

It is our policy to investigate promptly suspected violations of this Code. If you suspect or detect any inappropriate activity, you are required to report it immediately. Incidents of fraud and theft will be referred for criminal prosecution when appropriate. Efforts will be made to preserve the confidentiality of any information you provide.

Guidelines that should be observed if you are involved in this type of an investigation are as follows:

- i. Do not attempt to investigate a suspected case of fraud or dishonesty and do not attempt to confront the suspected party.
- ii. Do not terminate an employee for fraud or dishonesty without first consulting a the People and Legal teams, obtaining specific guidance and approval on how best to proceed.
- iii. Do not promise to forego reporting or threaten to report a crime to law enforcement authorities as a way to encourage the return of stolen funds or property.
- iv. To preserve the integrity of the investigation, we request that you refrain from discussing the matter with others, unless instructed to do so. Contact the Legal Department about how best to communicate with any law enforcement investigating or prosecuting a criminal complaint.

**You may report ethical violations in confidence without fear of retaliation.** If your situation requires that your identity be kept secret, your anonymity will be protected to the maximum extent possible consistent with the Company's legal obligations. The Company in all circumstances prohibits retaliation of any kind against those who report ethical violations in good faith. Employees may report misconduct on an anonymous basis by calling the Ethics Line. Employees may also report concerns about the Company's accounting and auditing practices , including on an anonymous basis to the Ethics Line. However, anonymous reports must include sufficient specific facts to enable the Company to investigate thematter.

Please keep in mind that the Ethics Line is to be used solely by employees for the purpose of reporting actual or potential breaches of this Code of Business Conduct or violations of the Company's Discrimination, Harassment and Retaliation Prevention Policy and to ask questions regarding whether particular actions conform with or violate the Code. Intentionally making a false report that a person has breached this Code is itself a breach of the Code and may have legal consequences.

**Ask first, act later.** If you are unsure of what to do in any situation, seek guidance before you act.

## **QUESTIONS TO ASK YOURSELF WHEN YOU FACE A TOUGH DECISION**

Given the variety and complexity of ethical and legal questions that may arise in the Company's course of business, this Code serves only as a rough guide. Confronted with ethically ambiguous situations, the Covered Parties should remember the Company's commitment to the

highest ethical standards and seek advice from the Enterprise Chief Compliance Officer (“ECCO”), a member of the People team, or a member of Senior Management (as defined in this Code as direct reports of the Chief Executive Officer (“CEO”) or Chief Financial Officer (“CFO”)), or other appropriate personnel to ensure that all actions they take on behalf of the Company honor this commitment. When in doubt you should ask yourself the following questions:

1. Would I want my actions reported on the evening news, in the media, or over the Internet?
2. What would my friends and family think of my decision?
3. What will the direct and indirect consequences of my actions be for the Company?
4. Even if I am confident that my actions are appropriate, is there a risk that they may appear to others as improper?
5. Does the action “feel” right?
6. Does the action comply with Company policy?
7. Could it appear to be a benefit to me or a Family Member (defined as one of the following: relationships (parent, child, grandparent, grandchild, brother, sister, uncle, aunt, nephew, niece and first cousin) and relationships by marriage (husband, wife, step-parent, step-child, brother-in-law, sister-in-law, father-in-law, mother-in-law, son-in-law, daughter-in-law, half-brother, half-sister, uncle, aunt, nephew, niece, spouse/partner of any of the above and cohabitating couples or significant others) even if it’s in the best interest of SoFi?

## **ACCOUNTABILITY FOR VIOLATIONS**

If the Company’s Board of Directors or its designee determines that the Code has been violated, either directly, by failure to report a violation, or by withholding information related to a violation, the offending Covered Party may be disciplined for such non-compliance with penalties (up to and including termination of employment for employees). Such penalties may include written notices, demotions, reassignment, censure, suspension of an employee involved with or without pay or benefits, or, in the case of directors, removal from the Company’s Board. Violations of this Code may also constitute violations of law and may result in criminal penalties or civil liability for the offending Covered Party and the Company. All Covered Parties are expected to cooperate in internal investigations of misconduct.

## **ANTITRUST**

It is SoFi’s policy to comply strictly with all applicable antitrust laws. The following is a partial list of some of the actions that the antitrust laws prohibit:

- Price fixing agreements; such as agreements between competitors to fix interest rates on loans, or servicing fees or collection fees

- Customer or supplier boycotts
- Agreements to allocate markets, such as agreements not to compete on particular Requests for Proposals (“RFPs”)
- Bid rigging
- Exchanging information with competitors on prices, interest rates, fees, or discounts;and
- Other types of agreements with competitors that are anti-competitive.

You should adhere to the following rules to avoid antitrust issues:

- 1) Do not initiate discussions with competitors that in any way touches upon the above activities.
- 2) If one of our competitors contacts you regarding a prohibited activity, stop the conversation immediately and contact the ECCO or the General Counsel.
- 3) In all situations when you have contact with representatives of our competitors, be careful what you say. In particular you should exercise good judgment and discretion at trade association and industry forums or events.

The antitrust laws are complex. You should contact the General Counsel’s Office if you have a concern that may involve the antitrust laws.

### **ATTORNEY-CLIENT PRIVILEGE**

Communications between Covered Parties and the Company’s attorneys for the purpose of seeking legal advice are protected by the attorney-client privilege. Covered Parties must not disclose attorney-client privileged information outside the Company without the express consent of the Company’s General Counsel.

### **COMPLIANCE WITH LAWS, RULES AND REGULATIONS**

Complying with the letter and spirit of the law is the foundation on which the Company’s ethical standards are built. In conducting the business of the Company, the Covered Parties shall comply with applicable governmental laws, rules and regulations at all levels of government. Although not all Covered Parties are expected to know the details of these laws, it is important to know enough about the applicable laws to determine when to seek advice from appropriate personnel. The Company provides training on compliance with applicable laws on a regular basis. Covered Parties may also obtain written training presentation materials on compliance with applicable laws from the Legal Department.

Additionally, employees who have been banned or suspended from any financial regulator are not permitted to work at SoFi. Employees with questions regarding this prohibition should contact the Enterprise Chief Compliance Officer.

### **CONFIDENTIALITY**

Covered Parties must maintain the confidentiality of confidential information entrusted to them, except when disclosure is authorized by a Vice President or above or required by laws or

regulations. Confidential information includes all non-public information that might be used by competitors or be harmful to the Company or its customers if disclosed. It also includes information that suppliers, customers and investors have entrusted to the Company. Because the Company collects personally identifiable information regarding consumers subject to federal and state privacy laws, including, without limitation, the Gramm Leach Bliley Act, only those Covered Parties with a need for such information in the course of their duties may have access to such information. Notwithstanding anything in this Section, Board Members who represent investors in the Company may share confidential information with their affiliated entities and their respective professional advisors.

The obligation of Covered Parties to protect and preserve confidential information continues even after employment or service on the Company's Board of Directors ends.

### **CONFLICTS OF INTEREST**

A conflict of interest exists when a person's private interest interferes in any way with the interests of the Company. A conflict can arise when a Covered Party takes actions or has interests that may make it difficult to perform his or her work for the Company objectively and effectively. Conflicts of interest may also arise when a Covered Party, or members of his or her family, receives improper personal benefits as a result of his or her position at the Company. Loans to or guarantees of obligations of Covered Parties and their family members may create conflicts of interest. It is almost always a conflict of interest for a Covered Party to work at the same time for a competitor, customer or supplier.

Due to the potential for perceived or actual conflicts, such as favoritism or personal conflicts from outside the work environment that can be carried into the daily working relationship, employees shall not engage in romantic relationships with other employees who are their supervisors or subordinates, or to whom they report or whom they supervise directly or indirectly. Further, it is a conflict of interest for any member of Senior Management to be involved in a romantic relationship with any employee of the Company. Members of Senior Management of the Company who are involved in a romantic relationship with any employee of the Company, or an employee of a competitor or vendor must immediately disclose the relationship to the Head of People who will notify the Audit Committee of the Board of Directors.

More specifically, employees must adhere to the following rules regarding conflicts of interest:

- i. You must inform your supervisor and the Enterprise Chief Compliance Officer of any family or personal relationship that might influence or appear to influence your judgment and ability to act in the best interests of SoFi.
- ii. Considering the nature of our business, from time to time it is possible that we will open an account or make, purchase, service or collect on loans or other debt of our employees or their close friends or Family Members. You should not make or take any business calls, review a loan for, approve a disbursement for, or in any way attempt to influence approval or denial of a loan or eligibility for any other SoFi product for a Family Member or friend.

- iii. If you are an executive, professional or technical employee (an exempt employee) and wish to engage in any non-SoFi business, you must notify your supervisor and the Enterprise Chief Compliance Officer of the nature of your plans to engage in outside business activities and obtain permission to do so. This information will be kept confidential and apart from any disclosure required to assess whether there is a conflict of interest.
- iv. You must also disclose any significant personal or financial interest that you or, to your knowledge, members of your immediate family may have in a matter related to SoFi to the Enterprise Chief Compliance Officer.
- v. You cannot accept payment from any other source for work you do at SoFi. If you receive an offer of payment from a party other than SoFi for work you do at SoFi, you must notify your supervisor and the Enterprise Chief Compliance Officer immediately.
- vi. You cannot be employed outside of SoFi if such a position interferes with your work at SoFi, and you cannot be employed outside of SoFi by a competitor. For purposes of this section, the term “competitor” is defined as any entity that offers or provides products or services of a similar nature that are offered by or planned to be offered by any SoFi company or line of business. This includes outside employment as a real estate broker or other outside employment in the financial services industry. Please contact your department head and the Enterprise Chief Compliance Officer with any questions regarding this policy.
- vii. You or, to your knowledge, members of your immediate family may not have a financial interest in a non-publicly traded company if that company has a stated or active purpose that has the potential to represent a material conflict with SoFi’s protected interests, unless the Enterprise Chief Compliance Officer approves such interest after full disclosure.
- viii. Board and Officer Positions in Outside Organizations
  - a. You may serve as an officer or on the board of directors, board of trustees, or board of managers of a non-profit organization, which can include, without limitation, parent-teacher associations, youth sports organizations, religious organizations, and homeowners’ associations, subject to the restrictions listed below in b.
  - b. You may not serve as an officer or on the board of directors, board of trustees, or board of managers of any outside organization, business or other entity if (i) such organization is a financial services enterprise, or otherwise a customer, competitor or supplier of SoFi, unless the Enterprise Chief Compliance Officer approves after full disclosure, (ii) such organization has a stated or active purpose that has the potential to represent a material conflict with SoFi’s protected interests, unless the Enterprise Chief Compliance Officer approves after full disclosure, or (iii) your time commitments to the other organization impact your job at SoFi.

Conflicts of interest may not always be clear cut, so if you have a question, you should always consult with the Enterprise Chief Compliance Officer (“ECCO”) or the General Counsel of the Company. In addition, you may contact the Ethics Line administered by Navex if you do not feel

comfortable contacting one of the resources specified above. Employees who submit issues through the Ethics Line also have the option to remain anonymous. Any Covered Party who becomes aware of a conflict or potential conflict should bring it to the attention of his or her department head or other appropriate personnel as noted in this Code.

All members of Senior Management of the Company and the Board of Directors shall disclose any material proposed transaction, including related party transactions, or relationship that could be expected to give rise to a conflict to the CFO and Chief Accounting Officer, who will coordinate with the General Counsel or Chief Internal Auditor to notify the Audit Committee of the Board of Directors, as maybe necessary. No action may be taken with respect to such transaction or party unless and until such action has been approved by the Board of Directors or a duly authorized Committee of the Board of Directors. Members of Senior Management and members of the Board of Directors should refer to the Company's Related Party Transactions Policy for further information.

### **CORPORATE OPPORTUNITIES**

Covered Parties are precluded from taking for themselves opportunities that are discovered through the use of corporate property, information or position without the consent of the Board of Directors. No Covered Party may use corporate property, information or position for improper personal gain, and no employee may compete with the Company directly or indirectly. Covered Parties owe a duty to the Company to advance its legitimate interests whenever possible. Nothing in this paragraph will amend, modify or supersede the provisions of Article XI of the Company's Certificate of Incorporation or Section 3.8 of that certain Shareholders' Agreement, dated as of May 28, 2021, by and among the Company, SCH Sponsor V LLC and the certain former shareholders of Social Finance, Inc. identified as the "SoFi Investors" therein.

### **DRUGS, ALCOHOL AND FIREARMS**

It is the Company's policy to promote the safety and well-being of its employees and directors and establish and maintain a healthy and safe work environment. Accordingly, our work environment must be free from substance abuse and weapons.

The following rules apply:

- i. No alcoholic beverages may be consumed on company premises except in connection with company events authorized by a Vice President or above.
- ii. All persons are prohibited from being impaired by or under the influence of alcohol or drugs, including marijuana, that affect the ability of such person to perform his or her job while on SoFi premises or while performing business-related activities for SoFi.
- iii. The sale, possession, transfer or purchase of illegal drugs on company property or while performing company business is prohibited.
- iv. Firearms and other weapons are prohibited on company premises. The term "company premises" shall include, without limitation, vehicles while on company premises, except to the extent that such prohibition is not permitted under applicable law.

The employee assistance plan (EAP) provides diagnostic counseling and treatment services to any employee experiencing an alcohol or drug-related problem. A self-referral may be made without notifying anyone in the company. Further information on EAP and other employee benefits offerings may be found in the Benefits Mall in Workday.

## **EMPLOYMENT AND EQUAL OPPORTUNITY**

Except where prohibited by applicable law, SoFi is an at-will employer. This means that employees are free to leave their job at any time for any reason. Conversely, SoFi is free to terminate the employment relationship at any time for any non-discriminatory, non-retaliatory reason.

It is SoFi's policy to provide equal opportunity for all in accordance with all applicable federal, state and local laws regarding equal employment.

All SoFi employees deserve to be treated with respect. Accordingly, employees must not engage in degrading or humiliating jokes, slurs, intimidation or other harassing conduct towards others.

Our equal opportunity policy applies to all employees and prospective employees. It extends to all facets of our relationship with employees, including recruitment, compensation, benefits, relocation, training and other terms and conditions of employment. If you have any concerns regarding our equal opportunity policy, you should contact your local People Business Partner or the Head of People.

SoFi does not tolerate any form of sexual harassment. Sexual harassment is generally defined as unwelcome sexual or gender-based conduct of any nature that creates an offensive or hostile work environment or unwelcome sexual conduct that is made a condition of working at the Company.

SoFi also does not tolerate harassment or discrimination on the basis of any other protected class such as race, color, religion (including religious dress and grooming practices), ancestry, creed, sex (including pregnancy, childbirth, breastfeeding, or related medical conditions), gender, gender identity (including transgender status), gender expression, sexual orientation, age (40 and over), disability, national origin, marital or registered domestic partner/civil partnership/union status, physical or mental disability, medical condition, genetic information, citizenship status, military and/or veteran status or any other basis prohibited by applicable law. More information on our equal employment opportunity and harassment, discrimination and retaliation prevention policies can be found in the Employee Handbook.

## **EMPLOYMENT OF FAMILY MEMBERS**

We want to ensure that we have a fair and impartial workplace. Therefore, although we believe that there are many positive aspects to having related persons and families working at SoFi, we have several specific guidelines relating to the employment of Family Members. However, you

may not work for or supervise a Family Member, directly or indirectly, unless this policy is specifically waived by the Head of People.

## **FAIR DEALING, GIFTS, AND BUSINESS GRATUITIES**

Covered Parties must behave honestly and ethically at all times and with all people. They shall act in good faith, with due care, and shall engage only in fair and open competition, by treating ethically competitors, suppliers, customers, investors, and colleagues. Stealing proprietary or privileged information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited. No Covered Party should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair practice.

The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain unfair advantage with customers. No gift or entertainment should ever be offered or accepted by a Covered Party or any family member of a Covered Party unless it (1) is consistent with customary business practices; (2) is not excessive in value; (3) cannot be construed as a bribe or payoff; and (4) does not violate any laws or regulations.<sup>1</sup> The offer or acceptance of cash gifts, including gift cards, by any Covered Party is prohibited. The limitation on gifts and gratuities does not apply to usual business entertainment such as dinners or events, including sporting events, hosted for business purposes, however such expenses must be reasonable and the party paying for the dinner or event must be present at the dinner or event. Covered Parties should discuss with the Enterprise Chief Compliance Officer any questions regarding the appropriate nature or reasonableness of proposed business entertainment or gifts.

## **PROHIBITION ON INSIDER TRADING**

Insider trading means trading in securities while possessing material non-public information. Insider trading is a very serious matter: It is not only unethical but illegal. Federal securities laws provide severe civil and criminal penalties for engaging in insider trading.

"Material" information is that which a reasonable investor would consider important in deciding whether to buy, sell, or retain a security. Examples of material information may include. But are not limited to earnings or estimates; dividend actions; strategic plans; new products, discoveries or services; marketing plans and joint ventures; important personnel changes; acquisition and divestiture plans; financing plans; proposed securities offerings; government actions; major litigation or potential claims; restructuring and recapitalizations; and the negotiation or restructuring of significant contracts. "Non-public Information" information is information not widely disseminated or generally known to the public.

In addition to the above restrictions against trading in SoFi securities, a SoFi employee having "material, inside" information about companies with which SoFi does business may not purchase or sell the securities of those companies. In both of the above two scenarios, where the "material, non-

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<sup>1</sup> As a private education lender, the Company is not permitted to provide gifts of more than a nominal value (\$10) to employees of post-secondary schools in order to directly or indirectly obtain any advantage with respect to private education loans. Further, the Company may not engage in revenue sharing with any post-secondary schools.

public information relates to SoFi securities or securities of companies doing business with SoFi it is also illegal to pass on material, non-public information to others, including family and friends, who then trade on such information. Please see the Company's Securities Trading Policy for further information.

### **RESTRICTIONS ON PERSONAL TRADING AND INVESTING**

Employees' personal trading and investing must not result in legal, business or ethical conflicts with SoFi or our clients, or otherwise appear improper. Employees must also not seek to benefit in any way from their access to the Company or client information. You must be mindful of this obligation, use your best efforts to honor it, and report potential violations promptly to the Ethics Hotline and/or the Enterprise Chief Compliance Officer.

### **PROTECTION AND PROPER USE OF COMPANY ASSETS**

All Covered Parties should protect the Company's assets and ensure their effective use. Theft, carelessness, and waste have a direct impact on the Company's profitability. Any suspected incident of fraud or theft should immediately be reported for investigation. The Company's equipment should not be used for non-Company business, though incidental personal use is permitted.

The obligation of Covered Parties to protect the Company's assets includes its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business and marketing plans, pricing grids, designs, databases, records, and any unpublished financial data and reports. Unauthorized distribution of this information violates Company policy. It could also be illegal and result in civil and/or criminal penalties.

### **REPORTING KNOWN OR SUSPECTED VIOLATIONS**

The Company's CEO, CFO, Head of People, ECCO, Chief Internal Auditor, and General Counsel shall promptly report any known or suspected violations of this Code to the Board of Directors or a member of the Board of Directors or Committee designated by the Board of Directors. All other Covered Parties should talk to their department head or other appropriate personnel described above in the section entitled "Places to go for Assistance" about known or suspected illegal or unethical behavior. No retaliatory action of any kind will be permitted against anyone making such a report in good faith, and the Board of Directors will strictly enforce this prohibition.

### **SIGNIFICANT ACCOUNTING DEFICIENCIES**

The Chief Financial Officer and any other senior financial officers shall promptly bring to the attention of the Board of Directors or a Committee of the Board of Directors any information that he or she may have concerning (a) significant deficiencies in the design or operation of internal control over financial reporting which could adversely affect the Company's ability to record, process, summarize and report financial data or (b) any fraud, whether material or not, that involves management or other employees who have a significant role in the Company's disclosures or

internal control over financial reporting.

### **TIMELY AND TRUTHFUL PUBLIC DISCLOSURE**

In reports or documents filed with or submitted to government regulators by the Company, and other public communications made by the Company, the Covered Parties involved in the preparation of such reports and documents shall make disclosures that are full, fair, accurate, timely and understandable. Where applicable, these Covered Parties shall provide thorough and accurate financial and accounting data for inclusion in such disclosures. They shall not knowingly conceal or falsify information, misrepresent material facts or omit material facts necessary to avoid misleading the Company's auditors or investors.

### **WAIVERS**

Any waiver of this Code for members of Senior Management may be made only by the Company's Board of Directors or a Committee of the Board of Directors.