

IZ TECHNOLOGIES' 2017 CODE OF BUSINESS CONDUCT

This latest version of IZ Technologies's Code of Business Conduct is designed to reaffirm our commitment to integrity and honesty.

STATEMENT OF ETHICAL PRINCIPLES

- We shall act in the best interest of IZ Technologies at all times provided that such actions are conducted with integrity and honesty in the course of the business dealings.
- We shall disclose any potential conflict of interest we may have regarding our responsibilities to IZ Technologies and resolve such conflict.
- We shall not pursue any business opportunity that is unethical or involves a violation of the law.
- We shall be demanding of vendors and, in all business relationships, promote the best interests of IZ Technologies.

APPLICABILITY AND IMPLEMENTATION

This Code, which includes the appended policies, applies to all IZ Technologies Employees. You and Employees who report to you are responsible for understanding and complying with the spirit as well as the letter of this Code. Your manager is responsible for assisting you in understanding the Code and being aware of the ethical nature of the business conduct. If you have a question regarding how to apply or interpret this Code, you should consult your manager, or the Human Resources staff.

CONFLICT OF INTEREST

A conflict of interest is deemed to exist whenever an Employee is in a position, as a result of the nature or responsibilities of his or her employment with IZ Technologies, to further any personal financial interest of the Employee or member of the Employee's family. You are expected to avoid those situations where the private interest of you and your family may conflict with the interest of IZ Technologies.

- You are required to disclose to your manager any potential or actual conflict of interest so it may be resolved.
- You should not have any investment or financial interest in, or hold a position with, any customers, suppliers or competitors of IZ Technologies that could influence or appear to influence you in carrying out your responsibilities. This would include ownership of stock in these companies. A financial interest or ownership of stock in a Company is improper if, in relationship to your job, the amount of the particular investment or stock owned could - when viewed objectively by another person - influence your decisions as an IZ Technologies Employee.
- You should not permit yourself to be placed in a position that might give rise the appearance of a conflict of interest (e.g., hiring a relative as an outside vendor to provide goods or services to IZ Technologies; using a vendor relationship for personal gain or reward).

Where conflicts of interest arise, they shall be promptly reported in writing to your immediate supervisor, who shall consult with IZ Technologies Human Resources Department to determine whether a conflict of interest actually exists. The Human Resources Department will recommend measures to be taken to eliminate or neutralize the adverse effect of the conflict of interest reported. If you are not sure if your situation or relationship with another might conflict with your job or IZ Technologies interests, you should immediately consult your manager. Most potential conflict situations can be readily resolved and it is in your and IZ Technologies' best interest to raise your concern promptly.

PROPRIETARY INFORMATION

Proprietary information is any information that is the property of IZ Technologies. Such information includes, without limitation, IZ Technologies business, financial, marketing, strategic, competitive, and service plans. It also includes, without limitation, pricing strategies and formulas, devices, contracts, compilations of information (especially customer information), personnel information, medical records, and salary data.

Copyrighted material such as software is also considered proprietary information and is addressed in IZ Technologies' Policy #505: Software Policy.

- You are obligated not to disclose any IZ Technologies proprietary or confidential information to anyone outside the Company. You are also required as an Employee to use such information only in connection with IZ Technologies' business.
- If you leave IZ Technologies for any reason whatsoever, including retirement or voluntary resignation, you may not disclose or misuse IZ Technologies confidential or proprietary information.

SAFEGUARDING IZ TECHNOLOGIES' ASSETS

Everyone is responsible for safeguarding IZ Technologies' assets, which includes, without limitation, the Company's trade secrets (e.g., business plans, marketing projections or strategies, product or service ideas, personnel information, internal process flows, customer and billing information), technology, and other proprietary information, as well as IZ Technologies' physical property. IZ Technologies equipment, systems, telecommunications services, facilities, vehicles, corporate charge cards, and supplies may only be used for conducting IZ Technologies business or for the purposes authorized by management.

You may not use IZ Technologies' property and services for your own, or someone else's personal benefits unless the use has been properly approved for general Employees use or for a specified purpose. Managers are responsible for setting up and keeping effective controls to protect IZ Technologies' assets from loss or unauthorized use.

AVOID MAKING MISREPRESENTATIONS

IZ Technologies Employees should never make misrepresentations or dishonest statements to anyone. Our business relationships should be based on honesty. We must accurately represent our products and services in marketing, advertising, and sales efforts.

INFORMATION ABOUT OTHERS

In the normal course of business, it is not unusual for IZ Technologies to acquire information about other organizations, including competitors. This is acceptable when this information is properly acquired. Proper sources would include information which is published or in the public domain, or is lawfully received from others or an authorized third party.

There are, however, limits to obtaining information. No one should employ improper means to acquire a competitor's trade secrets or other confidential information. You may not engage in unethical or illegal conduct to acquire information about other companies. You have a responsibility not to steal or misuse the intellectual property of any supplier, customer, business partner, or competitor.

If you are offered proprietary information under questionable or suspicious circumstance, you should immediately inform IZ Technologies' Human Resources Department. If you have any questions concerning the proper authorization of the use of the information from another company, immediately consult with IZ Technologies Human Resources Department.

CONFIDENTIAL INFORMATION PROPERLY RECEIVED

IZ Technologies regularly receives confidential information from companies with whom we do business. Information about the other companies should be treated with sensitivity and discretion. To avoid the risk of IZ Technologies being accused of misappropriating or misusing someone's confidential or restricted information, such information can be received under the terms of a written and signed confidentiality agreement that spells out IZ Technologies' obligation for the use and protection of the information. These agreements should be reviewed and approved by IZ Technologies' Human Resources Department.

Once another party's confidential or restricted information is properly in your hands, your use is limited to what is authorized by the confidentiality agreement. You must not use, copy, distribute, or disclose the information unless it is in accordance with the terms of the confidentiality agreement under which it was obtained.

QUESTIONABLE OR IMPROPER PAYMENTS

The use of any IZ Technologies funds or assets (tangible or intangible) for any unlawful or improper purpose is strictly prohibited.

No payments of IZ Technologies' funds or assets shall be made to or for the benefit of a representative of any domestic or foreign government (or agency thereof), or any current or prospective customer or supplier for the purpose of improperly obtaining any sale, purchase, desired action, contract, or other commercial benefit. This prohibition applies to direct and indirect payments made through third parties and/or Employees and is intended to prevent bribes, kickbacks, or any other form of influence. In addition, IZ Technologies Employees are prohibited from accepting any payment of any kind described in this paragraph.

GIFTS, MEALS, AND ENTERTAINMENT

Except when dealing with representatives of a federal, state, or local government, you or members of your immediate family may receive or give (subject to written approval on a IZ Technologies Employee Expense Report) customary business amenities such as meals or entertainment, provided they are associated with IZ Technologies business purpose, reasonable in cost, appropriate, and are not given to influence or give the appearance of influencing the recipient.

Expensive business-related gifts and excessive entertainment may be compromising and should be scrutinized carefully. Neither you nor any member of you family may solicit or accept from a supplier or customer, money or a gift that is, or could be reasonably construed to be, given to influence or give the appearance of influencing the recipient. If you are offered money or a gift, inform your manager immediately.

Remember, gifts cannot be given or received if they give the appearance of influencing the recipient and can be viewed as a bribe, gratuity, kickback, or payoff. Under no circumstances may a gift of money be given or received.

If you have questions regarding whether an item, service, trip, or favor offered by an existing or prospective vendor or any other person or entity is permissible, you must seek approval from IZ Technologies, President, Vice President, or Director of Human Resources.

RELATIONSHIP WITH GOVERNMENT EMPLOYEES

Certain federal, state, and local laws, regulations, and ethics codes prohibit or strictly regulate permissible gifts, meals, and entertainment. Therefore, you should not provide meals, entertainment, or other amenities to any government Employees unless clearly permitted by law and with the prior approval of IZ Technologies.

LEGAL COMPLIANCE

It is IZ Technologies' policy to comply with all the laws and regulations that apply to its business. Therefore, you must become familiar with and comply with those laws and regulations, which govern your area of responsibility. If you have any questions regarding the applicability if a specific law or regulation, you should contact IZ Technologies' Human Resources Department for advice. You are not authorized to take any action, which the Human Resources Department had advised would constitute a violation of the law.

USING INSIDE INFORMATION AND INSIDER TRADING

In the course of your employment with IZ Technologies you may become aware of information about IZ Technologies or other companies that has not been made public. Federal law prohibits Employees and others from buying or selling securities of a publicly held Company while in possession of material non-public information about that Company could affect the price of the Company's stock. IZ Technologies will not tolerate the improper use of the inside information. If you have any questions concerning the insider trading policy or whether a contemplated security transaction may be in violation of IZ Technologies' insider trading policy, you should immediately consult IZ Technologies' Human Resources Department.

RECORDING AND REPORTING INFORMATION

You should record and report all information accurately and honestly. IZ Technologies' books and records must reflect an accurate and verifiable record of all transactions. Information that you record or submit to another party must be accurate, timely, and complete. Reports or records should not be used to mislead those who receive them, or to conceal anything that is improper.

Dishonest reporting of information to entities and individuals outside the Company is strictly prohibited. It could lead to civil or even criminal liability for you and IZ Technologies.

IZ Technologies' books, records, and accounts shall accurately and fairly reflect the transactions of the Company in reasonable detail and in accordance with Generally Accepted Accounting Principles appropriate under the circumstances and include amounts based on management's estimates and best judgment.

All entries will be made in order to accurately and fairly reflect IZ Technologies financial position, results of operations and cash flows.

- Be forthright and honest when dealing with questions from any internal or external accountant or auditor with regard to IZ Technologies' financial transactions or statements. False or misleading statements, whether written or verbal, will not be tolerated.
- No payments shall be made or received with the intention or understanding that all or part of it will be used for any purpose other than that described by the documents supporting the payment (i.e., there should not be any undisclosed discounts, credits, charges, or payments relative to the obligation assumed or benefit received).
- No undisclosed or unrecorded funds or assets shall be established or disbursed for any reason.

PAYMENT OF AMOUNTS DUE CUSTOMERS, AGENTS, OR DISTRIBUTORS

All commission, distributor, or agency arrangements must be in writing and provide for services to be performed for a fee which is reasonable in amount and related to the services to be rendered, i.e., not in excess of normal rates for the product or service sold behalf of IZ Technologies, any of its affiliates, or place of going business.

All commission payments must be made by IZ Technologies check or draft (not by cashier's check or in currency) in the name of the appropriate agent or distributor and, unless agreed to in writing, must be (i) personally delivered to the payee in the country in which the business was transacted or (ii) mailed to the payee's business address or designated bank in the country in which the business was transacted. Credit memoranda are the preferred method of effecting a customer credit or discount and should be issued to the customer's IZ Technologies account(s) unless IZ Technologies' check or draft is necessary due to the unique nature of the transaction.

All payments or discounts, credits, and commissions shall be fully disclosed in the accounting records of the Company. Proper documentation of contracts and agreements shall be maintained.

COMPLIANCE AND REPORTING OF VIOLATIONS

All Employees are responsible for immediately bringing violations of this Code to the attention of senior management through normal reporting channels or by reporting violations to IZ Technologies' Human Resources Department. In addition, all managers are responsible for documenting and promptly taking corrective action when violations involving this Code come to their attention.

- No Employee will suffer any adverse action or career disadvantage for questioning a Company practice or reporting a suspected violation of this Code or other irregularity. IZ Technologies will not tolerate threats or acts of retaliation or retribution against Employees for reporting suspected violations of the Code.
- All Employee reports of unlawful or unethical conduct will be investigated promptly. In conducting its investigations, IZ Technologies will respect the rights and privacy of all parties concerned.
- Every effort will be made to keep the identity of Employees reporting possible violations confidential. If, however, the Company determines it is necessary to reveal the identity of an Employee in order to enforce this Code or to comply with applicable law or judicial process, it will do so.
- If a violation of this Code is found, IZ Technologies will take appropriate disciplinary action, up to and including termination. In addition, IZ Technologies may pursue any and all remedies available to it.

PROFESSIONAL STANDARDS AND CONDUCT

All Employees on IZ Technologies premises or at client sites, performing IZ Technologies business, are expected to present a professional image to our clients and to conduct themselves on the job in a manner that complements our technical reputation. Their general conduct as Employees of IZ Technologies shall be of a highly professional nature. It is incumbent upon each Employee to avoid the appearance, as well as the fact, of wrongdoing or ethical misconduct.

At IZ Technologies, Employees are expected to dress and behave in a manner that conforms to client standards as well as those generally accepted by the professional community.

Employees are expected to conduct themselves in a professional, courteous manner with both their clients and colleagues. Specific actions such as name calling, persistent denigration of co-workers, insubordination, etc. which are viewed as unprofessional and creating a hostile work environment may lead to progressive disciplinary action or termination depending on the circumstances.

It is assumed that common sense will dictate appropriate actions and each Employee will conduct himself/herself in a manner that reflects positively on the individual and IZ Technologies. If, however, an individual's conduct is not in the best interest of IZ Technologies, disciplinary action will be taken up to and including termination, depending on the circumstances. The following guidelines have been established to indicate the ethical tone by which IZ Technologies will conduct its business.

- Employees are expected to observe the established company policies and procedures.

- Employees are expected to observe regularly established office hours and focus full time and attention on work during the office hours.
- Employees are expected to use all time off and leave programs in accordance with their intent.
- Employees shall not gamble or be party to gambling on IZ Technologies premises.
- Employees shall not possess or use illegal drugs on IZ Technologies or client premises or report to work while under their influence. Nor shall Employees report to work while under the influence of alcoholic beverages or possess or use alcohol on IZ Technologies premises.
- Employees shall not possess or carry firearms on IZ Technologies or client premises.
- Employees shall comply with all company safety, security and fire regulations.
- Employees shall not falsify any document or record of IZ Technologies such as employment applications, time reports, travel and petty cash vouchers, medical histories, etc. This includes recording the work hours of another Employee for the purpose of creating a false record. Any such falsification of records shall constitute cause for termination of employment.
- Employees shall not misuse, possess without authorization, destroy, or steal IZ Technologies, Government-furnished, or leased equipment or material, vendor installed equipment, or any other property or equipment belonging to IZ Technologies or clients.

INAPPROPRIATE CONDUCT

Examples of inappropriate conduct include but are not limited to:

- Supplying false or misleading information when applying for employment, or at any time during employment.
- Altering or falsifying records of the Company.
- Recording the time or hours worked of another Employee, unless said Employee is absent from the office.
- Theft or unlawful possession of the Company property or the property of others.
- Loitering on the premises or sleeping on the job.
- Engaging in any unethical conduct.
- Committing illegal, immoral, or indecent conduct; soliciting persons for these purposes; or aiding of insubordination.
- Possession, use, or being under the influence of the drugs or alcohol at any time during working hours.
- Refusal or failure to perform assigned work, failure to follow supervisor's instructions, or aiding/or abetting any of the above.

- Engaging in any act of violence or disorderly conduct, threatening, using abusive language, rudeness, or similar acts to any fellow Employee, customer, or visitor to IZ Technologies offices.
- Abusing, defacing, or destroying Company property.
- Excessive tardiness and/or absenteeism despite remedial action(s) taken by supervisory personnel.
- Uttering, publishing, or distributing false, vicious, or malicious statements concerning the Company, its customers, Employees, or clients engaged in business negotiations.
- Violating the Company Equal Opportunity Employment Policy.
- Violating the Company's policies on harassment.
- Failure to maintain the confidentiality of all information to which the Employee has access in carrying out his or her responsibilities and duties for the Company.
- Failure to report a work-related accident or injury in a timely manner.
- Possessing dangerous or deadly weapons on Company premises or while conducting business on Company time.