

COPIC, A RISK RETENTION GROUP

CODE OF BUSINESS CONDUCT AND ETHICS

1. All directors, officers and employees of COPIC, A Risk Retention Group (the “Company”) shall:
 - a. Adhere to honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 - b. Exercise full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed with the Department of Insurance, Securities, and Banking of the District of Columbia (“DISB”);
 - c. Comply with all applicable District laws, regulations and orders of the DISB;
 - d. Protect and properly use the assets of the Company;
 - e. Report any violations of this Code of Business Conduct and Ethics promptly.
2. No director, officer or employee, or member of his or her family, shall accept, except on behalf of the Company, any money or valuable thing because of any purchase, sale, investment or loan made by or for the Company, nor shall any such person have any pecuniary interest in any such purchase, sale, investment or loan.
3. No director, officer or employee, or member of his or her family, shall obtain any loan from the Company; nor shall any of them, without the consent of the Board of Directors, hold or acquire a financial interest in any enterprise which is in competition with the Company, or which to the knowledge of the business has any business relationship with the Company as a vendor or supplier, or which to the knowledge of the individual has any outstanding loan from the Company or is negotiating such loan.
4. Directors, officers and employees, and members of their families, should avoid receiving gifts, gratuities, favors or services of any kind from any person, firm or corporation doing business or seeking to do business with the Company under circumstances in which it might be inferred that the purpose of the donor was to influence the individual in the performance of his or her duties. Directors, officers, and employees, and their family members, must disclose any gift, including entertainment, from a vendor or outside source which is more than a nominal value. For purposes of this policy, “nominal value” means any gift which exceeds \$500 in value.
5. No director, officer or employee shall divulge to others confidential Company information, or use such information for personal profit.
6. No director, officer or employee shall have any position with any other business enterprise, the existence of which would conflict or might reasonably be supposed to conflict with the individual’s performance of Company duties or responsibilities, without full and complete disclosure thereof to the Board of Directors.
7. Whenever an individual becomes aware of a conflict of interest in his or her personal situation, or has any doubt as to any activity, interest, or relationship which could be construed as a conflict of interest, such individual shall promptly report the facts to the President of the Company.