



Code of Business Ethics

This Code of Business Ethics (“Code”) has been adopted by Signature Aviation plc and its wholly owned subsidiaries (“Signature”) and sets out the standards for everybody who works for Signature. The Code is obligatory, without exception, and failure to observe it may result in disciplinary action, which could lead to termination. Signature’s commitment to the highest level of ethical conduct should be reflected in the business activities of all Signature companies including, but not limited to, relationships with employees, partners, customers, suppliers, vendors, competitors, the government and the public, including our shareholders.

All of our employees, officers and directors must conduct themselves according to the language and spirit of this Code and seek to avoid even the appearance of improper behavior.

Both the Board and the Signature Leadership Team believe that the Code is core to how we conduct business at Signature. In Group CEO Mark Johnstone’s words: “A fundamental aspect of our Vision, Mission and Values is our commitment to behaving ethically at every level of the organization and in every interaction that we have— both within the company and outside. Not only is it the right thing to do, it also strengthens our reputation and inspires confidence in our employees, customers and business partners. Behaving ethically ultimately helps us to build a stronger company.”

While covering a wide range of business practices and procedures, the Code cannot and does not cover every law, regulation or Signature requirement that may apply to you, but rather sets out guidance in key areas. Further guidance on legal or business conduct issues should be obtained from the Signature Legal Department if any doubt as to the correct course of action exists.

Employees in a position of responsibility for others must:

- make sure that those who report to them understand and comply with the Code;
- enforce the Code consistently and fairly; and
- support employees who raise questions or concerns in good faith.

Employees must not engage or act through intermediaries (contractors, agents, consultants, business partners or other third parties) to conduct any business which conflicts with the Code.

Employees should ensure that third parties working with or on behalf of Signature are aware of the Code and, where possible (note that this is obligatory in the case of foreign agents and suppliers), ensure that they contractually undertake to act consistently with the Code when working with or on behalf of Signature.

Employees should also be aware of and comply with the Signature’s **Third Party Vetting Policy**.

Any employee who becomes aware of any existing or potential violation of laws, rules, regulations or this Code (whether by employees or third parties working with or on behalf of a Signature company) is required to notify applicable members of Signature management in accordance with Signature’s **Disclosure of Unethical Conduct**

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Policy. Failure to do so is itself a violation of this Code. Signature will not allow retaliation for reports made in good faith.

1. COMPLIANCE WITH LAWS, RULES AND REGULATIONS

Signature is committed to conducting our business affairs with honesty and integrity and in compliance with all applicable laws, rules and regulations in each jurisdiction in which it conducts business. No employee, officer or director of Signature or of any group company shall commit an illegal or unethical act, or instruct others to do so, for any reason. Any violation of applicable laws, rules and regulations will be dealt with swiftly by Signature and may require disclosure to the applicable law enforcement authorities.

If you believe that any conduct or practice raises questions as to compliance with this Code or applicable law, rule or regulation, or if you otherwise have questions regarding any law, rule or regulation please contact the Signature Legal Department. See Signature's **Disclosure of Unethical Conduct Policy** for procedures to follow in making any such disclosures. Signature also periodically holds certain information and training sessions to promote compliance with the laws, rules and regulations that affect our business. Employees are encouraged to contact the General Counsel with suggestions as to how improvements may be made to the Signature's ethics policies and procedures, particularly as to any gaps that they see in them.

2. FAIR COMPETITION

The Signature **Competition Law Compliance Policy** mandates that all employees strictly comply with the competition, anti-trust and anti-monopoly laws of all countries in which they conduct Signature business. The consequence of violating these laws can be severe to both the individual and Signature, including fines, penalties and even imprisonment. As with any potential or perceived violation of law, your questions or concerns about any competition law issue should be directed to Signature's Legal Department.

3. BRIBERY AND CORRUPTION

Most countries have laws that prohibit corruption and bribery. These laws extend to payments to foreign entities or individuals outside these countries' own borders. Enforcement of anti-corruption and bribery laws has stepped up significantly in the last decade, particularly on the part of the US authorities under the Foreign Corrupt Practices Act ("FCPA") and in the UK under the UK Bribery Act 2010. Penalties can be severe, with fines for companies running into millions of dollars, as well as fines and imprisonment for individuals. In addition, illegal arrangements (including contracts) are unenforceable. Finally, the taint of bribery and corruption could do incalculable damage to Signature's reputation.

In recognition of the above Signature:

- has a clear anti-bribery; gifts and entertainment policy;
- encourages employees to report any suspicion of bribery; and
- will investigate rigorously any instances of alleged bribery.

No payment in any form shall be made directly or indirectly to or for any individual for the purpose of obtaining or retaining business or obtaining any other favorable action. Signature and the employee involved may be subject to potential civil or criminal liability, in addition to any internal disciplinary action, for violation of this policy.

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Occasional business gifts to and entertainment of non-government employees in connection with business discussions or the development of business relationships are generally deemed appropriate in the conduct of Signature business. However, these gifts should be given infrequently, and their value should be modest. Gifts or entertainment in any form that would likely result in a feeling or expectation of obligation should not be extended or accepted.

Practices that are acceptable in some commercial business environments may be against the law or the policies governing government employees or consultants. For instance, the FCPA prohibits giving anything of value directly or indirectly to any “foreign official” for the purpose of obtaining or retaining business. Signature prohibits employees from providing gifts or business entertainment of any kind to any government employee or government consultant or official (including State companies) or their immediate families without the prior approval of the Signature Legal Department.

Additional guidance on these subjects is provided in Signature’s **Policy on Anti-Bribery; Gifts and Entertainment**. When in doubt, or if you have any questions, seek advice from the Signature Legal Department.

4. INTERNATIONAL SANCTIONS

Signature is committed to preventing, detecting and deterring suspected money laundering and terrorist financing activity and to ensuring that neither it, nor its products or services, are used to facilitate, directly or indirectly, violations of applicable economic or trade sanctions. In addition to complying with the requirements of the sanctions regime of the jurisdictions in which it operates, Signature complies globally with sanctions promulgated by the United Nations Security Council and those of key jurisdictions, namely the European Union, the United Kingdom and the United States. Signature policy prohibits any activity by its global businesses that would breach applicable sanctions.

Signature employees, officers and directors must refrain from any dealings with any entity, person or agent that (i) has been or is designated on the Specially Designated Nationals and Blocked Persons List maintained by the Office of Foreign Assets Control of the United States Department of the Treasury (“OFAC”), or, to the extent applicable, any similar list of sanctioned persons issued by the United Nations Security Council, the European Union, Her Majesty’s Treasury or any other relevant governmental authority administering sanctions, including the U.S. Department of State, (ii) is a national or citizen of, organized under the laws of, or resident or operating in any country or territory which is itself the subject of country-wide or territory-wide sanctions, including, but not limited to Iran, Cuba, Syria, Crimea Region of the Ukraine, and North Korea, (iii) is an entity owned or controlled by any persons described in clauses (i) and/or (ii) of this sentence, or (iv) is a person identified on the United States Department of Commerce, Bureau of Industry and Security’s “Denied Persons List” or “Entity List.”

5. REPORTING OF COMPANY RESULTS AND MANAGEMENT INFORMATION

The reporting of company results is an important function within Signature. This function requires that each division and subsidiary report timely and accurate financial and business information.

Management of Signature, its divisions and subsidiaries is obligated to accurately report the management information relating to their business units in good faith and to the best of their ability. Compliance in all material respects with accounting policies and procedures, as outlined in Signature’s **Finance Manual**, is required.

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Employees must not materially misstate or knowingly misrepresent management information for personal gain or for any other reason. Any such action may result in criminal proceedings, in addition to any internal disciplinary action, being instituted by Signature against such employee.

6. CONFLICTS OF INTEREST

All employees, officers and directors must act in the best interest of Signature and each of its subsidiary and affiliate companies. All employees, officers and directors must endeavor to avoid situations that present a potential or actual conflict between their personal interest and the interest of the company.

A “conflict of interest” occurs when a person’s private interest interferes, or appears to interfere, in any way with the interests of Signature, including any Signature subsidiaries or affiliates.

The activities of close relatives can create conflicts of interest. As a general rule, a relative should not have any business dealings with you or with anyone working with or for you. “Close relative” means a spouse, partner, parent, parent-in-law, step-parent, child, step-child, sibling, sibling-in-law, nephew, niece, uncle, aunt, grandparent, and grandchild.

Conflicts of interest can arise in many ways. The following is a non-exhaustive list of examples of situations that may constitute a conflict of interest:

- Working, in any capacity, for another individual or entity while employed by a Signature company, which may materially impact the employee’s ability to properly carry out their job function;
- Accepting (directly or indirectly) gifts or receiving personal discounts or other benefits as a result of your position in Signature from a competitor, vendor, supplier or customer. See also Signature’s **Policy on Anti-Bribery; Gifts and Entertainment**;
- Competing (directly or indirectly) with Signature for the purchase or sale of property, services or other interests;
- Having an interest in a transaction involving Signature, a vendor, supplier, customer or lender;
- Receiving a loan or guarantee of an obligation as a result of your position with Signature;
- Directing business to a vendor or supplier owned or managed by, or which employs, a close relative or friend;
- Investments by employees and their close relatives in competitors, vendors, suppliers or customers (see below for further guidance); or
- Taking (or directing a third party to take) advantage of a business opportunity through the use of corporate property, information or position.

All Signature employees are required to raise any potential, perceived or actual conflicts of interest to the Signature Legal Department as soon as practicable. Situations involving a conflict of interest may not always be obvious or easy to resolve. Questions concerning the applicability of this Code should be addressed to Signature’s Internal Audit or Legal Departments. Failure to disclose a conflict will be taken seriously by Signature management.

Where an employee or one of their close relatives wishes to make an investment in a competitor, vendor, supplier or customer (an “Investment Entity”) of the Signature group and that employee has commercial dealings with or influence in respect of the relationship with the Investment Entity, such investment needs to have the prior approval of the President or CEO of the employee’s Signature division. This does not apply to any investment in

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respect of which the employee or close relative has no power to direct the purchase and no investment control (for example, shares bought by an investment fund which is managed entirely at the discretion of a third party).

Note that further rules on conflicts of interest apply where a group company enters into certain contracts with the U.S. Government. See Section 14 of this Code (Government Contracts).

7. PROTECTION OF CONFIDENTIAL PROPRIETARY INFORMATION

Confidential proprietary information generated and gathered in our business is a valuable Signature asset. Protecting this information plays a vital role in our continued growth and ability to compete. All proprietary information should be maintained in strict confidence, except when disclosure is authorized by Signature or required by law.

Proprietary information includes all non-public information that might be useful to competitors or that could be harmful to Signature or its customers if disclosed. Intellectual property, including but not limited to, trade secrets, patents, trademarks and copyrights, as well as business research and new product plans, objectives and strategies, records, databases, salary and benefits data, employee medical information, customer, employee and suppliers lists and any unpublished financial or pricing information must also be protected.

In addition, we frequently receive information that is proprietary to our business affiliates under confidentiality agreements and other agreements. This information must also be protected from disclosure and may not be used except for its intended purpose and as allowed under such agreements.

Unauthorized use or distribution of proprietary information violates Signature policy, including any non-disclosure agreement employees have signed with Signature, and could be illegal. Such use or distribution could result in adverse consequences for both Signature and the individuals involved, including potential legal and disciplinary actions.

Your obligation to protect the proprietary and confidential information of Signature and its subsidiaries and affiliates continues even after you leave Signature, and you must return all proprietary information in your possession upon leaving Signature.

Similarly, employees and officers may not use proprietary information that they are in possession of as a result of previous employment in connection with their employment with Signature.

8. FAIR DEALING

Each employee, officer and director of Signature should endeavor to deal fairly with customers, suppliers, vendors, competitors, the public and one another at all times and in accordance with ethical business practices. No one should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice. This prohibition includes any conduct that would violate Signature's **Competition Law Compliance Policy**.

9. PROTECTION AND PROPER USE OF COMPANY ASSETS

Protecting Signature assets against loss, theft or other misuse is the responsibility of every employee, officer and director. Any such loss, misuse or suspected theft should be reported in accordance with the **Disclosure of Unethical Conduct Policy** or to Signature's Internal Audit Department.

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The sole purpose of Signature's assets, equipment, vehicles and supplies is the conduct of our business. They may only be used for legitimate Signature business purposes.

10. TRADING ON INSIDE INFORMATION

It is vital that employees act and are seen to act with integrity regarding corporate information. As a general principle, employees must not make use of inside information for any possible personal gain. Further, they must not discuss inside information or potential corporate investments with any person (whether inside or outside Signature companies) except where authorized to do so in the normal conduct of their job.

The Signature **Market Abuse and Inside Information Policies Manual** deals in more detail with dealing in shares, options, SARs or other interests in Signature shares and the proper treatment of inside information.

11. EQUAL OPPORTUNITY, NON-DISCRIMINATION AND FAIR EMPLOYMENT

Signature's policies for recruitment, advancement and retention of employees are against discrimination on the basis of any criteria prohibited by law, including but not limited to race, religion, sex and age. Employees should be treated, and treat each other, fairly and with respect and dignity. In keeping with this objective, conduct involving discrimination or harassment of others will not be tolerated. Signature's **Equal Opportunities and Anti-Harassment Guidelines** deal with this in more detail.

12. POLITICAL CONTRIBUTIONS AND ACTIVITIES

No political contributions shall be made by or on behalf of Signature or any Signature company. This policy applies solely to the use of Signature assets and is not intended to discourage or prevent individual employees, officers or directors from making political contributions or engaging in political activities on their own behalf. No one may be reimbursed directly or indirectly by any Signature company for personal political contributions. See also Signature's **Policy on Anti-Bribery; Gifts and Entertainment**. Note that more stringent rules apply to Signature companies that enter into certain types of contract with the U.S. Government and that have a United States Government Contracts Compliance Policy. See Section 14 of this Code.

13. ENVIRONMENT, HEALTH AND SAFETY

Signature is committed to conducting its business in compliance with all applicable environmental and workplace health and safety laws and regulations. Signature strives to provide a safe and healthy work environment for our employees and to avoid adverse impact and injury to the environment and communities in which we conduct our business. Achieving this goal is the responsibility of all employees, officers and directors, as reflected in Signature's **HS&E Management Policy**.

14. GOVERNMENT CONTRACTS

Many countries have special laws that apply to contracts with government entities. It is the policy of Signature to adhere to such laws and to act honestly, ethically and with integrity in its dealings with government customers. Accordingly, Signature employees, officers and directors shall understand and comply strictly with:

- all laws, rules, and regulations that apply to Signature's business transactions with domestic and foreign governments;

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- all Signature-wide policies and procedures that apply to domestic and foreign government contracts; and
- all supplemental policies and procedures of their respective business units that apply to domestic and foreign government contracts.

If you are looking to contract with the U.S. Government, please contact the Signature Legal Department to ascertain whether a new company specific policy needs to be written for your corporate entity.

15. HUMAN RIGHTS

Although the enforcement of human rights is primarily a matter for governments, we believe that the promotion and protection of human rights is a legitimate concern for businesses.

We recognize the importance of human rights and the principles set forth in the UN Universal Declaration of Human Rights. The Declaration sets out the obligations to promote universal respect for and observance of human rights and fundamental freedoms for all, without distinction as to race, gender, language or religion. We will seek to treat people according to merit and contribution, refrain from coercion and never deliberately do harm to anyone.

A number of our Signature and subsidiaries' policies incorporate certain tenets of human rights. We encourage employees to familiarize themselves further with these principles and how they might best be incorporated in our business processes.

16. WAIVERS AND AMENDMENTS

Any waivers of the provisions of this Code may only be granted by a member of the Signature Leadership Team.

17. COMPLIANCE

Compliance with this Code will be treated in the same manner as other Signature-wide policies. This Code and compliance with it will be the subject of review as part of the Signature Internal Audit Programme.

Corporate Policy	Title: Code of Business Ethics		
	Function: Legal		
	Reviewed: October 2020	Supersedes: July 2019, December 2015	First Implemented: September 2002
	Owner: General Counsel	Approver: Board of Directors	Page 7 of 7

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