



## **Code of Business Conduct and Ethics for Directors**

*THE JAYZOMON DARK MYTH COMPANY, LLC.*

**Effective Date: January 1, 2021**

### **INTRODUCTION**

At The JayZoMon Dark Myth Company, LLC ("the Company"), we are committed to maintaining the highest standards of ethical behavior and integrity. As stewards of the Company, the Board of Directors ("the Board") must act in the best interests of our community, our creators, our partners, and our audiences. This Code of Business Conduct and Ethics for Directors ("the Code") provides guiding principles to ensure ethical, legal, and responsible decision-making.

### **1. DUTY AND RESPONSIBILITY**

Each Director must

:

- Represent the interests of the Company's shareholders and stakeholders.
- Maintain high standards of honesty, integrity, and accountability.
- Dedicate the necessary time and attention to fulfill their Board duties diligently.
- Comply with this Code and all Company policies, procedures, and applicable laws.

### **2. CONFLICTS OF INTEREST**

Directors must avoid any conflicts of interest that might impair—or appear to impair—their ability to make objective decisions. A conflict of interest may include:



- Receiving personal benefits from Company transactions.
- Competing with the Company.
- Influencing decisions for personal gain or the gain of family members.

Questions regarding potential conflicts should be referred to the Board Chair. Directors with a conflict must recuse themselves from related decisions.

### **3. BUSINESS RELATIONSHIPS**

The Board must review any material transaction between the Company (or its divisions or imprints) and a Director or their immediate family member to ensure fairness and transparency.

### **4. COMPANY ASSETS AND INFORMATION**

Directors may not:

- Use Company opportunities, information, or property for personal gain.
- Compete with the Company.
- Waste or misuse Company assets.

### **5. CONFIDENTIALITY**

Directors are expected to safeguard all confidential information learned through their role, including non-public business plans, sales data, partner relationships, and discussions held within the Board. This obligation continues even after a Director's term ends.



## **6. COMPLIANCE WITH LAWS**

Directors must comply with all applicable federal, state, and local laws, including those relating to insider trading, intellectual property, antitrust, and employment practices.

## **7. FAIR DEALING**

Directors shall treat all employees, creators, partners, and competitors fairly and respectfully, and must not take unfair advantage through misrepresentation, coercion, or abuse of privileged information.

## **8. ACCOUNTABILITY AND REPORTING**

This Code is binding. Directors must report any suspected violations to the Chair of the Board or designated Governance Officer. All reports will be investigated appropriately.

## **9. WAIVERS**

Any waiver of the Code must be approved by the Board and disclosed if legally required.

### *Note on Outsider Distribution*

Outsider Distribution is the Company's internal distribution division. It is currently responsible for distributing Dark Myth Comics' titles to comic book stores across the United States. Plans are in development to expand its services to include novels and other publications across all publishing imprints, enhancing visibility and reach for Company products nationwide.

This Code reflects the values of The JayZomon Dark Myth Company, LLC and supports a culture of ethical leadership, accountability, and respect for our creators and community.