



AIM METALS & ALLOYS INC.*

ETHICS CODE

* Which includes its affiliated entities and subsidiaries, collectively called AIM Solder

AIM Metals & Alloys Inc.

Contents

I.	Introduction and statement of purpose	4
II.	Policies and practices	5
A.	Conflicts of Interest	5
1.	Personal Financial Gain	5
2.	Employment of Relatives	5
3.	Outside Activities	6
4.	Dealing with Suppliers, Customers, Agents and Other Third Parties	6
5.	Use of Company Property and Information	8
B.	Anticorruption Laws and Regulations.....	11
1.	Corruption Involving Foreign Government Officials	11
2.	Commercial Bribery and Corruption Involving Non-Governmental Entities.....	11
C.	Anti-Money Laundering and Anti-Terrorism Laws and Regulations	12
D.	Books and Records	13
1.	Financial Records	13
2.	Expenses	13
E.	Competitive Practices	14
1.	Communications with Competitors.....	14
2.	Information about Competitors	15
F.	Political Activities and Contributions	15
G.	Safety, Health and Environment	15
(a)	Environment, Health & Safety	15
H.	Employment Policies	17
I.	Computer, Mobile Devices, E-mail and Internet Policies	19
1.	The Computer System is Company Property.....	19
2.	No Expectation of Privacy	19
3.	Professional Use of Computer System Required	20

4.	Offensive and Inappropriate Material; Illegal Activities	20
5.	Solicitations	20
6.	Copyrights and Trademarks	20
III.	Compliance with the Code of Ethics.....	20
IV.	Reporting suspected non-compliance	21
A.	General Policy	21
B.	Compliance Procedures	21
1.	Notification of Complaint	21
2.	Investigation	22
3.	Confidentiality	22
4.	Protection against Retaliation.....	23
	Signature page	23

I. Introduction and statement of purpose

The purpose of this Ethics Code is to set fundamental principles such as ethics and integrity on which AIM Metals & Alloys Inc. (“AIM Solder” or the “Company”) conducts business and provide basic guidelines for situations in which the Company’s employee/supplier, officers and directors are confronted with ethical issues arising in connection with the Company’s corporate activities (“Code” or “Code of Ethics”).

We strive to do business with customers and suppliers of good reputation and healthy business practices. We do not knowingly support any public or private organization that engages in discriminatory policies or practices. We expect all our employee/supplier, officers and all third parties with whom we work to perform their work with honesty and integrity and in a manner that will reflect favorably on the Company and each of us.

It is the Company’s policy to comply with all applicable governmental laws, rules, and regulations of the countries where we do business, including, without limitation, employment, discrimination, health, safety, antitrust, and environmental laws. Furthermore, if a country’s regulations exceed ours, we will comply with it. No employee/supplier, officer or director of the Company and no third party with whom the Company works has authority to violate any law or to direct another employee/supplier or any other person to violate any law on behalf of the Company.

All employee/supplier, officers and directors of the Company are responsible for observing this Code of Ethics. Further, each manager and supervisor are responsible for ensuring that all company compliance procedures and controls are followed. Ultimately, the Company’s Human Resources department is responsible for monitoring and ensuring the Company’s compliance with this Code.

No code can cover all circumstances or anticipate every situation. If you encounter situations not addressed specifically by this Ethics Code you should apply the overall philosophy and concepts of this Ethics Code to the situation. If you have questions about any section of this Code, direct them to your immediate supervisor or the Human Resources department.

Further, if you become aware of a violation of this Ethics Code, you are obligated to report it in accordance with procedures set forth in section IV.B below, and no one has the authority to retaliate, threaten or intimidate against an employee/supplier who reports a suspected violation.

To the extent possible, the Company will maintain the confidentiality of communications about suspected violations that are made in good faith, except where law or policy may require disclosure. A violation of the provisions of this Code of Ethics may result in appropriate disciplinary measures up to and including termination.

II. Policies and practices

A. Conflicts of Interest

A conflict of interest may arise in any situation in which an employee/supplier's, officer's or director's loyalties are divided between business interests that, to some degree, are incompatible with the interests of the Company. A conflict of interest may arise when an employee/supplier, officer or director takes actions or has interests that may make it difficult to perform his or her duties and responsibilities to the Company objectively and effectively. All such conflicts should be avoided. The Company expects that no employee/supplier, officer or director will knowingly place himself or herself in a position that would have the appearance of being, or could be construed to be, in conflict with the interests of the Company. While it is not feasible to list every circumstance giving rise to a possible conflict of interest, some of the more sensitive areas of conflicts of interest and the Company's related guidelines are as follows:

1. Personal Financial Gain

Each of us should avoid any situation that may involve, or appear to involve, a conflict between our personal interests and the interests of the Company. In dealing with current or potential agents, business partners, customers, suppliers, contractors, consultants and competitors, we should act in the best interests of the Company. We should not seek to gain personal advantage because of our position in the Company. You should make prompt and full disclosure to your supervisor of any situation that may involve a conflict of interest. Employee/supplier, officers and directors are prohibited from: making personal use of opportunities that are discovered through the use of Company property, information, or position; using Company property, information or position for personal gain; and competing with the Company.

2. Employment of Relatives

An employee/supplier or officer may not supervise a family member or exercise direct or indirect influence over other employment decisions involving a family member without the prior approval of a member of the Company's executive branch. The Company's Human Resources department should be consulted for assistance and guidance in employment of family and others with whom an employee/supplier may have an intimate relationship.

For example: you have a niece who just graduated with a degree in engineering. If we hired her, she would not report to you. Can you recommend her for a position? Some of our best hires come from employee/supplier referrals. To avoid the appearance of any impropriety, you must disclose this relationship to the hiring

manager. You should not participate in the hiring process, so that your niece can be evaluated based solely on her merits.

3. Outside Activities

Employee/supplier should not have outside employment or engage in activities that will have a negative impact on the performance of their duties with the Company, or in any way impact negatively the good name and reputation of the Company. We want all of our employee/supplier to be efficient and loyal in their work, and available as necessary to meet unusual or emergency work demands. Employee/supplier who have outside employment or activities may not use Company time, facilities, resources or supplies for such work.

Employee/supplier must immediately disclose to the Company any outside employment, activities or involvement in a business or enterprise which may constitute a breach of the Employee/supplier's obligations hereunder, which may prevent or impede the Employee/supplier's ability to fulfill the requirements of their employment with the Company, or which may cause an actual or perceived conflict of interests between the Employee/supplier and the Company.

4. Dealing with Suppliers, Customers, Agents and Other Third Parties

The Company obtains and keeps business because of the quality and value of its products and services and the respect and confidence it instils both in its customers and suppliers. Conducting business with suppliers, customers, agents and other third parties related thereto can pose ethical or even legal problems. Employee/supplier, officers and directors should conduct their business affairs in such a manner that the Company's reputation will not be impugned if the details of their dealings should become a matter of public discussion. The Company prohibits employee/supplier from (1) soliciting for themselves or for a third party anything of value from anyone in return for any business, service or confidential information of the Company or (2) accepting anything of value other than *bona fide* salary, wages, fees or other compensation paid in the usual course of business from anyone in connection with the business of the Company. We also expect each of our employee/supplier and officers to conduct themselves appropriately at all times as representatives of the Company in order to not give any third party a reason to believe that the employee/supplier or our Company is anything other than ethical and above reproach.

(a) Prohibition on Kickbacks and Rebates

No employee/supplier, officer, director nor his or her spouse, domestic partner or any other member of the employee/supplier's immediate family (collectively, the "Family") may, directly or indirectly, offer or receive personal kickbacks or rebates in connection with the Company's purchases or sales of goods or services. Kickbacks or rebates can take many forms and

are not limited to cash payments. For example, no employee/supplier, officer, director or family member shall offer or accept any funds or other assets for assisting in obtaining business or for securing special concessions from the Company, or for otherwise compromising independent judgment. Such practices are not only unethical but may at times be illegal.

If a family member might benefit from a transaction with the Company, the employee/supplier must advise his or her Supervisor so that the Company may determine the propriety of the transaction. Such a transaction may not be entered into without prior written approval of the Human Resources department.

(b) **Prohibition on Accepting and Receiving Gifts, Gratuities or Entertainment.**

The Company seeks to discourage gift givers from soliciting special favors from employee/supplier, executives or directors of the Company. The acceptance of a gift or any entertainment beyond the normal social setting may appear to be an incentive for the recipient to favor a customer, supplier, consultant or other similar party. Thus, accepting or receiving gifts as an employee/supplier of AIM Solder, either in cash, or soliciting non-monetary gifts, gratuities or other personal benefits or favors of any kind from customers, suppliers or other related parties is prohibited. If you receive a gift, please notify your immediate supervisor and the Corporate Human Resources department as soon as possible.

Promotional premiums and discounts: Employee/supplier, officers and directors may accept promotional premiums and discounts offered by transportation companies, hotels, auto rental agencies and restaurants, based on membership in bonus programs for individuals and offered to travellers generally.

(c) **Agreements with Agents and Business Partners**

Generally, agreements with agents or business partners must be in writing and must clearly and accurately set forth the services to be performed, the basis for earning the commission or fee involved, and the applicable rate or fee. Any commission or fee paid to a third party working on behalf of the Company must be reasonable in amount, not excessive in light of the practice in the trade, and commensurate with the value of the services rendered. In some countries, local laws may prohibit the use of agents or limit the rate of commissions or fees. In any event, any agent contracts must be reviewed by a Legal Counsel prior to signing. Please contact the Human Resources department.

(d) **International Trade Laws**



We follow the trade laws of all countries wherein AIM Solder conducts business, including the import and export control of specific goods, services or technology. We also comply with laws prohibiting transactions with specific countries, entities or people, participating in international boycotts. Furthermore, we follow the laws of government approval, licenses or other requirements necessary to complete a transaction or sale product labelling.

To apply these principles, AIM Solder must keep accurate records of its international trade. The Company must follow policies and processes when selling and shipping products to other countries or when importing anything. Additionally, the Company should make efforts to ensure customers, business partners, suppliers, service providers, agents, consultants and distributors follow AIM Solder's policies and procedures. Finally, AIM Solder should engage companies and business partners only once they agree to abide by acceptable international trade practices.

5. Use of Company Property and Information

The Company's employee/supplier, officers, and directors are each responsible for the proper use of the Company's resources and property, including its proprietary and other confidential information, for valid corporate purposes. Except as otherwise expressly provided, the Company's assets are to be used solely for the benefit of the Company. The Company's assets are much more than its facilities, equipment, inventory, corporate funds or office supplies. They include technologies, concepts, business strategies and plans, financial data and other information about the Company's business and operations. These assets may not be used improperly to provide personal gain. The Company's assets may not be transferred to other people or entities except in the ordinary course of business. Unless otherwise prohibited by an employee/supplier's supervisor, reasonable and appropriate incidental use of Company telephones, computers or other equipment is permitted. Employee/supplier should have no expectation of privacy in connection with their use of Company telephones, computers and other communications equipment.

(a) Company Property and Facilities

Company property, facilities or physical resources may not be used for solicitation or distribution activities which are not related to an employee/supplier's services to the Company, except for charitable or not for profit activities that have been approved in writing in advance by the Company. Employee/supplier may not solicit any other employee/supplier during working time, nor may employee/supplier distribute literature in work areas at any time. Under no circumstances may an employee/supplier disturb the work of others to solicit or distribute literature to them during

their working time. People not employed by the Company may not solicit Company employee/supplier for any purposes on Company premises.

Any employee/supplier, officer or director found to be engaging in, or attempting, theft of any property of the Company, including documents, equipment, intellectual property, personal property of other employee/supplier, cash or any other items of value, will be subject to immediate termination and possible criminal proceedings against them. **All employee/supplier, officers and directors have a responsibility to report any theft or attempted theft to the Company's management.**

(b) **Company Proprietary and Other Confidential Information**

We operate in competitive markets and should each be aware that in any competitive environment, propriety information and trade secrets must be safeguarded in the same way that all other important Company assets are protected. The Company's financial data and information concerning pricing, products, and services that are being developed, and other such trade secrets, including information pertaining to any prospective Company acquisition or divestiture, must be held in the strictest confidence, and reasonable prudence and care should be exercised in dealing with such information in order to avoid inadvertent, inappropriate disclosure. Confidential information obtained from other parties doing business with or seeking to do business with the Company must be used in compliance with any signed agreement governing its use. None of the foregoing information may be used in any way other than as required in performing employment duties. All files, records and reports acquired or created in the course of employment are the property of the Company. Originals or copies of Company documents may be removed from the Company's offices for the sole purpose of performing the employee/supplier' duties for the Company and must be returned at any time upon request.

Unless and until the Company releases proprietary and confidential information to the public (including blogs or other social media, except as required by your regular employment duties) **an employee/supplier should not disclose that information to other employee/supplier who do not have a business need-to-know or to non-employee/supplier** (including retirees) for any reason except in accordance with established corporate procedures. If someone outside the Company asks questions about the Company or its business activities, either directly or through another, do not attempt to answer them unless you have authority to do so. It is also the Company's policy not to respond to outside inquiries about

rumors or business matters except to confirm facts already made public. If you have a question about whether or not information is confidential, you should assume that it is and seek clarification from your supervisor or the Human Resources department.

For example: A good basic starting point would be to ask what could be considered confidential or proprietary information and not use that information outside of your functions. If you know the details of a process, design, or formula that is not supposed to be public, for example, you should never share that information.

(c) **Trademarks, Service Marks and Copyrights**

Trademarks and service marks - words, slogans, symbols, logos or other devices used to identify a particular source of goods or services - are important business tools and valuable assets which require care in their use and treatment. The Company's trademark is indicated by the ® symbol and should be used properly. No employee/supplier may negotiate or enter into any agreement regarding the Company's trademarks, service marks or logos without first consulting the Legal Department. The Company also respects the trademark rights of others. Any proposed naming of a new product or service intended to be marketed to customers must be submitted to the Legal department for clearance prior to its adoption and use. Similarly, using the trademark or service mark of another company, even one with whom the Company has a business relationship, always requires clearance or approval by the Legal department to ensure that the use of the other company's mark is proper.

Employee/supplier must avoid the unauthorized use of materials copyrighted by others and should confer with the Human Resources if they have any questions regarding the permissibility of photocopying, excerpting, electronically copying or otherwise using copyrighted materials. In addition, simply because material is available for copying, such as matter downloaded from the Internet, does not mean that it is automatically permissible to copy or re-circulate (by, for example, E-mail or posting to an intranet facility). All copies of work that is authorized to be made available for ultimate distribution to the public, including machine readable works such as computer software, must bear the prescribed form of copyright notice.

The Company is legally entitled (without payment of any additional compensation) to all ownership rights in ideas, inventions and works of authorship relating to its business that are made by employee/supplier

during the scope of their employment with the Company or using the resources of the Company.

d) **Social Media**

Employee/supplier should never associate the AIM Solder brand with lies, misleading claims, conspiracy theories or malicious content on social media. Financial, operational, intellectual property and other critical details about the company and its customers should never be revealed on an employee/supplier's personal social media account. Employee/supplier should never express grievances about the company or their colleagues online. Employee/supplier should be aware of the cultural and political implications of social media posts and avoid comments that may be considered offensive. For more details, please consult AIM Solder's complete social media policy for more information and guidelines.

B. Anticorruption Laws and Regulations

1. Corruption Involving Foreign Government Officials

It is AIM Solder's policy that all of its directors, officers, employee/supplier and shareholders acting on its behalf of AIM Solder ("AIM Solder personnel") shall not pay, offer to pay or promise to give anything of value, directly or indirectly, to any third party, including any government/political official(s) for the purpose of obtaining any improper advantage or business. Examples of situations that may constitute making improper payments to third parties, including government/political officials and giving gifts, paying tips or other monetary amounts not required by law, providing entertainment or sponsoring travel.

2. Commercial Bribery and Corruption Involving Non-Governmental Entities

- (a) No one acting for or on behalf of AIM Solder shall, either directly or indirectly, offer, make, promise, approve or authorize the making of any improper payment.
- (b) No one acting for or on behalf of AIM Solder shall, either directly or indirectly, offer, make, promise, approve or authorize the making of any payment to any other person or entity knowing that such person or entity will, directly or indirectly, offer, make, promise, approve or authorize the making of any improper payment.
- (c) No one acting for or on behalf of AIM Solder shall offer, pay, promise or give, directly or indirectly, anything of value in any form to an agent, intermediary or employee/supplier of another company with the intent to

improperly influence the recipient's action in relation to that company's affairs or business.

- (d) No one acting for or on behalf of AIM Solder shall offer, pay, promise or give, directly or indirectly, any commissions, brokerages, kickbacks, rebates or other compensation to an agent, intermediary or employee/supplier of another company.
- (e) In all circumstances, AIM Solder personnel must deal fairly, openly and honestly and not in a corrupt manner.

For example: A city clerk is refusing to release a payment owed to AIM Solder unless you make an extra cash payment, which the clerk says will "speed things up." The amount he's asking for is small enough that you might consider even paying it out of your own pocket, and then it doesn't have to be on AIM Solder's books. What should you do? Regardless of the clerk's characterization of the payment, it is effectively a bribe. AIM Solder's policies and core values prohibit payments that are or could be interpreted as bribes, even if they are customary in the country where we're doing business. AIM Solder's books and records must accurately reflect our business transactions— improperly recording our transactions constitutes a violation of law and policy. What is suggested above would be not only misguided, but also illegal under the laws that apply to AIM Solder. Contact the Legal Department immediately if you ever believe that you are being asked to pay a bribe.

C. Anti-Money Laundering and Anti-Terrorism Laws and Regulations

It is AIM Solder's policy to only associate with entities and individuals engaged in legitimate business and not with those who may be involved in criminal activities. Persons engaged in illegal business transactions or terrorism-related activities often seek to "launder" or use previously "laundered" proceeds of illegal or unlawful activities. Therefore, AIM Solder, its subsidiaries and affiliates, joint ventures, directors, officers, employee/supplier and shareholders acting for or on their behalf, shall not knowingly:

- (a) engage in any financial transaction involving property, funds or monetary instruments which, directly or indirectly, promotes or results from criminal activity punishable under the laws of any country;
- (b) receive, transfer, transport, retain, use, structure, divert or hide the proceeds of any criminal activity, or aid or abet another in any such action;
- (c) engage or become involved in, finance or support financially, or otherwise sponsor, facilitate or assist any terrorist person, activity or organization;
- (d) aid, abet or otherwise become involved in any arrangement that would result in a violation of this Code or the Anticorruption Policy by any person;

- (e) engage in any transaction or otherwise conduct business with a designated party, which means any person, entity or country that is designated in published lists issued by the Canadian government or the United Nations as a terrorist, a foreign terrorist organization, an organization that assists or provides support to a foreign terrorist organization, a proliferator of weapons of mass destruction, a narcotics trafficker or any other similar designation that would prohibit AIM Solder from engaging in a business transaction with that individual or entity under law.

D. Books and Records

The Company must maintain accurate and complete records. It is the Company's policy that each of its employee/supplier, officers, directors and agents make and keep books, records and accounts which, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company and any of its subsidiaries.

1. Financial Records

AIM Solder's accounting and financial records must reflect in an accurate, complete and timely manner, in reasonable details, every business transaction undertaken by the Company and must conform to all applicable legal requirements and AIM's system of internal controls. All personnel who have control over AIM's assets and transactions is responsible for establishing and / or maintaining a system of internal controls in its area of responsibility designed to (a) prevent unauthorized, unrecorded or inaccurately recorded transactions and (b) permit the preparation of financial statements according to generally accepted accounting principles.

For example: you work in the Finance department and are hard-pressed to make a payment to a customer late on a Friday afternoon. You know there is no conceivable way to issue the payment on time other than to override some of the internal controls put in place by your department, especially if you care to leave by the end of the day. Do you make the customer happy and leave a note to fill it all in on Monday?

No, you must demand receipt of all required information and input it into the system prior to the issuance of any payment(s). Though you may simply want to "get the job done," it is of utmost importance that you insure it is done according to internal rules and policies.

2. Expenses

Authorized expenses incurred by employee/supplier in performing Company business will be reimbursed through the filing of expense reports, which must be

documented accurately and completely in accordance with Company policies related to reimbursement of expenses.

For example: you are an account manager who processes expenses. Recently you received a department manager's application for expense reimbursement that is somewhat questionable. The manager, however, has clearly indicated that it is a travel-related expense. Given your relationship and the relatively minor amount what should you do?

In this case it's advisable to figure whether it is allowable before processing the expense. One error, though minor, could easily lead to several repeated errors of the same type. This could hurt our bottom line and risk inadvertently violating laws with serious consequences for the Company and all of us.

E. Competitive Practices

1. Communications with Competitors

AIM Solder ethics its business in jurisdictions which have enacted antitrust or "competition" laws. These laws prohibit restraints of trade," which is certain conduct involving competitors, customers or supplies in the marketplace. Their purpose is to ensure that markets for goods and services operate competitively and efficiently, so that customers enjoy the benefit of open competition among their suppliers and sellers similarly benefit from competition among their purchasers. In Canada and some other jurisdictions, violations of the antitrust laws can lead to substantial civil liability - triple the actual economic damages to a plaintiff. **Moreover, violations of the antitrust laws are often treated as criminal acts that can result in criminal convictions of both corporations and individuals.** Nevertheless, it is not illegal or inappropriate for Company representatives and its competitors to meet and talk from time to time. However, such conversations must be conducted in accordance with applicable laws, and except as permitted by law, employee/supplier **must scrupulously avoid commenting on such topics as pricing, production levels, marketing methods, inventories, product development, sales territories and goals, non-public market studies and any proprietary or confidential information.** Except as permitted by law, discussions regarding customers must be limited to the exchange of credit information. The Human Resources Department should be consulted whenever questions arise that may involve antitrust implications.

For example: you recently attended an industry-related networking event. During the reception some of the guests were talking and a competitor brought up a new marketing campaign, her company is promoting on YouTube. Some of the videos have already been posted which means they're public, yet you still felt uncomfortable about the topic and decided to leave the conversation. Was that the right thing to do? Yes, you did the right thing by moving on. Conferences and trade shows are important resources for staying current in our industry, but they can also create situations that can lead to competition law violations—often

inadvertently. While discussing public ads is not necessarily a violation, the conversation could have easily turned to the long-term marketing strategy that prompted the campaign, or to future plans.

2. Information about Competitors

As a vigorous competitor, the Company naturally seeks to obtain economic knowledge about its competitors. However, the Company and its employee/supplier must not engage in illegal or improper acts to acquire a competitor's trade secrets or customer lists, or information about facilities, technical developments or operations. In addition, the Company will not seek to hire a competitor's employee/supplier for the purpose of obtaining confidential information or pressure a competitor's personnel, customers or suppliers to disclose confidential information.

F. Political Activities and Contributions

The Company encourages each of its employee/supplier to participate fully in the political process, but employee/supplier who participate in partisan political activities as individuals must avoid creating the impression that they are speaking or acting for the Company. In most jurisdictions, the Company cannot contribute to political candidates, political parties or party officials except through the means of approved vehicles.

For example: You are going to volunteer at a charity fundraiser this weekend. Is it okay if you represent yourself as an AIM Solder employee/supplier because you know the Company has been a long-time supporter of this charity? Although the Company also supports your charity, you should not attend any such event as an official AIM Solder representative without prior authorization to do so. Contact your management beforehand for authorization, and perhaps you can even get the Company to officially support the event.

G. Safety, Health and Environment

(a) Environment, Health & Safety

The Company is committed to providing a safe and healthy workplace for its employee/supplier and visitors. In addition, several laws and regulations impose responsibility on the Company to safeguard against safety and health hazards. For that reason, and to protect the safety of themselves and others, employee/supplier and other persons who are present at Company facilities are required to carefully follow all safety instructions and procedures that the Company adopts. Questions about possible health and safety hazards at any Company facility should be directed immediately to your supervisor.

The Company is committed to providing a safe work environment, including one that is free from the effects of drug and/or alcohol use and abuse. Please contact the Human Resources department to obtain information about these topics.

For example: During work in the yard one day, a game begins and an employee/supplier throws a piece of metal at a colleague in jest. This action ends up injuring the recipient of the piece of metal. Neither the perpetrator nor victim have informed anyone of this incident. You are the only witness – what should you do?

It is of utmost importance that you bring this information to a supervisor for the sake of everyone's safety. You are encouraged to report to your supervisor or to the appropriate Company health and safety personnel conditions that you perceive to be unsafe, unhealthy or hazardous to the environment.

(b) Safety and quality of our products and services

AIM Solder is committed to providing safe, quality products and services. We assess risk and do not hide our mistakes. Employee/supplier are required to immediately contact quality management personnel if they are aware of any deficiency in product design, installation, or maintenance that could threaten anyone's health or safety. Also, if they become aware of anything that may harm the quality of our products or services, reputation or hurt AIM Solder's financial interests, a Supervisor must be contacted without delay.

AIM Solder offers complete training to every employee/supplier upon hiring and throughout their employment to keep current about products, new technologies, new procedures and processes, health & safety, quality insurance and behaviour. This ensures our values to be applied throughout the employee/supplier's journey in any of our factories. The Company is certified ISO: 9001.

For example: Your job requires that you inspect 100 percent of the products going through the production line. Rarely do parts get rejected. Production would be faster, and delivery to customers would be timelier, if you inspected 10 percent of the parts. Can you use your judgment and reduce the number of parts you inspect? No, quality requirements must be strictly adhered to at all times. Our customers expect all of our employee/supplier to perform their jobs accurately and thoroughly, especially when it comes to quality. You must continue to follow the job requirements, but you may have an innovative solution to improve production times and inspections. Discuss your ideas with your supervisor or process improvement representative. Until the requirements change, however, you are expected to perform all required inspections.

(c) Environment

AIM Solder's products, services and manufacturing methods reflect our long tradition of prioritizing environmental concerns. It is important for each employee/supplier to follow environmental laws and regulations, as well as the Company's policies vis-à-vis environmental protection. Additionally, the company employs environmentally responsible practices, works to minimize toxic emissions, and uses and produces environmentally friendly products all the while addressing community concerns about the environment.

The company is certified ISO 14001 (certain divisions only).

H. Employment Policies

The Company is committed to fostering a work environment in which all individuals are treated with respect and dignity. Each individual should be permitted to work in a business-like atmosphere that promotes equal employment opportunities and prohibits discriminatory practices, including harassment and any other harmful behaviour (language, derogatory conduct, intimidation, retaliation). Therefore, the Company expects all relationships among personnel in the workplace to be business-like and free of unlawful bias, prejudice and harassment. It is the Company's policy to ensure equal employment opportunity without regard to race, colour, religion, age, national origin or ancestry, sex, pregnancy, citizenship status, marital status, physical or mental disability (related to work, personal or veteran's injuries), medical conditions, sexual orientation, or any other consideration made unlawful by applicable law.

Employment is freely chosen. There is no forced, bonded or involuntary prison labour. Workers are not required to lodge "deposits" or their identity papers with their employer and are free to leave their employer after reasonable notice.

Living wages are paid. Wages and benefits paid for a standard working week meet, at a minimum, national legal standards or industry benchmark standards, whichever is higher. In any event wages should always be enough to meet basic needs and to provide some discretionary income. All workers shall be provided with written and understandable Information about their employment conditions in respect to wages before they enter employment and about the particulars of their wages for the pay period concerned each time that they are paid. Deductions from wages as a disciplinary measure shall not be permitted nor shall any deductions from wages not provided for by national law be permitted without the expressed permission of the worker concerned. All disciplinary measures should be recorded.

Working hours are not excessive. Working hours must comply with national laws, collective agreements, and the provisions below, whichever affords the greater protection for workers. Working hours, excluding overtime, shall be defined by contract. All overtime shall be voluntary. Overtime shall be used responsibly, taking into account

all the following: the extent, frequency and hours worked by individual workers and the workforce as a whole. It shall not be used to replace regular employment.

Regular employment is provided. To every extent possible work performed must be on the basis of recognised employment relationship established through national law and practice. Obligations to employees under labour or social security laws and regulations arising from the regular employment relationship shall not be avoided through the use of labour-only contracting, sub- contracting, or home-working arrangements, or through apprenticeship schemes where there is no real intent to impart skills or provide regular employment, nor shall any such obligations be avoided through the excessive use of fixed-term contracts of employment.

The Company's policy is to respect the legal rights of workers to freedom of association. Employee/supplier shall be able to communicate openly with management regarding subjects such as: health & safety, working conditions, career development without the threat of discrimination, reprisals, harassment, or intimidation.

It is the Company's policy to comply with all applicable employment laws and other statutes regulating the employer-employee/supplier relationship and the workplace environment.

The Company also strictly adheres to laws regarding the non-employment of children. No child below the age of 16 can be employed in AIM Solder factories. Should statutory age limits indicate a higher age, then that number will be abided. All our suppliers must also have sufficient management systems in place to ensure no children are employed in any of their divisions absent of which AIM Solder will not conduct business with same. Young workers or students below the age of 18 can only undertake duties with low risks in the factory, and all laws concerning the treatment of young workers must be followed. Please read the company's policy in regard to this matter.

In performing its obligations under this Code, the Company shall ensure on a best efforts basis, that each of its divisions on a global level as well as its Suppliers shall comply with all applicable laws, statutes, regulations in force from time to time and take reasonable steps to ensure that there is no modern slavery or human trafficking in the Suppliers' or subcontractors' supply chains or in any part of their business.

We are committed to ensure that modern slavery or human trafficking are not part of our business or in our supply chain. Human trafficking and modern slavery can take the form of using forced labor or involuntary in the performance of work, using misleading or fraudulent practices during the recruitment of employee/supplier, destroying, concealing or confiscating the employee/supplier's identity or immigration documents just to name a few. If someone believes to have suffered such treatment, employee/supplier must communicate immediately with their Human Resources department or by contacting the Alert Line of AIM Solder.

It is the Company's policy to respect the privacy of its employee/supplier, and therefore the Company maintains only those employee/supplier personnel and medical records necessary for business, legal or contractual purposes. Access to those records and the information contained therein **is limited to those with a need to know, for a legitimate business purpose**. The Company will comply with all applicable laws regulating the disclosure of personal information about employee/supplier and the protection of records containing medical or disability-related information.

For example: Your supervisor asked you to work with a service provider to create a team directory listing the employee/supplier working on your project. She wants you to provide each employee/supplier's name, work telephone number, work E-mail address, home telephone number, and photograph to facilitate communication, teamwork, and sharing of contact information in the event of an emergency. Should you create and provide that list to the service provider? Not before consulting with the Human Resources Department. All of the information noted above constitutes Personal Information. Personal Information is defined as data that relates to an identified or identifiable person. Before collecting or sharing HR Personal Information, be sure to follow AIM Solder's standard work policy to confirm that collection and sharing are appropriate.

I. Computer, Mobile Devices, E-mail and Internet Policies

Every employee/supplier is responsible for using the Company's computer system, including, without limitation, its computers, servers, electronic mail ("E-mail") system, mobile devices and the Internet (collectively, the "Computer System") properly and in accordance with Company policies. Any questions about these policies should be addressed to your immediate supervisor or the Human Resources Department. Employee/supplier should be aware of among other matters, the following:

1. The Computer System is Company Property

The computers and mobile devices that employee/supplier are provided or have access to for work and the E-mail system are the property of the Company and have been provided for use in conducting Company business. All communications and information transmitted by, received from, created on, or stored in its Computer System (whether through word-processing programs, E-mail, the Internet, social networks or otherwise) are Company records and property of the Company.

2. No Expectation of Privacy

The Company has the right, but not the duty, for any reason and without the permission of any employee/supplier, to monitor any and all aspects of its Computer System, including without limitation reviewing documents created and stored on its Computer System, deleting any matter stored in its Computer System, limiting or eliminating an employee/supplier's access to the Internet, monitoring sites visited by employee/supplier on the Internet, monitoring chat and news groups, reviewing material downloaded or uploaded by users from the

Internet and reviewing E-Mail sent and received by users. Employee/supplier should not have an expectation of privacy in anything they create, store, send or receive on the Computer System.

3. Professional Use of Computer System Required

You are reminded to be courteous to other users of the Computer System and always to conduct yourself in a professional manner. The Company's policies against discrimination and harassment (sexual or otherwise) apply fully to the Company's Computer System, and any violation of those policies is grounds for discipline up to and including termination.

4. Offensive and Inappropriate Material; Illegal Activities

Company policies prohibit using the Company's Computer System to send or receive messages or files that are illegal, sexually explicit, abusive, offensive, or profane.

5. Solicitations

The Company's Computer System may not be used to solicit for religious or political causes, commercial enterprises, outside organizations, or other activities not related to an employee/supplier's services to the Company, except as may be permitted pursuant to paragraph II A. 5 above.

6. Copyrights and Trademarks

The Company's Computer System may not be used to send (upload) or receive (download) copyrighted materials, trade secrets, proprietary financial information or similar materials.

III. Compliance with the Code of Ethics

Compliance is the individual responsibility of each of us. We have the personal responsibility to understand and follow this Code and the other policies of the Company applicable to us. A violation of this Code, or the law, may result in appropriate disciplinary action, up to and including termination, without additional warning. However, it is not the threat of discipline or termination that should govern your actions. We expect you to share our belief that a dedicated commitment to ethical behavior is the right thing to do and is good business.

Ethical decision-making requires that you ask yourself and answer "yes" to two fundamental questions, before you act:

1. Can I? Is the contemplated course of action compliant with the letter and spirit of the law and Company policy?

2. Should I? Is the contemplated course of action consistent with AIM SOLDER's core values and reputation?

When answering these questions, be sure to understand all the pertinent facts, consider duties to affected stakeholders, and think about potential alternatives. You also must involve the right people to help you, including your Human Resources Department and subject-matter experts (e.g., technical, engineering, quality, operational, and legal professionals).

This Code reflects general principles to guide employee/supplier, officers and directors in making ethical decisions and cannot and is not intended to address every specific situation. No code or set of values can address every ethical choice we face in business. Each of us must use good common sense and good judgment in our personal conduct and perform our work with honesty and integrity. It is our goal to foster an environment in which integrity issues and concerns may be raised and discussed with supervisors or with others without the fear of retribution.

Nothing in this Code prohibits or restricts the Company from taking any disciplinary action on any matters pertaining to employee/supplier conduct, whether or not they are expressly discussed in this document. This Code is not intended to create any express or implied contract with any employee/supplier or third party. In particular, nothing in this document creates any employment contract between the Company and any of its employee/supplier.

Richard Black, President of the Company, shall have the exclusive responsibility and authority for the final interpretation of the Code.

IV. Reporting suspected non-compliance

A. General Policy

As part of its commitment to ethical and legal conduct, the Company expects its employee/supplier to bring to the attention of their supervisor, Human Resources personnel, information about suspected violations of this Code, Company policies and procedures or the law by any employee/supplier or agent. Employee/supplier are required to come forward with any such information, **without regard to the identity or position of the suspected offender**. The Company will treat the information in a confidential manner to the extent possible (consistent with law and corporate policy and the requirements necessary to conduct an effective investigation) **and will seek to ensure that no acts of retribution or retaliation will be taken against anyone for making a report in good faith.**

B. Compliance Procedures

1. Notification of Complaint

Information about known or suspected violations by any employee/supplier or agent should be reported promptly. Whenever practical, an employee/supplier

should do so in writing. We encourage employee/supplier to talk to their supervisor or a member of the Executive management about observed or suspected inappropriate behavior; however, if an employee/supplier chooses to file a formal complaint, he or she can do so in contacting the Head of Human Resources department by phone, e-mail or in accordance with the Whistleblower Policy.

For example: Should you suspect a co-worker to be the victim of harassment and he/she does not speak up about it, you can, if you are comfortable doing so, begin by speaking with the co-worker about the situation. If that co-worker refuses to make a report, but you still suspect harassment is taking place, contact your supervisor or Human Resources. An investigation can be conducted discreetly. If harassment is discovered, you'd not only be protecting your co-worker, but other possible victims as well.

2. Investigation

If you report a violation in any manner, the Company will begin an investigation under the direction of AIM Solder's Human Resources department. All reports are investigated to their full conclusion. You will be told how to follow up on your report and you will also be told when to expect follow-up information. Any employee/supplier involved in an investigation, either as the reporter or the subject of the investigation, will be obligated to cooperate in the investigation of reported violations, provide detailed information and produce any evidence or documentation that is requested by investigators. This duty includes maintaining the confidentiality of investigative information unless specifically authorized or required by law to disclose such information. When an actual or potential violation of law, the Code, or Company policy is reported or detected, AIM Solder's Human Resources department will conduct a timely and thorough investigation in compliance with the law. Every effort will be made to get all sides of the story, while also maintaining confidentiality to the greatest extent possible, as well as attorney-client privilege when the investigation is being done at the direction of legal counsel.

3. Confidentiality

To the extent possible, no one investigating the complaint will discuss the identity of anyone who reports a suspected violation or who participates in the investigation. Confidentiality cannot be guaranteed in some cases due to a legal obligation to reveal certain aspects of a report. Also, the investigator may need to involve others in the Company to resolve an issue. Every effort will be made to ensure that any information revealed is released on a "need to know" only basis. Employee/supplier should be aware that Human Resources personnel, the General Counsel and those assisting them in any investigation are obligated to act in the best interests of the Company; **they do not act as personal representatives of or lawyers for employee/supplier.**

4. Protection against Retaliation

Retaliation in any form against an individual, who in good faith reports an alleged violation of this Code or of law, is itself a serious violation of this Code and will not be tolerated. Acts of retaliation should be reported immediately and will be disciplined appropriately, up to and including termination from employment with the Company.

N.B. All examples noted above are hypothetical and do not constitute the full range or possibilities that can surface at any point during the course of work duties and functions. It is important that each employee/supplier use their best judgment and consult with their superior(s) in the event of doubt or confusion.

The Company, at its sole discretion, reserves the right to change, modify or terminate this Ethics Code at any time.

Signature page

AIM METALS & ALLOYS INC. ("AIM SOLDER")

ETHICS CODE

COMPLIANCE CERTIFICATION

The undersigned hereby certifies that:

- I have reviewed and understand my obligations under AIM Solder's Ethics Code and I am in compliance with it;

Furthermore, the undersigned agrees:

- To abide by the Code of Ethics and applicable laws and regulations as a condition to my continued employment by or association with AIM Solder; and
- To ask questions of, seek guidance from, report suspected violations to, and express concerns to AIM Solder's Human Resources team regarding the Code of Ethics.

Finally, the undersigned:

- Understands that violations of the Code of Ethics or Applicable Laws and Regulations may result in disciplinary action, up to and including termination from employment with the Company.

Signature: _____

Full Name: _____

Date: _____