

Code of Business Ethics and Conduct

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1 Introduction

This Code of Business Ethics and Conduct (CBEC) applies to all employees, volunteers, consultants, and anyone acting on behalf of Weinmann Emergency LP (hereinafter referred to as the "COMPANY").

The COMPANY is committed to conducting its business in accordance with the highest ethical standards and has adopted the ethical principles set forth hereinafter. No employee should place himself or herself in a position where his or her actions, personal interests, or the activities or interests of those for whom he or she acts are, are likely to be, or may be perceived to be, in conflict with the interests of the COMPANY. The purpose of the Conflict of Interest Guidelines is to assist the Company and its employees in avoiding situations in which personal activities and financial affairs may conflict with their responsibility to act in the best interests of the Company. There is no intent to invade individual privacy, but rather to identify possible problems or areas of concern that could be resolved if known. There may well be cases in which an apparent conflict of interest is more theoretical than real, but it is important to resolve such cases promptly. In cases of doubt, for the protection of both the Company and the employee, the employee should fully disclose the nature of the proposed conduct or transaction before it is undertaken.

Each of us is responsible for adhering to the values and standards set forth in this CBEC, for compliance with relevant organizational policies and for raising questions if we are uncertain whether or not the standards are being met. Violations of the CBEC may result in a variety of corrective actions, and in some cases may result in disciplinary action up to and including termination of employment.

You are expected to observe the highest standards of business ethics and to comply with all laws, regulations, and contract requirements that are applicable to the COMPANY's business. Failure to comply may subject the employee, as well as the COMPANY, to liability. Where laws, regulations, and contract requirements are ambiguous or difficult to interpret, you should contact your immediate supervisor and, if necessary, their next level of supervision.

You shall recertify to the COMPANY's code of business conduct and ethics annually.

2 Conflict of Interest

Conflicts of Interest. Any material transactions between the COMPANY and its employees, agents or affiliates, immediate family members of the foregoing, or any business in which any of them has an ownership, investment, employment, fiduciary, or other interest, must be disclosed to, and approved by, an authorized representative of the COMPANY or its general partner, Weinmann Management, LLC (a "Representative") or his/her designee. Such disclosure and approval is also required for any transactions with third parties (e.g., vendors, franchisees) in which such persons have a material interest. If you encounter any such transactions, you must notify your immediate supervisor or a Representative or his/her designee.

Conflicts of interest can arise when you, a member of your family, or a business in which you have a financial interest receive improper benefits because of your position with the COMPANY. Unless you obtain approval in the manner described above, you should not take actions, conduct business, or make statements that create real, apparent, or potential conflicts with the COMPANY's interests, including taking a personal, proprietary or financial interest in an entity with which the COMPANY does business or competes, or which could adversely, or appear to adversely, influence you in your employment with, or duties to, the COMPANY. Without limiting the foregoing, neither employees, nor members of their immediate families, may loan money to, or borrow money from, individuals or concerns that do business with or compete with the Company, except transactions with banks and other financial institutions in accordance with normal business practices.

Under no circumstances may an employee participate in the selection, award, or administration of an COMPANY contract or subcontract if the employee, a member of his/her immediate family, or business associate has any current or prospective interest, financial or otherwise, including current or prospective employment, in an entity being considered or selected for an award.

3 Outside Activities

Outside Activities. You may not have an outside job, business, financial interest or activity that, because of its size, significance or nature, adversely affects your performance or that conflicts or appears to conflict with the COMPANY's interests. Outside employment may also constitute a conflict of interest if it places an employee in the position of appearing to represent the COMPANY, involving providing goods or services substantially similar to those of the COMPANY, or lessening the efficiency, alertness, or productivity normally expected of employees on their jobs. All outside employment should be discussed with the employee's immediate supervisor and the Human Resources Team. Employees should obtain written approval by a Representative, before they get a position outside the COMPANY that pays money or other considerations that could be perceived in conflict with the COMPANY's interests. Any actual or possible conflict of interest situations should be raised to the Human Resources Department as early as possible.

4 Investments

Investments. The COMPANY employees and any other representatives will occasionally find themselves in a position where they have the opportunity to invest in companies or organizations that are reasonably likely to be the COMPANY's partners, customers, or suppliers; organizations or associations that are currently or likely to be competitors; or organizations that are reasonably likely to be potential candidates for acquisition by the COMPANY. It is important that the COMPANY employees and any other representatives who are presented with such opportunities understand the potential conflict of interest that may occur in these circumstances. Questions about a potential investment should be brought to your immediate supervisor or a Representative.

You may invest in entities that supply or purchase goods or services to or from the COMPANY as long as the entity is listed on a national securities exchange or regularly traded by national securities dealers and

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you purchase only one percent or less of the market value of the entity's outstanding securities. If you want to purchase from entities not meeting this standard, or in greater quantities, you must receive written approval by the Chief Executive Officer or Executive Vice President or his/her designee before investing.

5 Gratuities, Acceptance of Costly Entertaining, Services, or Gifts

Gratuities. According to various federal laws including the Federal Gratuity Statute and the Federal Bribery Statute, employees are prohibited from making, or causing others to make bribes or illegal payments to promote Company interests. Prohibited actions include money, favors, gifts, costly entertainment, kickbacks, or inappropriate use of Company facilities. Acts of hospitality toward public officials and Government employees should be of such a nature as to avoid compromising either the Government employee or the COMPANY employee. Federal law generally prohibits providing gifts of any kind to Federal officials. There are some limited exceptions, such as if a project arrangement specifically requires the COMPANY to provide food as part of a conference. The dollar limit for all gifts (including business lunches) having a market value of less than \$20 per occasion and less than \$50 per calendar year.

You may not accept the use of customer or supplier property, airplane transportation, or trips (including trips sponsored by customers or suppliers) without the prior approval of a Representative.

Furthermore, you are not to give or accept, directly or indirectly, entertainment in excess of usual and reasonable limits that are a normal and acceptable part of regular business activity. For example, tickets to sporting or other events, lunches, dinners, golfing dates, and entertainment may be accepted if modest and appropriate and consistent with normal business customs.

If you have any questions, please contact your immediate supervisor in advance.

6 Dealing with Foreign Officials.

Dealing with Foreign Officials. In compliance with the Foreign Corrupt Practices Act (FCPA), the COMPANY employees, consultants or other agents must not promise, offer, or make any payments in money, products, or services to any foreign official in exchange for, or in order to induce favorable business treatment or to affect any government decision, or to request that a third party make any payment on behalf of the COMPANY with the same intent. If you are asked to make such a payment you must report this immediately to a Representative or his/her designee.

7 Political Contributions

Political Contributions. The COMPANY will not contribute to political parties or candidates for office except as allowed by applicable campaign laws and regulations. Employees are free to make contributions or otherwise participate in political activities in their private capacities provided: (a) they do so on their

own time away from COMPANY premises and not using COMPANY resources; and (b) they make clear that they are not acting or speaking on behalf of the COMPANY.

8 Proper Accounting

Proper Accounting. All Company payments and other transactions must be properly authorized by management and be accurately and completely recorded on the corporation's books and records in accordance with generally accepted accounting principles and established corporate accounting policies. Do not make false, incomplete, or misleading entries or false or misleading reports. No undisclosed or unrecorded corporate funds shall be established for any purpose nor should any Company funds be placed in any personal or non-corporate account. All corporate assets must be properly protected and asset records regularly compared with actual assets with proper action taken to reconcile any differences. All vendor invoices must be reviewed for accuracy, and should reflect the actual work performed, consistent with prices specified in the vendor agreement, and should be a fair and reasonable price for work performed.

9 Contract Negotiations

Contract Negotiations. According to the Truthful Cost or Pricing Data Act (frequently referred to by its former name, the Truth In Negotiations Act, or "TINA"), in negotiating contracts, employees and directors must be accurate and complete in all representations and all price factors. The submission to a government customer of a proposal quotation or other document or statement that is false, incomplete, or misleading can result in civil and/or criminal liability for the corporation and the involved employees. In negotiating contracts with the federal government, we have a duty to disclose current, accurate, and complete cost in pricing data where such data is required under appropriate regulation.

10 Competitive Analysis

Competitive Analysis. It is good business practice for the Company to gather information about the markets in which the Company does business, including information about the Company's competitors and their products and services through business surveys, market studies, competitive analysis, and benchmarking.

However, in conducting market analysis, employees must not accept or use information proprietary to our competitors that has not been lawfully learned. Supervisors must ensure that competitor proprietary information is not obtained or used in any fashion.

Employees may, gather information about the Company's competitors from other sources, such as published articles, advertisements, publicly distributed brochures, surveys by consultants, and conversations with customers. Employees may accept competitive information only when there is a reasonable belief that both the receipt and use of the information is lawful. Employees must never attempt to acquire a competitor's trade secrets or other proprietary or confidential information through

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unlawful or unethical means, such as theft, spying, or breach of a competitor's non-disclosure agreement by a customer or other party.

11 Charging of Cost/Timesheet Reporting

Charging of Cost/Timesheet Reporting. Employees who file timesheets must accurately fill them out on a daily basis and be particularly careful to do so in a complete and accurate manner. Under no circumstances will an employee knowingly falsify information submitted on his/her timesheet. Managers are also responsible for reviewing their employees' timesheets for timely accurate submission.

12 Hiring of Federal Employees

Hiring of Federal Employees. Complex rules govern the recruitment and employment of current and former U.S. Government employees in private industry. Prior clearance to discuss possible employment with, make offers to, or hire any current or former government employee must be obtained from the Human Resources Department. As a matter of routine, when interviewing current or former government employees, THE COMPANY will always inform the interviewee that THE COMPANY may require evidence that the interviewee has spoken to his/her government ethics counselor concerning the ethical and potential conflict of interest implications of accepting employment with THE COMPANY as it relates to the individual's responsibilities as a government employee. If this requirement applies to specific individuals will be determined on a case-by-case basis. Normally, if an individual has been retired from federal service for more than five years, this procedure would not apply.

13 Safeguarding Sensitive Data

Safeguarding Sensitive Data. Employees are not to disclose to any outside party, except as specifically authorized by management, pursuant to established policies and procedures, any non-public trade secrets, private or confidential information, or other business, financial, personal, or technological information, documents, communications, plans, or data that you have acquired during your employment at the COMPANY. Such information may include, without limitation, information regarding the COMPANY systems, processes, products, services, bids and proposals, clients, customers, pricing, know-how, and/or technology, and any other information that an employee knows or should know is not publicly disclosed by THE COMPANY or in the public domain. Upon termination of employment, you may not copy, take, or retain any documents or files containing Company confidential or proprietary information. Your agreement to protect the confidentiality and proprietary nature of such information is considered an important condition of your employment.

Nothing in this policy is intended or should be construed to prevent or inhibit employees' compliance with legal disclosure requirements or exercise of their legally-protected whistleblower rights. No employee shall use another Company's intellectual property (including but not limited to their creative works, software, or research) without THE COMPANY first having first secured the rights to do so. No

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third-party intellectual property shall be delivered to a customer without first assuring that THE COMPANY has secured the rights to do so.

14 Fair Competition

Fair Competition. Employees shall not enter into understandings or arrangements with competitors which may unlawfully or disloyally affect pricing or marketing policies.

15 Professional Workplace

Professional Workplace. THE COMPANY is committed to maintaining a professional and productive work environment. Certain relationships have the potential to interfere with this goal. Supervisors have a special duty to promote and maintain a workplace free from harassment and discrimination, and are expected to serve as examples for other employees by adhering to the highest standards of professionalism in all their actions. Romantic or sexual relationships between supervisors and employees may have a tendency to disrupt operations, decrease productivity, negatively affect morale, and otherwise interfere with the fulfillment of corporate goals. In certain circumstances, such relationships may also subject the COMPANY to potential liability. The commencement or termination of any such relationship must be reported to Human Resources, and Company management will make a determination whether re-assignment to a different supervisor or other steps are necessary or warranted.

16 Reporting Violations

Reporting Violations. Supervisors are responsible for ensuring that employees adhere to provisions of the policy. For clarification or guidance on any point, please consult with your supervisor or the Human Resources Department. Employees are expected to report any suspected violation of the policy or other irregularities to their supervisor, or the Human Resources Department. No adverse action or retribution of any kind will be taken against any employee because he or she reports a suspected violation of this policy or other irregularities. Such reports shall be treated confidentially to the maximum extent consistent with fair and rigorous enforcement of this policy.

17 Mandatory Disclosure of Crimes and Fraud

Mandatory Disclosure Requirements of Crimes and Fraud. This policy is intended to comply with Federal Government Contractor requirements to timely disclose violations of Federal criminal law involving (1) fraud, conflict of interest, bribery, or gratuity violations, (2) violations of the False Claims Act, or (3) overpayments or waste on a government contract. All employees and other representatives are expected to disclose such suspected violations in accordance with the reporting procedures set forth herein.

18 Work Product

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Work Product. Any and all work conceived, designed or produced by you, alone or with others, pursuant to, or otherwise as a result of, your employment at the COMPANY (including, without limitation, services, deliverables, copyrightable works, technical and other data, and tangible or intangible property of any kind) (collectively “Work Product”) is and shall remain the sole property of the COMPANY. You hereby waive any rights, including intellectual property rights, in all Work Product, and agree not to distribute or make any other use of Work Product without the COMPANY’s express written authorization. You hereby unconditionally, irrevocably, and exclusively grant and assign to the COMPANY all of your right, title and interest, if any, in such Work Product, and agree to execute and deliver to the COMPANY any additional documents that may be necessary to effectuate such assignment.

19 Electronic Communication

The COMPANY respects the individual right to privacy of its employees. However, employees must be aware that the COMPANY management has the right to access the COMPANY electronic mail systems and that there is no legitimate expectation of privacy for employees using the COMPANY’s electronic mail system.

20 Physical Assets

Employees, officers, directors, volunteers, consultant, subcontractors, and authorized representatives should not use the COMPANY money, supplies, or other assets to their own personal gain. Examples of asset include vehicles, furniture, copiers, supplies, equipment, computer hardware and software, telephones, email, internet service, and time at work. Additionally, the COMPANY’s assets must never be used for illegal activity, gambling, pornography, or outside business interests.

Each of us have a responsibility to:

- Protect assets from theft, abuse, or unauthorized use
- Use it efficiently and avoid waste
- Use it for appropriate business purposes
- Promptly report its loss, misuse, or theft

21 Report Concerns of Suspected Illegal or Dishonest Activity

The COMPANY maintains its commitment to integrity and ethical behavior. Additionally, the COMPANY is committed to maintaining a workplace where employees are free to raise good faith concerns regarding its business practices. It is the responsibility of every employee to immediately report suspected violations of this policy, any applicable ethical standards, or federal, state, or local law.

The COMPANY will not tolerate harassment, retaliation, or any type of discrimination against any employee who:

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- Makes a good faith complaint to their supervisor or human resources, regarding suspected Company or employee violations of federal or state law or the the COMPANY Code of Business Ethics and Conduct;
- Makes a good faith complaint regarding accounting, internal accounting controls, or auditing matters that may lead to incorrect, or misrepresentations in, financial accounting;
- Provides information to assist in an internal or external investigation regarding a whistleblower report under this Policy;
- Files, testifies, or participates in a proceeding in relation to alleged violations of the law; or
- Refuses to engage in a criminal act or carry out an order that would violate federal or state law.

Any employee who believes they have been retaliated against may make a complaint to Human Resources so that the COMPANY may investigate the complaint and take any necessary corrective action based on the investigation findings.

Examples of violations include, but are not limited to:

- Theft or other misappropriation of assets
- Billing for services not performed
- Misstatements and other irregularities in the records of THE COMPANY, including the intentional misstatement of the results of operations
- Undisclosed conflicts of interest
- Forgery, falsification, or other wrongful alteration of documents
- Fraud and other acts that are in violation of federal, state or local laws

If an employee has knowledge of or a concern of illegal or dishonest fraudulent activity, the employee is to contact his/her immediate supervisor or Human Resources. Additionally, employees can confidentially report concerns through the compliance office by emailing: compliance@weinmann-emergency.com

Anyone violating this policy may be subject to discipline, up to and including termination of employment.

22 Non-Discrimination and Anti-Harassment

The COMPANY does not tolerate discrimination and harassment in the workplace. In connection with this policy, The COMPANY expressly prohibits any form of discrimination and harassment based on race, color, religion, sexual orientation, sex, gender identity, national origin, age, disability, genetic information, military or veteran status, pregnancy, childbirth or related medical conditions or any other characteristic or status in any group protected by federal, state or local law.

This policy applies to all terms, and conditions of employment including performance appraisals, benefits, compensation, disciplinary action, recruitment, hiring, promotions, transfers, terminations, rehires, training, educational assistance, and working conditions. Accordingly, employment-related decisions made on behalf of the organization by an employee, consultant, or authorized representative of the

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COMPANY must be made on a non-discriminatory basis. All the COMPANY employees are expected to give full support to the prevention of all forms of discrimination in the workplace. Any employee violating this policy against discrimination will be subject to appropriate disciplinary action, up to and including immediate termination.

23 Insider Trading

No person affiliated with the Company may directly or indirectly effect securities transactions on the basis of “insider information” until that information has been fully disseminated to the public. Insider information is any information about a company or its business about which an employee may learn in connection with his or her employment, which is not generally known to the public, and which could affect a decision to buy, sell, or hold the stock of a company. For example, this policy would preclude the purchase of stock in an unaffiliated company in which the Company is considering an investment or some other business arrangement. In addition, the disclosure of such inside information to persons outside the Company is strictly forbidden.

24 Be Respectful

Always be fair and courteous to fellow employees, colleagues, associates, customers, members, suppliers, or other people who work on behalf of the COMPANY. Also, keep in mind that you are more likely to resolve work related complaints by speaking directly with your co-workers or by utilizing our Open Door Policy than by posting complaints to a social media outlet. Nevertheless, if you decide to post complaints or criticism, avoid using statements, photographs, video, or audio that reasonably could be viewed as malicious, obscene, threatening or intimidating, that disparage other employees, colleagues, customers, members, associates, or suppliers, or that might constitute harassment or bullying. Examples of such conduct might include offensive posts that could harm someone’s reputation or posts that could contribute to a hostile work environment on the basis of race, color, national origin, sex, sexual orientation, gender identity or expression, religion, age, pregnancy, disability, work-related injury, covered veteran status, genetic information, marital status, or any other status protected by law or Company policy.

Part of being respectful is respecting the wishes of other employees, especially as relates to their privacy. Please refrain from posting information, updates or photos on any social media site(s) that include other employees, their friends, families or dependents without their express knowledge, approval and/or permission.

25 Be Honest and Accurate

Make sure you are always honest and accurate when posting information or news, and if you make a mistake, correct it quickly. Be open about any previous posts you have altered. Remember that the Internet archives almost everything; therefore, even deleted postings can be searched. Never post any

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information or rumors that you know to be false about the COMPANY, fellow employees, colleagues, associates, members, customers, suppliers, other people working on behalf of the COMPANY, or competitors.

26 Protect Company Confidentiality and Reputation

Maintain the confidentiality of the COMPANY trade secrets and private or confidential information in accordance with the policies in this handbook. Do not create a link from your blog, website, or other social networking site to a COMPANY website without identifying yourself as an COMPANY employee. Express only your personal opinions. Never represent yourself as a spokesperson for the COMPANY, without the express written prior authorization of the CEO. If the COMPANY is a subject of the content you are creating, be clear and open about the fact that you are an COMPANY employee, and make it clear that your views do not represent those of the COMPANY, its management, fellow employees, associates, members, customers, clients, consultants, suppliers, or other people working on behalf of the COMPANY. If you do publish a blog or post online related to the work you do or subjects associated with the COMPANY, make it clear that you are not speaking on behalf of the COMPANY. It is best to include a disclaimer such as “The postings on this site are my own and do not necessarily reflect the views of the COMPANY.”

27 Safety and Security

Safety and security are everyone's responsibility and are given primary importance in every aspect of planning and performing the COMPANY activities.

The COMPANY strives to provide a safe and healthful workplace, as well as minimize the potential loss of productivity. You are required to report all work-related injuries to Human Resources immediately. Issues or concerns relating to office security, including building or safety hazards, or anything that needs repair, must also be promptly reported to Human Resources.

You are also expected to take the appropriate steps to ensure their own personal security. Accordingly, the COMPANY is not responsible for the loss of your personal property – either on the COMPANY premises or at the sites of work-related meetings.

28 Consequences of Violating Code of Conduct

The Code of Conduct is very important to the Company. Failure to comply with the standards outlined herein and all policies referred to herein will result in disciplinary action, ranging from a reprimand to dismissal. Disciplinary action will be taken against:

- Any employee who violates the Code of Conduct or pertinent law.
- Any employee who deliberately withholds relevant information concerning a violation of the Code of Conduct or pertinent law.

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- The violator’s manager or supervisor, to the extent that the circumstances of the violation reflect either participation in the violation or lack of diligence.
- Any supervisor or employee who retaliates, directly or indirectly, or encourages others to do so, against an employee who reports a Code of Conduct, policy, or law violation.
- Any employee who knowingly falsely accuses another employee of a Code of Conduct, policy, or law violation

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BUSINESS ETHICS AND CONDUCT**

I, _____, have been given a copy of the the COMPANY Code of Business Ethics and Conduct dated _____.

I acknowledge that the policies, and statements outlined here may be modified at any time by the COMPANY in its sole discretion, with or without notice.

My signature below indicates receipt of the Code of Business Ethics and Conduct and acknowledgement of the terms and policies therein, my understanding thereof, and agreement to comply therewith.

No statement or representation by a supervisor or manager or any other employee, whether oral or written, can supplement or modify the Code of Business Ethics and Conduct. Changes can only be made if approved in writing by the COMPANY in writing.

I also understand that any delay or failure by the COMPANY to enforce the Code of Business Ethics and Conduct will not constitute a waiver of the COMPANY's right to do so in the future.

I further understand that neither the Code of Business Ethics and Conduct nor any other communication by a management representative or any other employee, whether oral or written, is intended in any way to create a contract of employment. Any employment arrangement is subject to instruments agreed upon between the COMPANY and myself, if any.

Signature

Date

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