CODE OF CONDUCT
For Towne Park Leaders
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A Message from the President

Dear Towne Park Leader,

Towne Park is a dynamic, fast-paced and ever-changing company where you are uniquely empowered to impact the success of the organization. Even through dramatic growth and change, the principles that govern our company remain a solid foundation of this great organization. The Towne Park Credo establishes many standards which we, as Towne Park leaders, must uphold to preserve the values, culture and integrity that our company was built on. This Credo also serves to ensure that we protect the interests of the company, our shareholders, and our associates to ensure long-term success.

Compliance with the Code of Conduct is basic and essential. Failure to comply with laws, regulations, policies, procedures and ethical standards can result in Towne Park incurring fines or other penalties, suffering restrictions on our business activities and, in some cases, the withdrawal of the right to carry on business. Failure to comply with the Code of Conduct can also have serious consequences for you personally. This could include loss of career prospects, loss of employment, fines, legal action, or even imprisonment.

The Towne Park Executive Committee fully endorses the principles set out in this document and we believe it is an essential guide for proper conduct at the company. Therefore, you should read and become familiar with the Code of Conduct and observe it at all times. If you are ever in doubt, consult your direct manager, Manager of Talent Operations or a senior leader for help.

As a leader, you represent Towne Park to the world. Thank you for your dedication to modeling Towne Park’s culture, values and beliefs.

Sincerely,

[Signature]

Dave Nichols
President and Chief Operating Officer
TOWNE PARK CREDO
THE WORDS WE LIVE BY

We will be the world leader in valet parking and parking management services by deploying talent and operational expertise in hospitality, healthcare and other specialized markets.

The Very Best People are the Foundation.
Winners seek growth and opportunities – not just a job.
We maximize potential by fostering a diverse and inclusive workplace.

Customers are Our Most Important Asset.
We anticipate the needs of our customers and exceed their expectations.
We turn customers into promoters by consistently delivering value.

Profitability Secures Our Future.
We will always pursue the best opportunities for our company to profit and grow.
Company profitability rewards shareholders, associates, and our communities.

Integrity is Not Negotiable.
We operate with integrity and the highest standards of ethics in all we do.
We treat all people with fairness, dignity and respect.

Good Enough Never Is.
We embrace positive change and thrive on continuous improvement.
We are innovators with expertise valued by our customers and recognized by competitors.
CODE OF CONDUCT

Towne Park policy requires that all associates comply with the general law, with all rules and regulations applicable to our business, with all company policies and procedures and with proper standards of business conduct. As a manager, leader or executive of the company, you have been entrusted with an even greater level of responsibility to model proper conduct and to uphold our values and ethical standards.

It is your responsibility as a leader of Towne Park to:
- know and understand the laws and regulations that apply to you in your work;
- know and understand Towne Park policies and standard operating procedures;
- comply with those laws, regulations, policies and procedures;
- ensure that other people who work with you also comply, especially if they report to you; and
- report to a senior leader any person who does not comply, if you become aware of it.

Failure to adhere to this Code of Conduct is a serious matter which may result in disciplinary action including termination of employment or, in extreme cases, legal action. For more information about specific policies, refer to the Towne Park Associate Handbook and official Standard Operating Procedures (SOPs) which are available through Employee Self Service (ESS), Towne Point, or the Talent Department.

NOTE: In this document the term “senior leader” is used to refer to any company director, district manager, vice president or Executive Committee member. If you are uncertain about the proper escalation of any matter, direct your concern to the President of the company.

SPECIFIC TOPICS

The Code of Conduct applies to all areas of the business, including operations, administration and sales. This section contains statements of Towne Park’s policy on a number of specific matters which may affect you during the course of business. This is in no way intended to be a complete listing of all potential concerns. Rather, it is provided as a guide to illustrate the types of behaviors expected by Towne Park leaders.

Personal Behavior

As a leader at Towne Park, all eyes are on you. Associates, clients, customers and the public all judge any company based in large part on the behaviors demonstrated by its leaders. Therefore, how you behave sends a strong message about Towne Park’s values and culture – an image that is critical to the company’s continued growth and success. Following are examples of expected personal behavior:

- Maintain professional written, verbal, and non-verbal communication that is free from foul, inappropriate, and offensive language.
- Never drink alcohol during your work hours and avoid becoming intoxicated at company-sponsored social events or at any venue where Towne Park associates are present. Avoid using or distributing illegal substances.
- Maintain professional dress and appearance standards representative of your elevated role in the organization and in compliance with policies.
- Demonstrate kindness, caring and respect toward all individuals. Be inclusive and remain open to suggestions, opinions and differences in people.

Treatment of People

We all deserve to work in an environment where we are treated with dignity and respect. Towne Park is committed to creating such an environment because it brings out the full potential in each of us, which, in turn, contributes directly to our business success. We cannot afford to let anyone’s talents go to waste. Towne Park requires that you and your fellow associates are treated fairly, impartially and with dignity and respect. You must behave in the same way to associates, clients, customers and all people whom you interact...
with during the course of conducting business. All forms of discrimination and harassment (whether sexual, racial, or any other reason) are strictly forbidden. Sexual harassment includes unwelcome sexual advances, requests for sexual favors, and verbal or physical conduct of a sexual nature that creates an offensive employment environment. Clearly these activities have no place in a professional work environment.

Managers and associates alike must maintain a strong commitment to combating workplace violence. One of the best ways to prevent workplace violence is to eliminate violence-provoking situations by ensuring all people are treated impartially with respect and dignity. Please understand that abusive language, physical threats, violence, and harassment are egregious infractions that may result in dismissal.

Please refer to the Progressive Discipline SOP for more information on the proper procedures for administering disciplinary or corrective action. Your Manager of Talent Operations can provide you with tools, coaching and counsel related to the most effective ways to manage the performance of those who report to you.

Diversity Inclusion

As stated in our Credo, we believe that our company’s potential can be maximized only when we foster a diverse and inclusive workplace. Our diversity and inclusion vision provides opportunities for all associates to contribute, develop, and participate in shaping the future of our company. As a diversity-conscious manager or leader, we expect you to practice inclusion by:

- Sourcing, hiring, retaining, and promoting associates from diverse backgrounds
- Coaching and grooming diverse associates for advancement
- Developing associates through delegation
- Building cohesive, productive work teams with our diverse associates
- Being “up-front” about conflicts between associates by engaging in courageous conversations
- Maintaining a low rate of discrimination and harassment complaints
- Becoming more proficient when planning and leading meetings effectively with a diverse staff
- Learning about the cultural and generational norms and values of associates, clients, guests, customers and patients
- Proactively helping new associates adapt to Towne Park’s culture
- Assessing the need for cultural- and generational-based sensitivity training

Stewardship for Resources

As a manager or leader you are entrusted with company, client and/or customer resources which may include funds, physical or intellectual property, systems, and human resources. We trust you to be a disciplined and conscientious steward of those resources. Therefore, use of such resources should be for company business and activities only. Stealing, misusing, or misappropriating company, client or customer resources may be cause for dismissal.

Illicit Payments and Favors

You must not give or receive any bribe or other illicit payment. This applies to any form of secret payments to any person. If you receive any proposal or suggestion to make or receive any such payment, report it immediately to a senior leader.

Subject to certain restrictions, you may give or receive other kinds of favors (excluding cash) where these are in the ordinary course of your duties. Such favors may include gifts, special privileges, and employee discounts. You may give or receive such gifts or favors only if they are of small value ($25 or less), customary in nature, and only if you do not expect to receive or are not expected to give anything in return. You must inform a senior leader of any gifts or favors which are in any way unusual.

Of particular concern are “deals” where Towne Park and/or client revenue opportunities are traded for favors. One example includes trade-outs of parking spaces for free or discounted services for the manager and/or associates.
In some cases, these arrangements may be appropriate. However, all such circumstances should be reviewed and approved by a senior leader in advance.

Conflicts of Interest

You must avoid putting yourself into a position where your personal interests could conflict with your duty to Towne Park and our clients. Examples of these situations include:

- Giving business of Towne Park or a client to a company or other business interest owned by your family or friends
- Having any form of financial interest (other than in quoted shares) in any supplier or client
- Using company or client resources for your own personal gain
- Doing business for company clients on your behalf rather than doing that same business on behalf of Towne Park
- Working directly or indirectly for a competitor or client

There may be circumstances where these or similar activities are appropriate and do not cause a conflict of interest. Please share any actual or potential conflicts of interest with a senior leader for guidance.

Matters of Regulation and Compliance

Towne Park is a growing organization with expanding compliance and regulatory obligations that managers and leaders must be acutely aware of. Following policies and procedures established by the company will help to ensure that you uphold your obligations in this area. Listed below are some examples of regulatory and compliance concerns that you should be aware of.

Tax Compliance
If you are involved in handling tax matters on behalf of Towne Park, you must ensure that your employer complies fully with all tax laws and regulations. For example, Towne Park must report all of its income and expenditures, prepare and submit complete and timely tax returns, and pay all of the tax due on all of its income in accordance with the law.

Business Licenses
Towne Park must be properly licensed to carry on its business and must not carry on activities which exceed the scope of the licensees which it holds.

Contractual Agreements
All associates are prohibited from entering any contractual agreements on behalf of Towne Park without approval from the Executive Committee.

Wage and Hour Regulations
Managers have a duty to ensure that all associates are paid in accordance with Towne Park policies and applicable law. No associate may be allowed to perform any form of work for the company or a client without pay. All work hours for hourly associates must be recorded in the payroll system in accordance with the dates and times that work is performed so that overtime and other earnings can be calculated accurately. Managers must also ensure proper compliance with payroll record retention and security.

Personal Taxation
You must declare all compensation from your employment with Towne Park to local, state and federal tax authorities in compliance with the law and you must pay all applicable taxes on compensation. This includes, but is not limited to: direct pay; benefits such as bonuses, fringe benefits, allowances (i.e. communication, housing, relocation); and company stock. Managers must ensure that all forms of compensation are reported to the Payroll Department in accordance with policies and procedures. Where permitted, Towne Park may be able to arrange to pay associates in a manner which enables them to benefit from favorable tax treatment while ensuring that there is no breach of laws or regulations. Please discuss these matters with the Talent Department or the Payroll Department.
Privacy and Confidentiality
Company leaders must exercise diligence in complying with Towne Park’s policies and procedures related to confidential and private information including, but not limited to: trade secrets, business plans, marketing and sales programs, financial results, associate information, customer, patient or supplier information, and payroll information. You are also subject to state and/or federal laws that regulate the use and disclosure of personal and financial information of customers, clients and associates of Towne Park. All salaried and professional/administrative associates are required to sign Towne Park’s Business Protection Agreement.

Accounting/Business Irregularities
It is the responsibility of all associates of Towne Park to report irregularities to the Talent Department or a senior leader. As a leader of the company, knowledge of significant/severe irregularities and not reporting it can hold you to some degree of culpability. Irregularities can range from significant service failures to unusual accounting practices. Some examples of unusual accounting practices can range from holding or modifying cash/cash drops to giving away short term and prepaid ticketing. Should you feel there is any type of irregularity at your property, please contact the Towne Park Care Line at 1-866-441-4313 or email careline@townepark.com. We will do our utmost to keep the information confidential and only involve necessary parties needed to conduct an investigation.

Personal Opinions and Media Representation
While Towne Park recognizes your right to personal opinion as an individual, we expect every associate to abide by company policies, priorities, and directives in conjunction with the performance of job responsibilities. If you are in disagreement with company policies or priorities, you are expected to refrain from public statements (including via the internet and social media) that would damage or misrepresent Towne Park. Instead, attempt to resolve the disagreement through the appropriate internal channels, starting with your direct manager or a senior leader.

Only members of the Executive Committee and designated public relations staff may be authorized to represent Towne Park publicly in the media. All associates including members of the executive and leadership groups must seek authorization directly from either the Chief Executive Officer or President prior to making public statements, speaking for Towne Park, or representing the company in any form of media.

Safety
Be aware of your own personal safety and the safety of others and observe all safety rules and regulations. Report any injuries, unsafe conditions, unsafe practices or hazards in accordance with established procedures. Model safe and responsible behavior including avoiding driving while intoxicated or distracted (texting, e-mailing, etc.). Reporting for work under the influence of intoxicants or abuse of intoxicants on the job is cause for dismissal.

Personal Relationships in the Workplace
Towne Park’s policy on workplace romances has been adopted to avoid potential problems including personal conflicts, favoritism and sexual harassment charges, especially in the case of personal relationships between supervisory and subordinate personnel. There are also the obvious risks of distraction from job responsibilities, placing co-workers in uncomfortable circumstances, scheduling/leave conflicts, and breach of confidentiality when one associate has access to information the other doesn't.

All managers are responsible for maintaining a professional business environment. An intimate relationship between individuals who have a direct or indirect supervisory relationship is highly inappropriate. If such a situation develops, the involved associate in the supervisory role must communicate this fact to a Manager of Talent Operations so that a transfer or reassignment may be considered for either party.
When romantic relationships between co-workers (same position or job level) cause problems or have the potential to raise concerns, management may become involved to work out a solution. Again, Towne Park expects and appreciates the involved parties’ ability to resolve any issues related to personal relationships.

**Reporting Concerns**

At Towne Park everyone should feel comfortable to speak his or her mind, particularly with respect to ethics concerns. Managers have a responsibility to create an open and supportive environment where associates feel comfortable raising such questions. We all benefit tremendously when associates exercise their power to prevent mistakes or wrongdoing by asking the right questions at the right times.

Towne Park will investigate all reported instances of questionable or unethical behavior. In every instance where improper behavior is found to have occurred, the company will take appropriate action. We will not tolerate retaliation against employees who raise genuine ethics concerns in good faith. The Towne Park Care Line procedure may be used for reporting ethics concerns. For your information, the Care Line policy is posted below.

**Towne Park Care Line**

The Towne Park Care Line is a service available for our associates. It provides you with a place to turn for answers to questions and issues that are important to you. Most of your questions or concerns can quickly be answered by our management team at your location. If you need further assistance, we encourage you to call the Towne Park Care Line at 1-866-441-4313 or email careline@townepark.com.

When you have questions pertaining to employment, the simple procedure outlined below should be followed to get the answers you need.

- Other than issues of harassment, first discuss your question, issue or concern with your Account Manager/Corporate Supervisor.
- In the event that you do not receive an answer to your question or concern or if you are uncomfortable approaching your Account Manager/Corporate Supervisor, then call the Towne Park Care Line at 1-866-441-4313. You may leave a message on the special toll-free number at any time during the day. We will return you call by the next business day.
- Your call will be answered by a Towne Park Care Line representative who will ask you specific questions regarding your concern or issue.
- If the Towne Park Care Line representative cannot answer your questions, he/she will refer your inquiry to the appropriate Towne Park executive for follow-up and action. You will be contacted for additional information as necessary.

**Do the Right Thing!**

The success of our business is dependent on the trust and confidence we earn from our associates, customers and shareholders. We gain credibility by adhering to our commitments, displaying honesty and integrity and reaching company goals solely through honorable conduct. It is easy to say what we must do, but the proof is in our actions. Ultimately, we will be judged on what we do.

Several key questions can help identify situations that may be unethical, inappropriate or illegal. Ask yourself:

- Does what I am doing comply with the Towne Park’s guiding principles, Credo and company policies?
- Have I been asked to misrepresent information or deviate from normal procedure?
- Would I feel comfortable describing my decision at a staff meeting?
- How would it look if it made the headlines?
- Am I being loyal to my family, my company and myself?
- What would I tell my child to do?
- Is this the right thing to do?

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CODE OF CONDUCT ACKNOWLEDGEMENT

Towne Park policy requires that all associates comply with the general law, with all rules and regulations applicable to our business, with all company policies and procedures and with proper standards of business conduct. I acknowledge that Towne Park has issued me a copy of the Code of Conduct for Towne Park Leaders and I understand my responsibilities and obligations as outlined within these guidelines.

Specifically, I understand that my responsibilities as an employee of Towne Park include to:

- know and understand the laws and regulations that apply to me in my work;
- know and understand Towne Park policies and standard operating procedures;
- comply with those laws, regulations, policies and procedures;
- ensure that other people who work with me also comply, especially if they report to me; and
- report to a senior leader any person who does not comply, if I become aware of it.

Further, I understand that failure to adhere to this Code of Conduct is a serious matter which may result in disciplinary action including termination of employment or, in extreme cases, legal action.

Name ____________________________________________ Date _____________________________