

LICT CORPORATION

2020 CODE OF ETHICS AND BUSINESS CONDUCT

Employment by LICT Corporation or its subsidiaries (collectively, the "Company") carries with it the duty and responsibility to conduct oneself in an ethical and appropriate manner when dealing with customers, suppliers, regulators and other government officials, fellow Company employees and managers, suppliers and competitors. This Code of Ethics and Business Conduct (the "Code") sets forth the standards of conduct which the Company requires, and these standards apply to all officers and employees of the Company. Each of us has a fundamental and individual responsibility to observe this Code in all aspects of our employment by the Company, in addition to our obligations to comply with all applicable laws, regulations and other Company Policies. Each person employed by the Company is required to be acquainted with this Code and to certify compliance with it on an annual basis.

This Code is applicable not only to the conduct of each officer and employee of the Company, but also to the conduct of any relative or associate of any officer or employee, in regard to his or her dealings with the Company and its customers, suppliers, regulators and other government officials, fellow Company employees and managers, suppliers and competitors. For the purposes of this Code, a relative is any person who is related to an employee by blood, marriage or adoption, or who is a member of the employee's household. For the purposes of this Policy, an associate is (a) a corporation or organization of which an employee is an officer, director or partner, or is, directly or indirectly, the beneficial owner of 10 percent (10%) or more of any class of equity or debt securities; (b) any trust, estate or other entity in which an employee has a significant beneficial interest or as to which an employee serves as trustee or in a similar capacity; and (c) any person with whom an employee has a close social or business relationship. For the purposes of this Code, "Corporate Officer" means the Chief Executive Officer, President, General Counsel, Chief Financial Officer, Vice President – Finance, Chief Operating Officer, Controller or Senior Vice President – Regulatory Dynamics. If you have any questions about the scope or applicability of the Code, you should contact your supervisor or a Corporate Officer, based upon who you believe will be most helpful in providing the guidance you seek.

In conducting yourself as an employee of the Company, you are expected to exercise integrity and good judgment, including without limitation in the following ways:

- Conducting yourself in an honest manner in dealing with all others, and accepting responsibility for your actions, including your compliance obligations under this Code.
- Observing the Company's Conflicts of Interest Policy and refraining from taking part or exercising influence in any transaction in which your personal interest may conflict with the interests of the Company, including among others (a) taking for

yourself opportunities that are discovered through the use of corporate property, information or position, (b) using corporate property, information or position for personal gain, and (c) competing with the Company.

- Protecting the Company’s assets and ensuring their efficient use. Theft, carelessness and waste, if they occur, have a direct and detrimental impact on the Company’s profitability and the quality of its operations. All Company assets must be used only for the Company’s legitimate business purposes. The personal use of Company assets without proper advance approval is prohibited.
- Making all business decisions in the best interests of the Company.
- Dealing fairly and honestly with the Company’s customers, suppliers, regulators and other government officials, fellow employees and managers, and the Company’s competitors. This requires that you do not take unfair advantage of anyone through abuse of confidential information, misrepresentation of material facts or any other unfair or deceptive practice.
- Providing fair and equal opportunity to all employees regardless of race, color, ethnicity, gender, sexual orientation, religion, age, national origin, veteran's status, disability or handicap, or any other protected status, and avoiding any harassment or unequal treatment of co-employees. You also have an obligation to report to management any unfair or unequal treatment or any harassment that you witness or of which you otherwise become aware.
- Helping to establish and maintain a work environment that is free from intimidation, threats, hostility, violence of any kind and the effects of alcohol or drug usage.
- Refraining from engaging in conduct that could be construed as sexual harassment. Unwelcome sexual advances, sexually suggestive statements or questions, offensive jokes, sexual innuendoes, offensive touching, requests for sexual favors, displaying or showing sexually suggestive material (including without limitation posters, calendars, cartoons, e-mail, or internet websites), and other verbal or physical conduct of a sexual nature may be forms of sexual harassment. Such conduct must be entirely avoided and must be reported to your supervisor or to a Corporate Officer if you experience or observe another person engaging in it.
- Acting as a responsible corporate citizen, by complying with all laws, rules, regulations, policies and guidelines applicable to the operation of the Company and the discharge of your duties. These include, without limitation, those relating to the environment, fair trade and antitrust, financial reporting, telecommunications regulation, securities regulation, labor, nondiscrimination, and health and safety.
- Refraining from using confidential or other non-public information, and from disclosing to others such information, for any purpose, including without limitation

for use in trading the securities of the Company or any other company involved with or affected by such information.

- Exercising responsible judgment in the use of information you may acquire in the course of doing Company business including, but not limited to, information relating to methods of operation, sales, products, profits, costs, markets, licenses, trade secrets and other know-how of the Company, and maintaining the confidentiality of all such information (except when disclosure is authorized or legally mandated).
- Recording, processing, summarizing and/or disclosing the financial transactions, condition and results of operations of the Company in a full and fair manner and in accordance with applicable accounting principles, laws, rules and regulations. This includes keeping the books and records of the Company so as to fully and fairly reflect all of the Company's financial affairs.
- Providing full, fair, accurate, timely and comprehensible disclosure in reports and documents that the Company files with or submits to regulators, as well as in financial, stockholder and other internal or external reports, documentation or audits.
- Discouraging your fellow employees by word and example from engaging in illegal or unethical conduct, doing what you can to help them avoid or refrain from such conduct, and reporting any such conduct which you witness or of which you otherwise become aware to your supervisor or a Corporate Officer.
- Reporting promptly any illegal or improper activity or violations of laws, rules, regulations or this Code or other Company Policies to your supervisor or a Corporate Officer. **The Company hereby commits to you that the Company will promptly respond to, and under no circumstances allow any retaliation for, reports made in good faith.**
- Using computer resources and communications systems for proper purposes only, including without limitation the avoidance of:
 - (a) Abusive or otherwise objectionable language;
 - (b) The provision or distribution of information that is illegal or obscene;
 - (c) Messages likely to result in harm to the recipient's work or equipment;
 - (d) Use that interferes with your work or the work of fellow employees; and
 - (e) Communications with fellow employees which violate this Code.

- Helping to implement necessary changes in programs, systems, practices or procedures as directed by the Company to avoid any ethical or business conduct problems.

The basic purpose and fundamental intent of this Code are to create and maintain a workplace that is fair, productive and comfortable for all employees. The full and faithful implementation of and adherence to this Code is of paramount importance to the Company, and to its organizational health, prosperity and success in its business activities. Failure to comply with this Code may thus result in disciplinary action, including warnings, suspensions, termination of employment or such other actions as may be appropriate under the circumstances.

Any questions, comments or suggestions pertaining to this Code should be directed to your supervisor or to a Corporate Officer and may be made anonymously. The Company is committed to doing its utmost to assure that you are provided prompt and actionable guidance as to the requirements of this Code.

Waivers under this Code may only be granted by the Board of Directors of the Company or a committee of the Board to which such authority has been granted. Any such waiver may be required to be publicly disclosed under applicable securities laws or Company policy.

CERTIFICATE OF COMPLIANCE

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I hereby certify that I have received, read and understand the LICT Corporation 2020 Code of Ethics and Business Conduct (the “Code”). I further certify that, except for any matters described below which I believe may involve questions regarding potential or actual violations of the Code, I have been and am now in compliance with the Code; am not aware of any unreported violations of the Code by others; will continue to comply with the Code; and will promptly raise any questions as to the meaning or application of the Code with my supervisor or a Corporate Officer, as I deem appropriate.

Signature: _____ Date: _____

Name (please print): _____

Employer (please print) _____

Description of matters involving or questions regarding, actual or potential violations of the Code:

[Use additional sheet if necessary.]