



CODE OF BUSINESS CONDUCT AND ETHICS

Effective Date: January 1, 2025

Revised Date: January 1, 2025

Bohn and Dawson, Inc. (the “Company”) is committed to conducting its business and affairs with honesty, integrity, and in accordance with high ethical and legal standards. This Code of Ethics and Business Conduct (the “Code”) provides a set of ethical standards to guide each director, officer, Employee, and representative of the Company (referred to for the purposes of this Code as “Employees”) in the conduct of their business and constitutes conditions of employment with the Company. It is also expected that suppliers, agents, representatives, contractors, consultants, and other business partners and associates of the Company (collectively “Business Partners”) will also abide by the high ethical standards reflected in this Code.

Reading & Understanding the Code

The Code will be provided to each new Employee at the beginning of his or her employment and the most current version is available at bdiweldedtubing.com. To promote a common understanding of the Code across the organization, each Company Employee must certify that he or she has received, read and understood the Code, both at the beginning of his or her employment and on an annual basis. Employees who have questions about this Code or concerns regarding compliance have a duty to seek guidance. Employees should address such questions or concerns to their immediate supervisors or to the Human Resource Manager. Employees who wish to seek guidance anonymously should feel free to our compliance hotline at 833-407-6259 for reporting violations described in the next section. Access for Company Business Partners will be provided via the Company website at bdiweldedtubing.com.

Responsibility & Accountability

Responsibility for the Company’s commitment to integrity rests with each Employee and Business Partner. All Employees and Business Partners are expected to:

- Adhere to the highest standards of ethical business conduct.
- Know and comply with this Code and our other corporate policies and procedures.
- Maintain a work environment that encourages open and honest communication regarding ethics and business conduct issues and concerns.
- Avoid placing, or seeming to place, pressure on employees that could cause them to deviate from acceptable ethical behavior.
- Seek advice and guidance when unsure of a specific action, and
- Report suspected violations of this Code, Company policies, or the law.

Every Employee and Business Partner is expected to cooperate fully with any investigation of any violation of law, the Company's policies and procedures or this Code.

Employees who violate this Code will be subject to disciplinary action up to and including termination of employment. Business Partners who violate this Code are subject to termination in accordance with the terms of the Supplier Code of Conduct available at: bdiweldedtubing.com ("Supplier Code") and applicable agreements. Violations also may result in civil or criminal penalties. An Employee who witnesses a violation and fails to report it may be subject to discipline, and a manager may be subject to discipline to the extent that a violation reflects inadequate oversight.

Reporting Concerns

Every Employee is required to report suspected violations of this Code, company policies or the law. Reports can be made to:

- your manager;
- a representative from Human Resources;
- President of Bohn and Dawson, Inc.;
- a representative from Compliance; or
- to the Compliance Helpline at 833-407-6259

Business Partners and their employees may report violations to the Compliance Helpline. Reports to the Company's Compliance Helpline can be made anonymously, and the helpline is designed to ensure that your anonymity is protected.

Retaliation against Employees or Business Partners who report what they believe in good faith to be a violation of this Code or any law or regulation applicable to the Company, who assist another in making such a report or who cooperate with an investigation of any such violation is strictly prohibited and for Employees will result in disciplinary action up to and including termination of employment.

Persons reporting potential violations should be aware that, while a Company representative receiving a report of a suspected violation will take steps to keep such report confidential, the need to investigate and correct any impropriety may require disclosure of the matter reported.

Ethical Conduct

The Company aspires to conduct its business in accordance with uncompromising ethical standards and in full compliance with all laws and regulations. In the course of conducting Company business, integrity must underlie all Company relationships. The Company expects every Employee and Business Partner to adhere to high ethical standards, promote ethical behavior and be honest and forthright in dealings with one another as well as with customers, business partners and the public. Employees and Business Partners must not engage in conduct or activity that may raise questions as to the Company's honesty, impartiality, or reputation or otherwise cause embarrassment to the Company. Every action

should be judged by considering whether it is legal, fair to all concerned, in the best interests of our stockholders, Employees and customers and able to withstand public scrutiny.

Compliance With Laws

The Company and its Employees and Business Partners must obey all applicable laws and regulations that affect the Company's business. Some of the more common laws and regulations are discussed in this Code. Although the Company does not expect its Employees to be experts in legal matters, it holds each Employee responsible for being familiar with the laws governing his or her areas of responsibility. If you have a question concerning the application of any law or regulation to a contemplated action, it is your responsibility to seek guidance.

Disciplinary Action

Failure to adhere to the provisions in the Code that follow, with Company policies or with the law (including failure to report suspected violations) and failure to cooperate with investigations, may result in disciplinary action up to and including termination of employment or termination of Business Partners in accordance with the terms of the Supplier Code and applicable agreements.

Maintaining a Respectful and Safe Work Environment

At the Company, our most important asset is our people. We work best when we embrace the diversity of our Employees, foster an inclusive culture and create a safe environment free of harassment.

Preventing Discrimination and Harassment

Company is comprised of people with different backgrounds, experiences, abilities, skills and beliefs. These varying perspectives help our company succeed. The Company is committed to the principles of equal employment, inclusion and respect.

Company does not tolerate discrimination against or harassment of anyone who works for or with the Company (including Employees, customers and suppliers) on the basis of sex (including pregnancy, childbirth or related medical conditions), race, color, religion, ethnicity, national origin, ancestry, age, physical or mental disability, veteran status, marital status, sexual orientation, gender identity, genetic information or any other basis protected by local, state or federal laws.

The Company is committed to maintaining a safe working environment, free of threats, malicious behavior, intimidation, and physical harm. Any comments or behavior that could be reasonably interpreted as intent to do harm to Employees, their family or their property will be considered a threat. If you believe that you may be the target of violence or the threat of violence, or if you are aware of violent or threatening conduct by another

individual that could result in injury to any Employee or the destruction of property, please report the situation to Human Resources.

Employees should refer to The Employee Handbook for more information about the Company's equal employment opportunity and anti-discrimination and anti-harassment policies. Business Partners should refer to the Supplier Code.

Drugs and Alcohol

Intoxication or use of alcohol or illegal drugs while on the job, and the illegal sale or use of controlled substances, is prohibited at Company. Employees should refer to the Employee Handbook for more information about the Company's Drug-Free Workplace policy.

Ensuring Workplace Safety

Company is committed to ensuring a safe and healthy work environment. All Employees are required to comply with the Company's established safety rules and procedures, as well as applicable laws and regulations. Every Employee has a responsibility to report any unsafe situations or accidents whether he or she is directly involved or a witness. This includes potentially unsafe work conditions and injuries. Employees should contact their Manager or Human Resources with any questions about workplace safety rules and procedures. Please refer to the Company Supplier Code for Company requirements for Suppliers on workplace safety.

Social Media

Social media platforms and services can help the Company grow our brands, promote our products and services, and build relationships with our customers and prospects. When using social media, Employees and Business partners must exercise personal integrity and responsibility; respect our intellectual property rights and those of third parties; and only represent or speak on behalf of the Company if you are authorized to do so. Before posting online material, ensure that the material is not knowingly false and endeavor to be accurate and truthful. Employees and Business Partners should also protect and refrain from sharing confidential or other protected information. While these precautions apply to company-sanctioned or sponsored social media activity, they also apply to Employee's personal use of social media when you represent yourself as an employee of the Company as well as Business Partners if you post about your work, our businesses, products, services, or competitors; or discuss or connect with other Employees or our Business Partners. Employees must act in accordance with the Employee Handbook and all Social Media policies.

Handling Confidential & Proprietary Information

All Company Employees and Business Partners have an obligation to maintain the privacy and security of Company confidential and proprietary information. Employees must act in accordance with the terms of the Employee Handbook.

Confidential information is information that Company considers private and that is not common knowledge outside of the Company, such as the Company's business strategy, future plans, financial information, contracts, personnel information, technical or scientific information about current or future research or other information that the Company deems confidential. Proprietary information is information that Company owns, develops, pays to have developed, or to which it has an exclusive right. Maintaining the confidentiality of confidential and proprietary information is vital to the Company's ability to achieve success and maintain its competitive position in the industry.

All Company Employees must maintain the confidentiality of confidential information that is related to Company or other companies, including our suppliers and customers, except when disclosure is authorized by a supervisor or legally permitted in connection with reporting illegal activity to the appropriate regulatory authority. Unauthorized disclosure of any confidential information is prohibited. Employees and Business Partners must not share proprietary information with anyone not entitled to know for a legitimate business reason; this includes fellow Employees, spouses, other family members, and friends. Employees and Business Partners are also required to maintain the confidentiality of the Company's intellectual property, which includes, but may not be limited to, any patents, trademarks, copyrights, and use of rights licensed by others.

To avoid inadvertent disclosure of any confidential or proprietary information, Employees and Business Partners should avoid discussions of Company information in public places, such as elevators, public transportation, or in restaurants. Only authorized Company representatives may respond to the media or to other outside inquiries about the Company. Any access to confidential or proprietary information given to a third party for a legitimate business reason must be provided under an approved confidentiality agreement.

The obligation to protect the Company's confidential and proprietary information continues on and off Company premises, and during and after employment with Company.

If Employees have any questions about whether something is proprietary or confidential, please contact Human Resources. Business Partners should contact the designated contracting liaison.

Preserving Employee Privacy

The Company respects Employee privacy and only collects and maintain Employees' personal information – such as personnel, payroll and medical information – for business purposes. Access to this information is limited to those who need it to perform their jobs and they are required to protect the confidentiality of the information.

For more information, please refer to the Employee Handbook.

Doing Business Ethically & Legally

Each Company Employee and Business Partner is responsible for maintaining high ethical standards and for adhering to the laws and regulations that are applicable to our company.

Avoiding Personal Conflicts of Interest

Each Employee has the legal duty to carry out his or her responsibilities with the utmost good faith and loyalty to the Company. A “personal conflict of interest” occurs when your own interests (for example, financial gain, career development, or reputation advantage), or those of your immediate family, interfere in any way or even appear to interfere with the Company's legitimate business interests or your ability to make objective and fair decisions when performing your job. Immediate family members include your spouse or former spouse; parents, step- parents, and grandparents (of both you and your spouse); children, stepchildren, and grandchildren (of you and your spouse) and their spouses; siblings and their spouses; and any others living in your household. In-order-to avoid potential conflicts of interest, Employees and Business Partners should avoid any activity that could reasonably be expected to put them in a conflict situation.

Although not every situation contrary to this policy can be listed here, the following situations are prohibited:

- Competing against the Company.
- Serving as a consultant to or as a director, trustee, officer or Employee of a company, organization or government agency that competes or deals with or is a supplier or vendor to or customer of the Company.
- Holding a significant financial interest in a company doing business with or competing with the Company if you are in a position to influence the Company's business transactions with that company.
- Accepting gifts, gratuities or entertainment from any customer, competitor or supplier or vendor of goods or services to the Company, except to the extent they are lawful, consistent with marketplace practices, infrequent and nominal in amount and are not in cash or offered in consideration for an improper action or in a manner that could hurt the Company's reputation for impartiality and fair dealing.
- Using for personal gain any business opportunities that are identified through your position with the Company.
- Using Company property, information or position for personal gain.

- Having a personal interest or potential for gain in any Company transaction (excluding commissions or bonuses payable in accordance with a Company-approved compensation plan or agreement).
- Maintaining employment or any other relationship with another organization, or engaging in any other business or activity, that adversely affects your job performance at the Company.
- Placing Company business or recommending that Company business is placed with a firm owned or controlled by a Company Employee or his or her immediate family (as defined above).

Employees are required to disclose any transaction or relationship that is – or could be viewed as – a conflict of interest to Human Resource Manager. Business Partners are also required to disclose conflicts to the designated contact liaison.

False Claims and False Statements

Knowingly making a false claim or false statement to the government is a violation of law and can subject both the Company and individual Employees to civil and criminal sanctions including fines, suspension, debarment and prison sentences. It is the responsibility of each Employee to ensure that all claims and statements submitted to the government are truthful and not misleading. In addition, the highest standard of honorable and ethical conduct shall be observed in all relationships with the Company's competitors. The advancement of the Company's business interests through the dissemination of unverified information or other unfair actions intended to damage competitors is prohibited, as are any other dishonorable activities.

Handling Gifts & Entertainment

Business courtesies such as gifts, entertainment, services or favors should not be offered to any government employee or representative. When dealing with non-government personnel in connection with government contracts or subcontracts, similar restrictions apply. It is a crime to offer, provide, solicit or accept anything of value either in return for favorable consideration on a government contract or subcontract or because of an official act performed or to be performed. Business courtesies offered to commercial, nongovernment customers must demonstrate good business judgment, must be consistent with marketplace practices, infrequent, nominal in amount and legal, and must not be in cash or offered in a manner that could hurt the Company's reputation for impartiality and fair dealing. When in doubt regarding the appropriateness of a business courtesy, seek guidance, and always err on the side of caution.

Dealings With Suppliers, Vendors and Business Partners

Integrity and fair dealing are core components of our business practices. All suppliers, vendors and other business partners should be treated fairly and uniformly in accordance with the Company's established purchasing policies and procedures. Employees must not

engage in any activity prohibited under anti-trust laws, including boycotting, price-fixing, refusal to deal, price discrimination or disparate treatment of suppliers and vendors. Paying bribes, accepting kickbacks, and obtaining or using third-party insider information in dealings with suppliers, vendors and business partners are expressly prohibited and will not be tolerated. Business Partners must follow the Supplier Code.

Contracting with Other Parties

We require business agreements to be formalized in writing. Employees may only enter into agreements whose value is within your level of financial authorization attributed to you through the Company's authorization schedule. If you have not been given any level of authorization, do not sign any agreement on our behalf without the written approval of a manager with the appropriate level of authorization. Employees must obtain written approval from their manager to terminate an agreement before its expiration date because an agreement may contain important contractual obligations or other terms to be considered.

Avoidance of Restrictions on Trade

Employees and Business Partners are expected to conduct themselves and the Company's business in such a manner as to comply with federal and state antitrust laws that prohibit monopolies and agreements that unreasonably restrain trade. .

International Business

It is always important that Employees conducting international business know and abide by the laws of the United States and the countries that are involved in such business activities or transactions. These laws govern the conduct of Company Employees throughout the world. If you participate in these business activities, you should know, understand, and strictly comply with these laws and regulations, including those relating to trade sanctions, customs, money-laundering, export controls, anti-bribery and anti-boycotts discussed below. If you are not familiar with these laws and regulations, seek guidance prior to negotiating any transaction involving a foreign country or entity.

Customs and Trade Compliance

Company will comply with customs regulations governing the distribution, import and export of our products. Company complies with export controls and does not engage with parties who seek to circumvent export controls. The Company is committed to complying with all applicable trade sanctions laws. We will not engage with individuals or companies listed on relevant sanctioned party lists. Not complying may impact our reputation and could result in criminal and civil penalties being imposed on the Company and our Employees.

Money Laundering

Global laws prohibit schemes that make monetary proceeds arising from criminal activity appear legitimate. The Company prohibits any activities which could facilitate money laundering by Business Partners, or any other third party with whom we may have a business relationship.

Bribery and Foreign Corrupt Practices Act (FCPA)

The FCPA is intended to prevent bribery of foreign officials by representatives of U.S. companies for the purpose of securing a business advantage. It prohibits the payment or offering of anything of value directly or indirectly to a foreign government official, political party, party official or candidate for the purpose of influencing an official act of the person or the government in order to obtain such an advantage. It is the responsibility of each Employee involved in international business activities to become familiar with the requirements of the FCPA and to seek guidance prior to engaging the services of any foreign consultant or marketing representative or making any offer or payments that might be in violation of the FCPA. Company expects Employees and all Business Partners to comply with the Company's Anti-Corruption Policy which can be found at: bdiweldedtubing.com and as an addendum to the Employee Handbook.

Forced Labor

Company adopts and adheres to rules and conditions of employment that respect workers and, at a minimum, safeguard their rights under national and international labor and social security laws and regulations. Company and its Business Partners will not employ individuals in violation of the local mandatory school age or under the applicable legal employment age. Company and its Business Partners will not use forced labor, including, but not limited to, prison labor, indentured or slave labor, or bonded labor. Suppliers will adopt measures to ensure that facilities are not utilized in human trafficking and will monitor their supply chains for such practices. The Company's policy can be found here bdiweldedtubing.com.

Company Records

The use, expenditure and disposal of Company resources must be documented as required by Company procedures. Documents and other records must be maintained in accordance with the applicable requirements of law, contracts and Company policies and shall not be used for personal gain or benefit. No Employee, Business Partner or anyone acting on the Company's behalf shall take any action to circumvent the Company's system of internal controls or provide misleading information in documents and records.

Financial Integrity

All concerns and complaints relating to financial integrity will be forwarded to the CFO and a record of all concerns and complaints received will be provided to Executive Management (CEO, President & CFO) each fiscal quarter. The CFO will determine what, if any, follow-up actions to take. Any such concerns or complaints may also be communicated confidentially, and, if you desire, directly to any member of the Board of Directors.

Administration & Interpretation

The Company's CFO will administer this Code of Business Ethics and Conduct. All questions relating to this Code and the Company's business practices in general should be directed to the CFO.

Concerns, Questions and Reporting Violations

Should you have any questions, concerns about the Company Code, applications of these policies or any other issues, please utilize one of our many resources:

- Your manager,
- President of Bohn and Dawson, Inc.,
- a representative from Compliance Vice President / CFO (Chief Financial Officer),
or
- Company Human Resource Manager

Address: 3500 Tree Court Industrial Blvd., St. Louis, MO 63122 USA

Phone: 636-225-5011

E-mail: HR@BDITUBE.COM

To submit an anonymous inquiry, call the Company Helpline at 833-407-6259. Employees should follow the terms set out in the Employee Handbook as applicable.

Company investigates reports of observed or suspected Code violations promptly, thoroughly and in accordance with our legal obligations. Confidentiality is maintained to the fullest extent possible. We are all obliged to cooperate with investigations and provide complete, accurate and truthful information. Cooperation includes retaining all documents and electronic communications such as emails, messaging, and chats relevant to the investigation.

We will not retaliate and will not tolerate retaliation of any kind against anyone who, in good faith, makes a report or cooperates in an investigation.

The Company will protect from retaliation any Employee or Business Partner who raises a concern honestly and in good faith, but it is a violation of the Code to knowingly make a false accusation, lie to investigators, or interfere or refuse to cooperate with a Code investigation.

In order to protect the Company, we take prompt action regarding any conduct that violates the law and/or the Code. We may determine that remedial or disciplinary action is necessary. These actions can include such things as training, coaching, termination or another action appropriate for the situation.

Where there is a potential violation of the law, Company will cooperate with the appropriate authorities.

Waiver of this Code

If any Employee believes that a waiver of this Code is necessary or appropriate, including, but not limited, to any potential or actual conflict of interest, a request for a waiver and the reasons for the request must be submitted to the CFO for a decision by the President. Any waiver of this Code for officers and directors may be made only by the Board of Directors.