

A MESSAGE FROM THE CEO

Dear EVERI-One,

As we continue to grow, innovate, build a culture based on the principles of respect and transparency, and be a transformative force in the gaming supplier market, it's our duty to our customers, our business associates, the communities we serve, and our Company to uphold the highest standard of ethical conduct, integrity, and compliance in all that we do.

EVERI-One of us has a responsibility to follow our Code of Business Conduct, Standards and Ethics ("Code"). At EVERI, everything we do is guided by our core values of:

Harness the Power of Collaboration

Act with Integrity

Value EVERI-One

Exceed Expectations

And, most importantly, don't forget to **HAVE Fun!**

Our leaders across the organization and our Board of Directors embrace the Code because it protects and advances two of our greatest assets: OUR PEOPLE and OUR BRANDS.

I ask that you read this updated Code carefully and to think deeply about how our everyday actions affect EVERI, our colleagues, our customers, our investors, and our communities. The updated Code places greater emphasis on issues of increased attention within the industry, in public discussion, or among investors, such as diversity and inclusion, privacy, safety and health, social media, sustainability, and corporate social responsibility. You may face ethical decisions in your day-to-day work, and I urge you to raise any concerns through the channels outlined in this Code.

Our Company's reputation depends on your commitment to honest and ethical behavior.

Thank you for your cooperation and dedication to EVERI.

Sincerely,

Michael D. Rumbolz
Chief Executive Officer
[We Are Everi](#)

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POWERING THE WAY WITH THE CODE

Everi Holdings Inc. and each of its subsidiaries and affiliates (collectively, “we,” us,” “our,” “EVERI,” or “Company”) is committed to conducting business with honesty, integrity, and respect.

This commitment applies to our relationships with competitors, customers, partners, suppliers, vendors, employees, consultants, and investors, and the public at large. It is our Policy to conduct our affairs in accordance with all applicable laws, rules, and regulations of the jurisdictions in which we do business or seek to do business.

EVERI operates in a highly-regulated industry and holds numerous privileged licenses, registrations, permits, findings of suitability, and other authorizations to conduct our operations, which demand a high level of transparency and accountability in all aspects of our operations.

MISSION STATEMENT:

Our mission is to transform the casino floor through innovative gaming and financial technology solutions.

[Mission Statement and Core Values](#)

THE HOW AND THE WHO

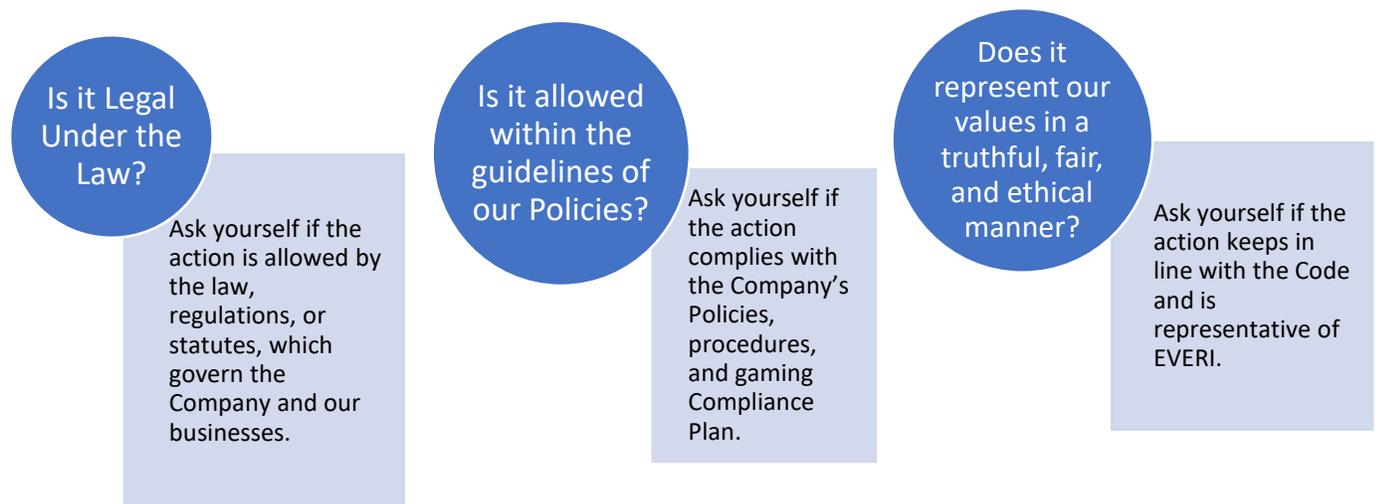
HOW TO USE THE CODE

The Code is a guide and Policy, but it also provides practical guidance for issues we may encounter in our day-to-day work. It's meant to explain legal and regulatory requirements as well as the values unique to EVERI. As we read the Code, remember that the foundation of EVERI's culture lies in our mission, vision, and values. This Code is designed to provide us with the knowledge and empowerment necessary to speak up and report suspicious, non-compliant, unethical, or illegal behavior.

EVERI has an anti-retaliation Policy to protect you when you report concerns.

ETHICAL DECISION-MAKING MODEL

Remember, it is an Everi **Core Value** to "*Act with Integrity,*" but doing what is ethical is not always a simple task. This ethical decision-making model will help you work through ethical decisions. This model, the Chief Legal Officer (the "CLO"), Regulatory Compliance, and similar resources are available to assist and guide you in ethical decision making. These resources are available to all EVERI employees, officers, and directors, and are provided without bias by the Company to encourage and support ethical decision making.



If the answers to any of these questions is "no," "maybe," or "I don't know," you should stop and seek guidance from Regulatory Compliance or the CLO.

WHO MUST FOLLOW THE CODE?

This Code applies to all EVERI employees, officers, directors, consultants, vendors, suppliers, and agents of the Company. The responsibility to follow the Code falls on all of us.

Specific Company Policies and procedures provide details pertinent to many provisions of the Code. Do not hesitate to use resources available in the Company's database of Policies and procedures.

For more information, see: [SharePoint - Human Resources: Policy Documents](#)

CONSEQUENCES OF VIOLATING THE CODE

Violations of the Code can harm our reputation as a company that upholds integrity and honesty. Such violations may also lead to regulatory actions or discipline, depending on the nature and severity.

When an alleged violation of this Code is reported, the Company shall take prompt and appropriate action in accordance with the laws, rules, and regulations, and otherwise consistent with good business practice.

SPEAKING UP, REPORTING CONCERNS, AND GETTING HELP

Part of a culture of integrity is being willing to speak up when something doesn't seem right. If we believe the laws, rules, and regulations, this Code, or our Policies have been violated, it is critical that we speak up! **SILENCE CAN MAKE AN ALREADY BAD SITUATION MUCH WORSE. YOUR VOICE CAN MAKE A DIFFERENCE!**

As employees, we are expected to report potentially unethical or illegal activities in your work environment. Employees may bring a complaint to their own supervisor, or any other Company supervisor/manager/executive, the Human Resources Department, or through the Company's ethics and compliance hotline (the "Compliance Line").

Our Company has engaged an independent company, Ethics Point, to operate the Compliance Line. This service provides you with another way to anonymously voice your concerns and help us identify issues or violations. To report any type of illegal, unethical, or unsafe work behavior, you can:

- Call the Compliance Line toll-free at 1-800-750-4972
- Access Ethics Point via the web at <https://secure.ethicspoint.com/EVERI>

For example, you can call with regard to:

- » Abuse of Authority
 - » Accounting Irregularities, Theft, or Fraud
 - » Bribery, Kickbacks, Gifts, or Entertainment
 - » Business Relationships with Clients, Suppliers, and Vendors
 - » Conflict of Interest
 - » Discrimination or Harassment
 - » Retaliations
 - » Threats of Violence
- » **The services are available 24 hours a day, 7 days a week. You can report anonymously and will not be required to provide your name.**

[Click here for the Compliance Brochure](#)

COMPLIANCE OFFICER

The Company's CLO is the Corporate Compliance Officer ("CCO") and is also available for you to report any violations of this Code and to address any of your questions and concerns in writing as follows:

Ethics@everi.com

EVERI
c/o EVP, Chief Legal Officer – General Counsel and Corporate Secretary
7250 South Tenaya Way, Suite 100
Las Vegas, NV 89113

If additional information is needed about a particular subject, feel free to consult a supervisor or Human Resources at the numbers listed below.

- » **Las Vegas Human Resources: 702-855-3000**
- » **Austin Human Resources: 512-334-7500**

WHAT HAPPENS WHEN I MAKE A REPORT?

When you make a report, we promptly investigate. All employees have a duty to cooperate fully and truthfully in any audits and investigations of suspected violations of our Policies, including compliance violations.

WHAT ABOUT RETALIATION?

If you see something, say something. We support employees who speak up about violations related to this Code, the laws, rules, and regulations, or our Policies. Any retaliation is strictly prohibited.

EVERI has a no-tolerance non-retaliation Policy.

Company Policy prohibits retaliation or discrimination against employees for participating in an investigation and/or providing information in good faith about violations (or suspected violations) of Company Policies or federal or state laws, rules, and regulations.

However, it is a violation of our standards to intentionally report information to Company personnel that is false and/or misleading.

Willful disregard of criminal statutes underlying this Code may require the Company to refer such violation for criminal prosecution or civil action.

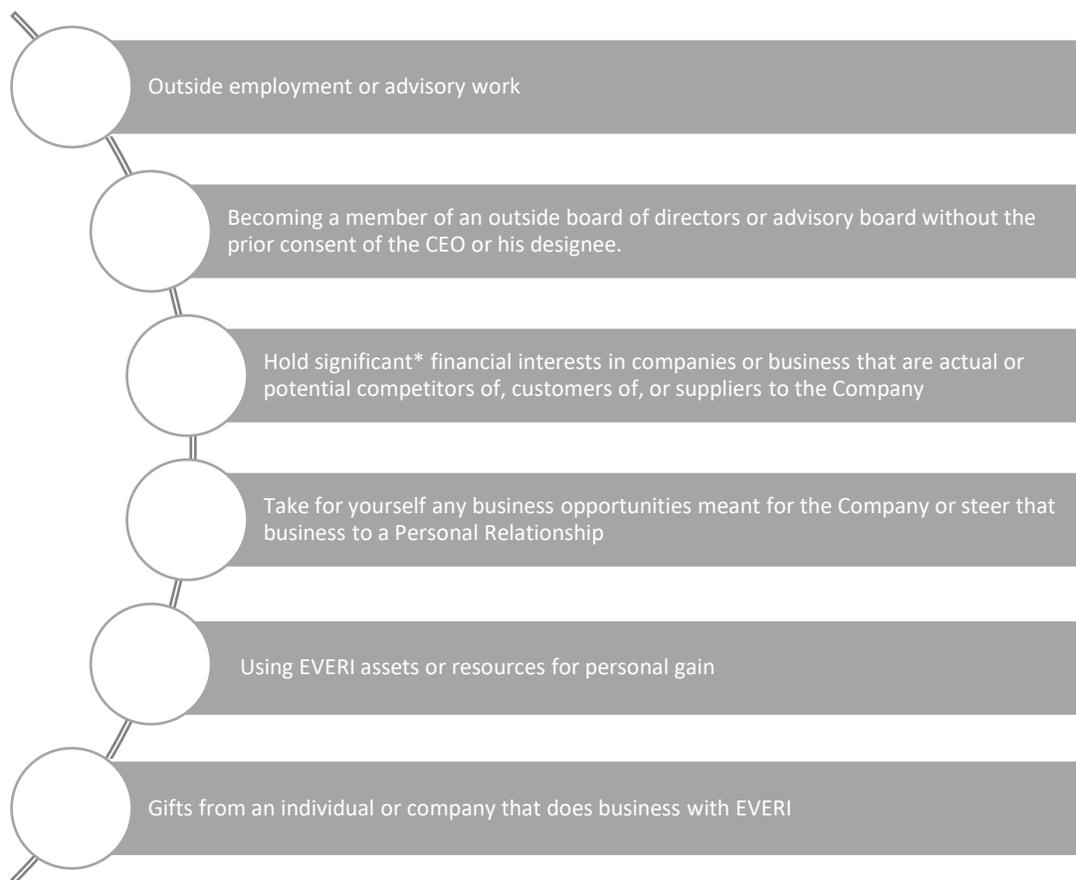
Violations of this Code of Conduct and related Policies may result in disciplinary action against the employee, up to and including termination of employment.

POWERING THE WAY WITHOUT CONFLICTS OF INTEREST

WHAT IS A CONFLICT OF INTEREST?

To us, integrity means making objective decisions and representing EVERI in a truthful, fair, and ethical manner. Conflicts of interest may arise when our personal interests interfere with our ability to act in the best interests of EVERI. As employees, we must execute our responsibilities based on what is in the best interest of the Company, regardless of personal considerations or relationships. Non-employee directors must discharge their fiduciary duties as directors of the Company.

A conflict of interest, and even the appearance of a conflict, can harm the Company and its reputation. If disclosed promptly, we can avoid or properly address most conflicts of interest. Potential conflicts should be disclosed to the Company’s CLO and the Chief Financial Officer (“CFO”) or such officer’s designees, who can advise us as to whether or not the Company believes a conflict of interest exists.



*For purposes of this section “significant” means (a) as it relates to publicly-traded corporations: ownership of greater than 1% of the outstanding voting stock, or (b) as it relates to other entities: ownership of greater than 1% of the outstanding shares of the entity, or (c) direct or indirect beneficiary interest in any entity which may be materially-impactful to such EVERI employee, officer, or director

THINK YOU HAVE A CONFLICT OF INTEREST?

As EVERI employees, we should disclose any potential conflict of interest involving our personal relationships, including but not limited to an employee's spouse, siblings, parents, in-laws, children, members residing in the same household, romantic or greater than acquaintance friendship, and our close friends, or non-Company business in which you have a financial interest (each, a "Personal Relationship"; collectively, "Personal Relationships").

Everi non-employee directors may discuss any concerns with the Chair of the Nominating and Corporate Governance Committee, the Chair of the Board, or the CLO.

OUTSIDE EMPLOYMENT AND ACTIVITIES

Full-time, salaried employees (i.e., generally "exempt employees") may not engage in any employment outside of the Company that (a) may compete with any product or service of the Company; or (b) that otherwise impairs or interferes with performance of job duties and responsibilities; or (c) that will interfere with or take away from that employee's ability to perform all obligations to the Company to the best of the employee's ability, including consulting engagements, or ownership in or operation of another business.

Full-time, or part-time, hourly employees (i.e., "non-exempt employees") may accept outside work only if that work does not conflict with any work schedule or potential change in work schedule, impact, or in any way limit the ability of the employee to perform the job requirements when scheduled to work. Outside employment will not excuse absenteeism, tardiness, leaving early, refusal to travel, or refusal to work overtime or different hours.

No employee, exempt or non-exempt, may accept employment, including in a consulting capacity, from any current or potential EVERI customer, supplier, or vendor while actively employed by the Company.

In addition to the above, no employee, exempt or non-exempt, may solicit or conduct any outside business during paid working time, or during any time they are conducting EVERI business. No activity related to outside employment may take place during the employee's regular hours, nor may the employee use Company resources for the benefit of any entity other than the Company.

Exempt full-time employees must obtain approval from Human Resources before accepting any outside employment. Failure to obtain prior approval and/or a violation of any of the above will result in disciplinary action up to, and including, termination. Employees may not utilize discretionary paid time off ("DTO") to work outside jobs.

CORPORATE OPPORTUNITIES

Employees, officers, and directors are expected to advance the Company's interests when the opportunity arises, and shall not compete with the Company and are prohibited from:

(a) taking (or directing a third party to take) a business opportunity that is discovered through the use of Company Property, information, or position, unless the Company has already been offered the opportunity and turned it down, and it is clear that it will not result in direct or indirect competition with the Company's operations or interests; and

(b) using (or directing a third party to use) Company Property, information, or position for personal gain.

“Company Property” is defined as all Company-owned or leased real property (such as buildings and surrounding areas such as sidewalks, walkways, driveways, and parking lots under the Company’s ownership or control), as well as personal property and intellectual property owned or purported to be owned in whole or in part by the Company or any of its Subsidiaries.

More generally, employees, officers, and directors are prohibited from using Company Property, information, or position for personal gain and from competing with the business or interests of the Company.

BUSINESS RELATIONSHIPS AND FAIR COMPETITION

The Company seeks to outperform its competition fairly and honestly. The Company seeks competitive advantages through superior performance. We do not engage in unethical or illegal business practices such as stealing proprietary information, possessing trade secret information that was obtained without the owner’s consent, or inducing disclosure of this type of information by past or present employees of other companies. Each employee, officer, and director of the Company should endeavor to deal fairly with customers, suppliers, competitors, the public, and one another at all times, and in accordance with ethical business practices.

Antitrust and competition laws are complex and global in reach, varying from country to country. Generally, the laws are designed to prohibit agreements or actions that reduce competition and harm consumers. You may not enter into agreements or discussions with competitors that have the effect of fixing or controlling prices, dividing and allocating markets or territories, or boycotting suppliers or customers. U.S. and foreign antitrust laws also apply to imports and exports. Violating these laws can have very severe consequences not only for the Company but also for individual employees.

The Company will never use deception or misrepresentation to gain an unfair advantage over competitors. The Company follows all laws and regulations regarding the promotion, marketing, and sale of products, and ensures that what is said is truthful and not misleading.

Always consult with the Legal Department before entering into agreements, or even sharing information, with competitors or customers that may restrict competition, or if you have questions as to whether representations may be misleading.

GIFTS, GRATUITIES, ENTERTAINMENT, AND TRAVEL

The purpose of business entertainment and gifts (including travel and/or overnight accommodations) in a commercial setting is to create goodwill and a sound working relationship, not to gain an unfair or personal advantage with customers or suppliers. We must always make objective decisions and represent the Company in a truthful, fair, positive, and ethical manner. As ethical EVERI employees, we are prohibited from using the Company’s funds or other Company Property for illegal, unethical, or otherwise improper purposes. *Gifts may be appropriate if they are unsolicited, business-related, not cash or usable as cash, and are customary and nominal in value.*

You may neither give nor receive any entertainment, elaborate meals, and/or gifts of any value if you are involved in any stage of a formal procurement or sales process in which the Company is either a current or potential customer or business provider.

Except as expressly set forth in the provisions of a written Company contract with its customer or supplier, it is generally discouraged to accept travel and/or overnight accommodations at a customer or supplier's expense. However, occasionally, our presence at an event is important to build a business relationship, to receive information about new products or services, or to receive or provide training, and may benefit the Company. In those instances, prior to accepting, you must obtain approval from the CCO or his or her designee. If your attendance at the event is approved, the Company should pay for any travel in excess of \$500, and for any overnight accommodations (other than moderate accommodations on a customer's own premises).

If you are unsure whether a situation could be considered an actual or perceived conflict of interest or have any questions as to whether you may accept a gift, you should consult with the CLO. The foregoing restrictions may be relaxed or waived only to the extent applicable law permits and only with the prior written authorization of the Company's, Chief Executive Officer ("CEO") or Chief Operating Officer ("COO"), CFO, CCO and, if separate, the CLO.

LOANS OR PERSONAL GUARANTEES

EVERI works hard on developing and maintaining meaningful, honest, and ethical relationships. We must never extend a personal loan to, accept a personal loan, personal extension of credit, or personal guarantee from any person or entities having or seeking business with the Company, any of our customers, vendors, suppliers, competitors, or from any of their employees, supervisors or managers, or other agents or representatives without the consent of the Company's Board of Directors.

The Company's principal executive officer, principal financial officer, principal accounting officer, or controller, non-director Section 16 reporting persons, and persons performing similar functions ("Designated Executives"), and directors may not receive loans or personal guarantees from the Company, nor may the Company arrange for any loan or personal guarantee.

ANTI-BRIBERY / ANTI-CORRUPTION / FACILITATION PAYMENTS

The Company is committed to complying with the laws of the countries wherever it operates. We must observe all laws and regulations, both U.S. and non-U.S. that apply to business abroad.

Paying bribes to government officials or participating in the solicitation of such a bribe or kickback is absolutely prohibited, even if those actions are perceived to be common practice in the given jurisdiction.

In some countries, a very limited category of small payments to facilitate or expedite routine nondiscretionary governmental actions may be permitted as exceptions to anti-bribery laws, including the Foreign Corrupt Practices Act ("FCPA") and the UK Bribery Act. The legal requirements pertaining to such payments are varied and complex. These "facilitating payments" to non-U.S. governmental officials are distinguished from payments made to influence a discretionary decision or to cause violation of, or an act in conflict with, the interests of an individual's employer, which are strictly prohibited.

Accordingly, any employee engaged in international business activities must obtain prior approval of the CLO and the CFO before making or committing to make any such payment.

ANTI-BOYCOTT

United States law prohibits the Company and its subsidiaries, affiliates, and their agents from complying with or supporting a foreign country's boycott of a country unless the U.S. also approves of the boycott. The Company is also required to report promptly to the U.S. Government any requests to support a boycott or furnish information concerning a boycott. If employees, officers, or directors hear of a boycott or receive a request to support a boycott, or to provide information related to a boycott, they should contact their supervisor or the CLO.

TAX EVASION

EVERI, including EVERI's UK Group, upholds the laws that apply to the Company relating to countering tax evasion in the jurisdictions in which the Company operates and has established a Tax Strategy Policy and a Tax Evasion Risk Assessment program. EVERI is committed to: (1) complying with tax laws and practice in a responsible manner; (2) educating its employee base, supply chain, and customer base; (3) fostering open and constructive relationships with HM Revenue and Customs ("HMRC"); (4) supporting efforts to increase public trust in tax systems; and (5) promoting robust compliance with tax laws, rules, and regulations. We engage in efficient tax planning that supports our business and reflects commercial and economic activity, and we do not engage in artificial tax arrangements.

POWERING THE WAY - COMPLIANCE AND ADHERENCE TO LAWS, RULES, AND REGULATIONS

REGULATORY COMPLIANCE

The Company operates in a highly-regulated environment and in more than one country.

The agencies that regulate our business include gaming regulatory commissions, agencies, or similar authorities at the state or tribal level, plus many other federal, provincial, state, and local agencies. The Company and its employees must comply with the regulatory requirements of these agencies.

What is appropriate in some parts of the world may be inappropriate or even unlawful in others. You should always abide by the laws, rules, and regulations of the country or state in which you are conducting business.

You are expected to take an active role by being knowledgeable about all applicable laws, rules, and regulations, applicable to your job and your area of responsibility and to recognize the potential dangers of non-compliance.

You are required to immediately report regulatory violations or suspected regulatory violations to a supervisor or the Legal Department.

EXPORT, IMPORT, AND SANCTION LAWS

International transactions are subject to a variety of laws and regulations such as limits on some types of exports and imports, or restrictions on doing business with certain persons or entities. These rules prohibit certain transactions and/or impose licensing or reporting requirements.

As a global provider of products and services, the Company must know and comply with all applicable local, regional, and international trade laws, rules, and regulations. Also, the Company must respect trade sanctions and import/export restrictions imposed by governments that are applicable to the Company's products and services.

We must follow our Office of Foreign Assets Control ("OFAC") Policy and Operational Instructions as well as any particular procedure in the jurisdictions in which the Company does business. In complying with OFAC Policies, we must not process commercial or financial transactions involving any OFAC-sanctioned country, individual, or commercial or government entity. Failure to comply with these Policies and procedures is a serious matter, and may result in disciplinary actions, including termination of employment.

ACCURACY OF RECORDS AND REPORTING

Employees, officers, and directors are responsible for maintaining accurate records and reports. Accurate information is essential to the Company's ability to meet legal and regulatory obligations and to compete effectively.

All business transactions must be accurately recorded in a timely manner. The Company's books, records, accounts, and financial statements must be maintained in appropriate detail, must accurately and properly reflect the true nature of the Company's transactions, and must conform both to applicable law and to the Company's system of internal controls and accounting requirements, and no one shall falsify, omit, alter, or conceal any facts in Company records.

Further, the Company's public reports, including its financial reports, must contain full, fair, accurate, timely, and understandable disclosure as required by law. The Company's financial, accounting, and legal groups are responsible for procedures designed to assure proper internal and disclosure controls, and all employees must cooperate with these procedures.

Destruction or alteration of any records, books of account, or other documents except in accordance with the Company's Electronic Communications Retention Policy and Record Retention and Destruction Policy is strictly prohibited.

INSIDER TRADING

Employees, officers, and directors must always protect the Company's Confidential Information. The Company's Insider Trading Policy prohibits any Company employee, officer, or director who is aware of material, non-public information ("MNPI") concerning the Company from buying or selling securities of the Company until a specified period of time after the MNPI has been fully disclosed to the public. Information generally is considered "material" if it would be expected to affect the investment decisions of a reasonable investor or affect the market price of the Company's stock.

In addition, no officer, director, employee, or consultant who, in the course of working for the Company, learns of MNPI of another company with which the Company does business, such as a customer or supplier, may trade in that company's securities until that information becomes public or is no longer material.

Examples of MNPI are changes in quarterly earnings, major personnel changes, significant strategic and technology agreements, significant changes in operations, significant mergers or acquisitions, significant price changes on key products or services, stock splits and repurchases, new equity or debt offerings, significant labor disputes, actual or threatened major litigation, denial of regulatory approval of products, and significant cyber security event or breach, including data breach.

No employee, officer, or director may disclose MNPI concerning the Company to any other person (including family members) where such information may be used by such person to his or her advantage in the trading of the securities of companies to which such information relates, a practice commonly known as "tipping." No employee or related person may make recommendations or express opinions as to trading in the Company's securities while in possession of MNPI, except that such person may advise others not to trade in the Company's securities if doing so might violate the law or this Policy.

All trading of Company securities should be done in accordance with the Company's Insider Trading Policy, and employees, officers, and directors are expected to adhere to any blackout restrictions and preapproval requirements for trading in the Company's Insider Trading Policy.

The Company's Insider Trading Policy continues to apply to transactions in the Company's securities even after termination of employment. If an employee is in possession of MNPI when his or her employment terminates, he or she may not trade in the Company's securities until that information has become public or is no longer material.

Any person who violates the Company's Insider Trading Policy or any federal or state laws governing insider trading, or knows of any such violation by any other person, must report the violation immediately to the Company's designated Insider Trading Policy Compliance Officer or the Audit Committee of the Company's Board of Directors.

ANY INAPPROPRIATE USE OR DISCLOSURE OF MNPI MAY EXPOSE YOU, EVERI, AND ANY PERSON TO WHOM THE INSIDE INFORMATION IS COMMUNICATED, TO SEVERE PENALTIES, BOTH CRIMINAL AND CIVIL, UNDER APPLICABLE LAWS.

CONFIDENTIALITY

You must maintain the confidentiality of sensitive Confidential Information entrusted to you by the Company or its customers, except when disclosure is authorized or legally mandated. We must protect these assets and use them wisely. In addition to legal obligations, keeping Confidential Information private, including personally identifiable information ("PII"), is critical to maintaining a positive reputation with our customers, business partners, and others.

"Confidential Information" includes proprietary information such as our trade secrets, patents, trademarks, copyrights, business forecasts, strategic and/or development plans, and similar marketing and service plans, sales forecasts, engineering ideas, designs, databases, records, customer, customer patron, and employee information, and unpublished financial data and reports, as well as any non-public information that might be of use to competitors or harmful to us, our customers, or employees if disclosed.

Confidential Information should not be shared inappropriately, including on personal or business blogs, websites, bulletin boards, and social networking sites. Confidential Information may be inadvertently disclosed in casual or social conversations, or in an innocent post on a social networking site, and it's important to avoid such disclosures. In the event of any such disclosure, however, please promptly notify your supervisor. We are obligated to protect the security and privacy of personal information collected by the Company. This includes adhering to privacy laws. You may also have obligations under any agreements you signed with the Company.

THE OBLIGATION TO PRESERVE CONFIDENTIAL INFORMATION CONTINUES EVEN AFTER EMPLOYEES, OFFICERS, DIRECTORS, AND CONSULTANTS LEAVE THE COMPANY.

PRIVACY AND DATA PROTECTION

In the course of business, the Company collects and stores personal information about employees, business partners, consumers, and others, such as birth dates, addresses, financial information, and other information.

The Company respects the privacy of all its employees, business partners, and customers, and handles the PII with care. When the Company collects and processes PII, it must comply with local laws such as

the California Consumer Privacy Act (CCPA), the General Data Privacy Regulation (GDPR) and similar laws and regulations, and its privacy Policies, including the Company's Employee Records Confidentiality Policy.

The Company must ensure that PII be collected, used, and processed only for legitimate business purposes, shared only with those who are allowed access, protected in accordance with security Policies, and retained only for as long as necessary.

The Company must also ensure that third parties with access to PII are contractually obligated to protect it.

ANTI-MONEY LAUNDERING / ANTI-TERRORIST FINANCING

Certain aspects of our business are considered to be a financial institution under the Bank Secrecy Act of 1970 ("BSA"). The BSA was enacted and has been amended to combat money laundering and the financing of terrorist activities. EVERI has developed a comprehensive anti-money laundering and counterterrorism financing program based upon varying risks associated with financial transactions we encounter on a daily basis.

Employees are responsible for knowing and understanding customers' use of the Company's products and services as they relate to your job duties and areas of responsibility in order to prevent illegal activity such as money laundering and should be cautious of any suspicious financial transactions.

We must strictly comply with the requirements of the BSA in the performance of our job functions, as violations can result in fines and, in some situations, criminal proceedings against EVERI and you personally.

GOVERNMENT INVESTIGATIONS

We value our relations with local, state, federal, and foreign governments. Our Policy is to comply with valid governmental requests and processes. You must be truthful and straightforward in your dealings with the government and may not direct or encourage another employee or anyone else to provide false or misleading information to any government agent or representative. You must not direct or encourage anyone to destroy records relevant to an investigation, and employees, officers, and directors must not destroy or obstruct the collection of information, data, or records relating to the investigation or inquiry.

You must promptly notify the Company's CLO and CFO of any government investigation or inquiries concerning the Company.

POWERING THE WAY - COMPANY ASSETS AND PROPERTY

PROTECTION AND PROPER USE OF COMPANY ASSETS

You are expected to protect the Company's assets and ensure their proper use and protection. You should use appropriate efforts to physically and/or electronically secure assets, as applicable. Theft-- including cyber theft through hacking, phishing or similar schemes-- carelessness, and waste of Company assets have a direct impact on our profitability. All Company assets should be used only for legitimate business purposes.

Any misuse or suspected misuse of our assets should be immediately reported to your supervisor, Human Resources, the CCO, or through the Compliance Line.

ELECTRONIC COMMUNICATIONS AND INFORMATION SECURITY

The Company provides technology assets for the purpose of achieving the Company's business objectives. All Company-supplied devices and technology, including computer systems, EVERI-facilitated internet or e-mail access, and Company-related work records, belong to EVERI and not to the employee.

All documents and communications stored or transmitted using the Company's technology resources are assumed to be business-related. Employees should not have any expectation of privacy as to such information, whether or not it is marked as "personal," "private," or "confidential." You may not use EVERI-facilitated internet or e-mail for any illegal purpose or in any manner that is contrary to the Company's Electronic Communications and Information System Resources and Access Security Policies or standards embodied in this Code.

POWERING THE WAY - ENVIRONMENTAL AND SOCIAL RESPONSIBILITY

The Company has adopted a Supplier Code of Conduct to reinforce our commitment to the improvement of economic, environmental, and social conditions through our business activities and within the scope of our capabilities.

ENVIRONMENTAL SUSTAINABILITY

The Company is committed to environmental protection and the compliance with all applicable environmental laws, rules, and regulations.

The Company takes its environmental-stewardship commitment seriously. It consistently seeks to improve the impact of its operations and to address sustainability challenges.

The Company works with partners and employees to implement best practices, including but not limited to water and energy conservation and recycling programs, to minimize its environmental footprint, and improve performance, and you must comply with initiatives in your workplace.

SOCIAL RESPONSIBILITY

The Company understands that our long-term success depends in great part on our ability to create and sustain a corporate culture that fosters a positive work environment. We believe our focus on employee health and safety, diversity and inclusion, talent strategies that promote career development and employee feedback has, and will continue to, contribute to the Company's overall performance and its future growth.

DIVERSITY AND INCLUSION / PROHIBITED HARASSMENT

EVERI is committed to diversity, inclusion, and an equal opportunity in every aspect of its operation and business practices, including customers, applicants, employees, contractors, vendors, suppliers, and other service providers, or visitors.

The Company is committed to providing a work environment in which everyone is treated fairly and with dignity and respect, and that both promotes diversity and inclusion and fosters trust. Diverse talent and perspectives will enable us to continue to be successful and drive shareholder value.

The Company does not tolerate discrimination and harassment against applicants or employees on the basis of gender, sex (including sex stereotype), sexual orientation, gender identity, gender expression, transgender (including if employee is transitioning or have transitioned), race, color, religion (including religious dress and grooming practices), national origin, age, physical or mental disabilities, military status, veteran status, marital status, status as a victim of domestic violence, assault or stalking, medical condition, AIDS/HIV status, genetic information, political activities or affiliations, or any other consideration made unlawful by applicable state and federal discrimination laws to all qualified employees and applicants.

This means that we comply with the Company's Prohibited Harassment Policy and all human rights and employment legislation applicable to all aspects of employment with the Company, including recruitment, hiring, promotion, training, compensation, termination, discipline, and all other terms and conditions of employment.

CODE OF BUSINESS, CONDUCT, STANDARDS AND ETHICS

HUMAN RIGHTS POLICY / ANTI-MODERN SLAVERY

EVERI is committed to human rights, the elimination of human rights abuse and strictly prohibits engagement with any firm or organization connected to or involved with slavery, involuntary, forced or compulsory labor, human trafficking, and child labor (collectively, “Modern Slavery”) in its supply chains and business operations, and has established a Human Rights Policy.

EVERI conducts its operations in the U.S. and worldwide in compliance with applicable labor and employment laws and regulations. In compliance with the UK Modern Slavery Act, EVERI has instituted necessary Policies and reviews to ensure that slavery, involuntary, forced or compulsory labor, human trafficking, and child labor (collectively, “Modern Slavery”) is not taking place in our supply chains and business operations.

EVERI relies on guidance from U.S. laws as well as the “The Corporate Responsibility to Respect Human Rights” as set forth in the United Nations Guiding Principles on Business and Human Rights.

If a Company contractor, vendor, employee, officer, or director suspects or is aware of action that may constitute Modern Slavery, or otherwise be in violation of the Company’s Human Rights Policy, that individual must immediately report the concern to the Company’s Compliance Line.

SUPPLIER DIVERSITY

EVERI believes supplier diversity is an integral part of our corporate culture and a vital element of our success and has established a Supplier Code of Conduct which sets out the values and expectations of the Company relating to vendors and their subsidiaries, employees, officers, directors, and agents that supply goods and services to the Company (collectively, “Supplier”). All EVERI Suppliers must comply with all applicable state, national, and international laws, rules, and regulations, including but not limited to those related to global trade, antitrust, whistleblower protections, corruption and bribery, tax laws, and anti-money laundering.

The Company’s supplier diversity objectives focus on:

- Fostering a culture based on diversity and inclusion both within EVERI as well as with and within our supplier partners;
- Supporting our diversity goals while at the same time supporting the growth of diverse businesses in our community; and
- Monitoring our outside professional firms for their diversity and inclusion efforts.

POWERING THE WAY - SAFE WORKPLACE

WORKPLACE SAFETY AND HEALTH

The Company is committed to providing a clean, safe, and healthy work environment.

We also have an obligation to act responsibly toward the communities in which we do business. Our objective is to manufacture products, provide services to customers, and to otherwise conduct our business in the safest possible manner.

It is important that you become familiar and comply with applicable health and safety laws and regulations, as well as our related internal Policies or rules regarding your business area, including the Safe Workplace Program. Employees engaging in unsafe practices, as well as those failing to report any accident or failing to make a proper accident report will be subject to disciplinary action up to and including termination.

SUBSTANCE-FREE WORKPLACE

Substance abuse can impair your judgment and performance, as well as the safety of other employees who work with you.

Employees should report to work in condition to perform their duties, free from the influence of illegal drugs, or alcohol. Possessing, using, or being under the influence of alcohol, marijuana, or an illegal drug, intoxicant, or controlled substance during working hours or while on Company business is strictly prohibited.

Should alcoholic beverages be authorized for any activity in or outside Company Property for an official Company-sponsored event, consumption is voluntary and should always be in moderation, and never in a manner that could negatively affect our reputation or our Company's reputation.

WORKPLACE VIOLENCE

The safety and security of EVERI employees, contract and temporary workers, and anyone else on Company Property is of vital importance. Acts or threats of physical violence, including intimidation, bullying, harassment and/or coercion, which involve or affect the Company, its employees or which occur on Company Property, will not be tolerated. The prohibition against threats and acts of violence applies to all persons involved in the operation of the Company, including, but not limited to Company employees, contract and temporary workers, and anyone else on Company Property. Violations of this Policy, by any individual, will result in disciplinary and/or legal action, as appropriate.

NO WEAPONS IN THE WORKPLACE

To ensure that EVERI maintains a workplace safe and free of weapons and violence for all employees, the Company prohibits the possession or use of dangerous weapons on Company Property, on a Company client's site/property, or at any Company-sponsored event.

All Company employees, temporary employees, visitors, contractors, vendors, and any other individual doing business on Company Property or at Company-sponsored events are subject to this Policy. **A**

license to carry a weapon does not supersede Company Policy. Any employee in violation of this Policy will be subject to disciplinary action, up to and including termination.

POWERING THE WAY - THE PUBLIC AND MEDIA

CHARITABLE CONTRIBUTIONS

The Company is committed to initiatives that benefit the communities in which it conducts business.

The Company encourages its employees to participate in its philanthropic activities and supports its employees' involvement in Company-sponsored charitable activities on a volunteer basis, and in a manner that is lawful and consistent with the Company's Policies.

POLITICAL ACTIVITIES, CONTRIBUTIONS, AND LOBBYING

EVERI encourages all employees to actively participate in the political process to support and improve our lives and communities; however, in exercising their civil and constitutional rights employees must ensure that they do not represent or implicate their personal views as the views of the Company.

Accordingly, any political speech or activity by an EVERI employee must:

- Be conducted outside of work on employee's own time;
- Be clearly identified as the employees own view and not that of EVERI;
- Be respectful; and
- Not cause harm to the Company's reputation and goodwill in the community.

No political contributions are to be made using Company funds or assets, or the funds or assets of any Company subsidiary, to any political party, political campaign, political candidate, or public official in the U.S. or any foreign country, unless the contribution is lawful and expressly authorized in writing by the CEO, in consultation with the CLO.

Additionally, no political contribution may be made on behalf of the Company or its subsidiaries, or with the appearance that such contribution is being made on behalf of the Company or its subsidiaries, unless expressly authorized in writing by the CEO, CFO, and CLO. A "contribution" is any direct or indirect payment, distribution, loan, advance, deposit, or gift of money, services, or anything of value in connection with an election or to an organization or group formed to support or defend a referendum or ballot issue.

Employees must obtain prior approval from the CLO to hire outside counsel or a public affairs firm to contact government officials regarding legislation, regulatory policy, or rule making. This includes grassroots lobbying contacts.

RESPONSIBLE GAMING

EVERI has adopted an Employee Gambling Policy to ensure compliance with applicable gaming laws, regulations, and customer service standards. EVERI employees are advised to gamble responsibly, if they chose to do so.

If any employee suspects they have a problem with gambling, they are encouraged to seek assistance through EVERI's Employee Assistance Program.

SPEAKING PUBLICLY AND SOCIAL MEDIA

The Company is required under the federal securities laws to avoid the selective disclosure of MNPI. The Company has established procedures for releasing MNPI in a manner that is designed to achieve broad dissemination of the information immediately upon its release. Employees may not, therefore, disclose MNPI to anyone outside the Company, including family members and friends, other than in accordance with those established procedures.

In order to ensure that accurate and complete information is conveyed to the public, to regulatory authorities, and to others, the Company has designated individuals to serve as the official Company spokespersons.

When employees speak out on public issues or in a public forum, especially on social media, they must do so as an individual, and, similar to political speech and activities, should make clear that they are expressing their own individual views. Other than Company-designated employees, all other employees should not give the appearance that they are speaking or acting on the Company's behalf.

Accordingly, employees engaging in activity on a public forum, must:

- Conduct such activity outside of work on employee's own time;
- Clearly identify such activity as the employee's own view and not that of EVERI;
- Be respectful; and
- Not cause harm to the Company's reputation and goodwill in the community.

The Company has established a Disclosure Policy and a Social Media Policy and employees must comply with all Company Policies in their use of social media. Our Policies apply to communications related to job responsibilities and to personal communications that may impact the Company.

In personal activities on social media, employees should be polite, respectful, and remember that one's conduct may impact the way others view the Company.

Employees should be mindful of the content created, shared, and posted, and not post or share any content that is Confidential Information, discriminatory or defamatory, or would constitute a threat, intimidation, harassment, or bullying.

AMENDMENTS AND WAIVERS OF THIS CODE

Certain provisions of this Code require action, or restraint from action, unless prior approval is received from the appropriate person. Employees requesting approval pursuant to this Code should request such approval in writing from the Company's CLO and CFO, or such officer's designee. Approvals for executive officers or directors must be obtained from the Company's Board of Directors, or a committee thereof. All other approvals may be granted by the Company's CLO and the CFO, or such officer's designee.

Other provisions of this Code require action, or restraint from action, in a particular manner and do not permit exceptions based on obtaining an approval. Employees requesting a waiver pursuant to this Code should request such waiver in writing from the Company's CLO and the CFO. Waiver of provisions of this

OUR COMMITMENT TO ETHICS AND COMPLIANCE

Code for executive officers or directors may only be granted by the Company's Board of Directors, or a committee thereof.

Material amendments to this Code must be approved by the Company's Board of Directors.

To the extent required by law, any substantive amendment to or waiver of this Code will be promptly disclosed to the public.

The most current version of this Code will be posted and maintained on the Company's website at <http://ir.everi.com/investor-relations/corporate-governance/governance-documents>.

ACKNOWLEDGEMENT AND AGREEMENT

I, _____, acknowledge that I have received a copy of the Company’s Code of Business Conduct, Standards and Ethics (“Code”). I understand that I am responsible for reading and abiding by each of the provisions of this Code, and that I can always obtain a copy of the Code through the Company’s website, www.everi.com (under Investors, Corporate Governance).

In carrying out my responsibilities for and other activities on behalf of or in connection with the Company or any of its affiliates, I acknowledge and agree that I am required to comply with the Company’s Code and other internal Policies and procedures at all times.

This Code is intended to clarify my existing obligation for proper conduct. The standards and the supporting Policies and procedures may change from time to time at the Company’s discretion.

I accept responsibility for knowing and complying with the current laws, rules, and regulations, including insider trading laws, that apply to Company.

Signature: _____

Date: _____