



**REAL ATHLETES.  
REAL SCIENCE.™**

4721 IRONTON ST. BUILDING-A DENVER, CO 80239  
FAX: 800.490.7165

## **CONFLICTS OF INTEREST**

### **Outside Interest:**

In order to safeguard the activities and assets of MusclePharm, employees of MusclePharm should not have interests in outside businesses which conflict or appear to conflict with their ability to act and make independent decisions in the best interest of MusclePharm.

An employee is considered to have an interest in an outside business if the employee or any member of his/her immediate family holds ownership in the business or its property; furnishes goods or services to the business; is a creditor, employee, agent, officer, director, or consultant of the business. Outside businesses include any person, firm, corporation, or government agency that sells or provides a service to, purchases from, or competes with MusclePharm.

At the time of hire, and periodically thereafter as requested, all employees will be required to complete an agreement concerning ethical standards of conduct & conflict of interest. Periodic checks will be conducted by the Human Resources Department to determine changes that have occurred; however, all employees are expected to exercise good judgment and discretion in evaluating a particular activity so as to avoid any actual, or apparent, conflict of interest. If there is a doubt, the employee should discuss it with his/her supervisor and/or the Human Resources Manager.

Excluded are investments in the securities of a bank, public utilities, and transportation companies subject to regulations by government authority or a mutual fund or investment company registered under the Investment Company Act. Also excluded are securities listed on a national securities exchange.

### **Ethical Standards:**

MusclePharm expects its employees to observe the highest standards of business ethics.



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No employee should take any action on behalf of the Company that they know, or reasonably should know, violates any applicable law or regulation. This obviously includes such activities as bribery, kickbacks, falsehoods, and misrepresentation.

MusclePharm prohibits all employees from accepting gifts, gratuities, or entertainment from individuals and firms with whom MusclePharm does business in excess of \$300. It is also a violation to give gifts to individuals or firms with whom MusclePharm does business. Excluded from this prohibition is the exchange of normal business courtesies such as meals and entertainment, when they are proper and consistent with regular business practice. Also excluded are advertising or promotional materials and holiday or other gifts, which are of nominal value (less than \$300.00).

Failure to comply with the aforementioned provisions may result in corrective action, up to and including termination of employment.

#### **ACKNOWLEDGMENT OF RECEIPT AND UNDERSTANDING**

I, \_\_\_\_\_, hereby certify that I have read and fully understand the Conflicts of Interest of MusclePharm. I agree to abide by the Whistleblower Conflicts of Interest and understand that compliance with MusclePharm's standards of conduct is necessary for my continued employment. My signature below certifies my knowledge, acceptance and adherence to the Conflicts of Interest.

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

Dated: \_\_\_\_\_