

Holland & Knight LLP Compliance Commitment*

Statement of Commitment

The Holland & Knight LLP Compliance Commitment is intended to help everyone at the Firm comply with applicable laws, regulations and standards. This Compliance Commitment should be used as a guide in our daily practices in the course of representing our clients or supporting the Firm's business operations.

Scope

We will refer to Holland & Knight LLP and its associated affiliates* as "the Firm," and collectively as "we", "our", or "us". This Compliance Commitment applies to all Firm personnel, including Firm partners, attorneys, advisors, staff members, employees, contractors and contract workers. When we refer directly to you as Firm personnel, we'll refer to you as "you", as well as through second-person pronouns such as "your" and "yours".

Everything We Do

Our Firm is founded on a shared commitment to providing superior services, nurturing client relationships, and building a Firm and Firm culture that support these endeavors. In keeping with this tradition, it is our obligation to our clients, our communities and one another to maintain a culture of ethical behavior each and every day, in everything we do. Everyone plays a part in upholding a culture of trust, integrity, accountability and respect.

Our Core Values

The Firm's core values guide us to exceed client expectations in our ongoing mission of providing exceptional service and value to clients. Through our shared culture, we promote the rule of law and interests of the legal profession and our judicial system.

WE HONOR AND OBEY THE LAW.
We have a duty to know the law and do not participate in illegal or improper activities.

WE ACT WITH INTEGRITY.
We are honest and transparent, and maintain a culture of trust and integrity.

WE ARE ACCOUNTABLE.
We are responsible and accountable to our clients and one another for what we do and fail to do.

WE PROTECT INFORMATION.
We use discretion, and follow all applicable laws as well as Firm policies, industry standards and regulatory guidance to protect data.

WE TREAT OTHERS WITH RESPECT.
There is no place for discrimination, prejudice, bias or abuse in our culture.

WE SERVE OUR COMMUNITIES.
We proudly uphold the traditions of our founders and maintain a spirit of volunteerism in support of our communities.

* Including Holland & Knight (UK) LLP, Holland & Knight Colombia S.A.S. and Holland & Knight Mexico S.C.

Accurate Accounting Books and Records

Accessibility to and accuracy of information are critical components of our ability to provide exceptional client services. The accounting records we create and maintain on behalf of clients and the Firm should always be accurate, honest, complete and timely.

Proper Practices:

- ✓ Follow Firm policies and processes.
- ✓ Ensure payments received are applied appropriately.
- ✓ Stay alert for irregularities.
- ✓ Suspicious accounting practices could be red flags of fraud or other illegal acts.

Improper Practices:

- ☒ Never alter, manipulate or falsify client or Firm accounting records or other data.
- ☒ Never omit or suppress information or relevant facts to mislead others.

Anti-Bribery and Anti-Corruption

As an international law firm, we must comply with a variety of anti-corruption laws that apply to our interactions with governments and government officials, our dealings with clients and suppliers, and the dealings of third parties acting on our behalf. We must comply with, and we must counsel our clients to comply with, all applicable anti-bribery and anti-corruption laws, including (but not limited to) the US Foreign Corrupt Practices Act ("FCPA") and the UK Bribery Act ("UKBA"). The Firm prohibits any and all forms of bribery, corruption, extortion, embezzlement and fraud.

Anti-Fraud/Red Flags

Fraud can be defined as any knowing misrepresentation of the truth or concealment of a material fact with an intention to illegally or unethically gain something at the expense of another. Fraud can encompass any action for gain that uses deception as its principal method of operation.

The cornerstone of fraud prevention is the creation of an environment that fosters integrity and professionally responsible conduct. All reasonably appropriate measures shall be taken to deter fraud, and any suspected wrongdoing (including fraud) shall be investigated and reported to the appropriate authorities. Firm personnel should be aware of the signs of fraud and report any suspected violations of Firm policies, procedures or the law.

Fraud can take many forms. If you suspect fraud of any kind, or believe you or the Firm has been a victim of fraud, please contact us immediately using the [Contact Information](#) provided below.

Types of Fraud	Examples
Asset Misappropriation	<ul style="list-style-type: none">▪ Expense account fraud▪ Benefits fraud▪ Forgery
Bribery, Corruption and Vendor Fraud	<ul style="list-style-type: none">▪ Kickbacks▪ Bribes▪ Engaging in facilitation payments▪ Overbilling▪ Shell-company schemes

Types of Fraud	Examples
Accounting and Payroll Fraud	<ul style="list-style-type: none"> ▪ Embezzlement ▪ Expense account fraud ▪ Accounts payable fraud ▪ Theft of time or timesheet fraud ▪ Improper billing practices
Identity Theft	<ul style="list-style-type: none"> ▪ Stealing of personal data to impersonate or act as someone else to make purchases or file claims

Anti-Money Laundering/Counter-Terrorist Financing

The Firm is committed to complying with anti-money laundering and anti-terrorism laws. We should only conduct business with reputable clients and third parties involved in legitimate business activities, using funds derived from legitimate sources. We should not participate in, or help any clients participate in, money-laundering activities or the illegal concealment of money to avoid disclosing its sources, uses or paying taxes. We should not participate in or facilitate transactions that involve proceeds that we know or suspect are from criminal activities.

Confidentiality

We are subject to, and comply with, the rules of professional conduct that impose upon us a duty to preserve and protect confidential information. Any information received in the course of the attorney-client relationship (including the fact of the relationship), should be treated as confidential, absent express permission from the client to disclose, or some other exception provided for in the Rules of Professional Responsibility or by law, and protected from inadvertent loss or disclosure.

Conflicts of Interest

We have professional ethical obligations to avoid conflicts of interest in our representation of clients, and to notify clients quickly if a conflict should arise.

Firm and Client Work Product

All materials, templates and work product created during the representation of clients or within the scope of a client engagement are the property of the Firm. All work product belongs to the Firm unless otherwise agreed to by the Firm.

Human Resources

Equal Opportunity

The Firm is committed to providing a work environment that is free from unlawful discrimination and harassment in any form. It is the Firm's policy to comply with all applicable laws that provide equal opportunity in employment for all persons and to prohibit unlawful discrimination in employment. In accordance with the provisions of federal, state and local laws, the Firm's policy is not to discriminate by reason of race, color, religion, sex, sexual orientation (including gender identity and/or expression), pregnancy, national origin, age, disability, veteran status or any other category protected by law.

Appropriate Conduct in the Office

Central to the Firm's core values is the expectation that we conduct ourselves in a professional manner, and treat each other with courtesy and respect. All partners and employees are expected to create and sustain a workplace atmosphere that is reflective of these core values and to exhibit a high degree of integrity and professionalism while in the office or on Firm business. Hostile or threatening behavior in the workplace, or the use of abusive or unprofessional language, conversation, jokes, or emails in the workplace, is unacceptable. Such behavior by vendors, clients, or contractors is similarly unacceptable.

Prohibition of Sexual Harassment and Discrimination in the Workplace

The Firm is committed to fostering a collegial work environment in which all individuals are treated with respect and dignity. The Firm believes that each individual has the right to work in a professional atmosphere free of sexual harassment and unlawful discrimination. To further these goals, the Firm has adopted this policy for the Prohibition of Sexual Harassment and Discrimination in the Workplace (the "Policy") and has established the Fair Employment Practices Committee ("FEPC"). The FEPC receives and investigates reports of violations of this Policy. All partners and employees are required to read and comply with this Policy.

Drug-Free Workplace

It is the policy of Holland & Knight to maintain a drug-free workplace in order to promote the health and safety of our personnel, our clients, and the general public. As a condition of employment with, or partnership in, Holland & Knight, Firm personnel must agree to comply with the Drug-Free Workplace Policy and report to the Firm criminal convictions or pleas.

Whistleblower Reporting

The Firm is committed to fostering a culture of integrity and to encouraging Firm personnel to report good-faith concerns regarding conduct that may be unlawful or unethical and related to the Firm, the Firm's clients or potential clients, or the Firm's personnel.

Privacy and Data Protection

In the context of a client representation, you may come into contact with Personal Information ("PI") with respect to vendors, clients, client customers, opposing parties, and representatives or other related parties of vendors, clients and opposing parties. You may also come into contact with PI with respect to Firm personnel.

We are committed to handling PI responsibly and in compliance with applicable privacy laws.

- Access to PI should be limited to only those Firm personnel with a "need-to-know" to accomplish the purpose for which the PI was received or collected, and such access should be limited to only that which is necessary and retained only for the time period necessary.
- Only use PI in the manner disclosed at the time of collection in support of legitimate business purposes.
- Sensitive Personal Information ("SPI") and Protected Health Information ("PHI") require a heightened sense of care with additional protections and safeguards in place.

If you become aware of any unauthorized access, acquisition, disclosure or loss of personal data, please contact us immediately using the [Contact Information](#) found below.

Reporting Ethical Misconduct

We encourage Firm personnel to report any good-faith concerns regarding conduct that may be unlawful or unethical.

Examples of unlawful or unethical behavior include (but are not limited to):

- Criminal activity (bribery, embezzlement or fraud);
- Violations of federal, state, national or local laws;
- Threats to the health, safety and wellness of others;
- Failure to follow Firm policies or processes;
- Billing for services not performed or other fraudulent financial reporting;
- Retaliation for complaining of suspected unlawful and unethical conduct; or
- Conduct likely to cause reputational damage to the Firm, including unauthorized disclosure of information.

Anti-Retaliation for Reporting Ethical Misconduct

The Firm will not retaliate against Firm personnel who have made allegations or reports of ethical misconduct in good faith and belief in their truth and accuracy.

Contact Information

We have appointed the following contact in the event you have any questions regarding this Compliance Commitment:

Diane Del Re
Privacy and Compliance Senior Manager
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524 Grand Regency Blvd. | Brandon, Florida 33510
Office 813.901.4196 | Mobile 813.997.7584
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If you have knowledge of or a concern about any unlawful or unethical activity, or if you believe you are being or have been retaliated against for reporting misconduct, you should contact the Chief Operating Officer, General Counsel or privacy.compliance@hklaw.com.

Modifications and Revisions

We reserve the right to modify, revise, or otherwise amend this Compliance Commitment at any time and in any manner. This Commitment will be reviewed on an annual basis and updated accordingly.

Version	Date Reviewed	Date Approved	Document Owner	Description
1	07.12.2021	07.12.2021	Diane Del Re	Original
2	08.26.2021	08.26.2021	Diane Del Re	Revised sections and reformatted
3	01.07.2022	01.07.2022	Diane Del Re	Final version
4	10.17.2022	10.17.2022	Diane Del Re	Addition of Business Services
5	12.29.2022	12.29.2022	Diane Del Re	Final version
6	01.01.2024	01.01.2024	Diane Del Re	Removal of IG logo

Acknowledgement

I acknowledge that I have received a copy of the Holland & Knight LLP Compliance Commitment and that I have read and understand it. I acknowledge my duty to uphold my professional ethical obligations and to act in accordance with the Compliance Commitment.