



## **The Code of Conduct**

The Code of Conduct is about core values and ethical principles.

It is one of the many ways we put our values into practice. It was developed around the recognition that everything we do in relation to our work should be, and is, measured against the highest possible standards of ethical business conduct and practices. We purposefully aim for that highest level for both practical as well as aspirational reasons. Commitment to the highest standards helps us to hire great people, team up with amazing partners, produce great products, and attract loyal customers. Respect for our customers and partners, for the overall business opportunity that we have, and for each other within the company are all foundational to our ongoing success. This is something we need to strive for each and every day.

So please read the Code and follow both in spirit and by the letter. Always keep in mind that each of us has a personal responsibility to incorporate, and to encourage others to incorporate, the principles of the Code into our daily work. If you have a question or ever think that one of your fellow Cannabis One members, or the company as a whole, might be falling short of this commitment, do not remain silent. We want – and need – to hear from you, as this is important. Let's aim to be the best!

### **Who Must Follow the Code?**

We expect all our employees and Board members to understand and follow the Code. Failure to do so can result in disciplinary action, even including termination of employment. Moreover, while the Code is specifically written for Cannabis One employees and Board members, we expect external contractors, vendors, consultants, and others who may be temporarily assigned to perform work or services for us to follow the Code in connection with any work specifically for the company. Failure of a Cannabis One contractor, consultant, or other covered service provider to follow the Code can result in termination of their relationship with us.

## **What If I Have a Code-Related Question or Concern?**

If you have a question or concern, contact your manager, your Human Resources representative, or a Compliance Officer. If you believe a violation of law has occurred, you should raise that concern through a Compliance Officer or even with a government agency if you feel it is necessary and appropriate.

## **Is There A No-Retaliation Policy?**

Absolutely! Cannabis One prohibits retaliation against any worker who reports or participates in an investigation of a possible violation of our Code, policies, or the law. If you believe you are being retaliated against, please contact Human Resources and/or a Compliance Officer as soon as possible.

## **What Are the Goals of the Code?**

The following represents the conduct goals we wish to achieve:

### **A. Serving Our Customers**

Our customers value Cannabis One not only because we deliver great products and services, but because we hold ourselves to a higher standard in how we treat customers and how we operate in general. Keeping the following principles in mind will help us to maintain that high standard:

#### **1. Integrity**

Our reputation as a company that people can trust is our most valuable asset, and it is up to all of us to make sure that we continually earn that trust. All of our communications and interactions with our customers and partners should increase their trust in us.

#### **2. Quality Products**

We strive to provide a wide array of products to our customers, with the intent of these being of the highest quality. It is important that we monitor products to ensure that they are maintaining such quality standards. If you do not feel this way about a particular product or even vendor, please bring it to the attention of a supervisor.

#### **3. Privacy and Security**

Please remember that we sometimes ask customers to trust us with their personal information. Preserving that trust requires that each of us respect and protect the privacy and security of their information. Our security procedures strictly limit access to and use of customers' personal

information, and they require that each of us take measures to protect customer data from unauthorized access. Know your responsibilities under these procedures. You should only collect, use, and access personal information as authorized by our security and privacy policies, and applicable data protection laws.

#### **4. Responsiveness**

Part of maintaining integrity is being responsive. We recognize relevant customer feedback when it is received, and we respond as soon as possible. We take pride in responding to communications from customers, whether it is questions, complaints, problems, or compliments.

#### **5. Taking Positive Action**

Any time you feel that our customers are not being well-served, don't be afraid to mention it - let someone in the company know about it. Continually improving our products and services requires work from all of us, and we're proud that our team champions our customers and takes the initiative to step forward when the interests of our customers are at stake.

### **B. Supporting One Another**

We are committed to a supportive work environment, where employees have an opportunity to reach their fullest potential. Members of our team are expected to do their utmost to create a workplace culture that is free of harassment, intimidation, bias, and unlawful discrimination. The goal is to foster an environment that allows all employees to flourish.

Please read the Employee Handbook relevant to your location for more pertinent information related to your exact position within the company. What follows is a list of the important standards here at Cannabis One:

#### **1. Providing Equal Opportunity Employment**

Employment here is based solely upon individual merit and qualifications directly related to professional competence. We strictly prohibit unlawful discrimination or harassment based on age, race/color, religion, national origin, ancestry, sex, gender identity or expression, sexual orientation, marital status, pregnancy status, mental or physical disability, medical condition, veteran status, or any other characteristics protected by law. We also make all reasonable accommodations to meet our obligations under

laws protecting the rights of the disabled. Everyone has an opportunity for employment with us.

## **2. Avoiding Harassment, Discrimination, and Bullying**

Cannabis One prohibits discrimination, harassment and bullying in any form – verbal, physical, or mental/emotional. If you believe you’ve been bullied or harassed by anyone at Cannabis One, please report the incident to your supervisor, Human Resources, or both. Similarly, supervisors and managers who learn of any such incident should immediately report it to Human Resources. HR will promptly and thoroughly investigate any complaints and take appropriate action.

## **3. Maintaining a Safe Workplace**

We are committed to a violence-free work environment, and we will not tolerate any level of violence or the threat of violence in the workplace. Under no circumstances should anyone bring a weapon to work. If you become aware of a violation of this policy, you should report it to Human Resources immediately.

We also strive to ensure a safe working environment in every facility, with appropriate safety protocols in place.

## **4. Being Aware of Drugs and Alcohol**

Our position on substance abuse is simple: It is incompatible with the health and safety of our employees, and it is not permitted. In terms of alcohol consumption, use good judgment and never drink in a way that leads to impaired performance or inappropriate behavior, endangers the safety of others, or violates the law. Illegal drugs in our offices or at sponsored events are strictly prohibited. If a manager has reasonable suspicion to believe that an employee’s use of drugs and/or alcohol may adversely affect the employee’s job performance or the safety of the employee or others in the workplace, the manager may request an alcohol and/or drug screening. A reasonable suspicion may be based on objective symptoms such as the employee’s appearance, behavior, or speech.

### **C. Avoiding Conflicts of Interest**

When you face a situation in which competing loyalties could cause you to pursue a personal benefit for you, your friends, or your family at the

expense of Cannabis One or our customers, you may find yourself with a conflict of interest. All of us should avoid conflicts of interest and all circumstances that reasonably present the appearance of a conflict.

When considering a course of action, ask yourself whether the action you're considering could create an incentive for you, or appear to others to create an incentive for you, to benefit yourself, your friends or family, or an associated business at the expense of the company. If the answer is "yes," the action you're considering is likely to create a conflict of interest situation, and you should avoid it.

Below, we provide guidance in seven areas where conflicts of interest often arise:

- Personal investments
- Outside employment, advisory roles, board seats, and/or starting your own business
- Business opportunities found through normal work business
- Inventions
- Friends and relatives; co-worker relationships
- Accepting gifts, entertainment, and other business courtesies
- Use of Cannabis One products and services

In each of these situations, the rule is the same – if you are considering entering into a business situation that creates a conflict of interest, simply don't do it. If you are in a business situation that may create a conflict of interest, or the appearance of a conflict of interest, review the situation with your manager and/or a Compliance Officer. Finally, it's important to understand that as circumstances may change, a situation that previously did not present a conflict of interest may present one later.

## **1. Personal Investments**

Avoid making personal investments in companies that are Cannabis One competitors or business partners when the investment might cause, or appear to cause, you to act in a way that could harm Cannabis One.

When determining whether a personal investment creates a conflict of interest, consider the relationship between the business of the outside company, our business, and what you do here, including whether the company has a business relationship with us that you can influence, and the extent to which the company competes with us.

You should also consider: 1) any overlap between your specific role here and the company's business, 2) the significance of the investment, including the size of the investment in relation to your net worth, 3) whether the investment is in a public or private company, 4) your ownership percentage of the company, and 5) the extent to which the investment gives you the ability to manage and/or control the company.

Investments in venture capital or other similar funds that invest in a broad cross-section of companies that may include Cannabis One competitors or business partners generally do not create conflicts of interest. However, a conflict of interest may exist if you exert any control in that fund's investment activity.

## **2. Outside Employment, Advisory Roles, Board Seats, and/or Starting Your Own Business**

Avoid accepting employment, advisory positions, or board seats with our competitors or business partners when your judgment could be, or could appear to be, influenced in a way that could harm Cannabis One. Additionally, because board seats come with fiduciary obligations that can make them particularly tricky from a conflict of interest perspective, you should notify your manager before accepting a board seat with any outside company. Cannabis One board members and employees who are VP and above should also notify a Compliance Officer. Finally, do not start your own business if it will compete with Cannabis One.

## **3. Business Opportunities Found Through Work**

Business opportunities discovered through your work here belong first to Cannabis One, except as otherwise agreed to by Cannabis One.

## **4. Inventions**

Developing or helping to develop outside inventions that: a) relate to our existing or reasonably anticipated products and services, b) relate to your position here, or c) are developed using our corporate resources may create conflicts of interest. If you have any questions about potential conflicts or intellectual property ownership involving an outside invention or other intellectual property, consult a Compliance Officer and/or obtain legal counsel.

## **5. Friends and Relatives; Co-Worker Relationships**

Avoid participating in management of or decision-making regarding potential or existing company business relationships that involve your relatives, spouse or significant other, or close friends. This includes being the hiring manager for a position for which your relative or close friend is being considered or being a relationship manager for a company associated with your spouse or significant other.

To be clear, just because a relative, spouse/significant other, or close friend works here or becomes a Cannabis One competitor or business partner doesn't mean there is a conflict of interest. However, if you are also involved in that business relationship, it can be very sensitive. The right thing to do in that situation is to discuss the relationship with your manager and possibly a Compliance Officer.

Finally, romantic relationships between co-workers can, depending on the work roles and respective positions of the co-workers involved, create an actual or apparent conflict of interest. If a romantic relationship does create an actual or apparent conflict, it may require changes to work arrangements or even the termination of employment of either or both individuals involved.

## **6. Accepting Gifts, Entertainment, and Other Business Courtesies**

Accepting gifts, entertainment, and other business courtesies from a competitor or business partner can easily create the appearance of a conflict of interest, especially if the value of the item is significant.

Generally, acceptance of inexpensive "token" non-cash gifts is permissible. In addition, infrequent and moderate business meals and entertainment with clients and infrequent invitations to attend local sporting events and celebratory meals with clients can be appropriate aspects of many business relationships, provided that they aren't excessive and don't create the appearance of impropriety.

Contact a Compliance Officer if you have any specific questions.

## **7. Use of Cannabis One Products and Services**

Avoiding potential conflicts of interest also means that you should not use our products, services, internal tools, or information in a way that improperly benefits you or someone you know or creates the appearance that you have an unfair advantage over users outside of the company. For

example, you should not use the tools, information, or access that you have as a team member to participate in or to generate a financial benefit for yourself or others. If you find yourself subject to a conflict of interest regarding the use of our products, services, tools, or information, discuss the situation with your manager, a Compliance Officer, or legal counsel.

#### **D. Preserving Confidentiality**

We may get a lot of press attention around our products, innovations, services, and our culture, and that's usually fine. However, certain kinds of company information, if leaked prematurely into the press or to competitors, can hurt our product launches, expansion announcements, eliminate our competitive advantage, and prove costly in other ways. Our responsibilities extend beyond not revealing confidential material – we must also:

- properly secure, label, and (when appropriate) dispose of confidential materials;
- safeguard confidential information that the company receives from others under non-disclosure agreements;
- take steps to keep our trade secrets and other confidential intellectual property private and secret.

#### **1. Confidential Information**

Make sure that information that is classified as "Need to Know" or "Confidential" is handled carefully and appropriately. At times, a particular project or negotiation may require you to disclose "Need to Know" or "Confidential" information to an outside party: Disclosure of that information should be on an "only as needed" basis and only under a Non-disclosure Agreement. In addition, our policy may require a prior security assessment of the outside party that is to receive the confidential information. Be sure to conduct the appropriate due diligence and have the appropriate agreement in place before you disclose the information. Make sure that you have been authorized to disclose information before doing so.

There are, of course, "grey areas" in which you will need to apply your best judgment in making sure you do not disclose any confidential information. If there is ever a question in your mind, err on the side of safety and do not disclose any information.

Also, don't forget about pictures you and your guests might take at a Cannabis One facility or a partner's facility – it is up to you to be sure that those pictures do not disclose confidential information.

Finally, some of us will find ourselves having family or other personal relationships with people employed by our competitors or business partners. As in most cases, common sense applies. Don't tell your significant other or family members anything confidential, and don't solicit confidential information from them about their company.

## **2. Cannabis One Partners**

Just as you are careful not to disclose confidential Cannabis One information, it's equally important not to disclose any confidential information from our partners. Don't accept confidential information from other companies without first having all parties sign an appropriate Non-disclosure Agreement. Even after the agreement is signed, try only to accept as much information as you need to accomplish your business objectives.

## **3. Competitors/Formal Employers**

We respect our competitors and want to compete with them fairly. But we don't want their confidential information. The same goes for confidential information belonging to any Cannabis One team member's former employers. If an opportunity arises to take advantage of a competitor's or former employer's confidential information, simply don't do it. Show respect for their information as you would for ours. Should you happen to come into possession of a competitor's confidential information, contact a supervisor immediately.

## **4. Outside Communications**

Hopefully you now realize that our policy is to be extremely careful about disclosing confidential proprietary information. Consistent with that, you should also ensure your outside communications (including online and social media posts) do not disclose confidential information or represent (or otherwise give the impression) that you are speaking on behalf of Cannabis One unless you are specifically authorized to do so by the company. The same applies to communications with the press. Finally, check with your manager before accepting any public speaking engagement on behalf of the company.

## **E. Protecting Cannabis One Assets**

Cannabis One has a well-earned reputation for openness with confidential information shared within the company. Our employees are empowered to know what the company is doing and often have access to important information. We want all members of the team to feel like they are part of the bigger picture. Our ability to continue these practices depends on how well we conserve company resources and protect company assets and proprietary information, as follows:

### **1. Intellectual Property**

Cannabis One maintains extensive intellectual property rights (our trademarks, logos, copyrights, trade secrets, “know-how”, and patents), and these are among our most valuable assets. Unauthorized use can lead to their complete loss or serious loss of value. You must respect all copyright and other intellectual property laws, including laws governing the fair use of copyrights, trademarks, and brands. You must never use the company’s (or its affiliated entities’/partners’) logos, marks, or other protected information or property for any business or commercial venture without prior authorization from a supervisor or manager. We strongly encourage you to report any suspected misuse of trademarks, logos, or other intellectual property immediately.

Likewise, respect the intellectual property rights of others. Inappropriate use of others’ intellectual property may expose both the company and you to criminal and/or civil fines and penalties. Please seek legal advice before you solicit, accept, or use proprietary information from individuals outside the company or let them use or have access to Cannabis One proprietary information. You should also check with management if you are developing a product that uses content/information/resources not belonging to Cannabis One.

### **2. Company Equipment**

Cannabis One gives us the tools and equipment we need to do our jobs effectively, but in turn, the company counts on us to be responsible and not wasteful with the company items/services we are given. Company funds, equipment, and other physical assets are not to be requisitioned for purely personal use. Not sure if a certain use of company assets is allowed? Please ask your manager or Human Resources.

### **3. The Network**

The company's communication facilities (which include both our network and the hardware that uses it, like computers and mobile devices) are a critical aspect of our company's property, both physical and intellectual. Be sure to follow all security policies. If you have any reason to believe that our network security has been violated – for example, you lose your laptop or smart phone or think that your network password may have been compromised – please promptly report the incident to Information Technology. It is extremely important to keep access to information safe and not allow unauthorized users within the network. This also applies to former employees.

### **4. Physical Security**

If you are not careful, people may steal your personal belongings. Always secure your laptop, phone, important equipment, and your personal belongings, even while on company premises. Always wear your badge visibly while on site. Don't tamper with or disable security and safety devices. Watch people who "tailgate" behind you through our doors. If you don't see an appropriate badge or form of identification, please ask for it (and, as appropriate, direct the person to a receptionist for assistance). Promptly report any suspicious activity to a supervisor or manager.

### **5. Use of Cannabis One Equipment and Facilities**

Anything you do using corporate electronic facilities (e.g., our computers, mobile devices, network, etc.) or anything that you store on our premises (e.g., letters, memos, and other documents) might be disclosed to people inside and outside the company. For example, Cannabis One could be required by law (e.g., in response to a subpoena or warrant) to monitor, access, and disclose the contents of corporate email, voicemail, computer files, and other materials on our electronic facilities or physical items on company premises. In addition, the company may monitor, access, and disclose employee communications and other information on our corporate electronic facilities or on our premises when there is a business need to do so (e.g., protecting employees and users, maintaining the security of resources and property, or investigating suspected employee misconduct).

### **6. Employee Data**

We collect and store some personal information from all employees. Only access this data consistent with local law and internal policies, and only if authorized to do so. Unauthorized access and/or misappropriation of this information can result in termination of employment.

## **F. Ensuring Financial Integrity and Responsibility**

Financial integrity and fiscal responsibility are both core aspects of true corporate professionalism. This is more than just accurate reporting of our financials, although that is important. The money we spend on behalf of Cannabis One is not technically ours; it is the company's and, ultimately, our shareholders'. Each person at Cannabis One has a role in making sure that money is appropriately spent, our financial records are both accurate and complete, and all internal controls are followed. This matters every time we sign a new business contract, hire a new vendor, expense something to the company, or enter into any business deals on behalf of the company.

To make sure that we get this right, Cannabis One maintains a system of internal controls to reinforce our compliance with legal, accounting, tax, and other regulatory requirements in every location in which we operate.

Stay in full compliance with our system of internal controls, and don't hesitate to ask questions if necessary. What follows are some core concepts that make up the foundation of financial integrity and fiscal responsibility here at Cannabis One:

### **1. Spending Corporate Money**

A core Cannabis One value has always been to spend company money in a wise and prudent fashion. When you submit an expense for reimbursement or spend money on the company's behalf, please make sure that the cost is reasonable, directly related to company business, and supported by appropriate documentation. Always record the business purpose (e.g., if you take someone out to dinner, always record the names and titles of the people who attended as well as the reason for the dinner) and comply with other any other requested submission requirements. If there is uncertainty about whether you should spend money or submit an expense for reimbursement, check with your manager or supervisor. Managers are ultimately responsible for all money spent/expenses incurred by their direct departments and should thus carefully review such expenses before approving.

### **2. Signing a Contract**

Each time you enter into a business transaction on our behalf, there should be documentation recording that agreement, approved by the management/Board Members, and/or legal counsel. Signing a contract on behalf of Cannabis One is a very big deal. Never sign any contract on behalf of Cannabis One unless all the following are met:

- You are specifically authorized to do so. If you are unsure whether you are authorized, ask your manager or supervisor.
- The contract has been approved by management along with legal counsel. If you are using an approved form contract, you don't need further legal approval unless you have made changes to the form contract or are using it for other than its intended purpose.
- You have studied the contract, fully understand its terms, and have decided that entering into the contract is in the company's best interest.

All contracts at Cannabis One should be in writing and should contain all of the relevant terms to which the parties are agreeing. Cannabis One does not permit "side agreements," oral or written. These will not be honored.

### **3. Recording Transactions**

If your job in any way involves the financial recording of corporate transactions, make sure that you are completely familiar with all of the appropriate policies that may apply.

Immediately report any transactions that you think are not being recorded correctly.

### **4. Reporting Financial or Accounting Irregularities**

Never interfere in any way with the auditing of Cannabis One financial records. Similarly, you should never falsify any record or account, including time reports, expense accounts, and any other company records. If you suspect someone else of doing these things, please notify a supervisor or manager immediately.

### **5. Hiring Vendors/Suppliers**

As Cannabis One continues to grow, we will enter into more and more deals with suppliers of equipment and services. We should always strive for the best possible deal for Cannabis One. This almost always requires that you solicit competing bids to make sure that you're getting the best offer. While price is very important, it isn't the only factor worth considering. Quality, service, reliability, and the terms and conditions of the proposed deal may also affect the final decision. Please do not hesitate to contact your manager if you have any questions regarding how to procure equipment or services on behalf of Cannabis One and its partners.

## **6. Retaining Records**

It's important that we keep records for an appropriate length of time. There are minimum record retention periods for different types of records. Keep in mind that legal requirements, accounting rules, and other external sources sometimes specify longer retention periods for certain types of records. Please ask a supervisor, manager, or Board member for specifics relative to your work. In addition, if asked by management to retain records relevant to a litigation scenario, audit, or other investigation, please do so until a manager tells you retention is no longer necessary.

## **G. Obeying the Law**

Cannabis One takes its responsibility to comply with laws and regulations very seriously and each of us is expected to comply with applicable legal requirements and any associated prohibitions. While it's impossible for anyone to know all aspects of every applicable law, you should understand the major laws and regulations that apply to your specific area of work. A few specific laws are easy to violate unintentionally and so are worth pointing out here:

### **1. Trade Controls**

U.S. and international trade laws control where we can send or receive products and/or services. These laws are complex, and apply to:

- imports and exports from or into the U.S.
- imports and exports of products from or into other countries, with additional concerns when those products contain components or technology of U.S. origin
- exports of services, or providing services to non-U.S. persons
- exports of technical data, especially when the technical data is of U.S. origin
- cannabis materials and both national and international laws surrounding its legality and the ability to import/export

What constitutes an "import" or "export" under the law is pretty broad. For example:

- exposing or allowing access by non-U.S. persons to U.S. technical data can be an "export", regardless of what country the exposure occurred in
- permitting the download of software from one country ("country X") into another country ("country Y") is an export from country X

- transporting technical data or software on your laptop, or tools or equipment in your luggage, may be an export and import

The bottom line: If you are in any way involved in sending or making available Cannabis One products, services, software, equipment, or any form of technical data from one country to another, work with your manager to be absolutely sure that the transaction stays well within the bounds of applicable laws. If you or your manager are not sure, please contact a Compliance Officer who can help with the legal details.

## **2. Competition Laws**

Most countries have laws – known as “antitrust,” “competition,” or “unfair competition” laws – designed to promote free and fair competition. In general, these laws prohibit: 1) arrangements with competitors that restrain trade in some way, 2) abuse of intellectual property rights, and 3) use of market power to unfairly disadvantage competitors.

Certain conduct is absolutely prohibited under these laws, and could result in your imprisonment, not to mention severe penalties for Cannabis One.

Examples of prohibited conduct include:

- agreeing with competitors about setting prices
- agreeing with competitors to rig bids or to allocate customers and/or markets
- agreeing with competitors to boycott a vendor, supplier, and/or customer

Other activities can also be illegal, unfair, or create the appearance of impropriety. Such activities include:

- sharing competitively sensitive information (e.g., prices, costs, market distribution, analytics, etc.) with competitors
- entering into a business arrangement or pursuing a strategy with the sole purpose of harming a competitor

Although the spirit of these laws is straightforward, their application to particular situations can be quite complex.

Cannabis One is committed to competing fairly, so please contact a Compliance Officer if you have any questions about the antitrust laws and how they might apply to you, if at all. Any personnel who violate antitrust policies will, subject to local laws, be disciplined, up to and including

termination of employment. If you suspect that anyone at the company is violating any competition laws, notify a Compliance Officer immediately.

### **3. Insider Trading Laws**

As mentioned earlier, information is shared internally on a frequent basis, including non-public information. This information may involve business transactions, proprietary practices, or even news related to future business plans. In addition, you may overhear a hallway conversation or come across a memo at a copy machine, either of which might involve confidential information. To use this non-public information to buy or sell stock, or to pass it along to others so that they may do so, could constitute insider trading. These laws may vary from country to country, but insider trading not only violates this Code, it violates the law. Don't do it.

### **4. Anti-bribery Laws**

Like all businesses, Cannabis One is subject to a wide array of laws, both U.S. and non-U.S., that prohibit bribery in virtually every kind of commercial setting. The rule for us is simple – don't bribe anybody, anytime, for any reason. Never.

#### **Non-government Relationships**

You should be careful when you give gifts and pay for meals, entertainment, or other business courtesies on behalf of Cannabis One. We want to avoid any possibility that the gift, entertainment, or other business courtesy could be perceived as a bribe, so it's always best to provide such business courtesies infrequently and, when we do, to keep their value moderate.

#### **Relationships with Government Officials**

Offering gifts, entertainment, or other business courtesies that could be perceived as bribes becomes especially problematic if you are dealing with a government official. "Government officials" include any government employee (federal, state, or local); candidate for public office; or employee of government-owned or -controlled companies, public international organizations, or political parties. Several laws around the world, including the U.S. Foreign Corrupt Practices Act and the UK Bribery Act, specifically prohibit offering or giving anything of value to government officials to influence official action or to secure an improper advantage. This not only includes traditional gifts, but also things like meals, travel, political or charitable contributions, and job offers for government officials' relatives. Never give gifts to thank government officials for doing their jobs.

The U.S. also has strict rules that severely limit the ability of a company or its employees to give gifts and business courtesies to a U.S. government official and also limit the official's ability to accept such gifts. The Honest Leadership and Open Government Act prohibits giving any gifts, including travel and other courtesies, to Members, Officers, and employees of the U.S. Senate and House of Representatives unless they fit within one of a number of specific exceptions. Gifts to employees of the U.S. executive branch are also regulated and subject to limits. Finally, state and local government officials in the U.S. are also subject to additional legal restrictions. In summary, before offering any gifts or business courtesies to a U.S. or other government official, you should consult a supervisor. Carefully follow the limits and prohibitions and obtain any required pre-approvals.

#### **H. In Conclusion**

Cannabis One aspires to be a company built on a foundation of values and ethical business practices. Having said that, it is virtually impossible to spell out every possible ethical scenario that could arise. Instead, we must rely on one another's common sense and good judgment to uphold a high standard of integrity for ourselves and our company.

Our expectation is that all employees will follow both the letter and the spirit of the Code. Oftentimes, identifying the right thing to do is not that easy. If you aren't sure about your actions or potential actions in a certain situation, please ask questions of your manager, supervisor, or Compliance Officer. Our goal is to help navigate through any potential issues and maintain an environment of positive values and ethical behavior.

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