



Code of Conduct

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OUR CORE VALUES

Accountability, Dedication and Enjoyment represent Odessa at its core. These values are reflected in each of our decisions and actions and are championed equally by all employees. They help us understand what it means to be a part of Odessa, how we want to be understood by those around us and how we interact with each other, including our customers. Ultimately, our Core Values are what allow us to retain a strong cultural identity even as we grow as individuals and as a company.

These are our Core Values:



STANDARDS OF BUSINESS CONDUCT

Our Code of Conduct is founded on an honor system. This means that a high degree of integrity is essential for it to work. Simply put, each of our daily actions needs to stay true to our Core Values and to the framework of this code. Who we are as a company is the sum of each of our individual acts, every day.

- **Customers / Vendors:**
 - All of our products, services and programs reflect our commitment to our values.
 - We serve our customers with a clear sense of accountability and dedication.
 - We listen carefully and empathize with the person speaking.
 - We conduct ourselves with professionalism.
 - We treat our customers with respect whether in front of them or not.
- **Coworkers:**
 - We take initiative and responsibility when contributing to teams; we demonstrate dependability.
 - We hold colleagues to the same standards we hold ourselves
 - We listen carefully and empathize with the person speaking; we treat each other with respect, compassion and fairness
- **General:**
 - We do not act fraudulently
 - We are fair in our dealings
 - We uphold our core values and stay true to them
 - We help each other to do the same

CONDUCT IN THE WORKPLACE

- **Discrimination:**
 - We make decisions based solely on merit. We do not make decisions based on race, color, national origin, religion, sex, age, sexual orientation, marital status, physical or mental disability, veteran's status or other characteristics protected by law.
- **Harassment:**
 - We do not tolerate any form of harassment, including sexual harassment.
- **Presentation:**
 - We expect each other to be professional in our appearance at all times, whether we are in the office or at a client site.
- **Community:**
 - We treat our coworkers with respect, share responsibility for our successes and accept accountability for our failures.

EMPLOYEE ADVANCEMENT

- **Professional Development:**
 - It is in the interest of the company and of the individual that we maximize the value each of us adds to the company. We actively seek to advance everyone up the value chain by recognizing opportunities for advancement.
 - We ensure that individuals are given a specific path to personal and professional growth. This is a collaborative effort to recognize personal goals and preferences and best leverage this with company goals.
- **Appraisals:**
 - Honest and meaningful: we provide timely and honest performance appraisals so employees can effectively use them for improvement.
 - Comprehensive: we recognize we are not evaluated on our performance alone. Our attitude, our conduct, our respect for others and how meaningfully we contribute to our teams all matter.



CONFLICTS OF INTEREST

- **General:**
 - We are cognizant of situations when we endanger our ability to make decisions purely based on its merits.
 - We act with integrity to recuse ourselves or seek assistance from colleagues to mitigate the risk of a decision that is not objective.
 - We act with responsibility to identify situations colleagues may be in that compromise their ability to be objective.
 - We recuse ourselves from situations where we could (or be perceived to be) influenced by someone through gifts, entertainment, favors and other acts of persuasion and influence which are unethical.
 - We encourage and support participation in not-for-profit and volunteer organizations aimed at social causes, as long as there is no financial gain from this participation.
- **Legal:**
 - Corruption is against the law. Odessa has a zero tolerance policy and will report incidents to relevant authorities.
 - We do not take personal advantage of business opportunities that are discovered or made available through our position with the company or through information gained through such position. We all have an obligation to the company to advance its legitimate interests when the opportunity to do so arises.
 - We recuse ourselves from involvement with clients and vendors when there is a personal financial interest involved.
 - We hold each other responsible when we come across breaches of law.

PRIVACY AND SECURITY OF INFORMATION AND ASSETS

- We are individually responsible for safeguarding personal, proprietary or confidential information related to our company, our clients, our suppliers or partners.
- We recognize we will compromise the company's credibility, legal standing and potentially also cause significant financial damage if confidential information is misused.
- Electronic communications, such as e-mails, instant messages and voicemails should be thoughtful, careful and professional at all times.
- **Intellectual Property:**
 - The entire value of our business rests on our IP. As such we are required to protect it at all times.
 - All content associated with LeaseWave in any way is IP.

- **Confidential information:**

- All client information we receive is treated as confidential unless otherwise stated.
- All sensitive Odessa information, such as company plans, financial information, client lists, etc., is confidential information.
- We proactively protect confidential information and prevent its improper or unauthorized disclosure, including practicing a 'clear screen, clear desk' policy.
- We do not to share company information on blogs, personal websites and social networking sites.
- This standard also applies to inquiries about Odessa made by third parties or media. Only appropriately designated employees may respond to these types of inquiries.
- We are bound by privacy laws and policies, including that of customers (via contracts) and are obligated to protect the security and privacy of information collected by us.

- **Physical Assets:**

- Our assets, including computers, mobile phones and other electronic devices, are important tools which must be protected against theft, loss and breaches.
- These assets are to be used with a high level of care, professionalism and good judgment.
- We properly secure access to work areas, computers, telephones, voicemail, and mobile phones at all times, in accordance with Odessa's Information Security Standards.
- We may use company technology resources for limited personal use. This use should not be illegal, excessive, or interfere with work.
- We recognize that the company has the right to monitor employees' use of its technology resources.

HEALTH AND SAFETY

- **Cleanliness:**

- Assigned and common areas throughout the workplace should be treated with care and it is the responsibility of all of us to clean up after ourselves.



- **Safety:**
 - We promote safety by following safety and health rules, and by reporting accidents, injuries and unsafe equipment, practices or conditions.
 - We do not tolerate violence or threatening behavior, including the bringing threatening objects or materials into the workplace.
 - We are never intoxicated due to drugs or alcohol at the office, at the client site, or during office hours.
 - We do not tolerate the use of illegal drugs in the work place.

VIOLATIONS OF THIS CODE OF CONDUCT AND DISCIPLINARY ACTION

- We submit that this code is not a comprehensive guide for every issue that may be encountered. When we are confronted with an ambivalent situation or one not clearly covered by this code, we will proactively seek guidance from managers or Human Resources.
- We may also seek guidance from managers or Human Resources (or go directly to the CEO or COO) when there is an actual or perceived violation.
- We do not tolerate any form of retaliation for good faith reports of misconduct.
- Disciplinary action: The violation of our code is a violation of the trust we place in each other and of the trust the company places in us. Therefore we recognize that Odessa will take appropriate action for violations, up to and including the termination of employment.