

G-3 CHICKADEE PURCHASER, LLC

ANTI-BRIBERY POLICY

G-3 Chickadee Purchaser, LLC (the "Company") has a Business Code of Conduct that does not allow bribery. The Company's Business Code of Conduct says in part: "The Company and all third parties engaging in business with it must comply with the FCPA [Foreign Corrupt Practices Act] and all other applicable anti-bribery laws. The Company strictly prohibits giving and receiving bribes, and we will give up any business opportunity that can be won only by giving an improper or illegal payment, bribe, gift, rebate, kickback, or similar inducement." The purpose of this policy is to provide additional guidance to Company's employees, agents and others doing business on behalf of the Company.

BACKGROUND

The United States ("U.S.") Foreign Corrupt Practices Act ("FCPA"), the Organization for Economic Cooperation and Development ("OECD") Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, the United Kingdom ("UK") Bribery Act, and the United Nations Convention Against Corruption, as well as numerous other anti-bribery laws around the world, underscore the worldwide concern over bribery. A violation of these laws could cause the Company to be severely penalized. Additionally, the Company believes that stopping bribery is the right thing to do. Therefore, all Company employees and all third parties engaging in business with Company must comply with the FCPA and all other applicable anti-bribery laws.

POLICY SUMMARY

In line with the FCPA, the OECD Convention, the UK Bribery Act, and all other applicable anti-bribery laws, Company's Policy prohibits all forms of bribery, including bribery of Government Officials and commercial bribery. This Policy prohibits bribes given, promised or offered directly or by or through a third party.

PROHIBITED GIVING

Bribery includes not only giving money or things of value to get a desired result, it also can include the giving of gifts, extravagant or other inappropriate entertainment, and the giving of travel and accommodations. This can be seen as ways of influencing the recipient. The Company strictly prohibits giving the following types of gifts ("Prohibited Gifts") to any individual under any circumstances:

- Cash or cash equivalent gifts (such as gift cards or gift certificates).
- Any gift that is inconsistent with: applicable governmental policy or any applicable law or regulation.
- Any gift that is a bribe or payoff or is given for the purpose of securing any improper advantage.

- Any gift that is unreasonably expensive or luxurious.

GIFT-GIVING

Company's Policy does not prohibit the giving of a gift of nominal to any individual, provided that (i) it is not a Prohibited Gift, and (ii) all of the following criteria are met:

- The value of the gift may not exceed U.S. \$100.00, unless a more expensive gift is approved in advance and in writing by (i) the employee's manager if the gift is valued between U.S. \$100.00 and U.S. \$250.00, or (ii) Company's Legal Department. A gift is valued over U.S. \$250.00 is not allowed unless it receives prior approval from the Legal Department and the Company's Senior Management.
- The gift is customary under the circumstances and would not embarrass either the Company or the recipient.
- The gift is provided in connection with a recognized gift-giving holiday or other special occasion or for promotional purposes.
- All gifts and their value must be documented.

FACILITATING PAYMENTS

"Facilitating Payments" are small payments made to low-level Government Officials for the purpose of securing the performance of certain routine, non-discretionary government actions to which a company is already entitled under local law (such as the proper processing of governmental papers like visas, loading/unloading cargo, providing police protection, and mail pick-up or delivery).

Even though the FCPA contains a narrow exemption for "facilitating or expediting payments" to Non-USA Government Officials, Facilitating Payments are not permitted under the local laws of many countries. Company Policy prohibits the making of Facilitating Payments.

POLITICAL CONTRIBUTIONS, CHARITABLE DONATIONS AND SPONSORSHIPS

Political contributions, charitable contributions and sponsorships might also be forms of bribery. Therefore, all political contributions, charitable contributions and sponsorships must receive the prior approval of the Legal Department.

REPORTING VIOLATIONS & RAISING QUESTIONS

Any Company employee who knows of or suspects violations of Company's Policy must immediately notify their manager or the Legal Department. A report may also be made through the Ethics Hotline at 1-833-596-6637.