



Directors’ Code of Conduct

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I. Introduction to our Directors' Code of Conduct

Ignite expects each Director to exercise the highest levels of integrity, ethics, and objectivity in actions and relationships which may affect Ignite, or where the Director represents or negotiates on behalf of Ignite. Directors must not misuse the authority or influence of their positions in these relationships. When there is doubt as to whether an action is appropriate, or whether it will cause embarrassment to Ignite or its reputation, it should be avoided.

The Board of Directors (the "Board") of Ignite adopts this Directors' Code of Conduct (the "Code") to:

- promote honest and ethical conduct, including fair dealing and the ethical handling of conflicts of interest;
- promote full, fair, accurate, timely and understandable disclosures;
- promote compliance with applicable laws and governmental rules and regulations;
- ensure the protection of Ignite's legitimate business interests, including corporate opportunities, assets and confidential information; and
- deter wrongdoing.

No code or policy can anticipate every situation that may arise. Accordingly, this Code is intended to serve as a source of guiding principles for Directors. All Directors of Ignite are expected to be familiar with the Code and comply with the letter and spirit of this Code. Directors are encouraged to bring questions about particular circumstances that may implicate one or more of the provisions of this Code to the attention of the Chair of the Corporate Governance and Nominating Committee, who may consult with inside or outside legal counsel as appropriate.

Directors who also serve as officers of the Company must comply with this Code, as well as the Company's Code of Business Conduct and the Code of Ethics for Executive Officers and Senior Financial Employees.

Directors must annually execute a Certificate of Compliance with this Code.

II. Conflicts of Interest

A "conflict of interest" occurs when an individual's private interest interferes in any way – or even appears to interfere – with the interest of Ignite. A conflict of interest can arise when a Director takes actions or has interests that may make it difficult to perform Ignite's work objectively and effectively. Conflicts of interest also arise when a Director, or member of his or her family¹ (hereinafter a "Related Party" as defined in the Related Party Transactions Policy of the Company, as may be amended from time

¹ Family members of a director may arise by blood, marriage or adoption and are defined by Rule 5605(a)(2) of the Nasdaq Stock Market, Inc. Listing Rules and the Company's Related Party Transactions Policy as a director's: (a) spouse; (b) parents; (c) children; (d) siblings, or (e) anyone residing in such person's home.

to time) or Close Personal Friend² receives personal benefits as a result of the Director's position in Ignite. This Code does not attempt to describe all possible conflicts of interest that could develop.

A Director who has an actual or potential conflict of interest must disclose to the Chair of the Board and the Chair of the Corporate Governance and Nominating Committee (1) the existence and nature of the actual or potential conflict of interest and (2) all facts known to him or her regarding the transaction that may be material to a judgment about whether to proceed with the transaction.

The Chair of the Corporate Governance and Nominating Committee, with such assistance from the Company's General Counsel, and, at the Company's expense, any outside advisers as the Chair of the Corporate Governance and Nominating Committee deems necessary or appropriate, shall gather the material facts of the actual or potential conflict of interest and shall review such material facts with the other members of the Corporate Governance and Nominating Committee in a meeting. In the meeting, the Corporate Governance and Nominating Committee shall make a determination whether an actual or potential conflict of interest with the Company exists.

If the Corporate Governance and Nominating Committee determines that an actual or potential conflict of interest exists involving a Close Personal Friend, the Corporate Governance and Nominating Committee must investigate the matter and issue its recommendation of an appropriate remedy to the Board of Directors at a meeting of the Board of Directors.

If the Corporate Governance and Nominating Committee determines that an actual or potential conflict of interest exists involving a Related Party, the Chair of the Corporate Governance and Nominating Committee must notify the Chair of the Audit Committee and delegate management of the Related Party transaction to the Audit Committee for review, approval, ratification and/or disclosure of the transaction, in accordance with the Company's Related Party Transactions Policy. The Corporate Governance and Nominating Committee shall enforce this Code arising from an actual or potential conflict of interest involving a Related Party and shall make a report to the Board, including the recommendation of an appropriate remedy for the Code violation, if any, to the Board of Directors at a meeting of the Board of Directors. Except as set forth in Article IX of the Company's Certificate of Incorporation (as may be further amended from time to time in accordance with the terms thereof), the Director may proceed with the Related Party transaction only after receiving approval from the Audit Committee, in accordance with the Company's Related Party Transactions Policy.

If the Corporate Governance and Nominating Committee determines that no actual or potential conflict of interest with the Company exists, the Corporate Governance and Nominating Committee shall not take any further action except to record its determination in the minutes of the meeting and report its findings to the Board of Directors at the next regularly scheduled quarterly meeting.

Any agreements or transactions between J.H. Whitney Capital Partners, LLC or any of its affiliates, on the one hand, and Ignite, on the other hand, will be approved in accordance with Article IX of our Certificate of Incorporation (as may be further amended from time to time in accordance with the terms thereof).

² Close personal friend is someone with whom a director has a significant personal relationship or with whom a director has regularly associated.

III. Gifts and Entertainment

When acting on behalf of Ignite, Directors should never accept gifts or any other business courtesies from people doing business with Ignite (including suppliers, customers, competitors, contractors and consultants). Meals in the ordinary course of business and infrequent meals and entertainment, such as cultural or sporting events, that are attended by both the Director and the donor are not considered gifts.

IV. Corporate Opportunities

Directors owe a duty to Ignite to advance its legitimate interests when the opportunity to do so arises. Except as set forth in Article IX of the Company's Certificate of Incorporation (as may be further amended from time to time in accordance with the terms thereof), Directors are prohibited from (a) taking for themselves personally opportunities that are discovered through the use of Ignite property, information or position; (b) using Ignite property, information or position for personal gain; and (c) competing with Ignite.

V. Protection of Confidential Information

Directors should maintain the confidentiality of information entrusted to them by Ignite, its customers, consumers or suppliers, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information that might be of use to competitors, or harmful to Ignite, its customers, consumers or suppliers, if disclosed. Directors are expected to consult with the General Counsel if they believe that they have a legal obligation to disclose confidential information.

VI. Company Property

Directors should protect Ignite's assets and ensure their efficient use. All Ignite assets should be used only for legitimate business purposes. Directors are prohibited from abusing, destroying, damaging or defacing Ignite property, tools, equipment or property of others.

VII. Fair Dealing

Directors should endeavor to deal fairly with Ignite's guests, suppliers, competitors and employees. No Director should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

VIII. Compliance with Laws, Rules and Regulations

Directors are required to obey all federal, state and local laws and regulations while conducting business on behalf of Ignite, including federal and state securities laws, antitrust and trade regulation laws, environmental laws, franchise laws, liquor laws, employment laws, product safety laws and advertising laws. It is the personal responsibility of each Director to be sufficiently knowledgeable of and adhere to the standards and restrictions imposed by these laws, rules and regulations.

Securities Laws

It is Ignite's policy to make full, fair, accurate, timely and understandable disclosures in compliance with all applicable laws, rules and regulations in the reports and documents that it files with or submits to various state or federal agencies, including the Securities and Exchange Commission, and in other public communications made by Ignite. Directors must abide by applicable Ignite policies and procedures designed to promote compliance with this policy.

Insider Trading and Other Restrictions

Using non-public, company information to trade in securities, or providing a family member, friend or any other person with a "tip," is illegal. All such non-public information should be considered inside information and should never be used for personal gain. Directors are required to familiarize themselves and comply with Ignite's policy against insider trading. Directors should contact the General Counsel before engaging in any transaction involving Ignite securities.

Public Communications

It is Ignite's policy to disclose material information concerning the company to the public only in accordance with Regulation FD in order to avoid inappropriate publicity and ensure that all such information is communicated in a way that is reasonably designed to provide broad, non-exclusionary distribution of information to the public. No Director may disclose any material information concerning Ignite to the public unless specifically authorized by the Board, and any such authorized disclosure must be made in accordance with Regulation FD.

Antitrust Laws

While Ignite competes vigorously and creatively in its business activities, its efforts in the marketplace must be conducted in accordance with all applicable antitrust and trade practice laws and regulations. Directors may not knowingly engage in any activity in violation of applicable antitrust or competition laws. Any questions regarding the legal validity of an action should be directed to the General Counsel.

Political Activity

This Code applies solely to the use of Ignite assets and is not intended restrict your right to participate in political activities in your personal capacity or to use personal funds for political purposes. Directors will not be reimbursed directly or indirectly by Ignite for personal political contributions.

Ignite will not make, and Directors may not cause Ignite to make, political contributions from corporate resources to any political party, candidate or holder of public office, or political committee in violation of any applicable federal, state, local or foreign law. This includes monetary contributions as well as in-kind contributions (such as the use of corporate property, personnel, services or facilities). Directors must comply with applicable federal, state, local and foreign laws and with Ignite policy with respect to causing Ignite to make political contributions. Directors may not make personal political contributions on behalf of, or in the name of, Ignite.

Anti-Corruption Laws

The Foreign Corrupt Practices Act and other local anti-corruption laws prohibit giving and/or offering money or anything of value to a foreign governmental official, agency, political party, party official or

candidate to induce the recipient to give Ignite business, purchase Ignite's products or otherwise benefit Ignite's business in their country other than contributions within the purview of applicable law.

Directors that conduct business with government officials, whether in the United States or in a foreign country, must do so in compliance with applicable anti-corruption laws. Any questions regarding the legal validity of an action should be directed to Ignite's General Counsel.

IX. Reporting of Potential Violations

All Directors are expected to know and follow this Code. Suspected violations of this Code must be reported to the Chair of the Board and the Chair of the Corporate Governance and Nominating Committee. All reported violations will be appropriately investigated and appropriate action will be taken in the event that a violation is confirmed.

It is Ignite's policy not to allow retaliation for reports made in good faith. Any Director with a question about a potential violation of law or the interpretation or application of this policy should contact Ignite's General Counsel.

X. Amendments and Waivers

Any amendment or waiver of this Code must be approved in writing by the Corporate Governance and Nominating Committee and promptly disclosed as required by law or federal regulations.

XI. Failure to Comply

A failure by a Director to comply with the laws or regulations governing Ignite's business, this Code or any other Ignite policy or requirement may result in a request to resign as a Director or the Board's seeking removal of the Director, where permitted by applicable law.

XII. Administration of the Code

Ignite has designated the Corporate Governance and Nominating Committee to administer this Code, other than the review of any conflicts of interest or under Section II or potentially competing corporate opportunities under Section IV, both of which shall be administered by the Audit Committee.