Global Code of Conduct
Message from the President & Chief Executive Officer

Dear Colleagues:

As a part of the Kinetics’ Family, we are all a part of a Company that is the leader in our industry with well-established core values and the commitment to: Safety, Integrity and Ethical Behavior, Respect for People and Excellence.

Kinetics was established in 1973 and its original core values are as relevant today as they were at the inception. Kinetics is committed to being on the cutting edge of its industry and providing its employees with opportunities to grow and make a difference, while at the same time providing its clients with superior performance and services.

SAFETY is not just another word here at Kinetics, but rather it is a way of life. We initiated a policy of Beyond Zero, a goal we set for all of our employees. It is the embodiment of a team approach with a positive attitude, active leadership based on inspiration, caring, respect and dignity. This approach transcends all aspects of our life from the project site to our homes and communities. Our employees are our greatest asset as they will define and shape our future. Every employee is to be respected and will be provided a safe environment as we look to improve beyond zero in all that we do.

INTEGRITY and ETHICAL BEHAVIOR means that we commit to deal with each other with the highest standard of honesty, respect and ethical behavior. Such behavior is the foundation of our business and it embodies the way we are viewed by our clients. Each of us in an ambassador of Kinetics and our conduct, both within and outside the workplace, has a direct and significant impact upon our business and reputation.

RESPECT FOR PEOPLE extends to all of the people we encounter in our daily dealings including employees, clients, vendors, subcontractors, shareholders, partners, competitors and communities where we work.

EXCELLENCE demands that we recommit on a daily basis to the highest standards of quality and productivity. We will strive to continually improve in order to meet our clients’ growing expectations.

Kinetics’ continued success depends on each and every employee’s commitment to follow our Global Code of Conduct. We will think before we act and then when acting will do so in a manner consistent with our codes and policies. Such behavior is instrumental and essential to the Kinetics’ legacy of being the premier provider of high purity process and mechanical solutions.

Sincerely,

Peter M. Maris
President and CEO
I. INTRODUCTION

Kinetics Holdings GmbH and its subsidiaries (collectively “Kinetics” or “the Company”) have established this Global Code of Conduct (the “Code”) to ensure that Kinetics through its directors, officers and employees, conducts business honestly, with integrity and in strict compliance with the law. This Code memorializes Kinetics’ commitment to these fundamental principles and provides procedures for ensuring that Kinetics’ standards of integrity and ethical conduct are consistently and effectively maintained. This Code applies to all of Kinetics’ directors, officers and employees regardless of their position with the Company, including its chief executive officer, executive vice presidents, vice presidents, department heads, or others performing similar functions.

Kinetics’ Global Code of Conduct is the foundation of the compliance management system of the Company and contains detailed provisions concerning the prevention, detection and sanctioning of violations against all statutory, contractual or other requirements including violations of the mandatory rules of behavior set out in the Code.

Kinetics and its directors, officers and employees must also require that third parties representing the Company, including agents, consultants, vendors, subcontractors and contract employees, agree to follow this Code and other applicable Company policies when acting on Kinetics’ behalf.

Kinetics conducts business in several countries worldwide. Kinetics views its directors, officers, and employees as ambassadors of the Company, whose conduct, both within and outside the workplace, has a direct and significant impact upon Kinetics’ business and reputation. Kinetics expects all directors, officers, and employees to:

- Obey the applicable laws and regulations governing Kinetics’ business conduct worldwide.
- Be honest, fair, ethical and trustworthy in all Kinetics’ activities and relationships.
- Avoid all conflicts of interest between work and personal affairs.
- Foster an atmosphere in which fair employment practices extend to every member of the diverse Kinetics’ community.
- Strive to create a safe work environment and protect the environment.
- Sustain a culture where ethical conduct is recognized, valued and exemplified by all employees.
- Give Kinetics their best efforts, undivided loyalty and attention.

II. DEVELOPMENT AND ENFORCEMENT OF THE CODE

A. REPORTING NON-COMPLIANCE

If you believe that (a) you or someone else has violated or potentially may have violated the Code, other Company policies or the law or (b) if you are unsure whether conduct you or someone else is considering or engaging in may violate the Code, other Company policies or the law, the primary contact for reporting these matters is the Legal Department, Human Resources or any higher authority in your chain of command. Please be aware that the attorneys in the Legal Department are Company attorneys. Accordingly, they do not and cannot represent or provide personal legal advice to individual employees.

It is helpful for you to identify yourself when reporting violations or suspected violations, as this will better enable Kinetics to investigate the suspected wrongdoing. However, Kinetics recognizes that in some cases an employee may wish to remain anonymous, and Kinetics encourages all good faith reports of violations. If you make an anonymous report, please provide as much detail as possible regarding the allegedly wrongful conduct, the individuals involved and the basis for the allegations.
B. NON-RETAIATION

If you observe possible unethical or illegal conduct, we count on you to raise your concerns. Kinetics welcomes, appreciates and requires efforts on the part of its employees to communicate possible wrongdoing. The key to success of the Code is for employees to bring concerns forward to allow problems to be remedied in a timely manner before the situation worsens.

Kinetics will not retaliate against anyone who reports a violation or suspected violation of the Code, other Company policy or the law, nor will we tolerate any harassment or intimidation of anyone who reports a suspected violation. Any employee may submit a good faith concern regarding any matter, including questionable accounting, auditing or internal controls matters, without fear of dismissal or retaliation of any kind. Making a report in "good faith" means that you provide all the information you have and you report honestly, regardless of whether the report turns out to be true. Conversely, those who make a report that is not in good faith will be subject to disciplinary action.

In addition, U.S. employees are subject to certain “whistleblower” laws that are designed to protect employees from discrimination or harassment for lawful acts done by an employee to provide information to us or certain governmental authorities in investigations with respect to certain matters, including provisions of federal law relating to workplace safety, the environment, securities fraud and fraud against shareholders.

C. INVESTIGATIONS OF VIOLATIONS

Reported potential violations of the law, the Code or other Kinetics’ policies will be investigated promptly. Employees are expected to cooperate in all Company investigations. Generally, employees are not authorized or permitted to conduct any investigations on their own without the direction of the Company. Investigations are generally conducted by Human Resources, the Legal Department and/or such external persons as are deemed necessary.

In the event it is determined that evidence exists concerning a potential violation of the law, this Code or Company policy, the individual who is the subject of the investigation will ordinarily be notified and have an opportunity to respond to the allegations. However, such notification may not occur until after records have been reviewed and witnesses interviewed. A person suspected of such violation can be suspended with or without pay while the investigation is conducted. If there is insufficient evidence of a violation, the investigation may be closed without notification to the individual who is the subject of the investigation. In certain instances, an individual may be terminated without prior notice of an alleged violation if such action is deemed appropriate based upon the circumstances.

Kinetics will cooperate to the fullest extent possible with appropriate federal, state and local authorities investigating an offense that requires its involvement. Employees are expected to do the same. It is a violation of this Code and applicable law to conceal an offense or to alter or destroy evidence.

D. CONSEQUENCES OF NON-COMPLIANCE

Kinetics’ employees are expected to follow both the letter and the spirit of the law, the Code and other Kinetics’ policies. Employees who fail to do so are subject to disciplinary action up to and including termination of employment. Failure to comply with the Code, other Company policies and the law may have severe consequences both for the individuals involved and for the Company. If you violate the Code, other Company policies and/or the law, you may subject yourself to the risk of prosecution, imprisonment and fines, and you may be required to reimburse Kinetics for losses or damages suffered as a result of such violations.
E. CRITERIA FOR DISCIPLINARY ACTIONS

Kinetics will follow procedures and take the disciplinary action it deems necessary under the particular circumstances. Factors that Kinetics may consider in determining the appropriate discipline to impose for a violation include the nature of the violation; the actual or potential effect of the violation on the Company and other employees; whether the violation was willful or unintentional; whether the violation represented an isolated occurrence or a pattern of conduct; and whether relevant or material information concerning the violation was withheld.

III. LEGAL AND ETHICAL STANDARDS

A. GENERAL

Kinetics conducts business in several countries around the world and one of our core values is that we conduct our business consistent with all applicable laws and are honest and straightforward in our dealings with customers, employees, shareholders, partners, suppliers, competitors and the community. It is important that you comply with both the laws and procedures of the country where you work.

Section B below summarizes certain laws and ethical principles that are of particular importance to Kinetics. In addition, you should read and comply with the policies maintained on Kinetics’ intranet site. If you do not have web access, you may obtain printed copies of these policies from your manager or Human Resources.

Kinetics recognizes that the Code and other Kinetics’ policies cannot possibly anticipate all potential scenarios and problems that may be encountered. To a certain extent, Kinetics must rely upon each of its employees to act with integrity, to use their best judgment, to seek guidance when necessary, and to handle situations ethically and responsibly. Integrity is crucial to the success of our business. To operate with integrity, we must be honest in our dealings with coworkers, government and political representatives, clients, customers, suppliers, vendors, shareholders and the community. It is important to avoid even the appearance of a conflict of interest. We must not bribe or attempt to unduly influence government or political representatives, clients, customers, suppliers or vendors. We must compete in a fair and open manner with our competition while also complying with all legal requirements for our business. The Code requires us to conduct our business in a manner that is of the highest ethical standard.

B. DESCRIPTION OF CERTAIN KEY LAWS AND ETHICAL PRINCIPLES

1. COMPLIANCE WITH LAWS, RULES AND REGULATIONS

Kinetics and its employees strive to comply with all laws, rules and regulations of the places where we do business. If a law, rule or regulation is unclear, or conflicts with a provision of this Code, you should seek advice from the Legal Department. Always seek to act in accordance with the ethical standards described in this Code.

2. SAFETY & HEALTH

Kinetics is committed to keeping its workplaces and jobsites safe and free of hazards. We are all responsible for maintaining a safe workplace by following safety and health rules and practices. Accidents, injuries and unsafe equipment, practices or conditions must be reported immediately to a supervisor or other designated person. In order to protect the safety of all employees, each of us must report to work free from the influence of any substance that could prevent us from conducting work activities safely and effectively.

One of Kinetics’ core values is its view toward safety which has led to our Beyond Zero program. The Beyond Zero philosophy is intended to increase the focus on improving physical and environmental risk factors, and processes that
control or eliminate defects. This concept is further driven by care and respect for each other as human beings and draws on core values to form new habits.

3. ENVIRONMENT

Kinetics recognizes its obligation to act as a corporate citizen to conduct its activities in way that promote a clean and healthy environment. Kinetics respects the environment by complying with all applicable environmental laws in all countries in which we conduct operations. Kinetics strives to minimize the environmental impact of our operations and operate our business in ways that foster a sustainable use of the world’s natural resources, in part by recycling to the extent possible and curtailing the use of products or systems that may produce waste or otherwise harm the environment.

Kinetics’ employees are expected to support this commitment by complying with Kinetics’ environmental policies and programs. Each Kinetics’ employee is responsible for notifying management if hazardous materials come into contact with the environment or are improperly handled or discarded.

4. EQUAL EMPLOYMENT OPPORTUNITY, HARASSMENT AND DISCRIMINATION

The diversity of our employees is a tremendous asset. Kinetics is committed to providing equal employment opportunities in all aspects of employment and will not tolerate discrimination or harassment of any kind. Kinetics strives to provide a work environment where all employees can work together comfortably and productively. Harassment or discrimination based on an individual’s race, religion, color, creed, national origin, ancestry, physical or mental disability, military/veteran status, age, gender, gender identity, sexual orientation, or other characteristics protected by applicable laws is strictly prohibited. Our non-discrimination policy governs hiring, assignments, training, promotions, compensation, employee benefits, employee discipline and discharge, and all other terms and conditions of employment, and Kinetics takes appropriate steps to provide a reasonable accommodation for qualified individuals with disabilities.

Kinetics does not tolerate unwelcome conduct that creates an intimidating, hostile or offensive working environment. Abusive, harassing or offensive conduct is unacceptable, whether verbal, physical or visual. Derogatory comments based on gender, racial or ethnic characteristics, sexual orientation or religion are prohibited, as are threats, acts of violence and physical intimidation. Everyone is encouraged to speak out when a coworker’s conduct makes us or others uncomfortable, and to report harassment when it occurs.

5. FAIR LABOR

Kinetics does not require employees to work more than the maximum hours of daily labor set by local law. Employees are paid at least the minimum legal wage or, where no wage law exists, the local industry standard wage.

Kinetics’ employees have the right to join associations of their own choosing or to refrain from joining them, in accordance with local law. Kinetics prohibits retaliation against any employee for communicating openly with management regarding conditions of employment.

Kinetics’ hiring practices conform to the International Labor Organization conventions for minimum age and child labor. Kinetics ensures that terms of employment are voluntary, and does not use forced or indentured labor.

6. CONFLICTS OF INTEREST

Business transactions with suppliers, clients, subcontractors, customers and others should be based on economic merit benefiting Kinetics and not on the self-gain of employees. You must not occupy positions or become involved in situations that place you in a conflict of interest with Kinetics unless you have received prior approval. Such conduct is
not only against Company policy, but may also be illegal. Even the potential for an appearance of a conflict of interest can be detrimental to Kinetics and must be avoided.

A conflict of interest may arise when an employee or agent of Kinetics engages in any activity that detracts from or interferes with their full and timely performance of services for the Company. A conflict of interest may also arise when an employee or agent of Kinetics, a member of their family, or an individual with whom they have a close personal relationship (either directly or indirectly through another person, firm or entity) has a financial or other interest which might influence the individual’s judgment on behalf of Kinetics. Kinetics construes the phrase “member of his or her family” broadly to include an individual’s spouse, child, spouse of a child, parent, in-law, sibling, dependent or an adult sharing the individual’s residence.

Transactions made by an employee on behalf of Kinetics that involve self-dealing can give rise to a conflict of interest. An employees should not misuse his or her position within Kinetics to procure improper business advantages for himself or herself. Kinetics’ employees, officers and directors are prohibited from taking opportunities for themselves that are discovered through the use of Kinetics’ property, information or position without the consent of their management. No employee may use Kinetics’ property, information or position for improper self-gain and no employee may compete with Kinetics directly or indirectly. Employees, officers and directors owe a primary duty to Kinetics to advance its legitimate interests whenever the opportunity arises.

7. GIFTS AND ENTERTAINMENT

Gifts are anything of value that are given or received for which the recipient does not pay fair market value. Gifts are not always physical objects—they might also be services, favors or other items of value. Gift-giving customs vary among the cultures of the world. Entertainment includes meals, theatrical or musical events, sporting events or similar activities when both a Kinetics’ employee and a representative of a current or potential business partner attend the event.

Employees are expected to exercise good judgment when offering to or accepting gifts or entertainment from any client, subcontractor, vendor, competitor of Kinetics. Gifts and entertainment must be legal, reasonable and approved by management. Employees are not to accept anything that might make it appear that their independent judgment for Kinetics would be compromised. Neither Kinetics’ employees nor their family members may offer, give or accept any gift or entertainment from any person, firm or entity that supplies goods or services to, purchases goods or services from, or is a competitor of, Kinetics unless it (a) is not a cash gift, (b) is consistent with customary business practices, (c) is of nominal value, (d) cannot be construed as a bribe or payoff, and (e) does not violate any laws or regulations.

Employees may accept or provide entertainment that is reasonable in the context of the business and that advances Kinetics’ interests. For example, accompanying a business associate to a sporting event or to a business meal would generally be acceptable. Entertainment that is lavish or frequent may appear to influence one’s independent judgment on behalf of Kinetics and is prohibited. Kinetics’ funds may not be used for any entertainment that would embarrass Kinetics if publicly disclosed.

8. GOVERNMENT CLIENTS

Kinetics’ employees must take special care to comply with all legal and contractual obligations when dealing with governments. National and local governments around the world have specific and varied procurement laws and regulations that have been established to protect the public interest. These laws generally prohibit or put strict limits on gifts, entertainment and travel offered to government officials. They also often apply to hiring current or recently retired officials and their family members, and to any conduct that may be viewed as improperly influencing objective decision making. Many other laws strictly govern accounting and billing practices applied to the fulfillment of government contracts and subcontracts.
Kinetics’ employees must not knowingly make or cause to be made to a government false or fraudulent statements or false claims for payment, whether orally or in writing. This includes bids, proposals, requests for payment, or any other documents of any kind that contain false, fictitious or fraudulent information.

Kinetics’ employees must not offer, give, solicit, or receive any form of bribe, rebate, gratuity or kickback in connection with a government contract. You must not seek or receive information that Kinetics is not authorized to possess including, but not limited to, confidential or proprietary data of other competitors bidding for government contracts and non-public government documents relating to bidding or source selection.

When Kinetics uses suppliers or subcontractors to fulfill its commitments, we may also be responsible for communicating these unique governmental requirements to them. Kinetics’ employees who deal with government officials and contracts are responsible for knowing and complying with applicable laws and regulations.

9. ANTI-CORRUPTION LAWS

Kinetics complies with the anti-corruption laws of the countries in which it does business, including the U.S. Foreign Corrupt Practices Act (“FCPA”), the German Criminal Code (Strafgesetzbuch), and similar laws in other states (e.g. UK Bribery Act), together with local laws which apply to the business activity of Kinetics. Kinetics’ employees and agents must not make payments or offers of payment to any foreign government official, employee or agent of a foreign government official, political party official, candidate for political office or official of a public international organization (e.g., the U.N. or World Bank) or employees of state-owned enterprises to induce that official to influence any governmental act or decision or to assist the Company in obtaining or retaining business. This policy applies to payments in the form of gifts as well as money, and includes the use of personal and Company funds. Payment or the giving of a gift of anything other than a token of nominal value to suppliers, customers, clients and subcontractors or their agents may be a violation of the law and constitute a commercial bribe.

The prohibition applies to payments to consultants, agents or other third parties when the employee has reason to believe that any part of the payment or “fee” will be used to influence government action. Any employee who is authorized to engage an agent must make sure that the agent is reputable, and require the agent to agree in writing to Kinetics’ expectations in this area.

For further information, see Kinetics’ Anti-Corruption Policy attached hereto as Appendix A.

10. SECURITIES LAWS AND TRADING AND DISCLOSURE OF CONFIDENTIAL INFORMATION

Since Kinetics often performs work for publicly traded companies, some employees at times are in receipt of confidential information that is not available to the public and in many cases, subject to a confidentiality agreement. Kinetics’ employees are not allowed to trade in securities or any other kind of property based on knowledge that comes from their jobs if that information is material and hasn’t been publicly reported. It is against the laws of many countries, including the United States, to trade or to “tip” others who might make an investment decision based on material, non-public information obtained through Kinetics’ job responsibilities. For example, using material non-public information to buy or sell the stock of a Kinetics’ supplier or customer is prohibited.

Discussing the affairs and prospects of Kinetics, its clients, customers, suppliers or subcontractors could lead to legal liability. You should take care not to have conversations concerning confidential matters in public areas, such as on an airplane, in an elevator or on a public telephone, where they can be overheard. Confidential documents should be secured and not left where they can be read by a casual observer.

11. ANTI MONEY-LAUNDERING
“Money Laundering” is the term used to describe the concealing of the origin of funds, which originate from criminal or terrorist acts such as corruption, terrorism, drug dealing or fraud. A number of governments have introduced laws to fight money laundering which prohibit participation in transactions designed to conceal funds obtained by crime, by giving the appearance that such funds were lawfully obtained.

Kinetics complies entirely with all relevant laws and regulations designed to fight money laundering. We take appropriate measures to ensure that we transact business with business partners, which participate in lawful business activity and whose funds originate from legal sources. You must bring to the attention of your superior any payment or other unusual transaction, which you consider inappropriate or suspicious.

12. CONFIDENTIAL INFORMATION

Kinetics has developed its own trade secrets and proprietary and confidential information (“Confidential Information”), and may also have access to Confidential Information of other parties with whom it does business. Confidential Information includes, without limitation, information regarding Kinetics’, its customers’ or business partners’:

- Trade secrets or proprietary information;
- Strategic sourcing information or analysis;
- Patent applications, developmental work, formulas, test data, prototypes, models, and product specifications;
- Financial information;
- Sales and marketing strategies, plans and programs and product development information;
- Customer lists;
- Employees’ and consultants’ personnel information, including but not limited to benefits, perquisites, salaries, stock options, compensation, formulas or bonuses, and their non-business addresses and telephone numbers;
- Organizational structure and reporting relationships; and
- Business plans.

Kinetics’ employees may not use Confidential Information for any purpose other than Company purposes, nor should they disclose such information to unauthorized employees or third parties such as customers, clients, subcontractors or outside contractors without prior approval from management. Kinetics’ employees are to refrain from improperly using Confidential Information obtained from former employers or other third parties, such as suppliers, customers or entities. The obligation to preserve Confidential Information continues even after employment ends. Kinetics safeguards all Confidential Information by labeling it, keeping it secure and limiting access to those who have a need to know in order to do their jobs.

13. PROTECTION AND PROPOER USE OF COMPANY ASSETS

Kinetics’ employees have a responsibility to protect the assets entrusted to them from loss, damage, misuse or theft. Theft, carelessness and waste of Kinetics’ assets have a direct impact on our business profitability. Kinetics’ assets, including computers, communications equipment and related facilities, should be used for legitimate business purposes and other purposes approved by management. Kinetics’ assets may never be used for purposes that violate law or company policy. If you learn of a theft, fraud, embezzlement or misappropriation of Kinetics’ property or resources, you must immediately report it.

14. INTELLCTUAL PROPERTY

Kinetics owns and uses patents, copyrights, trademarks and trade secrets. It also at times may have in its possession material which it has purchased or used pursuant to an agreement with a third party (such as technical designs, the right to use a trade name or computer software), which may be protected by a patent, copyright, trademark and/or may be a trade secret of the other party.
Kinetics’ use of these materials must be in accordance with the terms of any applicable agreement and must comply with US and international laws govern the use of material and/or information which may be the subject of a patent, trademark or copyright, or which may be treated as a trade secret. In addition, Kinetics’ patents, copyrights, trademarks and trade secrets are to be used in a manner that will safeguard them as assets of Kinetics.

It is Kinetics’ policy not to knowingly infringe upon the valid and enforceable intellectual property rights of others. It is also Company policy to respect the trade secrets or other proprietary information of others. This is particularly important if you have knowledge of trade secrets and proprietary information of a former employer. If any questions should arise in this area, you should consult the Legal Department.

15. RECORD KEEPING
Kinetics requires honest and accurate recording and reporting of information in order to make responsible business decisions. Business records are to be documented and recorded accurately. Questionable expenses should be discussed with the appropriate personnel in our accounting department. All books, records, accounts and financial statements are to (1) be maintained in reasonable detail, (2) appropriately reflect our transactions and (3) conform to applicable legal requirements and to our system of internal controls. Under no circumstances may there be any improper or inaccurate entry knowingly made on Kinetics’ books or records.

Unrecorded, off the record payments or receipts are not to be made. All payments made or received must be reported and supported by documentation stating the purpose for such payments or receipts. Any payment falsely reported or intentionally not reported in accounting records is improper.

Kinetics must keep books, records, and accounts which accurately and fairly reflect all transactions, disposition of assets and all other events that are the subject of specific regulatory record keeping requirements (such as generally accepted accounting principles and other applicable rules, regulations, and criteria for preparing financial statements). In addition, the Company must maintain records of all its assets and liabilities.

16. RECORD RETENTION
Numerous laws require the proper retention of many categories of records and documents that companies commonly maintain. In consideration of those legal requirements and Kinetics’ business needs, Kinetics has established record retention policies containing the appropriate retention periods for the types of records created and received by each business unit. You must comply with the document retention policy applicable to your particular business unit. Supervisory personnel are responsible for monitoring compliance with the applicable policy within their departments, including appropriate retention and destruction of documents.

In addition to the applicable retention requirements, the existence of pending or threatened litigation, investigations or subpoenas may require that certain information and documents be retained for longer than the Company’s record retention policies require. The Legal Department will issue notices regarding such matters as they arise and will instruct that certain categories of documents not be discarded until the matter is resolved. Unless the Legal Department has issued a notice of a pending matter requiring the continued retention of certain documents, all documents are to be discarded at the end of the period set forth in the applicable record retention policy.

17. RESPONDING TO INQUIRIES FROM THE MEDIA, PUBLIC & GOVERNMENT
Only authorized Kinetic’ officials are permitted to respond to inquiries for Company information from the media, the financial community, shareholders and others. Without attempting to respond, employees are to refer all such inquiries promptly to management or the Legal Department.
If you are contacted by attorneys, government agents, investigators or other third parties concerning potential or actual litigation or investigations, whether or not the litigation or investigation involves Kinetics, you must immediately notify the Legal Department. Immediate reporting to the Legal Department is particularly critical when requests are made in the form of a complaint, summons, and subpoena, in order to show cause or other document legally requiring that an appearance be made or a response be given. Please inform the person making the request that, as a matter of Company policy, such requests are handled by the Legal Department.

18. ADVERTISING

Kinetics’ employees may not create, approve or disseminate any advertising or promotional materials that are false or deceptive, are not adequately substantiated, that might breach confidentiality obligations to our customers or others, and/or violate applicable laws and regulations.

Applicable laws and Kinetics’ policies prohibit false, misleading or deceptive advertising and related activities in the promotion and sale of services by Kinetics. In addition, fair and accurate advertising is important to preserve the Kinetics’ goodwill and reputation with its clients and the general public. Therefore, all advertising claims must be truthful and specific claims must be substantiated in writing before they are made.

19. SOCIAL MEDIA

Social media tools are a powerful form of communication that can have a significant impact on organizational, professional, and individual reputations. Forms of social media include but are not limited to Facebook.com, Google+, LinkedIn.com, MySpace.com, and Twitter.com, as well as personal websites and weblogs (blogs).

Employees must exercise care when participating in social media, as the lines between personal and professional content, lawful and unlawful, and between public and private content, are often blurred. Whether participating personally or on behalf of Kinetics, employees should follow the same standards of behavior online as they would if in person. Remember that the Internet is not anonymous, and it does not forget.

When dealing with social media, Kinetics’ employees should behave professionally, and in a sincere and appropriate manner. The private character of communication should be preserved and matters which contain confidential or proprietary information of Kinetics or its customers should not be discussed. When commenting on work related subjects, you should make clear that your comments are your personal opinion, not the opinion of Kinetics, and take extra care to protect both Kinetics and yourself. The use of social media for business purposes (e.g. recruitment or public relations) is subject to the consent of your superior.

Employees are prohibited from posting any information on social media that would reveal Kinetics or its customers’ trade secrets or confidential strategic business initiatives, or that would compromise Kinetics’ or its customers’ intellectual property rights in any way. Similarly, employees are prohibited from posting confidential personal information about customers or employees (social security numbers, protected health information, credit card numbers, drivers’ license numbers, mother’s maiden name, complete date of birth, minor children’s names). Employees also may not use any Company, client or vendor trademarks or logos for commercial use without express permission. The Company expects all employees to abide by all Copyright laws.

20. CHARITABLE AND POLITICAL ACTIVITIES AND CONTRIBUTIONS

Kinetics’ employees are free to support community, charitable and political organizations and causes of their choice as long as they make clear that their views and actions are not those of Kinetics. We must ensure that our outside activities do not interfere with our job performance. No Kinetics’ employee may pressure another employee to express a view that is contrary to a personal belief, or to contribute to or support political, religious or charitable causes.
Kinetics may, in accordance with the law, use its resources in order to establish and fundraise on behalf of a political action committee and solicit employee participation. Kinetics also may communicate with its employees, to the extent permitted by law, concerning policies, proposals and legislative updates regarding issues of interest to the Company and its employees.

21. COMPETITION AND FAIR DEALING

Kinetics outperforms competition fairly and honestly by providing high quality services in a timely and efficient manner. We do not engage in unethical or illegal business practices such as stealing proprietary information, possessing trade secret information that was obtained without the owner’s consent, or inducing disclosure of this type of information by past or present employees of other companies.

Kinetics and all of its employees are required to comply with the antitrust and unfair competition laws of the many countries in which we do business. These laws are complex and vary considerably from country to country. They generally prohibit (1) agreements with competitors that harm customers, including price fixing and allocations of customers or contracts; (2) agreements that unduly limit a customer’s ability to sell a product, including establishing the resale price of a product or service or conditioning the sale of products on an agreement to buy other Kinetics’ products and services; or (3) attempts to monopolize, including pricing a product below cost in order to eliminate competition.

For further information, see \textit{Kinetics’ Antitrust and Competition Policy} attached hereto as Appendix B.

22. CROSSING NATIONAL BORDERS

Kinetics engages in business worldwide and recognizes the ever-changing environment surrounding its business operations, global diversity, the specificity of each local area in terms of its own rules and customs, and the rapid changes in world political and economic climates. Kinetics respects the values, culture, customs and history of the communities and countries in which Kinetics does business. Kinetics’ employees must strictly comply with all laws of each country in which they conduct business. The laws of the United States frequently extend to Kinetics’ operations throughout the world as well as to the business activities of Company employees wherever they live and work. Other countries may also apply their own laws outside of their borders to their own citizens. In some instances, there may be a conflict between the applicable laws of two or more countries. If you encounter such a conflict, it is especially important to consult with the Legal Department to understand how to resolve the conflict properly.

When importing or exporting products, services, information or technology, Kinetics complies with applicable U.S., E.U., German and other national laws, regulations and restrictions. In the U.S., customs and trade laws require that all imported goods be properly classified and valued and enter the U.S. with the appropriate quota or export/import licenses, labels, country of origin markings, bills of lading and commercial invoices. U.S. customs law also forbids the importation of transshipped goods, which are products manufactured in one country, shipped to a second country, and then shipped to the U.S. with the second country’s labels and export licenses. The export of commercial goods and services from the U.S. may require a specific export license from the Commerce Department. The same may apply to transshipment of U.S. origin goods from one non-U.S. country to another, and to certain exports of foreign made goods with U.S. content. Any questions concerning imports or exports should be directed to the Legal Department.

For further information, see \textit{Kinetics’ Export & Trade Compliance Policy}, attached hereto as Appendix C.