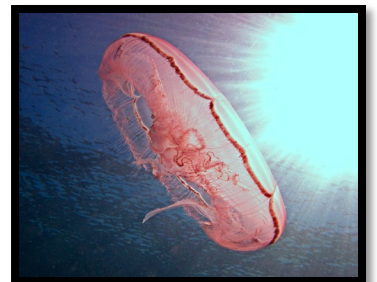


Corporate Code of Conduct and Ethics



Continental Shelf Associates, Inc.





Message from the CEO

To All Staff and Business Partners:

Continental Shelf Associates, Inc. (CSA) is committed to implementing, maintaining, and enforcing CSA's Code of Conduct and Ethics (CSA Code). The foundation of the CSA Code is the construct of very simple values that are absolute. We are committed to creating and maintaining a company and corporate culture governed by safe and environmentally-sound practices, which are known both internally and externally for honesty, integrity, and reliability in relationships with customers, employees, suppliers, and shareholders. CSA strives to create value for all that are employed by or have business dealings with the company, and we are unwavering in our commitment to our CSA Code.

There are no short cuts to the High Road, and our Core Values now and always have been on that path. Our core businesses demands that our day-to-day operations, standard practices, and staff are beyond reproach when it comes to our integrity and reliability. These high standards have allowed the company to develop and maintain a strong track record since the company was formed in 1970. The company will never detour from this path for short-term gain or expediency.

The words expressed above will be familiar to our staff as they form the basis of our Corporate Mission Statement. The Mission Statement was developed by the shareholders and leadership of this organization years ago, and is reviewed, refined, and shared on a regular basis. Our Mission Statement is not simply a "motherhood" statement from corporate, but rather the creed by which we manage the company every day of the year, year in and year out. We believe in these words, we live by their meaning.

Establishing strong core values, living by those values, playing by the rules, and having zero tolerance for corruption of any kind will allow CSA to prosper and create value for all of our stakeholders.

Kevin Peterson
Chief Executive Officer
Continental Shelf Associates, Inc.



1.0 Our Core Values and Principles

1.1 OUR PRINCIPLES

- **INTEGRITY** – We will conduct ourselves with integrity in our dealings with and on behalf of CSA.
- **EXCELLENCE** – We will conscientiously strive for excellence in our work.
- **ACCOUNTABILITY** – We will be accountable as individuals and as members of this community for our ethical conduct and for compliance with applicable laws and CSA policies and directives.
- **RESPECT** – We will respect the rights and dignity of others.

1.2 OUR CORE VALUES

We are proud of the values with which we conduct business and we will continue to uphold the highest levels of business ethics and personal integrity in all types of transactions and interactions with internal and external stakeholders. The Code is a means of outlining the behavior expected of all CSA employees and to convey our message of principles and values to our everyday transactions and relationships.

1.3 OUR COMMITMENT

Every CSA employee in all locations must follow this Code, any Consultant, Contractor, or Agent working on behalf of CSA must receive a copy of our Code and understand that they must also follow it.



2.0 Our Corporate Roles

2.1 OUR INDIVIDUAL ROLES WITHIN THE COMPANY

Members of the CSA community are expected to conduct themselves ethically, honestly, and with integrity in all dealings. Your role as a CSA employee or representative is to:

- Understand and adhere to the Code;
- If you have questions about the Code, ask management;
- Complete your training promptly;
- Ensure all Third Parties (Consultants, Contractors, or Agents) of the Code and CSA employees are bound by it;
- Alert your supervisor, Compliance Officer, or Human Resources of any suspected wrong doings or violations.

2.2 MANAGMENT ROLES WITHIN THE COMPANY

CSA Managers play an important role in maintaining and promoting CSA's Code. Managers are expected to lead by following the Code, as such, they should:

- Understand and adhere to the Code,
- Be alert of any violations;
- Ensure staff completes training promptly;
- Inform all new employees of the Code and to whom they can ask questions;
- Report any possible violation to Human Resources or the Compliance Officer;
- Ensure that staff understand how they can avoid violations, especially related to Anti-Bribery and Anti-Corruption (See 5.0).

2.3 ACCOUNTABILITY

The Code is consistent with Domestic and International laws, regulations, as well as CSA policies that govern our conduct with others both inside and outside the community. Any violation of the Code can result in disciplinary action, including termination.

Alert your supervisor, Compliance Officer, or Human Resources of any suspected wrong doings or violations.

2.4 REPORTING A VIOLATION

If you know of or suspect a violation of the Code, you are required to report it. If you don't act, you contribute to jeopardizing CSA's reputation and risk imposing corporate fines and penalties.

CSA will not retaliate toward any employee who, in good faith, raised or reported a possible violation of the Code, nor will it tolerate any form of retaliation directed to any such individual. Any retaliation will be treated as a serious violation of the Code.



3.0 Corporate Social Responsibility

3.1 CORPORATE BEHAVIOR

CSA's goal is to maintain a safe and positive work environment for its employees. We also strive to obtain the confidence of our clients as well as being a productive contributing member within our communities.

3.2 HEALTH, SAFETY, SECURITY AND ENVIRONMENT

Our corporate behavior and management of Health, Safety, Security and Environment (HSSE) is the cornerstone of our business. Setting goals by complying with the HSSE Policies and adhering to the HSSE manual are crucial with maintaining a safe environment for the employee, CSA clients and the general public.

CSA is committed to protecting the health and safety of all individuals affected by our activities, including our employees, contractors, and the public. CSA will provide a safe and healthy working environment, and will not compromise the health and safety of any individual. Our goal is to have no incidents and mitigate impacts on the environment by working with our stakeholders, peers, and others to promote responsible environmental practices and continuous improvement.

CSA recognizes that pollution prevention, biodiversity, and resource conservation are key to a sustainable environment, and will effectively integrate these concepts into our business decision-making.

All employees are responsible and accountable for contributing to a safe working environment, for fostering safe working attitudes, and for operating in an environmentally responsible manner.

3.3 FIREARMS, ALCOHOL, AND DRUG-FREE WORKPLACE

CSA is committed to maintaining a drug- and alcohol-free workplace and recognizes the dangers of drug and alcohol abuse in the workplace. Firearms are prohibited in the workplace, and no one, including those holding a concealed weapons license, may bring a firearm on Company Premises. All employees are prohibited from carrying firearms, becoming intoxicated, soliciting, possessing, being affected by or under the influence of alcohol or illegal drugs on company premises or while on Company Business. "Company Business": For purposes of this policy, shall be defined as:

- Time in the office, on a job site or out of the office while conducting business for CSA (i.e., marketing dinner, sales call, conference, trade show, etc.).
- If an employee is away from the office on business for CSA, they are considered on Company Business until they return home. With prior written approval from their supervisor and notification to their "Journey Manager" an employee may extend a business trip for personal time off (leisure) and the personal time off portion shall not be considered Company Business.
- All times a CSA employee is wearing a company uniform or any CSA logo apparel.

Pursuant to the provisions of the Drug-Free Workplace Act of 1988 and Federal Acquisition Regulation 23.504, employees are subject to the following:

- Unlawfully manufacturing, distributing, dispensing, possessing, or using a controlled substance or alcohol is prohibited in the workplace;
- No prescription drug will be brought, possessed, solicited, or consumed on company premises by any person other than the one for whom it is prescribed;
- Legal drugs will be used only in the manner, combination, and quantity prescribed;
- Any employee who unlawfully manufactures, distributes, dispenses, possesses, or uses a controlled substance in the workplace will be subject to discipline up to and including dismissal.

In addition, controlled substances and alcohol are strictly prohibited on all job sites. An employee may not be under the influence of drugs or alcohol while on a job site, driving a company vehicle (including rentals), operating a vessel, or performing any duties for the company.

All employees receive a copy of the CSA Drug and Alcohol Policy, which includes details of CSA's Drug and Alcohol testing process.

3.4 HARASSMENT IN THE WORKPLACE

Under federal law and CSA policy, harassment by CSA employees based upon race, color, religion, sex (including gender identity and pregnancy), national origin, age, disability, genetic information, sexual orientation, or parental status is prohibited. CSA does not tolerate nor permit harassing conduct by anyone in the workplace, including contractors.

If circumstances arise that warrant feedback, criticism, and challenges, individuals must always deliver these in a respectful and appropriate manner. An individual must never treat another individual in a behavior, which is humiliating, intimidating, or hostile.

- Respect other individuals at all times. Physically or verbally intimidating or humiliating anyone is not permitted.
- If you are a witness to anyone whose behavior is disrespectful, hostile, intimidating, or humiliating, confront that person. If you are not comfortable with addressing an individual, then report it to your supervisor or Human Resources.
- Actions, comments, or jokes, which can be construed as inappropriate, are not permitted.
- Offensive or disrespectful materials are not permitted to be displayed.

CSA prohibits retaliation against any individual who, in good faith, reports discrimination, harassment or participates in an investigation of such reports. Retaliation against an individual for reporting discrimination or harassment or for participating in an investigation of a claim of discrimination or harassment is a serious violation of this policy and would be subject to disciplinary action.

3.5 HUMAN RIGHTS

CSA will not tolerate human rights abuses, and will not engage or be complicit in any activity that solicits or encourages human rights abuse. CSA promotes human rights by following the UN guide Principles of Business and Human Rights.

CSA prohibits the use of human trafficking, modern slavery, or child labor in its operations. CSA will also not engage in any working relationships with clients suspected of any human trafficking-related activity.

3.6 EQUAL OPPORTUNITY EMPLOYMENT

CSA supports a long-standing policy of affording equal employment opportunity for all employees and applicants for employment. It is the policy of CSA to ensure equal employment opportunity without discrimination or harassment on the basis of race, color, national origin, religion, gender or gender identity, sexual orientation, age, disability, pregnancy, marital status, veteran or military status, genetic information, compensation inquiries/discussions/disclosures, or any other status protected by law.

3.7 ASSETS

CSA employees are personally responsible for and must protect company property that has been entrusted to them. It is the employee's responsibility to protect CSAs assets against loss, misuse, waste, abuse, damage, fraud, theft, infringements, and any other forms of misuse.

An employee is not allowed to unlawfully conceal, alter or destroy documents.

If an employee witnesses any shared asset, (i.e., photocopier, truck, building, field equipment) being misused or put at risk, that employee needs to intervene or report the matter to their supervisor.

3.8 MISCELLANEOUS

Fragrances and scented products should be used lightly or avoided completely to protect employees with allergies and respiratory problems.

All employees are prohibited from smoking on Company Premises, except within designated smoking areas



4.0 Communication and Information Risks

Data privacy laws are governed both domestically and internationally. These laws are necessary in order to protect individuals, clients, contractors, and consultant's personal data. We are required to maintain personal data professionally, lawfully, and ethically. Personal data is any information relating to a person or entity, such as contact details. Not safeguarding these data can expose CSA to fines and litigation as well as harm its reputation.

4.1 DATA PRIVACY

- The employee has the responsibility to identify any risk prior to collecting, retaining, disclosing, or using any personal data.
- Personal data can only be used for a specific, defined, legitimate purpose.
- Before sharing or using any personal data, the user must inform them as prior consent may be required.
- Personal data must be kept current and properly disposed of when it is no longer needed.
- Personal data must be protected from inappropriate access or misuse.

CSA has earned a great reputation in its industry. This reputation needs protection, as well as its trade secrets, patents, trademarks, know how, and any other ideas or technology. Logos and trademarks must be used appropriately.

4.2 INTELLECTUAL PROPERTY

- All CSA employees must safeguard all business and technical information in an appropriate manner. Disclosing confidential information, financial data, or agreements without written approval from CSA is not permitted.
 - No employee can misuse third party confidential information.
 - If an employee notices a third party distributing, misusing, or infringing confidential information, the employee has a responsibility to speak up.
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4.3 CORPORATE ELECTRONIC COMMUNICATIONS

CSA provides employees with various forms of communication, such as computers, laptops, and cell phones in order to allow employees to work in a secure, but compliant environment. Each person has a responsibility when using these devices:

- If you have a corporate cell phone or if the company pays your cell phone service, then you must comply with CSA's Cell Phone policy I:\CSA_POLICIES\Procedures
- Personal use of devices should be brief and not interfere with an employee's work.
- All login credentials must be kept confidential.
- Employees are not permitted access to store, send, or post pornography or any other indecent or offensive material when using a company device, nor are online gambling sites or conduct of any unlawful activities allowed.

4.4 RECORDS AND CONFIDENTIALITY

CSA Members must maintain the confidentiality of confidential information entrusted to them, such as non-public information that might be of use to competitors or harmful to CSA or its Clients if disclosed. This also includes information that has been entrusted to CSA by our Clients.

It is the obligation of CSA Members to protect its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, salary information, and any unpublished financial data and reports. Unauthorized use or distribution of this information would violate Company policy. It could also be illegal and result in civil or criminal penalties.

CSA members are not permitted to disclose information about CSA's business activities unless they have been authorized. An employee cannot engage with any media on behalf of CSA without approval from the CEO.



5.0 Anti-Bribery and Anti-Corruption

Obeying the law is the foundation on which the Company's ethical standards are built. In conducting the business of the Company, CSA Members shall comply with applicable governmental laws, rules, and regulations at all levels of government in the United States and in any non-U.S. jurisdiction in which the Company does business.

5.1 COMPLIANCE WITH LAWS, RULES, AND REGULATIONS

- It is the policy of the Company to comply with all applicable laws, rules, and regulations. Each Employee's actions shall be, to the best of his or her knowledge, in accordance with all such laws, rules, and regulations, and each Employee is expected to be familiar with the laws, rules, and regulations that impact and control his or her specific duties.
 - No Employee may ask or pressure another Employee to break any law, rule, or regulation.
 - CSA enforces a "zero tolerance" approach to compliance violations, which will result in reprimand and/or termination for any willful violation or failing to report any violations of which you have knowledge.
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5.2 GIFTS, HOSPITALITY, AND ENTERTAINMENT

The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain an unfair advantage with clients. No gift, meal, or entertainment should ever be offered or accepted unless it meets all of the following criteria:

- It is consistent with customary business practices;
- Is not excessive in value;
- It cannot be construed as a bribe or payoff;
- It does not violate any laws or regulations; and
- It supports the legitimate business interest of CSA.

No CSA representative may accept any gift, meal, or entertainment, regardless of value, in exchange for doing or promising to do anything for a client, third party, subcontractor, agent, or any business partner.

An employee may not accept any lavish gifts, meals, or entertainment, especially if the value may give any indication of undue influence. Always avoid a gift you plan to give or receive if it could be regarded as excessive or inappropriate or lead or imply any obligation.

If you are offered a gift that exceeds the guidelines noted above, politely decline and explain CSA's rules. If returning a gift would offend the giver or circumstances prevent you from returning the gift, then notify the Chief Compliance Officer or Human Resources who will either donate the gift to charity or raffle the item in a larger group of employees.

The offer or acceptance of cash or cash equivalents such as gift cards is prohibited.

CSA may make contributions to bone fide charities, but contributions made in order to obtain an unlawful business advantage are prohibited.

5.3 BRIBERY AND EXTORTION

A "bribe" or "bribery" is giving or offering anything of value or any advantage, whether directly or indirectly, to any person in order to obtain an unfair advantage or to persuade any person to perform a function or activity. Neither CSA nor anyone acting on behalf of CSA may offer or provide a bribe, and all demands for bribes must be rejected. Neither CSA nor anyone acting on behalf of CSA may offer or accept "kick-backs". A kick-back is a particular type of bribe, which takes place when a person entrusted by the employer or public function has some responsibility for the granting of a benefit and does so in a way that secures a return (kick-back) of some value.

CSA rejects any requests by public officials, political party, party official, or private sector employee for undue pecuniary or other advantage.

5.4 POLITICAL CONTRIBUTIONS

CSA may not make any political contribution in which to obtain an unlawful business advantage. CSA complies with all public disclosure requirements. Any political contributions must receive prior written approval from the Board of Directors before a contribution is made in CSA's name.

5.5 ANTI-CORRUPTION TRAINING

CSA employees who are exposed to certain businesses and government officials must participate in anti-corruption training provided by an internationally recognized anti-bribery organization. This program requires annual training, which is made available for all principle and key employees typically involved in sales, marketing, and procurement.

5.6 THIRD PARTY DILIGENCE

CSA could be held accountable for illegal activities, such as bribery, therefore the company has implemented a Compliance Program which performs due diligence on all third party intermediaries. Third Party intermediaries can be:

- Agents, representatives, consultants or other intermediaries
- Contractors or subcontractors
- Public relations, marketing advisors or consultants
- Sales and marketing firms
- Any supplier who performs services for the company

If you plan on doing business with any third party intermediary, you are required to submit this request to CSA's internal Compliance program.

Third party intermediaries will be required to review our Code and sign a contract stating they will abide by its rules and regulations.

5.7 CUSTOMS

Making payments to a customs official in order to gain an advantage that is above the law or regulation related to clearing or expediting the clearance of equipment or goods through customs is prohibited. To avoid being in this situation, please consider the following:

- Allow sufficient time for shipments;
- Review and complete all documentation in advance;
- Make sure that the company has submitted all necessary paperwork needed for a smooth customs clearance;
- Take note of holidays and seasonal timing to ensure enough time is allotted for shipment; and
- Identify alternate points of entry, which may provide a quicker entrance.

All payments and expenses must be fully and accurately recorded in accordance with CSA's accounting policy. These include:

5.8 BUSINESS AND FINANCIAL RECORDS

- Gifts;
- Travel and Entertainment expenses;
- Charitable Contributions;
- Political contributions; and
- Payments to third parties.

As noted earlier, these records must have obtained all required due diligence and approvals.

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