

**HF FOODS GROUP, INC.**  
**CODE OF CONDUCT AND BUSINESS ETHICS**

*Last Revised June 1, 2022*

**MESSAGE FROM CEO PETER ZHANG**

HF Foods Group is committed to ethical business conduct. We hold our employees to the highest standards in their interactions with customers and other key stakeholders as well as their compliance with applicable laws and company policies. HF Foods Group strives to be a valued and trusted business partner, community leader, and responsible corporate citizen.

Each of us plays an important role in helping HF Foods Group make this commitment. This Code of Conduct aims to make it clear to our employees that we must act with integrity and responsibility. Our Code of Conduct is guided by these principles.

Your compliance with the Code is not only part of Your job, it is integral to making HF Foods Group an ethical, value-based company. If You have questions or would like to raise an issue, please do not hesitate to reach out.

Thank You for living our values and, importantly, Your ongoing commitment to HF Foods Group's customers, Your colleagues, and our community.

A handwritten signature in black ink, consisting of several fluid, overlapping strokes that form a stylized representation of the name Peter Zhang.

**Peter Zhang, CEO**

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## **Responsibilities**

### **Who Must Follow the Code**

The Code of Conduct (“Code”) applies to all HF Foods Group, Inc. (“HF Foods” or “Company”) employees, including all employees of our operating companies, subsidiaries, divisions and affiliated companies, and all officers and directors, including our Board of Directors when they act on behalf of HF Foods (“Employees” or “You”). It is Your responsibility to read, understand and follow the Code.

### **Act with Integrity and Comply with Laws**

Employees must act with honesty, integrity, and fairness. You are responsible for complying with applicable federal, state, and local government laws, rules, and regulations as well this Code and company policies and procedures. Because HF Foods is a global business, Your job may also include complying with the laws of other countries where HF Foods does business.

Employees must also avoid engaging in any conduct that is inconsistent with HF Foods’ values and standards including those set out in this Code. If any portion of the Code conflicts with applicable law, the law controls. If You have questions, it is also part of Your job to seek guidance from the Legal Department. This Code cannot address every issue or circumstance that may arise, so it is important to raise questions and concerns.

Violations of laws, rules, regulations, company policies or the Code can have serious consequences, up to and including disciplinary action, termination of employment, legal action, and civil and/or criminal penalties.

### **Manager’s Responsibilities**

If You are a manager, it is Your responsibility to ensure that Your team knows and understands not only the Code, but also the relevant laws and company policies pertaining to their work. You also have an obligation to promptly address ethical issues when they are brought to Your attention and escalate them when necessary. Managers are relied upon to lead by example, demonstrate our values, and encourage Employees to make the right decisions and reinforce our foundational integrity.

### **Anti-Retaliation Policy**

The Company does not tolerate any form of retaliation. Retaliation is when an employee suffers negative consequences, including termination, demotion, intimidation, humiliation, exclusion, or threats, for reporting a concern in good faith or participating in an internal or external investigation. HF Foods intends to create an environment where employees feel comfortable to raise concerns and are confident that those concerns will be addressed. If You in good faith raise a concern, You cannot be the target for any type of retaliation, and any such retaliation will not be tolerated.

If You believe You or another Employee may be retaliated against, please see the section on Questions and Concerns to report this to the Company.

## **Workplace Environment**

### **Discrimination and Harassment**

HF Foods promotes and values a work environment free of verbal and physical harassment. This includes any unwelcome comments or actions regarding race, color, ethnicity, creed, ancestry, religion, sex, sexual orientation, age, gender identity or gender expression, national origin, marital status, pregnancy, childbirth or related medical condition, genetic information, military service, medical condition (as defined by applicable law), presence of a mental or a physical disability, veteran status or other characteristics protected by applicable laws.

Managers are responsible for maintaining a work environment that is free of harassment and discrimination. Employees who engage in acts of harassment or discrimination will be subject to disciplinary action, up to and including termination of employment.

### **Diversity and Inclusion**

We value the benefits that come from having a diverse workforce and environment and consider them a competitive advantage. Diversity offers backgrounds, experiences, perspectives, and ideas that can help us better serve our customers. We recognize that our success lies in our ability to respect others, value open input, and promote an environment where such openness is encouraged, and trust becomes second nature. We promote diversity, practice fairness, and treat everyone with respect and dignity. HF Foods is committed to supporting equal employment opportunity for each Employee or job applicant without regard to race, national origin, disability, citizenship status, physical orientation, religion, sex, gender, age, physical appearance, or any other characteristics protected by applicable law. Skills, experience, and personal aptitude are the only factors we consider.

### **Workplace Safety**

It is important to us to safeguard the health and safety of our employees and the communities in which we operate. All Employees are responsible for creating a safe work environment.

### **Responsibilities**

- Be alert to any health and safety risks at work.
- Know the emergency procedures at Your workplace, including fire exits and drill procedures.
- Always follow HF Foods' safety and workplace procedures and help us make it possible to expect the same of third parties and visitors.

- If You are asked to do something You believe to be unsafe, or if You see another Employee doing something that You believe to be unsafe or that the employee is not sufficiently trained to do, please speak up.
- Report any accident, injury, illness, or unsafe situation as soon as practicable.
- If You believe a piece of equipment or vehicle to be in unsafe condition, please also speak up.

## **Drugs and Violence**

HF Foods is a drug-free environment, and the use, manufacture, possession, sale, or distribution of drugs on premises is strictly prohibited. The misuse of alcohol on the premises or while working or on business for HF Foods is likewise prohibited.

Any act or threat of violence at HF Foods committed by or against Employees will not be tolerated. Such violence must be reported immediately to the Employee's supervisor and any additional appropriate party, up to and including the police.

## **Human Rights**

At HF Foods, respecting and protecting human rights is important to us. We operate globally in a manner that supports basic human rights, including the rights of Employees to have fair wages and benefits in accordance with local laws, a safe and healthy working environment, a right to freedom of association, a workplace free of harassment and discrimination and one that prohibits child labor, forced labor and human trafficking.

We expect our business partners and suppliers to uphold these same principles and require them to comply with our Supplier Code of Conduct in order to do business with us. If there is an actual or suspected human rights abuse, contact any of the resources in the "Questions and Concerns" section of the Code.

## **Customers and Partners**

HF Foods' goal is to market and deliver great food products with exceptional service. We cannot do this if we treat any customer or business partner unfairly. We must make efforts to understand and meet their needs without falling short of our values and ethical standards.

## **Honest and Fair Dealing**

HF Foods' expects employees to always act with integrity in building relationships with customers. Employees must:

- Deal with customers with honesty and fairness at all times.
- Refrain from unethical, illegal, unfair, and deceptive business practices.
- Negotiate and perform all contracts in a fair and ethical manner.
- Provide superior price, quality, and services without sacrificing our integrity.
- Act in compliance with applicable laws, regulations, and contractual terms.

- Resolve disputes quickly and fairly when possible.

### **Suppliers and Third-Parties**

Suppliers are trusted business partners in support of our mission. They include any third-party vendor, product or service provider, related party, consultant and/or contractor that provides us with goods and services. The standards of excellence and integrity that we set for ourselves also apply to them. Suppliers are expected to act consistently with our Supplier Code of Conduct, follow applicable laws, and fulfill their contractual obligations.

### **Fair Business Dealings and Competition**

HF Foods strives to compete vigorously in the marketplace through superior business performance, quality, service, and price, and not through unethical or illegal business practices. No employee may through improper means acquire proprietary information from others, possess trade secret information, or induce disclosure of confidential information from past or present employees of other companies.

Employees are expected to deal fairly and honestly with HF Foods' customers, suppliers, and anyone else with whom they have contact with when performing Company duties. Making false or misleading statements about HF Foods's competitors is prohibited, inconsistent with HF Foods's reputation for integrity, and harmful to HF Foods's business. Employees may not take unfair advantage of anyone through the misuse of confidential information, misrepresentation of material facts, or any other unfair business practice.

### **Antitrust and Unfair Competition**

Antitrust and competition laws promote fair competition and protect customers from unfair business practices. These laws generally prohibit arrangements with competitors that involve price fixing, prevention or restriction of free competition, and unfair trade practices. We comply with all applicable antitrust and competition laws and regulations. Some kinds of information, such as pricing, production, and inventory, should never be exchanged with competitors, regardless of how innocent or casual the exchange may be, because even where no formal arrangement or agreement exists, merely exchanging information can create the appearance of an improper arrangement.

Noncompliance with antitrust laws can have extremely negative consequences for HF Foods, including long and costly investigations and lawsuits, substantial fines or damages, and adverse publicity. Antitrust and unfair competition laws are complex; therefore, Employees are urged to seek assistance from the Legal Department or see the section of the Code titled "How to Report and Additional Contact Information" whenever they have a question relating to these laws.

## **Meals, Gifts, and Entertainment**

Building strong relationships with customers, distributors and suppliers is essential to HF Foods' business. Socializing with customers, distributors and suppliers is an integral part of building those relationships. However, good judgment should be exercised in providing or accepting business meals and entertainment or gifts, so that such conduct is consistent with customary and prudent business practices and compliant with applicable laws and regulations.

While individual circumstances differ, the overriding principle concerning meals, gifts, entertainment, and other types of gratuities is to not give or accept anything of value that could be perceived as creating an obligation on the part of the recipient (whether an Employee, a customer, a distributor, or a supplier) to act other than in the best interests of his or her employer or otherwise to taint the objectivity of the individual's involvement or otherwise create a quid pro quo. This principle applies to HF Foods's transactions anywhere in the world, even if it conflicts with local custom.

It is the responsibility of each Employee to ensure that providing or accepting a gratuity is appropriate, legal, and compliant with Company policies and procedures. Please consult HF Foods's policies and procedures with respect to the provision of meals, gifts, and entertainment. If You have any questions or concerns, reach out to the Legal Department or see the section of the Code titled "How to Report and Additional Contact Information."

## **Business Practices**

### **Anti-Bribery and Corruption**

HF Foods prohibits its Employees and anyone else acting on its behalf from offering, giving, requesting, accepting, or receiving bribes.

### **Government Officials**

Most countries in which we do business have laws that forbid making or offering any payment or anything of value to a government official to improperly influence the government official to secure an award or favorable regulatory treatment, retain business or gain an improper business advantage. Examples of such laws include the US Foreign Corrupt Practices Act ("FCPA") and the UK Bribery Act. China has its own anti-bribery laws, as well.

HF Foods and its Employees must comply with these laws, as well as all applicable local and international anti-bribery and anti-corruption laws. We must be particularly sensitive to bribery and corruption issues because governments and public officials serve as the regulators of our products and the gatekeepers of our supply chain. No Employee nor anyone acting on HF Foods's behalf may offer, authorize, or provide a payment or benefit that is intended to improperly influence — or even appear to improperly influence — a government official or gain any unfair business advantage.

## **Commercial Bribery**

HF Foods also prohibits “commercial bribery.” Generally, commercial bribery is giving, offering, requesting, accepting, or receiving something of value to or from an individual or company to secure an improper advantage in a commercial transaction. HF Foods prohibits any Employee or anyone acting on HF Foods’s behalf from directly or indirectly engaging in any form of commercial bribery.

For more information on bribery, You may consult HF Foods’s Anti-Corruption Policy, reach out to the Legal Department, or see the section of the Code titled “How to Report and Additional Contact Information”.

## **Conflicts of Interest**

Employees have an obligation to act in the best interest of HF Foods and avoid conflicts of interest. A conflict of interest may arise when Your personal activities or relationships interfere with or impact Your ability to act in the best interest of the Company. Perceived or actual conflicts of interest can negatively affect the Company’s reputation, harm shareholder value, and expose HF Foods and/or You to legal liability.

Employees are expected to avoid conflicts of interest and disclose them wherever they exist. In many instances, disclosure can resolve risks because it allows HF Foods to take steps to eliminate and mitigate them. Some situations that may lead to potential conflicts of interest include:

- Engaging in business activities that compete with HF Foods.
- Assisting and encouraging people with whom You have a close personal relationship in business activities that compete with HF Foods.
- Using opportunities, information, or resources discovered through HF Foods for Your personal benefit or the benefit of someone with whom You have a close personal relationship.
- Engaging in outside employment or activities that negatively impact Your performance at or relationship to HF Foods.
- Acting on behalf of HF Foods in a transaction with another company where You or someone with whom You have a close personal relationship has a significant investment or managerial role.
- Hiring, supervising, or having any kind of line of reporting to a person with whom You have a close personal relationship.
- Receiving an improper personal benefit for yourself or someone with whom You have a close personal relationship from people or companies with whom HF Foods does business.

The above examples do not automatically create a conflict of interest. It is Your responsibility to promptly disclose to the Company any potential conflicts. For additional information regarding potential or actual conflicts of interest, or to disclose a potential or

actual conflict of interest, please see the Conflict of Interest policy and/or the section of the Code titled “How to Report and Additional Contact Information”.

### **Accuracy of Corporate Books and Records**

HF Foods’s financial books, records and accounts must fully, accurately, and fairly reflect the Company’s business transactions. They must also comply with applicable laws, regulations, and accounting practices, as well as HF Foods’s policies and procedures. This will help HF Foods meet its obligations to investors, employees, business partners, as well as the public and government agencies. All Employees must make sure that the Company’s books and records are:

- Complete, accurate, and honestly reflect the Company’s business transactions;
- Timely and in accordance with applicable accounting rules and standards;
- Consistent with HF Foods’s internal policies, practices, and procedures; and
- Retained or destroyed according to the Company’s Records Retention Policy.

Further, all Employees must cooperate fully with HF Foods’s Finance Department, independent public accountants, and counsel; respond to their questions with candor; and provide them with complete and accurate information to help ensure that the Company’s books, records, and reports filed with the SEC are accurate and complete. If any Employee becomes aware that HF Foods’s public disclosures are not full, fair, and accurate, or if any Employee becomes aware of a transaction or development that he or she believes may require disclosure, he or she should report the matter immediately to the Finance and/or Legal Departments.

### **Insider Information and Trading**

While doing business for HF Foods, or in discussions with one of its customers, distributors or suppliers, Employees may become aware of material non-public information about HF Foods or another organization. “Material, non-public information” is any information that a reasonable investor might consider important in determining whether to buy, sell, or hold a security and that has not yet been widely disseminated to the public. Employees may only use such information for the purpose of conducting Company business. Trading based off this information is considered “insider trading” and is illegal.

Employees should consider the following before purchasing or selling securities:

- Never purchase or sell, either directly or through a family member or others, any type of security while You are aware of material, non-public information about HF Foods or another company. This is prohibited by federal law and Company policy.
- This same prohibition applies to trading in the stock of other publicly held companies on the basis of material, nonpublic information.
- Tipping, or otherwise providing material, non-public information to another, is also illegal and prohibited.

Employees must follow the Company’s guidelines and policies on securities trading contained in the Insider Trading Policy. If You have any questions about a potential trade, please contact the Legal Department or see the section of the Code titled “How to Report and Additional Contact Information.”

## **Global Trade Controls Laws**

HF Foods is responsible for complying with global trade control laws, which are complex and may change quickly as governments adjust to new political and security issues. They include:

- **U.S. embargoes**, which may restrict or, in some cases, prohibit U.S. persons, corporations and foreign subsidiaries from doing business with certain countries, groups or individuals;
- **Export controls**, which restrict travel to designated countries or prohibit or restrict the export of goods, services, and technology to designated countries, identified persons or entities from the United States, or the re-export of U.S.-origin goods from the country of original destination to such designated countries or identified companies or entities; and
- **Anti-boycott compliance**, which prohibits U.S. companies from taking any action that has the effect of furthering any unsanctioned boycott of a country friendly to the United States.

These laws can be very complex so Employees should always consult the Legal Department for proper guidance on this subject.

## **Assets and Information**

### **Company Property and Information**

#### **Physical Assets**

HF Foods’s assets are only to be used for legitimate business purposes. We have a responsibility to protect our business assets as well as those of our customers and business partners. Employees should always be concerned about theft, loss, waste, and abuse of HF Foods assets. You should not use Company assets for Your personal benefit or for the personal benefit of anyone else.

You should have no expectation of privacy when using HF Foods’s assets to conduct business, and conducting HF Foods business on personal devices is strictly prohibited.

#### **Data Privacy**

If You work with data, You must be careful with personal information, which includes any information related to an identifiable person. There are many laws that govern how such data should be handled, and HF Foods Employees must follow those laws. You must:

- Only collect, access, use or disclose a minimum amount of personal data for legitimate and authorized HF Foods business purposes.

- Securely store, transmit and destroy personal information in accordance with applicable law and policies.
- Never share personal information with anyone who is not authorized to receive it.
- Report any suspected or actual unauthorized disclosures of personal information to Your supervisor and/or the Legal Department.

## **Intellectual Property and Confidential Information**

HF Foods’s intellectual property and confidential business information are key assets that Employees must secure and protect. Intellectual property includes copyrights, patents, trademarks, product and package designs, brand names and logos, research and development, inventions, and trade secrets. It is the obligation of every Employee to take precautions to protect the Company’s intellectual property and confidential business information. Employees must not share confidential Company information, or any confidential information of a customer, distributor, supplier, service provider, business partner, or other third party, with anyone who has not been authorized to receive it, except when disclosure is authorized or legally mandated. Employees must take precautions to protect confidential information. Confidential information can include, but is not limited to:

- Business plans
- Company strategy
- Earnings and forecasts
- Material, nonpublic information
- Sales data
- Banking account information
- Employee files
- Birth dates
- Payment information
- Email addresses
- Government documents
- Phone numbers
- Personal addresses
- Copyrights and trademarks
- Trade secrets

If You have any questions regarding intellectual property or confidential business information, please contact the Legal Department or see the section of the Code titled “How to Report and Additional Contact Information.” Any suspected theft of intellectual property or unauthorized disclosure of, or access to Company information must be reported to the Legal Department immediately.

## **Protecting and Using Company Assets**

### **Email, Internet, Information Technology and Devices**

Employees are expected to use HF Foods email, internet, and other information technology systems responsibly and for legitimate business purposes. You must exercise good judgment in Your use of the internet for work. Never use HF Foods information systems for illegal, sexually explicit, discriminatory, or otherwise inappropriate purposes.

Limited personal use of the internet is permitted as long as it is not adverse to HF Foods's interests or Your job performance. All use of the internet must comply with the Code, and HF Foods reserves the right to monitor all employee network and Company electronic device activity.

Employees must be cautious of cyberattacks, hacking, phishing, business email compromise, and malware and ransomware. Usernames and passwords must be secure. Never open email attachments or links from unknown, suspicious, or unexpected senders. Do not leave company devices unattended in public locations or in a visible area of Your vehicle. Any known or suspected data breach, malware, cyberattack, or digital theft must be reported to Your supervisor when it is discovered.

### **Social Media**

Employees have a right to use social media. HF Foods must ensure that any communications about the company are accurate. When communicating about HF Foods online, You must always make it clear that You do not speak on behalf of HF Foods unless explicitly authorized by the Company to do so. You must never disclose confidential information, misappropriate HF Foods intellectual property, or engage in discrimination or harassment that would violate the Code or applicable laws.

### **Management of Company Records**

The IT/Admin Department in coordination with the Legal Department has a company-wide responsibility for developing, administering, and coordinating the record management program, and issuing retention guidelines for specific types of documents.

“Business records” can be any documents and communications kept in the ordinary course of business, which include, but are not limited to:

- Emails
- Spreadsheets
- Presentations
- Payroll records
- Timesheets
- HR files
- Contracts
- Government documents
- Inventory records
- Invoices and orders
- Strategy and planning documents

- Expense reports
- Accounting books and records

Records should be maintained to comply with applicable statutory, regulatory, or contractual requirements, and pursuant to Company policies and procedures. Legal holds are sometimes issued in connection with litigation and investigations. If You receive a Document Preservation Notice from Legal, You must follow the instructions provided and preserve certain records. Employees can consult the Legal Department or see the section of the Code titled “How to Report and Additional Contact Information” for specific information on record retention.

## **Our Commitments**

### **Political Activities**

Employees have a right to participate in lawful political activity on a personal basis. You may not use HF Foods resources to participate in politics, run for office, or support any political cause, candidate, or party. Payments made with HF Foods funds for political candidates or parties, or foreign officials are strictly prohibited.

### **Public Relations**

As a public company, HF Foods must control the message to investors and the general public. As such, we only respond to the media, investors, and crises through designated spokespersons. Unless You are such a spokesperson, You are not authorized to speak on behalf of HF Foods. This is a particularly sensitive issue in the social media space. Please direct all requests from journalists, financial analysts, and other members of the public to the Legal Department.

### **Audits and Investigations**

Employees are obligated to cooperate fully with the Company’s inquiries and investigations and to be truthful and forthcoming. You must never conceal, alter, or destroy any requested records or information in anticipation of an inquiry. You also must never attempt to improperly influence the results of an audit or investigation. Failure to fully cooperate may result in disciplinary action up to and including disciplinary action or termination of employment.

All reported concerns are taken seriously and provided to the Legal Department. To assist the Company in investigating Your report, You are encouraged to provide as much information as You feel comfortable with sharing. You may remain anonymous if You so choose, except where restricted by local law.

If You receive a request for information from a government or regulatory agency or with regards to a legal proceeding, You must immediately contact the Legal Department.

## **Questions and Concerns**

The Code is just one tool to help guide Your ethical decision-making process. The Company also has many other policies and procedures, some of which are referenced in this Code. It is Your obligation to read, understand, and comply with all of the Company's policies and procedures.

There will be times when You may need additional guidance on how to interpret the Code, a Company policy, a law, or a regulation. You may also, at some point, become a witness or have a suspicion regarding illegal or unethical behavior. When You find yourself in any of those situations, You have an obligation to speak up. The Company has many resources available to help You. Please see the section of the Code titled "How to Report and Additional Contact Information," which provides further information.

## **How to Report and Additional Contact Information**

To report suspected Code violations, Employees may contact:

- 1. Your direct supervisor**
- 2. Chief Compliance Officer**  
Christine Chang, GC  
[ChristineChang@hffoodsgroup.com](mailto:ChristineChang@hffoodsgroup.com)
- 3. Email**  
Visit website: <https://hffoodsgroup.com/>
- 4. 24 Hours a Day / 7 Days a Week Hotline**

Use the confidential Lighthouse Services Hotline to report a violation by telephone, email or fax. The numbers are:

(855) 566-0002 (English speaking and for Mandarin speaking, ask for translator)
(800) 216-1288 (Español / Spanish speaking)
(844) 301-0005 (普通话/中文 Mandarin speaking and other languages)
01-800-5340 (Spanish speaking Mexico)
855-725-0002 (French speaking Canada)

**Email:** [reports@lighthouse-services.com](mailto:reports@lighthouse-services.com)

**Fax:** (215) 689-3885

The Lighthouse Services Hotline is available 24 hours a day, 7 days a week and is maintained by a third-party vendor. When You call, please mention the specific distribution center You are calling from, or if You are calling from Corporate.

**5. Chair of the Audit Committee**

Valerie Chase

Questions and concerns regarding accounting, internal accounting controls or auditing matters can also be submitted – confidentially or anonymously – to the Audit Committee of the Board of Directors at:

Audit Committee Chairman c/o General Counsel  
[christinechang@hffoodsgroup.com](mailto:christinechang@hffoodsgroup.com)

Any complaint may also be submitted anonymously (where laws permit) by telephone or via the Internet using any of the above channels.