

National Carwash Solutions, Inc.

Code of Ethics and Business Conduct

Revision Date: 06/22/2023

OUR MISSION

We're on a mission to make life better through carwashing.

OUR CORE VALUES

Hard Work, Quality and Innovation.

OUR VISION

To leave the world cleaner than we found it.

WHAT DRIVES NCS FORWARD

One Objective: Be the Market Leader.

One Strategy: Operate with Excellence

One Family: ONENCS

INTRODUCTION

National Carwash Solutions is committed to the highest standards of business conduct. Therefore, all employees, officers, directors and business partners must be committed to the highest standards of business conduct while doing their jobs for NCS.

NCS values honest and ethical conduct and behavior. An employee should personally observe high standards of ethical conduct so that the integrity of NCS is preserved.

While this Code may not address all possible ethical and compliance concerns that an employee, officer, director or business partner may encounter in the workplace, it should be considered the primary source of information regarding conduct and ethics. All decision-making should be made in the spirit of the goals of integrity and ethics set forth in this Code.

This Code of Conduct applies to all employees of NCS, including interns, temporary employees and volunteers. Contractors and other nonemployees are not covered by this Code, but NCS may impose similar ethical standards on such nonemployees, as appropriate. Employees should require adherence to such standards by personnel subject to their direction and control.

The standards of this Code do not affect or preclude other, more stringent standards required by law, by court order, or by the appointing authority.

An individual, who becomes aware of a violation of this Code of Conduct, or any other policies, laws or regulations, must report the violation immediately to any of the contacts listed below under "Resources for Raising Concerns."

ETHICAL FRAMEWORK

The framework of this Code is based on ethics and NCS's deep regard for a culture of integrity.

NCS commits to:

- Honest and ethical conduct;
- Using good judgment;
- Taking responsibility for any mistakes and ensuring that these are corrected or addressed;
- Avoiding actual or potential conflicts of interest;
- Full, fair, accurate, timely and understandable financial disclosure in reports and documents; and
- Compliance with any and all applicable laws, rules and regulations.

Any individual covered by this Code of Conduct makes these same commitments by signing the acknowledgement of receipt and understanding.

When making a difficult decision, an employee needs to consider the legal and ethical implications of an action or inaction. But the employee is not alone: a supervisor, manager, Compliance Officer or HR is always available and ready to provide guidance and support. If an employee is confronted with an issue or problem and is unsure of what to do, then that employee must contact one of the contacts listed in “Resources for Raising Concerns.”

In addition, any interpretation or waiver of this Code's provisions must be discussed in advance with the contacts listed in “Resources for Raising Concerns.”

DISCIPLINE

Failure to adhere to this Code may constitute grounds for disciplinary action for misconduct up to and including termination. Violations include:

- Failing to adhere to the provisions of the Code;
- Failing to report promptly a suspected violation of the Code;
- Encouraging another to commit a violation of the Code;
- Retaliating against another employee for reporting a concern; and
- Failing to implement the provisions of the Code according to one's role and responsibilities.

In addition, any deviation from performance standards or internal policies may result in disciplinary action.

EMPLOYEE RIGHTS AND COMMUNICATION

This Code in no way prohibits, limits or restricts employees from exercising any rights provided by law, including but not limited to any activity that is protected under Section 7 of the National Labor Relations Act, which includes the right of employees to speak with others about the terms and conditions of their employment.

NCS commits to protect and respect the privacy of its employees, clients, suppliers and contractors. In addition NCS commits to compliance with all applicable privacy laws, including international requirements.

NCS will maintain confidentiality of any reported concerns to the extent possible by law. The information will be shared on a "need-to-know" basis and will be investigated thoroughly and promptly.

Employees have the right to be free from retaliation and should receive support when taking any actions in furtherance of this Code's provisions.

EMPLOYER RESPONSIBILITIES

Fair Employment Practices

NCS values a culture of diversity, inclusion, dignity and respect.

NCS commits to providing an environment free of discrimination, harassment and retaliation. In addition, NCS commits to complying with all applicable labor and employment rules and regulations, at the federal, state and municipal level.

NCS prohibits any unlawful behavior, including discriminatory, harassing or retaliatory conduct, on the part of its employees, officers, directors or business partners.

Health and Safety

NCS commits to providing a safe and healthy workplace for all of its employees. NCS will provide leadership and resources to employees in order to prevent hazards of any kind in the workplace.

In addition, the NCS commits to engage in practices that will contribute to the health and safety of the community in which the business operates.

Environment

NCS commits to protect the environment in which the business operates. NCS pledges to engage in sustainable growth operations, conserve resources and reduce waste wherever possible.

EMPLOYEE RESPONSIBILITIES

Employees acknowledge that it is their responsibility to read, understand and comply with the Code of Conduct and to implement NCS's vision of an honest and ethical workplace with a culture of integrity.

Conflicts of Interest

Employees have a duty of loyalty to NCS. Employees commit to acting in the interest of NCS and avoiding any activities or relationships that would lead to a potential or actual conflict of interest, or to the appearance of a conflict of interest.

This includes the promotion or advancement of any NCS business activities with outside parties in which an employee or an employee's family member or close personal friend has an ownership or financial interest.

Gifts, Entertainment and Payments

Employees have an ethical obligation to conduct business on competitive terms, and not based on any advantage procured by offering, making or receiving business amenities, gifts, entertainment and/or payments. Business amenities are anything of value or anything that provides value. Gifts include anything of tangible or intangible value, including cash, discounts and promotional items. Entertainment includes meals, event tickets or passes.

Offering valuable business amenities may create the appearance that business decisions are made on factors other than the terms and conditions of a contract, and could subject to the employee and NCS to liability for violating local, state, US and international laws regulating bribery and corruption.

Employees commit to follow all internal policies and practices on offering, making and receiving gifts, entertainment and payments, including all procedures regarding prior authorization for making gifts and offering entertainment on behalf of NCS.

Employees will exercise extreme caution when making any offers of business amenities to government officials and public sector employees. Employees commit to comply with federal, state and local laws with respect to off-duty political activities, including canvassing, fundraising and campaigning.

Use of NCS Resources

Employees commit to using NCS resources in a responsible and ethical manner. Employees pledge to protect NCS resources from misuse, damage or theft. Employees commit to using social media during working time in compliance with all applicable laws, corporate policies and internal work rules.

Employees should follow security protocols, be aware of their surroundings and report any suspicious activity to the IT Department (IT@ncswash.com) if technology related and/or the HR Department (HR@ncswash.com).

Employees commit to refrain from using NCS resources for personal benefit or to promote a personal outside activity or interest. Employees should receive authorization prior to engaging in any outside activities, such as lecturing or writing, which could draw on NCS proprietary or confidential information.

In order to protect the interests of the NCS network and our fellow employees, NCS reserves the right to monitor or review all data and information contained on an employee's company-issued computer or electronic device, the use of the Internet or NCS's network. We will not tolerate the use of company resources to create, access, store, print, solicit or send any materials that are harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate.

Intellectual Property

Employees must safeguard NCS's intellectual property, including copyrights, trademarks, patents, confidential business information, client lists and other valuable assets. Employees should use caution in everyday workplace activities, taking care to follow security protocols, refrain from discussing confidential business information in public areas and from sharing or transferring secured information to unsecured resources or to unauthorized third parties.

Privacy

Employees have a responsibility to safeguard data and information privacy in accordance with applicable law and contracts, corporate policies and practices and internal work rules. Employees should access, use, share, transfer and retain any data or information only for legitimate business purposes and in a secure manner.

Reporting Concerns

All employees have a responsibility to report potential violations of the Code in good faith.

In addition, employees should communicate any relevant suggestions including, for example:

- Ways that processes may be improved;
- Ethical issues that may be emerging and need to be included; or
- Possible additions to the Code based on factors such as business development or organizational change.

MEDIA INQUIRIES

NCS is a high-profile company and from time to time, employees may be approached by reporters and other members of the media. In order to ensure that NCS speaks with one voice and provides accurate information about the company, all media inquiries should be directed to the Chief HR Officer (CHRO). No one may issue a press release without first consulting with the CHRO.

FINANCIAL INTEGRITY

NCS commits to full, fair, accurate, timely and understandable disclosures in periodic reports and compliance with all applicable rules and regulations.

Specifically, NCS commits to comply with all applicable competition laws, anti-corruption laws, international trade controls and other applicable regulations. In addition, NCS commits to implement money-laundering prevention methods in its business practices.

Employees commit to exercising prudence and responsibility when keeping financial records, preparing financial statements, submitting reimbursement forms and making public disclosures. Employees commit to following all applicable laws, regulations and accounting principles and to execute all duties and responsibilities with integrity and care.

DO THE RIGHT THING

Several key questions can help identify situations that may be unethical, inappropriate or illegal. If you are unsure on if you should report it, ask yourself:

- Does the situation comply with the NCS guiding principles, Code of Conduct and company policies?
- Has someone been asked to misrepresent information or deviate from normal procedure?
- Would you feel comfortable describing the action or decision at a group meeting?
- How would it look if it made the headlines?
- What would I tell my child to do in this situation?

RESOURCES FOR RAISING CONCERNS

Individuals who need guidance may contact any of the following resources for assistance. If anyone is ever in doubt as to how to approach a business transaction or decision, they should contact the below individuals or entities for assistance. In addition, if any employee is in doubt concerning the proper application of this policy, they should promptly discuss the matter with any of the below contacts or departments.

General Inquiries: Manager; Business Unit HR Partner or HR@ncswash.com

Chief HR Officer: Tom Lokar – tlokar@ncswash.com

CEO: Jesse Wurth – jwurth@ncswash.com