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Policy Owner:	Legal

## Code of Conduct and Business Ethics

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### Introduction

Latham Group, Inc., and its subsidiaries (“Latham” or the “Company”) requires the highest standards of professional and ethical conduct from its employees, officers, and directors. These standards support our mission to providing top quality products, competitive lead times, and customer-centric service, make Latham 'easy to do business with,' and the preferred manufacturer in the swimming pool industry. Our reputation for honesty and integrity is key to the success of our business. Latham intends that our business practices will comply with the laws of all of the jurisdictions in which we operate, and that honesty, integrity and accountability will always characterize our business activity. No employee, officer or director may achieve results through violations of laws or regulations or unscrupulous dealings.

This Code reflects Latham’s commitment to this culture of honesty, integrity, and accountability and outlines the basic principles and policies with which all employees, officers, and directors are expected to comply. We expect you to read this Code thoroughly and carefully. This Code has been adopted by the Audit Committee of Latham’s Board of Directors. It is reviewed annually by Latham’s General Counsel and Chief Human Resources Officer, with revisions submitted to the Audit Committee for review and approval, as needed.

In addition to following this Code in all aspects of your business activities, you are expected to seek guidance in any situation where there is a question regarding compliance issues, whether with the letter or the spirit of the Company’s policies and applicable laws. Cooperation with this Code is essential to the continued success of the Company’s business and the cultivation and maintenance of its reputation as a good corporate citizen. To ensure employees understand their obligations under this Code, Latham provides all employees with compliance training annually. Each training asks employees to respond to scenarios to test their knowledge and understanding of Latham’s expectations for their ethical performance. Additionally, employees are asked to recertify their agreement to follow this Code as part of the annual training.

Misconduct is never justified, even where sanctioned or ordered by an officer or other individual in a position of higher management. No individual, regardless of stature or position, can authorize actions that are illegal, or that jeopardize or violate Company standards. The Company strongly encourages employees, vendors, suppliers, contractors, and third parties to report any condition which they, in good faith, believe violates this Code. To enable such reporting, Latham has established an Ethics Reporting Hotline and web portal to receive any such report (which may or may not be anonymous, at the reporter’s option). The web portal and Hotline number are both at the end of this Code. Additionally, Latham has taken the following actions to ensure employees and third parties are aware of the means of reporting behavior prohibited by this Code: (a) regularly sending out email communications to employees reminding them of the Hotline and web portal; (b) posting a webpage with information on the reporting options available on the Company’s investor relations site and commercial site; and (c) posting contact information on closed circuit television displayed in each of Latham’s facilities.

We note that this Code sets forth general principles of conduct and ethics and is intended to work in conjunction with the specific policies and procedures that are covered in the Company’s Employee Handbook or in separate specific policy



statements, such as the Regulation FD Policy, Securities Trading Policy, and Related Person Transactions Policy, and you should refer to those policies and procedures for more detail in the specified context. Employees may review these policies on the Company's ADP site.

Nothing in this Code prohibits you from reporting possible violations of laws or regulations to the Securities and Exchange Commission, the Equal Employment Opportunity Commission, the National Labor Relations Act, or any other governmental agency or entity, cooperating in an investigation by any governmental agency or entity, or making other disclosures that are protected under whistleblower laws or regulations. You do not need the prior authorization of the General Counsel or any other person to make any such reports or disclosures and you are not required to notify Latham that you have made such reports or disclosures.

## **Conflicts of Interest**

A conflict of interest occurs when your private interest interferes, appears to interfere or is inconsistent in any way with the business interests of the Company. For example, conflicts of interest may arise if:

- You cause Latham to engage in business transactions with a company that you, your friends, or your relatives control or have a substantial financial interest in without having obtained the appropriate prior approvals required. (See also under "Related Party Transactions" below).
- You are in a position to (i) compete with, rather than help, Latham or (ii) make a business decision not on the basis of Latham's interest but rather for your own personal advantage.
- You undertake obligations or actions during your normally scheduled Latham work hours, which prevent you from meeting your obligations as a Latham employee without first notifying Latham. By way of example, this includes but is not limited to volunteer service, secondary employment/contracting, and professional organizations (in which you are not representing Latham).
- You, or any of your family members or affiliates, receive improper personal benefits other than gratuities and payments received or provided in compliance with the guidelines set forth in "Business Gifts and Entertainment" below as a result of your position in the Company.
- You engage in secondary employment (including self-employment) that conflicts with your responsibilities at Latham, is for a competitor, client or supplier of the Company or involves competition with Latham, including a business of your own.
- You borrow from or lend anything of value to any customer or supplier that does business with Latham or wishes to do business with Latham.
- You solicit donations of any kind from customers, suppliers or public officials in a manner which communicates compliance is a prerequisite for future business.

A conflict of interest may not be immediately recognizable, so potential conflicts must be reported immediately to the



General Counsel. Further, if you become aware of a conflict or potential conflict involving another employee, officer, or director, you should bring it to the attention of the General Counsel or a member of the Audit Committee of the Board of Directors. If the concern requires confidentiality, including keeping particular individuals anonymous, then this confidentiality will be protected, except to the extent necessary to conduct an effective investigation or as required by applicable law, regulation, or legal proceedings.

### **Related Party Transactions**

Latham has adopted a policy that requires the review and approval of any transaction, arrangement or relationship where Latham was, is or will be a participant and the amount involved exceeds \$120,000, and in which any "Related Person" (generally defined as any director (or director nominee) or executive officer of the Company, beneficial owner of more than 5% of the Company stock, any immediate family member of the foregoing and any entity in which any of the foregoing persons is employed or is a general partner or principal or in a similar position or in which that person has a 10% or greater beneficial ownership interest) had, has or will have a direct or indirect material interest. Before entering any such transaction, arrangement or relationship, the General Counsel must be notified of the facts and circumstances of the proposed transaction, arrangement, or relationship. If the General Counsel determines that a transaction, arrangement, or relationship is indeed a related party transaction, then such transaction will be sent to the Audit Committee (or the Chair of such committee) for their review and approval. Only those transactions that are in, or are not inconsistent with, the best interests of the Company shall be approved. For more detail, please see the Company's Related Person Transactions Policy.

### **Corporate Opportunities**

When carrying out your duties or responsibilities, you owe a duty to Latham to advance its legitimate business interests. Except as provided in Latham's constituent documents, employees, directors, and officers are prohibited from (i) taking for themselves opportunities that arise through the use of corporate property, information or position, (ii) using corporate property, information or position for personal gain and (iii) competing with Latham.

### **Public Reporting**

Full, fair, accurate and timely disclosure must be made in the reports and other documents that Latham files with, or submits to, the SEC and in its other public communications. Such disclosure is critical to ensure that Latham maintains its good reputation, complies with its obligations under the securities laws and meets the expectations of its shareholders.

Persons responsible for the preparation of such documents and reports and other public communications must exercise the highest standard of care in accordance with the following guidelines:

- all accounting records, and the reports produced from such records, must comply with all applicable laws;
- all accounting records must fairly and accurately reflect the transactions or occurrences to which they relate;
- all accounting records must fairly and accurately reflect in reasonable detail the Company's assets, liabilities,



revenues and expenses;

- accounting records must not contain any false or intentionally misleading entries;
- no transactions should be intentionally misclassified as to accounts, departments or accounting periods;
- all transactions must be supported by accurate documentation in reasonable detail and recorded in the proper account and in the proper accounting period;
- no information should be concealed from the internal auditors or the independent auditors; and
- compliance with the Company's internal control over financial reporting and disclosure controls and procedures is required.

## **Confidentiality**

Employees, officers, and directors must maintain and protect the confidentiality of information entrusted to them by Latham, or that otherwise comes into their possession, during their employment or while carrying out their duties and responsibilities, except when disclosure is authorized by your manager, a Latham policy, or legally mandated.

The obligation to preserve confidential information continues even after employees, officers and directors leave the Company.

Confidential information encompasses all non-public information (including, for example, "inside information"<sup>1</sup> or information that suppliers and customers have entrusted to Latham) that may be of use to competitors or may otherwise be harmful to Latham or its key stakeholders, if disclosed. Financial information is of special sensitivity and should under all circumstances be considered confidential, except where its disclosure is approved by Latham or when the information has been publicly disseminated.

## **Protection and Proper Use of Company Assets**

All employees, officers and directors should promote and ensure the efficient and responsible use of Latham's assets and resources by the Company. Theft, carelessness, and waste have a direct impact on Latham's profitability. Any suspected incidents of fraud or theft should be immediately reported for investigation.

Company assets, such as proprietary information, funds, materials, supplies, products, equipment, software, facilities, and other assets owned or leased by Latham or that are otherwise in Latham's possession, may only be used for legitimate business purposes and must never be used for illegal purposes.

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<sup>1</sup> "Inside information" may include material, non-public information that has not publicly been disclosed and has the potential to affect the price of a security.



Proprietary information includes any information that is not generally known to the public or would be valued by, or helpful to, our competitors. Examples of proprietary information are intellectual property, business and marketing plans, customer lists, and employee information (for example, social security numbers, health information, and other personally identifiable information). The obligation to use proprietary information only for legitimate business purposes continues even after individuals leave Latham.

### **Insider Trading**

Insider trading is unethical and illegal. Employees, officers, and directors must not trade in securities of a company while in possession of material non-public information regarding that company. It is also illegal to “tip” or pass on inside information to any other person who might make an investment decision based on that information or pass the information to third parties. Latham has a Securities Trading Policy, which sets forth obligations in respect of trading in Latham’s securities.

### **Fair Dealing**

Each employee, officer, and director, in carrying out his or her duties and responsibilities, should endeavor to deal fairly with each other and Latham’s customers, suppliers and competitors. No employee, officer or director should take unfair advantage of anyone through illegal conduct, manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

### **Compliance with Laws, Rules and Regulations**

Compliance with both the letter and spirit of all laws, rules, and regulations applicable to Latham, including any securities exchange or other organization or body that regulates the Company, is critical to our reputation and continued success. All employees, officers and directors must respect and obey the laws of the cities, states and countries in which Latham operates and avoid even the appearance of impropriety. Employees, officers, or directors who fail to comply with this Code and applicable laws will be subject to disciplinary measures, up to and including discharge from the Company.

### **Compliance with Antitrust Laws**

The Company believes in fair and open competition and adheres strictly to applicable antitrust laws. It should be noted however that the following section is not an exhaustive summary of relevant antitrust laws. Additional antitrust considerations not covered in this section include participation in trade association, monopolization, price discrimination and other practices that affect competition.

As a general proposition, any contact with a competitor may be problematic under antitrust laws. Accordingly, all employees, officers and directors should avoid any such contact relating to the business of Latham or the competitor without first obtaining the approval of the General Counsel. Any additional concerns relating to the aforementioned areas of potential antitrust breach should also be directed to the General Counsel. If the General Counsel is unavailable, the Chief Human Resources may also be contacted.



Note our general rules concerning contact with competitors:

- Agreements among competitors, whether written or oral, that relate to prices are illegal per se. In other words, such agreements, by themselves, constitute violations of the antitrust laws. There are no circumstances under which agreements among competitors relating to prices may be found legal. Price fixing is a criminal offense and may subject Latham to substantial fines and penalties and the offending employee to imprisonment and fines.
- Antitrust laws may be violated even in the absence of a formal agreement relating to prices. Under certain circumstances, an agreement to fix prices may be inferred from conduct, such as the exchange of price information, and from communications among competitors even without an express understanding. Although exchanges of price information are permitted in certain circumstances, Latham employees should not participate in such exchanges without first obtaining the approval of the General Counsel.
- It is a per se violation of antitrust laws for competitors to agree, expressly or by implication, to divide markets by territory or customers.
- It is a per se violation of the antitrust laws for competitors to agree not to do business with a particular customer or supplier. As with agreements to fix prices, the antitrust laws can be violated even in the absence of an express understanding.
- Any communication between competitors concerning problems with any customer or supplier may violate antitrust laws and should be avoided.

## **Compliance with Environmental Laws**

Latham is sensitive to the environmental, health and safety consequences of our operations. Accordingly, Latham strictly complies with all applicable environmental laws and regulations and considers sustainability in its planning decisions. If any individual has any doubt as to the applicability or meaning of a particular environmental, health or safety regulation, they should discuss the matter with the General Counsel or the Senior Director of Environmental, Health & Safety.

## **Discrimination and Harassment**

The Company values a diverse working environment and is committed to the principle of equal opportunity in employment for all employees and a respectful work environment 100% of the time. No persons will be discriminated against in employment because of race, color, religion, sex (including pregnancy, sexual orientation, gender identity, gender expression, or gender transition status), age, national origin, citizenship, religion, physical or mental disability, genetic information (including family medical history), political affiliation, military/veteran status, or any other characteristic protected by applicable law. Abusive, harassing, or offensive conduct is unacceptable, whether verbal, physical, or visual, and Latham has a zero-tolerance attitude against such behavior. Examples include but are not limited to derogatory comments based on racial, ethnic or any other classification and unwelcome sexual advances. The Company encourages the reporting of harassment when it occurs via the reporting procedure in the Prohibition of Discrimination, Sexual and



Other Workplace Harassment/Anti-Retaliation policy. Latham provides antidiscrimination and antiharassment training to employees on an annual basis. In addition, Latham encourages the use of its reporting line by promoting it through internal communications such as email reminders and posting on closed circuit informational televisions displayed at each location. Employees may also review our Equal Employment Opportunity and Prohibition of Discrimination, Sexual and Other Workplace Harassment/Anti-Retaliation policies for additional information.

## **Safety and Health**

Latham is committed to keeping its workplaces free from hazards and considers safety the #1 priority of the business. Employees are required to comply with all applicable laws and Company policies regarding safety and health while at work and discharging your work duties. Employees should report any accidents, injuries or unsafe equipment, practices, near-miss accidents and/or conditions immediately to a supervisor or other designated person. Threats or acts of violence or physical intimidation are prohibited. See our Violence-Free Workplace Policy (which is available to employees on ADP) for more information.

You must not engage in the use of any substance that could prevent you from discharging your work duties and responsibilities safely and effectively. Our Drug and Alcohol-Free Workplace Policy (which is available to employees on ADP) provides specific guidance.

## **Company Records and Document Retention**

Records created, received, or used during the conduct of Company business, including all communications sent or received using Latham's email system, are at all times the property of Latham wherever those records may be located. At any time, Latham and, in certain circumstances, third parties (including government officials), may review, without prior notice to personnel, any and all firm records, including records marked "Personal" or "Private."

Any records that you create and store are subject to this Code and may be demanded by third parties during the course of litigation or a government investigation or, in the case of records sent outside the Company, subject to the records retention policies of the recipients.

You should, therefore, refrain from discriminatory remarks, harassment, and threats of violence or similar inappropriate or unlawful conduct. This applies to communications of all kinds, including e-mail, instant messaging, voice mail messages, text messages, video recordings and informal notes or interoffice memos. Records should be retained and destroyed in accordance with Latham's records retention policy.

## **Use of Electronic Media**

Latham has developed a policy to ensure that you understand the rules governing your use of Latham's computer network, and options for e-mail and voicemail or other messaging services, Internet access or other use of electronic media. All Company equipment, including desks, computers and computer systems, computer software, electronic storage devices,



cellphones or other mobile devices, e-mail, voicemail, and other physical items are for business use only. Latham at all times retains the right to access and search all such electronic media or other items contained in or used in conjunction with the Company's computer, e-mail, voicemail and Internet access systems and equipment with no prior notice.

Like Latham's computer network, e-mail and voicemail services, access to Internet services such as web-browsing or newsgroups is provided to employees by Latham only for business use. Any personal use must be infrequent and must not involve any prohibited activity, interfere with the productivity of the employee or their co-workers, consume system resources or storage capacity on an ongoing basis or involve large file transfers or otherwise deplete system resources available for business purposes.

Your messages and computer information are considered Company property and consequently, employees should not have an expectation of privacy in the context of computer and voice mail use. Unless prohibited by law, Latham reserves the right to access and disclose this information as necessary for business purposes. Use good judgment, and do not access, send messages, or store any information that you would not want to be seen or heard by other individuals.

Latham also recognizes that many employees are choosing to express themselves by using Internet technologies, such as blogs, wikis, file-sharing, user generated audio and video, virtual worlds, and social media sites, such as Facebook, LinkedIn, TikTok, Snapchat, Instagram, and Twitter. Whether you choose to participate in such social media outside of work on your own time is your own decision. However, you are reminded that Latham has in place policies that apply to such social media use by its employees.

## **Business Gifts and Entertainment**

Business gifts and entertainment are often customary courtesies designed to build goodwill among business partners and clients. However, issues may arise when such courtesies compromise, or appear to compromise, the recipient's ability to make objective and fair business decisions. In addition, issues can arise when the intended recipient is a government official. Offering or receiving any gift, gratuity or entertainment that might be perceived to unfairly influence a business relationship should be avoided. These guidelines apply at all times, and do not change during traditional gift-giving seasons, and apply equally to employees, officers or directors offering gifts and entertainment to Latham's business associates.

The value of gifts should be nominal, both with respect to frequency and monetary amount. For example, gifts that total no more than \$100 in value would generally be acceptable. Frequent gifting to a recipient may be perceived as an attempt to create an obligation to the giver and is therefore inappropriate. Likewise, business entertainment should be moderately scaled and intended only to facilitate legitimate business goals. For example, should tickets to a sporting or cultural event be offered, the offeror must attend the event as well. The following questions may provide guidance in the instance of doubt:

- Is the action legal?
- Does the action raise doubts or concerns?
- Should another individual be consulted?





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- Is the action clearly business-related?
- Is the action or gift moderate, reasonable, and in good taste?
- Would public disclosure of the action or gift embarrass or harm the Company?
- Is there an expectation of reciprocation or favors?

Strict rules apply when Latham does business with governmental agencies and officials, whether in the U.S. or in other countries. As such, the Company requires compliance with the letter and spirit of all applicable anti-bribery laws, including the U.S. Foreign Corrupt Practices Act (“FCPA”), the Canadian Corruption of Foreign Public Officials Act and the UK Bribery Act of 2010. It requires officers, directors, agents, contractors, or team members to never offer, pay or receive a bribe, kickback, or any other kind of inappropriate payment to win business, to influence a business or procurement decision, or to advance the Company’s interest with government authorities or with non-governmental commercial personnel.

## **Political Activities and Contributions**

The Company respects the right of each of its employees to participate in the political process and to engage in political activities of their choosing; however, while involved in their personal and civic affairs employees must make clear at all times that their views and actions are their own, and not those of the Company. Employees may not use Latham’s resources to support their choice of political parties, causes or candidates.

Latham may occasionally express its views on local and national issues that affect its operations. In such cases, Latham funds and resources may be used, but only when permitted by law and by Company guidelines. Latham may also make limited contributions to political parties or candidates in jurisdictions where it is legal and customary to do so. Latham may pay related administrative and solicitation costs for political action committees formed in accordance with applicable laws and regulations. Any use of Company resources for Latham’s political activities, including contributions or donations, requires advance approval by the Company’s General Counsel.

## **Bribery and Corruption**

Employees, officers and directors, as well as contractors, business partners, agents, representatives, and others acting on behalf of the Company, must comply with all laws prohibiting bribery, corruption and kickbacks, including laws prohibiting improper payments to domestic and foreign officials, such as the FCPA, the U.K. Bribery Act, and the laws of other nations implementing the OECD Convention on Combating Bribery of Foreign Officials in International Business Transactions (“Anti-Corruption Laws”).

Because the Company is headquartered and listed in the U.S. this section focuses primarily on the FCPA and its prohibition against bribing foreign officials, but other laws and this Policy equally prohibit bribery of U.S. officials, and other laws (such as the UK Bribery Act) prohibit bribery of private persons involved solely in commercial activities or the private sector. This Policy also prohibits employees, officers, and directors, as well as contractors, business partners, agents, representatives, and others acting on behalf of Latham from soliciting or receiving a bribe, kickback, or other corrupt payment.



Latham adopts the definition of bribery and corruption set forth in the FCPA which prohibits an offer, payment, promise of payment, or authorization of the payment of any money or thing of value to a foreign official, foreign political party, official of a foreign political party or candidate for political office to induce or influence any official act or decision or to secure any improper advantage. "Money or thing of value" includes not only money and things with a monetary equivalent (such as gift cards), but also includes gifts, entertainment, hospitality, employment, and even things that have no monetary value, such as an unpaid internship. The term "foreign official" is construed very broadly and includes any official or even a low level employee of a government (at any level including national, provincial, regional, and municipal), a government agency, or an instrumentality of a government, including a government- owned or government-controlled enterprise such as a business or commercial operation, and an officer or employee of an international organization (such as the World Bank Group or the United Nations). The FCPA and other Anti-Corruption Laws prohibit such conduct whether done directly or indirectly through an agent or other intermediary.

Although U.S. law allows certain payments to foreign officials intended solely to expedite non-discretionary routine government action, sometimes called "grease" or "facilitation" payments, this exception is a narrow one and such payments are generally illegal under other laws. Accordingly, Latham's policy is to prohibit such payments.

Therefore, no payment may be made to a foreign official even for non-discretionary action without first consulting with and obtaining written authorization from the General Counsel. If a facilitation payment is made, whether it is authorized or not, such payment must be accurately and fairly recorded in Latham's books, records, and accounts.

The FCPA further requires compliance by the Company with record keeping and internal controls requirements. As noted in Section V of this Code (Public Reporting), Latham must maintain financial records which, in reasonable detail, accurately and fairly reflect transactions and disposition of corporate assets. In particular, all bank accounts that receive or disburse funds on behalf of Latham must be properly authorized according to Latham's internal controls and accounting policies and all transactions must be recorded and accurately described on the official books and records of the Company. In addition, Latham must maintain a system of internal controls sufficient to provide reasonable assurances that the Company's assets are used only in accordance with directives and authorizations by the board of directors and senior management, and that checks and balances are employed so as to prevent the by-passing or overriding of these controls.

Violation of the FCPA and other Anti-Corruption Laws is a serious offense, subjecting Latham to substantial fines and penalties, and any individual person, including any officer, director, employee, contractor, business partner, agent, representative, or other person acting on behalf of Latham to imprisonment and fines. The FCPA prohibits Latham from paying, directly or indirectly, a fine imposed upon an individual due to a violation of the FCPA.

### **Compliance with and Amendments of This Code**

Failure to comply with this Code or applicable laws, rules or regulations may result in disciplinary measures, including discharge from your employment with Latham.

Violations of this Code may also constitute violations of law and may result in civil or criminal penalties for such person,



such person's supervisors and/or Latham. The Board of Directors will determine, or designate appropriate persons to determine, appropriate actions to be taken in the event of a violation of this Code in relation to Executives and Directors. In determining what action is appropriate in a particular case, the Board of Directors or its designee will consider the nature and severity of the violation, whether the violation was a single occurrence or repeated occurrences, whether the violation was intentional or inadvertent, whether the individual in question had been advised prior to the violation as to the proper course of action and whether or not the individual in question had committed other violations in the past. The General Counsel will determine appropriate actions to be taken in the event of a violation of this Code in relation to all other employees.

This Code cannot, and is not intended to, address all the ethical complexities that may arise during the course of employment or association with Latham. There will be occasions where circumstances not covered by policy or procedure arise, and where a judgment must be made as to the appropriate course of action. In such circumstances, Latham encourages common sense decision-making, and consultation with a manager, member of Human Resources, or the General Counsel for guidance pursuant to the methods discussed below in "Compliance and Contact Details".

Any material amendment of this Code will be made only by the Board of Directors and will be promptly disclosed as required by law or stock exchange regulation.

## **Compliance and Contact Details**

Board of Directors members, Executives and employees are required to report suspected or observed violations of this Code, Latham policies or applicable laws and regulations using one of the reporting mechanisms identified in this Code. Failure to follow the provisions of this Code can lead to discipline, up to and including termination.

### **1. Confidential Advice and Ethics Line**

If you think that an actual or possible violation has occurred, it is important to report your concerns immediately. Your supervisor is usually a good place to start with a compliance or ethics issue. You may also get help or advice from your supervisor's manager, human resources, or the General Counsel. If, after you have raised a concern with one of the suggested contacts, you are not satisfied or are unsure about where to go, uncomfortable about using one of the suggested contacts, or wish to raise an issue anonymously, please call the Company's toll free Ethics Line: (800) 961-3635 or go to the Ethics Website: [www.lighthouse-services.com/lathampool](http://www.lighthouse-services.com/lathampool). You may choose to remain anonymous in reporting any possible violation of this Code, Latham policies or applicable laws and regulations. The Ethics Line is operated by an independent company, which will not seek to trace or identify the number from which you are calling nor your e-mail/IP address. Additionally, the Ethics Line provides information, advice and suggestions regarding the topics addressed in this Code. Alternatively, you may also contact the General Counsel. The Company strives to ensure that all questions or concerns are handled fairly, discreetly, and thoroughly. You may choose to remain anonymous.

### **2. Prompt Investigation Into Reports**

All reports are taken seriously and handled promptly, discreetly, and professionally. Reports are reviewed by a committee



consisting of the General Counsel and Chief Human Resources Officer and their designees. If the report relates to one of the foregoing individuals, the matter will be reviewed by the Chief Executive Officer or Chairman of the Audit Committee, as appropriate. Once a report is made and received, the Company will investigate promptly and all employees, officers, and directors are expected to cooperate candidly with relevant investigatory procedures. Concealing or covering up an ethical or legal violation is itself a major violation of this Code, and, absent serious mitigating circumstances, the penalty for such conduct may be immediate discharge.

### **3. Remedial Action**

Appropriate remedial action may be taken, based on the outcome of such investigation. If deemed necessary by the committee, the Company will inform the executive leadership team (which is comprised of the entirety of the C-suite) and/or the Audit Committee of the Board of Directors of the report and the action taken (or to be taken).

### **4. Retaliation Prohibited**

No employee will be discharged, demoted, suspended, threatened, harassed or in any other manner retaliated against for asking questions, raising concerns, or assisting in an investigation relating to an actual or potential violation of this Code, Latham policy or procedure, or law or regulation, provided such individual is acting in good faith. Good faith does not mean that you have to be right – but it does mean that you believe you are providing truthful information. All individuals participating in investigations are reminded of Latham’s anti-retaliation commitment during any and all interviews. Individuals engaging in retaliatory conduct will be subject to disciplinary action, which may include termination. If you suspect that you have been retaliated against for raising a compliance or ethics issue or assisting in an investigation, immediately contact one of the resources identified above. We take claims of retaliation seriously. Allegations of retaliation will be investigated and appropriate action taken.

### **5. Waiver**

Any waiver of this Code for any executive officer or director will be made only by the Board of Directors and will be promptly disclosed as required by law or stock exchange regulation. Any waiver of this Code for any other employee will be made by the General Counsel.

Nothing in this Code prohibits or restricts employees from exercising rights or engaging in activities protected by the National Labor Relations Act. This Code is not an employment contract and nothing in this Code will be deemed to create an employment or service relationship with the Company.



## Code of Conduct and Business Ethics Acknowledgement

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This is to acknowledge that I have received and reviewed Latham Group Inc.'s Code of Conduct and Ethics. I agree to comply with the standards contained in the Code and all related policies and procedures as is required as part of my continued employment or association with the organization. I further acknowledge that it is my responsibility to understand and follow compliance standards and to adhere to the ethical principles outlined in the Code of Conduct and Business Ethics.

I acknowledge that the Code is not an employment contract and nothing in the Code is deemed to create an employment or service relationship with the Company. I understand that any violation of the Code of Conduct and Business Ethics or any corporate ethics or compliance policy or procedure is grounds for disciplinary action, up to and including discharge from employment.

I will report any potential violation of which I become aware promptly to my supervisor, Human Resources or the third party, confidential ethics reporting hotline. I understand that Latham maintains a policy of non-retaliation provided that the report is made in good faith.

In signing and submitting this form, I certify that I am in compliance, to the best of my knowledge, with federal law, provincial law, state law and all company policies related to conflicts of interest and related party transactions.

**Date:** \_\_\_\_\_

**Name  
(printed):** \_\_\_\_\_

**Signature:** \_\_\_\_\_

Please return your completed form to your Human Resources partner.