

CODE OF BUSINESS CONDUCT AND ETHICS

Revised January 2018



A Message from the CEO

Dear FTSI Team,

As you know, FTSI maintains a great reputation for safety, reliability and quality in our industry because of our employees' knowledge, skills and commitment to excellent customer service. And, we should all put forth our best efforts to perform our jobs ethically, fairly and respectfully.

The way we achieve our goals is as important as actually achieving them. When we face difficult decisions during the course of our work, we choose the ethical course of action. When we succeed with uncompromising integrity, we can take pride in our accomplishments. Honesty, fairness and respect should never be sacrificed in pursuit of profitability.

Our Code of Business Conduct and Ethics, also referred to as "Winning with Integrity," or "Code," outlines the guiding principles that apply equally to all of us, including our employees, directors and officers, and all third parties that conduct business on our behalf. It can help us make the right decisions when confronted with challenging circumstances.

In every decision you face, make safety and integrity your highest priority, and demand the same from those around you.

Thank you for doing what it takes to maintain FTSI's legacy of success.

Mike

Mike Doss CEO

FTS International



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PURPOSE



Our Code of Business Conduct and Ethics ("Code"), also known as "Winning with Integrity," is a reminder that it is important to be informed, alert and knowledgeable of the activities taking place in our workplace.

As you would expect, we have set standards to comply with the law and maintain ethical business practices. This means we are committed to doing the right thing and making the right choices. We are dedicated to fostering an environment where we treat each other respectfully, deliver world-class service to our customers, work safely, compete honestly and take pride in our company.

Sometimes this is more easily said than done. It is not always a simple task to identify the right course of action. In situations where you may need additional direction, this Code is your practical guide to making the right legal and ethical choices. This Code also contains additional resources and guidance on how to report potential violations or other concerns.

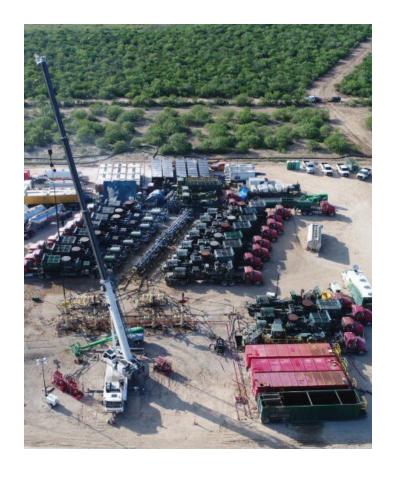
Our Commitment to Honesty and Fair Dealing

FTSI's board of directors has adopted this Code to set the standard for honest and ethical conduct; compliance with applicable laws and regulations; and fairness with customers, suppliers, competitors and employees. We value good citizenship and do not take advantage of others through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair practices.

This Code applies wherever we do business, equally to all directors and employees, including officers and employees of our affiliates. We also expect our vendors, suppliers, contract employees, agents, consultants and others acting on our behalf to abide by the principles in this Code.

Our Commitment to Compliance with the Law

All directors, employees and anyone acting on our behalf must comply with all applicable laws.





INTRODUCTION



Every Action Counts

Winning with Integrity provides a framework to help guide your behavior. Because no one document can possibly cover every situation you may encounter, it is meant to supplement your own good judgment, common sense and knowledge of what's right. It is also meant to increase your awareness of the conduct FTSI expects of you. You should put forth your best effort to perform your job ethically, fairly and respectfully. As a reminder, any conduct that is unethical or illegal will require corrective action, even if it is not specifically mentioned in this Code.

You should reference this Code whenever you have a question or concern about compliance-related issues or what constitutes ethical and lawful conduct. Please remember that Human Resources, the Legal Department and members of our leadership team are available to help you.

Employee Responsibilities

- Understand and comply with this Code and our policies and business practices.
- · Comply with all applicable laws and regulations.
- · Seek guidance when you have questions.
- Promptly report any suspected violations by speaking up.
- Take responsibility for your own conduct and take pride in your actions.

Supervisor Responsibilities

- · Be a positive role model.
- Ensure that your employees understand and comply with this Code and our policies and business practices.
- Ensure that your employees comply with all applicable laws and regulations.
- Emphasize the importance of this Code and reinforce our commitment to conducting business legally and ethically.
- Encourage open communication with employees and provide guidance and feedback in response to their questions and concerns.
- Understand when to escalate issues, speak up and get assistance from available resources.
- Do not retaliate against good-faith reporters.



When the right choice is not clear, before you act, ask yourself:

- · Is it legal?
- Is it permitted by our Code or our policies and business practices?
- Is it the right thing to do?
- Would I be proud to have friends and family know about my choice?

If you are still unsure or have additional concerns, seek assistance from your supervisor, Human Resources or the Legal Department before acting.



REPORTING AND INVESTIGATION



Duty to Ask Questions and Report Violations

We all have a duty to help uncover and address illegal or unethical activities at FTSI and promote appropriate action. If you become aware of behavior that violates, or appears to violate, this Code, our policies or business practices, or applicable laws and regulations, you must speak up.

How to Speak Up

The Importance of Speaking Up

We are committed to conducting business on a daily basis with fairness, integrity and respect for the law and our values. Despite this commitment, you may observe conduct that appears to violate the law, this Code, or another policy. If you observe or suspect misconduct, we want you to speak up. By doing so, you give us an opportunity to address the issue and take corrective

steps. Keep in mind that remaining silent about possible misconduct may worsen a situation and is a violation of this Code.

We value your help when speaking up about potential concerns. We will not tolerate any retaliation against you for making a good faith report. After all, speaking up is essential for us to sustain our reputation, success and ability to operate –now and in the future.

Who Should Speak Up?

Our Speaking Up policy applies to all employees of FTSI and its subsidiaries. It also applies to any person or entity that we have, or have had, some type of business relationship with (such as vendors, suppliers, customers and shareholders), who wishes to raise a concern about possible misconduct within FTSI.



How to Speak Up (cont.)

What Concerns Should Be Reported?

You are encouraged to speak up about any observed or suspected misconduct within FTSI that involves a violation of the law, this Code or any other FTSI policy.

Here are some examples of concerns that should be raised:

- Inappropriate gifts, meals or entertainment given or received
- Inappropriate financial and accounting records or practices
- · Discrimination or harassment
- · Health, safety and environmental violations
- · Conflicts of interest
- Misuse or disclosure of confidential and proprietary information
- · Workplace violence
- · Improper use of company resources
- Fraud
- Bribery
- · Retaliation related to reported concerns

Speaking Up Does Not Apply When:

- You need to report events presenting an immediate threat to life or property. If you need emergency assistance, please dial 911.
- · You need to settle non-work related disputes.
- You make accusations that you know are false. Doing so will lead to corrective action.

How You Speak Up

FTSI offers several avenues to speak up, including an anonymous option. If you suspect misconduct, we encourage you to discuss it directly with the person involved. If this would not be appropriate, or you are uncomfortable doing so, please raise your questions and concerns through any of the following channels:

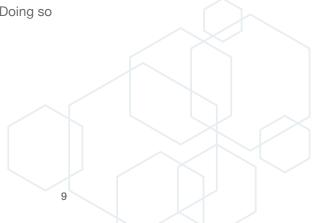
- Your manager or supervisor
- · Your department head
- · Your HR representative
- Our Chief Compliance Officer, at 817-862-2000 or email ethics@ftsi.com
- Our Ethics line or website at 1-888-894-0177 or http:// ftsi.ethicspoint.com

What is the Process When You Speak Up?

FTSI takes every report of possible misconduct seriously. If you report a concern, the FTSI person or department most able to address your concern will complete an initial review of what you have reported. We may inform you of the overall findings, but we will likely not be able to give you full details of the outcome (or related actions taken) for reasons of confidentiality, privacy and the legal rights of all concerned.

What to Expect When You Speak Up

If you are contacted or become involved in our review of concerns that are reported to us, you are expected to answer all questions completely, honestly and in good faith. Dishonesty or lack of cooperation may lead to corrective action



Speaking Up and Confidentiality

FTSI respects confidentiality and will protect the identity of any employee or third party who brings a concern forward in good faith. Relevant information will be shared on a "need to know" basis only with individuals responsible for handling and resolving the concern. While all concerns are treated confidentially, you may report your concern anonymously.

What Do We Expect from Managers When You Speak Up?

Every manager who receives a report of misconduct is expected to treat the report with confidentiality and discretion, and to treat the employee who brought the concern forward with respect. If the manager cannot completely address or resolve the concern, or it presents an allegation of serious or widespread misconduct, he or she is expected to escalate it to the appropriate person.

What Happens When a Manager Pushes Back?

If you report a concern and are told to "keep quiet" by your manager, you should immediately contact the Chief Compliance Officer or the Ethics line or website to report the concern as well as your manager's response.

Questions About Speaking Up

If you have questions about our Speaking Up policy, please:

- · Speak to your supervisor
- · Speak to your department head
- Call our Chief Compliance Officer, at 817-862-2000 or email ethics@ftsi.com
- Call our Ethics line at 1-888-894-0177 or visit the website at http://ftsi.ethicspoint.com

When you raise your concerns, please provide as many helpful details as you can, including answers to the four "W" questions:

- Who (anyone who was involved and anyone who was a witness)
- What (specific details, such as what happened and what was said)
- When (the date and time of the incident)
- Where (the location of the incident)



Retaliation is Prohibited

We are committed to take every call, question or concern seriously. It is our policy to review, investigate and address reported concerns so that our conduct is compliant with relevant laws and so we can promptly correct any problem. We prohibit retaliation against anyone who raises a legal or ethical issue in good faith or participates in a compliance investigation. "Getting even" behavior will never be tolerated.

Investigation and Confidentiality Procedures

We will respond to all reports promptly. We will treat reported information in a confidential manner to the fullest extent practical while still enabling a thorough investigation. The appropriate individuals will be assigned to promptly investigate all reports. In certain circumstances outside investigators and legal counsel may also be involved. Employees are expected to cooperate fully with all internal and external investigations or audits. This includes responding to investigations truthfully and disclosing all relevant information you have.

Consequences of Violating this Code

We take violations of this Code and our policies seriously. Violations may result in corrective action, up to and including termination of employment.



Retaliation is any adverse action taken against an employee because he or she exercised his or her protected rights. A few examples of retaliation could be:

- · Creating an uncomfortable or hostile work environment
- · Decreasing or marginalizing responsibilities or reporting relationships
- Transferring an employee
- Denying or excluding the employee from training and development opportunities





RELATIONSHIP WITH FTSI



We are committed to making sure you work in the safest conditions possible, are treated with fairness and dignity, and operate in an ethical environment. Creating and maintaining a respectful and trustworthy environment requires everyone's support and commitment.

Our commitment is outlined in the following sections, which cover our policies and guidelines related to:

- · Employment and the Workplace
- · Health, Safety and Environmental (HSE)
- · Conflicts of Interest
- Use and Public Disclosure of Material Nonpublic Information
- Financial Integrity, Reporting and Disclosure
- · Protection of Company Assets
- Privacy and Data Security



Employment and the Workplace

1. Our Stance on Harassment

We treat everyone – whether they are our fellow employees, customers, suppliers or other business partners – with respect and dignity. You deserve to work in an environment where you feel welcome and secure.

To foster a respectful, harassment-free environment, we do not tolerate harassment or behavior that creates an intimidating, hostile or offensive work environment for another person. A few examples of harassment include:

- Sexual, in the form of unwelcome physical contact or gestures
- · Inappropriate comments and jokes
- · Offensive or explicit images
- · Racial or ethnic slurs
- · Bullying or intimidation

If you feel you have been harassed, or have witnessed harassing behavior, you should speak up.

2. Diversity and Non-Discrimination

We value our workforce, which includes people with diverse skills, perspectives and backgrounds. We make all employment and promotion decisions based upon merit, qualifications and performance. No decisions are based on discriminatory factors such as race, color, religion, gender, national origin, age or disability, or any other status protected by law or regulation.

We follow all laws and regulations that govern employment practices wherever we conduct business. We are committed to enforcing our policies, business practices and procedures that assure fair employment, including equal treatment in hiring, promotion, compensation, training, corrective action, and termination of employment. If you reasonably suspect any form of inappropriate discriminatory behavior in the workplace, you should speak up.

3. Workplace Conduct

We support an environment that promotes the health and well-being of our employees. For example, we do not tolerate the sale or use of illegal drugs or abuse of alcohol in the workplace. We expect you to use prescribed medications in a way that does not adversely impact your job performance or the health and safety of your fellow employees.

Your safety and security is of utmost importance to us. We maintain a zero tolerance policy for all acts of violence and threatening behavior in the workplace. We prohibit the possession of firearms; any explosives not designed, used and properly controlled by authorized personnel; and other weapons on our property or while conducting FTSI business, unless this prohibition violates local law. If you encounter a situation involving workplace misconduct, including violence or threats, you should immediately speak up. If there is an immediate risk or imminent threat of violence, serious harm or life-threatening conduct, report it immediately by calling 911, local police or other law enforcement.



Q: One of my supervisors has asked me several times to meet for drinks after work. I have repeatedly told him I am not available in the evenings, but he keeps asking. Last week he mentioned if I joined him for drinks, it might go a long way in getting me the raise I have been promised. It doesn't seem right that I have to go out for drinks with him to get the raise I deserve. Am I overreacting?

A: No, you are not overreacting. If your supervisor is making you feel uncomfortable and implying your refusal to comply with his request can impact your potential for a raise, that is not okay. Similarly, threatening to fire, demote or transfer a person if he or she objects to certain conduct are examples of harassment. You should report this behavior to one of our compliance resources immediately. Remember we strictly prohibit retaliation for good faith claims.

Health, Safety and Environment

Healthy, Safe and Environmentally Sound Workplace

Sound safety practices are essential in any business, but they are especially significant in ours. FTSI's safety reputation differentiates us in the industry. This means that Health, Safety and Environmental (HSE) compliance must be everybody's responsibility, and we all must adhere to applicable laws while understanding and following our HSE policies, business practices and standards. It is up to each of us to reinforce our HSE culture by ensuring safety, caution and responsibility in everything we do.

If you are unsure which HSE rules and procedures apply to your position, review the related HSE policies and standards or speak with your supervisor immediately. If you become aware of workplace conditions or practices that could jeopardize the health and safety of people or harm the environment, you should speak up.

Sustainability

In addition to complying with all applicable HSE laws and regulations, we have a responsibility to the sustainability of our operations. We support a precautionary approach to the materials used in our products and strive to reduce and minimize the use of hazardous materials and the environmental impact of our operating and manufacturing technologies.



Q: A co-worker I have known for many years was recently passed over for a promotion. While he has always been known for having a temper, he has never been violent or threatening. Lately, however, his talk about "getting back" at our supervisor is concerning me. What should I do?

A: Any threatening behavior or language at work is prohibited. You should report the incident immediately, even if you are unsure of the person's true intent.



Conflicts of Interest

To fulfill our responsibility to act in FTSI's best interest at all times, you must adhere to the standards in this policy with respect to activities that create, or appear to create, conflict between your own interests and FTSI's interests, or that compromise our objectivity. It is important you disclose actual and potential conflicts of interest to the Chief Compliance Officer in writing so they can be resolved or appropriately handled. You should use the Conflict of Interest Disclosure Form in Appendix A to make all required disclosures.

If you have questions about an actual or potential conflict of interest, or if you become aware of an actual or potential conflict, you should consult the Chief Compliance Officer immediately.

Following are some typical examples of potential conflicts of interest:

Financial Interests - Conflicts of interest can occur when you, your family, or someone with whom you have a close personal relationship has a financial interest in an organization that does business with, or competes with, FTSI.

Corporate Opportunities - We all have a duty to protect FTSI's interests and to advance them whenever possible. You should never take personal advantage of a business opportunity if it is possible FTSI may also have an interest in the opportunity, unless we have already been made aware of, and declined, the opportunity. You should also not take personal advantage of a business opportunity that is discovered using FTSI property or information, or through your employment in accordance with this policy. Always refrain from using our property, information or your employment for personal gain.



People with whom you have a "close personal relationship" may include

- · Spouse, partner or person you are dating
- Immediate family members (parents, son/daughter, brother/sister, grandparent/grandchild)
- Mothers- and fathers-in-law, sons- and daughters-in-law, brothers- and sisters-in-law
- · Cousins, uncles, aunts, nieces, nephews
- Any person living in the same home with you



Conflicts of Interest (cont.)

Family and Personal Relationships – We select all employees, vendors, suppliers and business partners on the basis of their qualifications and not on the basis of any family connections or personal friendships. You should refrain from participating in, or attempting to influence, any decisions relating to FTSI's business dealings with relatives or close friends. You may not hire, supervise, report to, or have influence over, a family member or person with whom you have a close personal relationship. If your family member works for one of our competitors or an organization with which we are considering doing business, you should disclose this information.

Outside Employment and Board Memberships -

Outside employment with a competitor, supplier or customer of ours may create an impermissible conflict of interest. Subject to the company's contractual commitments, you should not compete with FTSI and should not act as a consultant, employee or board member for any of our competitors or partners without written approval. Outside work can also create a conflict of interest when it interferes with your employment responsibilities or impairs your job performance. When considering work outside of your employment with FTSI, please discuss it with your supervisor first to ensure it does not create an actual or perceived conflict of interest.



Q: Can I work part-time for my brother-in-law's construction business after work and during my days off?

A: Most likely. But, outside work can present a conflict of interest if it involves competing with any of our products or services or if it will adversely affect your ability to perform your duties for us. Before engaging in any outside work, you should discuss the nature of the work with your supervisor to determine whether it presents a conflict of interest.



Use and Public Disclosure of Material Nonpublic Information

It is both illegal and a violation of this Code for you to trade securities of any company (including FTSI) based upon, or to otherwise take advantage of, your knowledge of material nonpublic information ("Inside Information"). Inside Information includes anything that could affect a person's decision to trade securities not generally known to the investing public. Examples include:

- · Significant new products and offerings
- Potential mergers, acquisitions, dispositions and joint ventures
- Status of significant contracts, including cancellations, renewals and entry into contracts
- · Major changes in management
- · Government investigations
- · Communications with regulators
- · Unannounced financial results
- · Pending lawsuits and legal settlements

If you are aware of Inside Information concerning FTSI or another company, you must not disclose it to anyone other than directors, employees or agents whose positions require them to know the information, until it has been publicly released.

You cannot disclose Inside Information concerning us to others, including family members, as they might trade based on or otherwise profit from that information. If you are aware of Inside Information, you must generally wait until the end of business on the second business day after the information has been properly disclosed to the public before buying or selling FTSI securities. More restrictive rules on trading FTSI securities apply to certain key employees, officers and directors.

No preferential treatment will be given in connection with the disclosure of Inside Information. If you have any questions about insider trading laws or your obligations under this Code, consult the Legal Department.

Financial Integrity, Reporting and Disclosure

Internal Financial Controls

As a publicly traded company, we are required by law to have:

- All transactions, assets and liabilities properly recorded on a timely basis;
- All transactions authorized by management and made in accordance with applicable laws and regulations; and
- · Our assets adequately safeguarded.

All transactions, assets and liabilities must be recorded in accordance with U.S. Generally Accepted Accounting Principles (GAAP) and, if applicable, other local or statutory principles. In connection with these requirements, you must obtain sufficient documentation to support all information entered into our books, records and accounts. You should not structure or record any transaction, asset, liability or reimbursement request, or engage in any other conduct in an attempt to circumvent our system of internal controls and related processes.





Q: Bob makes numerous business trips for FTSI and struggles to keep his receipts in order. Often, he is unable to obtain receipts for some of his business meals or the receipts are lost. He is confident we owe him reimbursement for these business expenses, so he creates receipts to document his expense reports

A: Falsifying records, including expense reports, is a violation of this Code. We understand anyone might lose a receipt from time to time, and there is a process in place to handle that circumstance. Bob should complete the Lost Receipt Form, giving the relevant details of the expense, such as the amount, location, date, and the names and companies of others to whom the expense relates. His supervisor will review the information and, if the circumstances are reasonable, approve the expense by approving the Lost Receipt Form, which should be submitted with the expense report. Also, Bob needs to understand it is his personal responsibility to manage his expense records and his supervisor will not approve undocumented expenses repeatedly.

Q: I have had a great year and have already made my sales number. One of my clients just called and inquired about adding a large addendum to his existing service order. Our new fiscal year starts in two weeks. Can I get the paperwork under way, but request he leave the date blank so I can date it for the first of next month?

A: No! Inserting a date on a service order that mischaracterizes the true timing of the transaction violates our responsibility to create and maintain accurate books and records. Service orders are important company financial documents. Knowingly creating false or inaccurate financial documents is a violation of this Code, is illegal and prohibited.

Financial Integrity, Reporting and Disclosure (cont.)

Disclosure and Financial Reporting

As a publicly traded company, we must comply with numerous securities laws and regulations. All of our public statements, including our press releases, reports, financial communications and public filings, must be accurate and free of misleading information. Any failure to provide the New York Stock Exchange (NYSE), the U.S. Securities and Exchange Commission (SEC) or any other governmental authority with accurate and timely financial statements, filings or communications could result in civil and criminal penalties for both FTSI and you, if involved.

We all share the responsibility of ensuring that our public communications and disclosures are fair, accurate, complete and timely. But, officers and directors play a particularly important role in this effort: they must act in good faith and with due care, while adhering to the requirements outlined in this Code and applicable securities laws and regulations.

Each director, officer and employee who is involved in our disclosure process must:

- Take care in drafting, review and analysis of all prospective disclosures for accuracy and completeness;
- Never knowingly misrepresent, or cause others to misrepresent, details about FTSI, including our financial records, to government regulators, auditors, shareholders or anyone else;
- Understand and adhere to the disclosure requirements applicable to us; and
- Understand and adhere to our internal controls over financial reporting and disclosure controls and procedures.

Records Management

We manage and retain our business records in a way that protects the integrity of our information and complies with applicable laws. You must retain and discard business records consistent with our Records Retention and Destruction Policy, including preserving business records relevant to legal proceedings that are subject to a legal hold. If you have any questions about record retention and destruction, consult the Legal Department.

Protection of Company Assets

Fraud, Waste or Misuse

We are all obligated to protect FTSI's assets and ensure their careful and legitimate use. Our assets include resources such as office supplies, equipment, communications systems and vehicles, as well as proprietary information, intellectual property, financial resources and Information. Theft, wasteful use of resources and fraudulent activities are detrimental to our business objectives and are prohibited.

Examples of fraudulent activities include:

- Embezzlement
- · Dishonesty
- Kickbacks
- Forgery or alteration of negotiable instruments, such as checks and drafts
- · Misappropriation of assets
- · Theft of cash, securities, supplies or any of our assets
- · Unauthorized handling of our transactions
- Falsification of our records or financial statements for personal or other reasons

As a general rule, you should use FTSI's physical assets, such as phones, computers or facilities, for business purposes only. On those occasions where you must use these assets for personal use, use common sense and remember to always consider FTSI's best interests. If you reasonably suspect that fraud, waste or misuse has occurred, you should speak up.



Q: Keisha is a superstar employee. But, there are times when she is overcommitted on deliverables. So she does not disappoint her customers or damage her standing, Keisha sometimes follows the internal process steps she considers important and skips those she believes add no value. She always gets the job done. Is that okay?

A: No. Our internal processes and controls have been carefully developed to help ensure our business is carried out in accordance with our policies and procedures, applicable laws and sound business practices. Good internal processes promote efficient operations, employee safety, accurate financial reporting, safeguarding of assets and responsible financial management. You cannot selectively determine which processes to follow and which to ignore.

Q: Jane is preparing a proposal for an FTSI acquisition. The document contains confidential and highly sensitive information about prospective acquisition targets. Jane needs to collaborate on this document via email with Maria in another department. Jane has worked with Maria several times on other projects and knows her well. Should Jane trust Maria to maintain the confidentiality of the information in the acquisition proposal?

A: As the "owner" of the document, Jane is responsible for accurately classifying the document as "Confidential" and taking steps to reduce the risk of intentional or accidental disclosure of this confidential document to unauthorized parties. Specifically, Jane should place a "Do Not Forward" restriction on the email she uses to transmit the document to Maria, greatly reducing the risk the information will be shared electronically with unauthorized persons.

Protection of Company Assets (cont.)

Proprietary Information and Intellectual Property

During the course of your employment with FTSI, you may come into contact with certain information, such as product plans and strategic documents, which are confidential and valuable to us.

As you might expect, it is critical to treat all information carefully. You must not disclose confidential information about us or about our customers or business partners without approval and only on a need-to-know basis. You must also protect our intellectual property, which includes our patents, trademarks, trade secrets and copyrights. Safeguarding our intellectual property is an important responsibility. Any unauthorized disclosure or misuse, either during or after your employment, could be harmful to FTSI or to our customers, or helpful to competitors. The unauthorized disclosure or use of proprietary information and/or our intellectual property can lead to corrective action, including termination of employment. In addition, we may seek all legal remedies available to protect the unauthorized use of our proprietary information and intellectual property.

It is equally important to use any lawfully obtained intellectual property of others properly and in accordance with laws, applicable agreements and regulations. Our customers, suppliers and joint venture partners entrust us with their confidential and proprietary information, and it is critical we handle it with the highest care to maintain their continued confidence.

To minimize the likelihood of unintentionally disclosing sensitive information, make sure you take reasonable precautions during the course of your daily activities. For example, use strong passwords where possible, and do not write them down. Secure your computer and workstation, and never leave your laptop or mobile phone unattended, particularly when traveling.

If you have questions or concerns about the appropriate use of proprietary information or intellectual property, please contact the Legal Department.



Q: Gabriel plans to be away on vacation for a few days and needs to ensure any items requiring his approval are handled appropriately in his absence. Should Gabriel share his password with one of his subordinates or one of his peers, so they can log on with his credentials to SAP or other systems in his absence to approve any necessary items?

A: No. Gabriel is responsible for maintaining the confidentiality of his password in compliance with our security policies and practices. If he shares his password with another person, there is increased risk the password might be leaked to another (unauthorized) person. Also, we require that most system transactions (in SAP, for example) be accurately associated with the specific individual taking action. Therefore, Gabriel should not share his password with anyone and must make arrangements to delegate his authority in some other manner so someone else can act for him during his vacation.



Privacy and Data Security

In the course of doing our jobs, we may have access to confidential, personal or proprietary information that requires safeguarding. You must follow applicable privacy and data security laws and our own privacy and security policies when handling sensitive personal or proprietary information.

Protecting Your Personal Information

We are committed to maintaining the privacy and security of your personal information. We will collect, transmit, disclose or use personal information or data only in compliance with local law and only for legitimate business purposes. Safeguarding personal information about individuals includes maintaining the confidentiality of names, ages, nationalities, bank account information, criminal history, etc. Employees who have access to, or work with, personal information are responsible for handling information appropriately and taking all reasonable steps to preserve its confidentiality. We have adopted security procedures to protect personal data from unauthorized access and use. You should never share this information without authorization, or use it for anything other than FTSI-related business purposes. Failure to maintain the confidentiality and securing of personal data could lead to corrective action, including termination.

Protecting the Confidential Information of Third Parties

The information we collect and store about customers, vendors and other third parties is also confidential and sensitive in nature. This data must only be utilized for business purposes. We have adopted security procedures to protect stored proprietary data from unauthorized access and use.

You should never share this information with anyone outside of FTSI without authorization from the customer or vendor, or utilize it for anything other than purposes related to our business.



We are all responsible for safeguarding the confidential information of our customers and vendors.

This includes proprietary information belonging to our customers and vendors, and any personal information about individuals and proprietary company information belonging to partners or other third parties.

- •You should only access confidential information if you have a legitimate business reason for doing so.
- •You may provide confidential information to another FTSI employee only if that employee has a need to know it to fulfill job responsibilities.
- •If you are unsure about whether to disclose confidential information, ask your supervisor, Human Resources or the Legal Department for guidance.



Q: What information about our employees is considered confidential?

A: We maintain a significant amount of personal information. Some common examples of confidential personal information include:

- · Bank account numbers
- · National Insurance numbers
- · Social Security numbers
- · Employment files
- · Medical records
- · Financial or expense records
- · Trade Union memberships

If your employment gives you access to employees' personal information, always remember it is confidential.



RELATIONSHIPS WITH OTHERS



We take pride in our reputation for providing the highest quality solutions to our customers in a fair and ethical manner. We are committed to maintaining a favorable reputation, particularly when interacting with people or organizations outside of our business.

We are, and expect you to be, committed to maintaining the highest levels of integrity and ethical standards. This commitment and our expectations are outlined in the following Code sections that cover our policies and guidelines related to:

- Anti-Bribery and Anti-Corruption
- · Gifts, Entertainment and Hospitality
- Fair Competition
- · Communications with the Public, Investors and the Media
- · Civic and Charitable Activities
- · Political Activities and Lobbying

Anti-Bribery and Anti-Corruption

Prohibition of Bribery

Anti-bribery laws prohibit receiving, offering, providing or authorizing the payment of bribes of any kind to anyone. We do not bribe or use any other means to improperly influence the decisions of others, including customers, potential customers or government officials.

You may never authorize, provide or offer anything of value (or do so through a third party) to a government official, company or individual for the purpose of obtaining or retaining business, gaining influence, or seeking any other advantage for us. It is also illegal for you to accept bribes or request anything of value from suppliers or other third parties. We will never discipline you for refusing to pay a bribe, regardless of its impact on sales, profitability, project completion or other aspects of our business. The ultimate cost and long-term detrimental effects of bribery and corruption far outweigh any short-term benefits.

Failure to comply with any anti-bribery laws will result in corrective action, including termination of employment. Additionally, violations of anti-bribery laws, including both the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act 2010 (U.K. Bribery Act), may result in criminal and civil penalties for both FTSI and you. These penalties can include significant fines and jail terms for those involved.



A "foreign government employee" means an individual who is a non-U.S. government employee, including any officer or employee of a foreign government unit or national oil company. Regulators consider government employees, candidates for political office, party officials, members of the royal family, and even all employees of government-owned businesses (such as national oil companies) to be "government officials." Also included are officials and employees of public international organizations such as the World Bank. In addition, gifts or bribes to a family member of a government official can be considered to be bribes to foreign officials. The bribery of foreign government employees and the bribery of commercial personnel are both prohibited.

Anti-Bribery and Anti-Corruption (cont.)

Money Laundering

Money laundering is the process by which illegally obtained funds are transferred through the financial system in an attempt to conceal their criminal origin. We are committed to complying with all applicable anti-money laundering laws, rules and regulations.

We must only conduct business with reputable third parties who engage in legitimate business activities. You must avoid any transactions structured in a way that could be viewed as concealing illegal conduct or illegally obtained funds and should contact the Legal Department if you have any concerns.

Gifts, Entertainment and Hospitality

While reasonable gifts, entertainment and hospitality can be appropriate during the normal course of business, they must never compromise the integrity of our business relationships. The giving or receiving of any gifts, entertainment, hospitality or other benefit that creates a feeling of obligation on the part of the recipient is prohibited under this Code. In general, gifts, entertainment and hospitality should not:

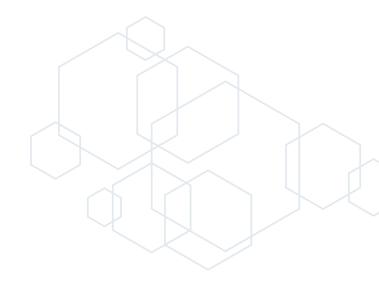
- · Be solicited
- Be offered or accepted during any bidding process (sales or procurement)
- Be in the form of securities, cash, cash equivalents (including gift certificates, gift cards, stocks and savings bonds), precious metals or items that can be readily converted to cash
- Be offered to or accepted by the same recipient with unreasonable frequency
- Be inconsistent with accepted and customary business practices
- Be offered to influence or reward a particular business decision or action
- Be offered to government officials without prior approval by us
- · Violate applicable law or policies
- Be of a nature that would embarrass us or you if publicly disclosed



Bribes can take many forms other than cash payments. Any of the following could constitute bribes under certain circumstances:

- Trips or entertainment
- Kickbacks (payment of part of the money received from a contract to the official who awarded the contract work)
- Gifts, particularly lavish, frequent or regular gifts
- Charitable donations
- Offers of employment
- Loans

There is no minimum financial value on what can constitute a bribe. If you have any questions, consult with the Legal Department before offering anything of value to a foreign government official.



Gifts, Entertainment and Hospitality (cont.)

You should use the following as a guide when accepting or offering such business courtesies:

- · Do not offer or accept bribes.
- · Do not offer or accept cash or cash equivalents.
- · Do not violate the law.
- · Do not seek personal favors.
- Do not accept gifts that obligate us to take or refrain from any action.
- Do not accept or give anything of value from or to foreign governments, political officials, or candidates for political office without first obtaining approval from the Chief Compliance Officer.

Giving Gifts, Meals, and Entertainment

Gifts, favors and entertainment may be given to others at our expense only if the gift, favor or entertainment meets all of the following criteria:

- It is not in violation of any applicable law or ethical standard.
- It cannot be construed as a bribe, kickback, payoff or other potentially corrupt behavior.
- · It is consistent with customary business practices.
- Public disclosure of the facts will not embarrass FTSI or you.

You should use the Gifts, Meals, and Entertainment Disclosure Form in Appendix B to make all required disclosures. You must keep any supporting documentation and accounting records related to gifts, favors and entertainment. For more information about giving gifts, meals and entertainment please review the guidelines found in our Employee Handbook.



Fair Competition

Competition Laws and Anti-Competitive Activities

We are committed to competing fairly and acting ethically and legally by delivering industry-leading products and services. Our marketing, advertising and sales efforts must be honest and direct, and we will refrain from making unfair or disparaging comments about our competitors and their business.

Our business is regulated by various global competition laws (also called "anti-trust laws") that promote fair competition by prohibiting practices or activities that unfairly restrict trade. These laws can be complex, and violations can lead to significant civil penalties as well as fines and jail sentences. We must never engage in the anti-competitive behavior that competition laws prohibit, including formal or informal agreements to:

- · Fix or coordinate prices
- · Facilitate collusive bidding or bid rigging
- · Boycott certain customers or suppliers
- · Share information with competitors about prices, profits or profit margins
- · Divide or allocate markets, territories or customers
- Exchange or share any unpublished information concerning prices or any other competitive information with a competitor
- Strike reciprocal deals with partners or suppliers

It is important to avoid creating even the perception that we are colluding with our competitors. Limit your interactions with competitors to the extent possible, and avoid discussions about any of the topics listed above. If a competitor engages you in a conversation that concerns you, end the discussion immediately and contact the Legal Department.



Fair Competition (cont.)

Gathering Competitive Information

In limited situations, it may be appropriate for us to gather information about our competitors' products, services and market activity. We may review publicly available information to learn about competitors, but we must refrain from collecting information using illegal, dishonest or inappropriate means. When gathering information, we must respect competitors' intellectual property and never use improper means to obtain their confidential information. Examples include:

- · Emails intended for others
- · Proposals
- · Price sheets
- · Engineering drawings and specifications
- · Business plans
- · Process documents
- Communications

You should never seek confidential information from a competitor's employees or customers, or use confidential and proprietary information you obtained in a previous job. If you come across material that you reasonably believe to be confidential, or any questions about whether certain competitive activities comply with this Code, you should immediately speak up.



Q: Can I have a drink with a competitor at a trade show and discuss the possibility of us partnering with his company to bid jointly on a contract tender? Working together would increase the likelihood of us winning the deal.

A: Be extremely cautious in any conversations with competitors. You may be violating competition laws if you share information on competitively sensitive topics, including prices, costs, fees, profit margins, or credit and billing practices. While competitors can work together as partners in certain instances, competition laws prohibit agreements between competitors to fix prices or to allocate customers, territories, products or services. Such agreements are illegal. You should avoid all conversations with competitors about business-related topics. Consult the Legal Department before you make any plans to talk with a competitor.



Communication Expectations

Proper Communications with Investors

We are committed to complying with applicable regulations regarding the selective disclosure of material, nonpublic information. We have authorized a select group of employees to communicate information about us to the investment community. Any requests for information from investors, analysts or similar persons should immediately be directed to the Chief Financial Officer.

Appropriate Communications with the Public and the Media

Our communications with the public must be honest and direct. To ensure our communications are always accurate and consistent, a limited number of people are responsible for communicating on our behalf. Only those individuals with authority to speak publicly on our behalf may do so. If you do not have this authority and are approached by a member of the public or the media, please refer them to the Vice President of Marketing and Communications.



Q: Am I allowed to access the internet for personal use while I am at work?

A: Your computer is a tool provided by us for you to do work on our behalf. Likewise, the electronic network by which you send and receive emails and access the internet is a corporate asset meant to be used in conducting our business. Though occasional and reasonable personal use of email and the internet is permitted, you must exercise good judgment in not abusing the privilege. You must avoid excessive personal use of the internet while at work. Additionally, accessing inappropriate content on the internet using our computers is prohibited.

Acceptable Internet Use

You should always use the internet responsibly regardless of whether your activities are for personal or business use. You should never disclose confidential information, such as customer or proprietary information and trade secrets, learned through the course of your employment with FTSI.

Acceptable Personal Use of Social Media

Always use good judgment when posting comments on social media, particularly those about our business, customers or business partners. Remember your communications over social media can have a significant negative impact on FTSI. Always make it clear you are expressing your own opinions and are not communicating on our behalf. Your comments should not include profane, demeaning or embarrassing content.

You may not use social media while on work time or on equipment provided by us, unless it is part of your job duties or is authorized by your supervisor. Do not use your FTSI email address to register on any social media outlets (for business or personal reasons) unless the social media activity is approved for business purposes or in writing by an authorized supervisor or is used for professional development and association (e.g., LinkedIn). Keep in mind that we have the right to monitor communications that take place over our information systems to the extent permitted by law. For more information on your use of social media, please review the Social Media section of our Employee Handbook



Civic and Charitable Activities

We support corporate and personal participation in civic and charitable activities. But, you should never use your employment with us to suggest or imply our sponsorship or endorsement of an outside event or charity unless approved by us. It is important to ensure that your personal civic and charitable activities do not interfere with your work responsibilities. Speak with your supervisor if you wish to use work time or resources to support civic and charitable activities.

Political Activities and Lobbying

Corporate Political Activities

We may engage in public policy issues related to our business interests. Our corporate political activities must comply with applicable law, including any contributions of our funds or use of our facilities and resources. Our compliance includes our opportunities to provide administrative support for the operation of political action committees or provide support in informing the public on an issue related to our business or our shareholders.

Personal Political Activities

We encourage you to participate in political processes, so long as it is consistent with the laws and regulations that govern political activities. It is inappropriate to solicit support of a political cause or candidate at work. Although we encourage you to participate personally in the political process, you should do so on your own time and with your own resources. You should not use your employment with us to suggest or imply our sponsorship or endorsement of a candidate or endorsement of a political position, without first obtaining the approval of the General Counsel.

Lobbying

We abide by all lobbying laws, and may engage employees or professional lobbyists to work with government officials on our behalf. We prohibit participation in any lobbying activities on our behalf without specific authorization from the General Counsel. Any authorized lobbying is recorded and reported in accordance with federal regulations.



YOU ARE RESPONSIBLE FOR YOUR ACTIONS

We are all responsible for making sound decisions that comply with all laws governing our business. We must work together to create a healthy, safe and respectful workplace. As you go about your daily activities, please remember to:

- Abide by the principles in this Code
- Use common sense in your work and work-related decisions
- · Refer to available FTSI resources for guidance when you have questions
- Hold colleagues and partners to high ethical standards
- Not sacrifice your personal integrity for profits or personal gain
- Report suspected illegal actions and violations of this Code promptly

We will update this Code periodically to reflect relevant changes in the law and/or changes to our policies. We always welcome suggestions for improving our ethical and legal culture, or for making this Code more useful to you. Please contact the Legal Department with comments or ideas anytime.

This Code does not provide any rights, contractual or otherwise, to any third parties or to any of our employees or its affiliates.



A waiver of this Code for any executive officer or director may be made only by the board of directors or a committee of the board of directors and must be promptly disclosed to our shareholders in accordance with applicable law and New York Stock Exchange requirements.







ATTACHMENT **A**

CONFLICT OF INTEREST DISCLOSURE FORM

INSTRUCTIONS: If you need to disclose a conflict of interest under FTSI's Code of Business Conduct and Ethics, please use this form. Submit the form to ethics@ftsi.com. The Compliance Department will contact you with the outcome of our review or if more information is needed. If your request is approved but your situation changes in any way, you must submit an updated form for review. If you have any questions contact the Compliance Department at ethics@ftsi.com.

Employee Name: Email:		Position: Telephone Number:		
Department:	Location: (city, state)	Manager's Name: Title:		
involved and relation	to you, dates and locations	(include details such as names of o s where events occurred, number of es, and any other relevant information	,	
If so, did you or some oes this involve a family memboes this involve a current or po	er or close friend?	s, and Entertainment Disclosure Form?	☐ Yes☐ Yes☐ Yes☐ Yes☐ Yes☐ Yes☐ Yes	☐ No ☐ No ☐ No ☐ No ☐ No ☐ No
pes this involve a foreign entity	r, foreign national, or their repres lidate, politician, or political orga	sentative?	☐ Yes ☐ Yes	□ No
nployee Signature:		Date:		



Name:

ATTACHMENT B

GIFTS, MEALS, AND ENTERTAINMENT DISCLOSURE FORM

INSTRUCTIONS: If you need to disclose a gift, meal, or entertainment exchange with any non-FTSI person or company, please submit this form to ethics@ftsi.com. The Compliance Department will contact you with the outcome of our review or if more information is needed. If you have any questions, see FTSI's Gifts, Meals, and Entertainment Policy in the Employee Handbook or contact the Compliance Department at ethics@ftsi.com.

Date Submitted:

Position:

Na De:	partment: Received	Location:				
Na Des Res	Received Given	D-t- Oi				
De: Rea		Date Given	Or Received:	Estimated \	/alue:	
Ple	me of Person and Compar	y to/from whom Item	was given/received:			
Ple	escription Of Gift:					
	eason For Gift:					
1.	Please answer the following questions.				Yes	No
	 Is this gift in the form of cash or a cash equivalent; for example, a gift card, check, voucher, coupon, stock, stock option, or loan? If yes, turn it over to the Compliance Department; contact ethics@ftsi.com. 					
2.	Does this involve a foreign entity or foreign national or their representative (including government-owned or controlled institutions or companies and international organizations)?					
3.	Does this involve a political organization?	candidate, appointed of	or elected government official, or	a political		
4.	Is there a current contract volume If yes, since what date?	vith this company / indi	vidual?			
	What is the renewal date of	the contract?				
5.	If there is no current contra What goods/services will be What is the status of the co Has a vendor request form	provided? ntract/bid?	iture contract with this company	/ individual?		
6.	Is there a potential that this If yes, please explain:	gift may create a confl	ct of interest for FTSI, you, or ar	yone else?		
	5:418					

	Printed Name	Signature	Date
Employee			
Employee's Manager			



