

Litecontrol Code of Ethics and Conduct

We live and work by the following values and mission statement at Litecontrol. The Litecontrol Code of Ethics and Conduct is written to support and further define our beliefs, values, and mission.

Litecontrol Values

- Maintain and protect our integrity: Do the right thing and tell the truth.
- Have a passion for lighting and architecture.
- Keep our promises.
- Be fair to all stakeholders and value our partners.
- Respect the individual.
- Think and act like owners.
- Practice continuous improvement in all that we do.
- Use resources wisely to protect the environment.
- Maintain and grow our business success.

Litecontrol Mission Statement

Litecontrol's mission is to delight customers by designing and producing quality innovative lighting fixtures and lighting services. We share a company-supported commitment to do all that is required to meet and exceed our customers' needs. We will foster a positive environment that promotes creative solutions to architectural interior lighting challenges.

We are committed to providing an opportunity to Litecontrol employees and extended family to prosper and grow through employee ownership, which enables employees to share in the success they help create. We understand that the only assurance of a sustainable corporation is profitable growth, and a culture of employee ownership will keep us focused on that goal.

We commit to sustaining a leadership position through continuous improvement and evaluation of our goals and practices.

We will protect our environment, support our community and be considerate of our neighbors.

LITECONTROL

Code of Ethics and Conduct

This Code of Business Conduct and Ethics applies to all Litecontrol directors, officers, and employees, who are all responsible for abiding by this Code.

Litecontrol is proud of the values by which it conducts business. It has and will continue to uphold the highest levels of business conduct and personal integrity in all that it does. This Code of Ethics and Conduct serves to:

- Emphasize Litecontrol's commitment to ethics and compliance with the law
- Set forth basic standards of ethical and legal behavior
- Provide reporting mechanisms for known or suspected ethical or legal violation
- Help prevent and detect wrong doing

Given the complexity of ethical questions that may arise in the course of business, this Code of Ethics and Conduct offers guidance only. If confronted with ambiguous ethical situations, we should remember Litecontrol's commitment to the highest ethical standards and seek advice from each other and Management to ensure that all actions taken on behalf of Litecontrol honor this commitment.

Conflicts of Interest

Litecontrol's directors, officers, and employees have an obligation to promote the best interests of Litecontrol at all times. A conflict of interest occurs when a person's private interest interferes in any way with the interests of the Company. They should avoid any action that may involve a conflict of interest with Litecontrol. Directors, officers, and employees should not have any undisclosed, unapproved financial or other business relationships with suppliers, customers, or competitors of a nature that would impair the independence of any judgment they may need to make on behalf of Litecontrol. Conflicts of interest would also arise if a director, officer, or employee, or any member of his or her family, receives improper payments or other personal benefits as a result of his or her position at Litecontrol. Directors, officers, and employees must also avoid apparent conflicts of interest, which occur when a reasonable observer might assume there is a conflict of interest and, therefore, a loss of objectivity in their actions on behalf of Litecontrol. Where conflicts arise, directors, officers, and employees must provide full disclosure of the circumstances and stand back from any related decision-making process. Directors and officers shall provide full disclosure to Litecontrol's Audit Committee Chairman, and all other employees shall provide full disclosure to their immediate supervisor.

Fair Dealing

Directors, officers, and employees shall behave honestly and ethically at all times. Litecontrol bases its relationships with customers, suppliers, competitors and employees on fair practices. Accordingly, all directors, officers, and employees should endeavor to deal fairly with all customers, suppliers, competitors, and employees. No director, officer, or employee shall take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

The purpose of business entertainment and gifts is to create good will and sound working relationships. No gifts or entertainment should ever be offered or accepted by any director, officer, or employee or any family member unless it is consistent with customary business

practice; is not excessive in value; cannot be construed as a bribe or payoff; and does not violate laws or regulations. The offers or acceptance of cash gifts is prohibited.

Protection and Proper Use of Assets

Directors, officers, and employees must safeguard Litecontrol property, whether it is a piece of equipment, an electronic file, or confidential, proprietary information. Directors, officers, and employees should ensure that Litecontrol property is used in an efficient manner and for legitimate business purposes. Theft, carelessness, and waste have a direct impact on Litecontrol's profitability.

Corporate Opportunities

Directors, officers, and employees shall not take for themselves opportunities that are discovered through the use of Litecontrol property, information, or position. Directors, officers, and employees may not use corporate property, information, or position for improper personal gain and may not compete, either directly or indirectly, with Litecontrol. All directors, officers, and employees owe a duty to Litecontrol to advance its legitimate business interests whenever possible.

Compliance with Laws and Regulations

In conducting the business of Litecontrol, directors, officers, and employees will respect and comply with all applicable governmental laws, rules, and regulations at all levels of the government in the United States and in any non-United States jurisdiction in which Litecontrol does business.

Confidentiality

Directors, officers, and employees shall maintain the confidentiality of all information entrusted to them by Litecontrol, except where disclosure is authorized or legally mandated. They should recognize that such information is the property of Litecontrol and only the Company may authorize its publication or use by others. Confidential information includes, but is not limited to, all non-public information that might be of use to competitors or harmful to Litecontrol or its customers if disclosed. It also includes information that has been entrusted to us by customers or suppliers. The obligation to preserve confidential information continues even after employment ends.

Timely and Truthful Public Disclosure

Litecontrol has an obligation to comply with the reporting and disclosure obligations and requirements of ERISA and the Internal Revenue Code.

In all reports and documents, directors, officers, and employees involved in the preparation of such reports and documents shall make disclosures that are full, fair, accurate, timely, and understandable. All financial officers and employees shall communicate to the Board of Directors and to our auditors all relevant information and professional judgments or opinions. Directors, officers, and employees shall not knowingly conceal or falsify information, misrepresent material facts, or omit material facts to mislead Litecontrol's independent auditors or our owners.

Compliance with Code of Ethics and Conduct

If any director, officer, or employee has knowledge or is suspicious of any noncompliance with any section of this Code or is concerned whether a circumstance could lead to a violation of this Code, they should discuss the situation with their immediate supervisor or the

CEO. If the director, officer, or employee feels uncomfortable or otherwise believes it is inappropriate to discuss a matter with their immediate supervisor, then the director, officer, or employee may discuss the matter directly with the Audit Committee Chairman or leave an anonymous message with the Audit Committee Chairman or by sending a message to Litecontrol's independent auditor.

Litecontrol will not allow any retaliation against a director, officer, or employee who acts in good faith in reporting any violation or suspected violation.

Waivers

Any waiver of this Code for any director, officer, or employee may be made only by the Board of Directors and will be promptly disclosed.

This Code of Business Conduct and Ethics applies to all Litecontrol directors, officers, and employees. Any director, officer, or employee who violates this Code is subject to disciplinary action, up to and including dismissal.

This Code of Ethics and Conduct is not an employee contract. The Code of Ethics and Conduct does not limit the obligations of any employee under any existing non-compete, non-disclosure or other employment related agreements by which the employee is bound or Policies which cover the employee.

Director, Officer, or Employee

Date