

Code of Ethics and Business Conduct

1. Introduction.

1.1 The Board of Directors of VirTra, Inc. (the “Company”) has adopted this Code of Ethics and Business Conduct (the “Code”) in order to:

- (a) promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest;
- (b) promote full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company files with, or submits to, the Securities and Exchange Commission (the “SEC”) and in other public communications made by the Company;
- (c) promote compliance with applicable governmental laws, rules, and regulations;
- (d) promote the protection of Company assets, including corporate opportunities and confidential information;
- (e) promote fair dealing practices;
- (f) deter wrongdoing; and
- (g) ensure accountability for adherence to the Code.

1.2 All directors, officers, and employees are required to be familiar with the Code, comply with its provisions, and report any suspected violations as described below in **Section 10**, Reporting and Enforcement.

2. Honest and Ethical Conduct.

2.1 The Company’s policy is to promote high standards of integrity by conducting its affairs honestly and ethically.

2.2 Each director, officer, and employee must act with integrity and observe the highest ethical standards of business conduct in his or her dealings with the Company’s customers, suppliers, partners, service providers, competitors, employees, and anyone else with whom he or she has contact in the course of performing his or her job.

3. Conflicts of Interest.

3.1 A conflict of interest occurs when an individual’s private interest (or the interest of a member of his or her family or close friend(s) or business associate(s)) interferes, or even appears to interfere, with, or runs counter to, the interests of the Company as a whole. A conflict of interest can arise when an employee, officer, or director (or a member of their family or a close friend(s) or business

associate(s)) takes actions or has interests that may make it difficult for the employee to perform their work for the Company objectively and effectively. Conflicts of interest also arise when an employee, officer, or director (or a member of their family or close friend(s) or business associate(s)) receives improper personal benefits as a result of their position in the Company.

3.2 Loans by the Company to, or guarantees by the Company of obligations of, employees or their family members or a close friend(s) or business associate(s) are of special concern and could constitute improper personal benefits to the recipients of such loans or guarantees. Loans by the Company to, or guarantees by the Company of obligations of, any director or officer or their family members or close friend(s) or business associate(s) are expressly prohibited.

3.3 Whether or not a conflict of interest exists or will exist can be unclear. If an employee is uncertain whether a potential conflict of interest exists, they should discuss the matter with their supervisor, the General Counsel, or Human Resources.

4. Compliance.

4.1 Employees, officers, and directors should comply, both in letter and spirit, with all applicable laws, rules, and regulations in the cities, states, and countries in which the Company operates. This includes, without limitation, competition and antitrust laws, environmental laws, health and safety regulations, anti-discrimination laws, anti-bribery and anti-corruption laws, and all industry-specific laws and regulations. If you are uncertain about whether certain actions or arrangements would violate local law, direct your questions to the General Counsel.

4.2 All employees, officers, and directors must comply with the Insider Trading and FCPA Policies separately adopted by the Company. A violation of either policy is a violation of this Code as well.

5. Disclosure.

5.1 The Company's periodic reports and other documents filed with the SEC, including all financial statements and other financial information, must comply with applicable federal securities laws and SEC rules.

5.2 Each director, officer, and employee who contributes in any way to the preparation or verification of the Company's financial statements and other financial information must ensure that the Company's books, records, and accounts are accurately maintained. Each director, officer, and employee must cooperate fully with the Company's accounting and internal audit processes, controls, and procedures from time to time in effect. The Company will ensure that its independent public accountants and counsel are aware of and comply with these processes as well.

5.3 Each director, officer, and employee who is involved in the Company's disclosure process must:

- (a) be familiar with and comply with the Company's disclosure controls and procedures and its internal control over financial reporting; and
- (b) take all necessary steps to ensure that all filings with the SEC and all other public communications about the financial and business condition of the Company provide full, fair, accurate, timely, and understandable disclosure.

6. Protection and Proper Use of Company Assets.

6.1 All directors, officers, and employees should protect the Company's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's profitability and are prohibited.

6.2 All Company assets should be used only for legitimate business purposes, though occasional personal use is permitted. Any suspected fraud or theft should be reported to Human Resources or the CEO for investigation immediately. You should review the Company's information technology (IT) and digital assets policies and procedures to ensure the lawful and legitimate use of the Company's electronic resources.

6.3 The obligation to protect Company assets includes the Company's proprietary information. Proprietary information includes, among other things, intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business and marketing plans, engineering and manufacturing ideas, designs, databases, records, and any non-public financial data or reports. Unauthorized use or distribution of this information is prohibited and could also be illegal and may result in civil or criminal penalties.

7. Corporate Opportunities. All directors, officers, and employees owe a duty to the Company to lawfully and ethically advance its interests when the opportunity arises. Directors, officers, and employees are prohibited from taking for themselves personally (or for the benefit of friends or family members or close friend(s) or business associate(s)) opportunities that are discovered through the use of Company assets, property, information, or position. Directors, officers, and employees may not use Company assets, property, information, or position for personal gain (including gain of friends or family members or close friend(s) or business associate(s)). In addition, to the fullest extent permitted by applicable law, no director, officer or employee may compete with or usurp corporate opportunities from the Company during their relationship with the Company.

8. Confidentiality. Directors, officers, and employees should maintain the confidentiality of information entrusted to them by the Company or by its customers, suppliers, or partners, except when disclosure is expressly authorized or legally required. Confidential information includes all non-public information developed by or entrusted to the Company the disclosure of which would harm the Company or its customers, suppliers or partners. The Code and this Section 8 specifically does not preclude disclosure of acts of discrimination, harassment, retaliation, sexual assault or misconduct, or violations of securities

laws as guaranteed by Rule 21F-17 of the Exchange Act. This Section 8 also is not intended to chill or interfere with protected concerted activity under the National Labor Relations Act.

9. Fair Dealing. Each director, officer, and employee must deal fairly with the Company's customers, suppliers, partners, service providers, competitors, employees, and anyone else with whom they have contact in the course of performing their role. No director, officer, or employee may take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of facts, or any other unfair dealing practice. Directors, officers, and employees must comply with the Company's gift policy, as set forth in the FCPA Policy.

10. Reporting and Enforcement.

10.1 Reporting and Investigation of Violations.

- (a) Actions prohibited by this code involving directors or executive officers must be reported to the General Counsel or Chief Compliance Officer.
- (b) Actions prohibited by this code involving any other person must be reported to the reporting person's supervisor or Human Resources, or to the Chief Compliance Officer.
- (c) After receiving a report of an alleged prohibited action, the recipient of such report must promptly take all appropriate actions necessary to investigate the report.
- (d) All directors, officers, and employees are expected to cooperate and provide truthful, thorough information in any internal investigation by the Company, including investigations of alleged misconduct.

10.2 Enforcement.

- (a) The Company must ensure prompt and consistent action against violations of this Code.
- (b) The Board will promptly investigate and make determinations regarding alleged prohibited action involving a director or executive officer.
- (c) If, after investigating a report of an alleged prohibited action by any person other than a director or executive officer, the relevant supervisor, the Vice President of Human Resources, or the Chief Compliance Officer determines that a violation of this Code has occurred, they will report such determination to the Chief Executive Officer.
- (d) Upon receipt of a determination that there has been a violation of this Code, the Board of Directors or the Chief Executive Officer, as applicable, will take such preventative or disciplinary action as it or they deem appropriate, including, but not limited to, reassignment, demotion, dismissal, and, in the event of criminal conduct or other serious violations of the law, notification of appropriate governmental authorities.

10.3 Waivers.

- (a) The Board of Directors, sitting with active quorum and not pursuant to a delegated authority to any other committee thereof, may, in its discretion, waive any violation of this Code. No person or entity other than the Board of Directors is authorized to waive a violation of this Code when a director or executive officer is involved.
- (b) Any waiver for a director or an executive officer shall be disclosed on a Form 8-K under Item 5.05 as required by SEC or the rules of any securities exchange on which the Company's securities are listed. The report will describe the nature of the waiver; the person who received the waiver; and the date of the waiver. The Company must report within four (4) business days of the waiver unless a recognized exception applies; therefore, prompt reporting and resolution by the Board of Directors is essential for compliance purposes.

10.4 Prohibition on Retaliation.

The Company does not tolerate acts of retaliation against any director, officer, or employee who makes a good faith report of known or suspected acts of misconduct, questionable behavior, or violations of this Code, or against a director, officer, or employee who participates in an investigation of the same.

ADOPTED: This 1st day of January, 2025.

Receipt and Acknowledgement of Ethics and Business Conduct of VirTra, Inc.

I, _____, acknowledge that I have received and read a copy of the **Code of Ethics and Business Conduct of VirTra, Inc.** I understand the contents of the Code and I agree to comply with the policies and procedures set out in the Code.

I understand that I should approach the Sr. Vice President, Human Resources if I have any questions about the Code generally or any questions about reporting a suspected conflict of interest or other violation of the Code.

If further detailed information is needed, please reference VirTra's Proprietary Rights and Non-Competition Agreement.

[SIGNATURE]

[PRINTED NAME]

[DATE]

To be signed and returned to Human Resources.

Compliance Reporting Policy

General

VirTra, Inc. ("Company") has adopted a Code of Ethics and Business Conduct (the "Code") to: promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest; promote full, fair, accurate, timely, and understandable disclosure in reports and documents the Company files with or submits to the Securities and Exchange Commission (the "SEC") and in other public communications made by the Company; promote compliance with applicable governmental laws, rules, and regulations; promote the protection of Company assets, including corporate opportunities and confidential information; promote fair dealing practices; deter wrongdoing; and ensure accountability for adherence to the Code.

All directors, officers, and employees are required to be familiar with the Code, comply with its provisions, and report any suspected violations as described herein. The Company's policy is to promote high standards of integrity by conducting its affairs honestly and ethically. Each director, officer, and employee must act with integrity and observe the highest ethical standards of business conduct in their dealings with the Company's customers, suppliers, partners, service providers, competitors, employees, and anyone else with whom they have contact in the course of performing their roles.

To promote and ensure such ethical conduct, the Company is committed to preventing adverse employment action of any kind against employees of the Company who disclose concerns about actual or perceived violations of the Code, including, without limitation, (i) fraudulent activities within the Company (including wire fraud, mail fraud, and bank fraud), (ii) violations of the Sarbanes-Oxley Act of 2002 pertaining to fraud against stockholders of the Company, (iii) questionable accounting, internal accounting controls, or auditing matters of the Company, (iv) other conduct by executives, directors, and employees of the Company that violate the Code, or that cause reports and other public disclosures by the Company that are not full, fair, and accurate, or (v) other questionable behavior within the Company. To advance this commitment, the Company has adopted this Compliance Reporting Policy ("Policy").

Prohibition of Adverse Employment Action

All employees, directors, and officers are expected to report violations of the Code and other suspected misconduct. Indeed, failure to report misconduct may be grounds for disciplinary action. To demonstrate the Company's commitment to ensuring transparency and compliance with all applicable laws and regulations, it is a violation of this Policy for any officer, director, employee, contractor, subcontractor, or agent of the Company to take any adverse employment action or in any other manner discriminate against an employee of the Company for engaging in any conduct protected by this Policy (discussed below). For the purposes of this Policy, adverse employment action includes terminating, demoting, suspending, threatening, harassing, or adversely affecting the terms and conditions of employment of such employee.

Conduct that is Protected under this Policy

Among the type of officer, director, and employee disclosures protected by this Policy are the following, although this list is not intended to be exhaustive:

- A. Providing information to a Federal regulatory or law enforcement agency; any member of Congress or a Congressional committee; or any Company supervisor or employee with authority to investigate suspected prohibited corporate misconduct (hereinafter, "Authority"), or causing information to be provided to an Authority, or otherwise assisting an investigation regarding information reasonably believed to constitute wire fraud, mail fraud, bank fraud, or securities fraud against stockholders of the Company, or filing, causing to be filed, testifying, participating in or otherwise assisting in a proceeding filed or about to be filed relating to any of these matters.
- B. Reporting any questionable accounting or auditing matters to an Authority, including, without limitation, the following:
 1. fraud or deliberate error in the preparation, evaluation, review, or audit of any financial statement of the Company;
 2. fraud or deliberate error in the recording and maintaining of financial records of the Company;
 3. deficiencies in or noncompliance with the Company's internal accounting controls;
 4. misrepresentations or false statements to or by a senior officer or accountant of the Company regarding a matter contained in the financial records, financial reports, or audit reports of the Company; or
 5. deviation from full and fair reporting of the Company's financial condition.
- C. Reporting to an Authority conduct by executives or directors of the Company that is reasonably believed to violate the Code.
- D. Reporting to an Authority disclosures in reports or other public disclosures by the Company that are believed to be incomplete or inaccurate.
- E. Internal reports within the Company, such as to one's supervisor, another member of management, or by following the procedures set forth in the Code.
- F. Cooperating in or providing information in connection with an investigation of a complaint of questionable behavior within the Company, including, without limitation, by providing truthful information to governmental authorities or law enforcement agencies.

Retaliation Prohibited

Retaliation or reprisal for making a *bona fide* complaint or raising a *bona fide* concern regarding compliance with the Code, or for participating in an investigation of such complaint or concern, is strictly prohibited. Any employee, officer, or director who experiences or is threatened with retaliation for their role in reporting an actual or suspected violation of the Code should report the retaliation to the Human Resources Department or Chief Compliance Officer. Reports will be investigated, and prompt disciplinary procedures will be implemented to deter such conduct.

Additional Rights

Employees of the Company may have additional rights under the Sarbanes-Oxley Act of 2002 to file complaints with federal regulatory or law enforcement agencies, any member of Congress or committees of Congress or the SEC. In the event of dismissal or retaliation for filing a complaint, the employee shall have the right to file a complaint with the Secretary of Labor; and if proper procedures are followed, to bring an action in law or equity in the appropriate federal court.

ADOPTED: This 1st day of January, 2025.

Receipt and Acknowledgement of Compliance Reporting Policy

I, _____, acknowledge that I have received and read a copy of the **Compliance Reporting Policy** of VirTra, Inc. I understand the contents of the Policy and I agree to comply with the policy and procedures set out in this document.

I understand that I should approach the Sr. Vice President, Human Resources if I have any questions about the Policy. I further understand that I should raise questions or concerns about violations of the Code as set forth in the Policy.

[SIGNATURE]

[PRINTED NAME]

[DATE]

To be signed and returned to Human Resources.