



TRANSACT TECHNOLOGIES INCORPORATED STANDARDS OF BUSINESS CONDUCT AND CODE OF ETHICS

Why we have a Standards of Business Conduct and Code of Ethics

We strive to conduct our business in the right way. That means making business decisions and taking appropriate actions that are honest and ethical and in full compliance with legal requirements. Our values must be evident to those with whom we interact. This Standards of Business Conduct and Code of Ethics (this “Code”) is an extension of our values and reflects our commitment to honest and ethical business practices and regulatory compliance. By following the provisions of this Code, we are acknowledging our individual and collective responsibilities to manage our business activities with integrity.

The Board of Directors (the “Board”) of TransAct Technologies Incorporated (“TransAct” or the “Company”) has adopted this Code in order 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 that 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 laws, rules and regulations;
- Promote the protection of Company assets;
- Deter wrongdoing; and
- Ensure accountability for adherence to this Code.

How to Use the Standards of Business Conduct and Code of Ethics

This Code summarizes the legal and regulatory requirements and business practices that guide our decision making and business activities. This Code contains basic information about our policies, as well as information about how to obtain guidance regarding a business practice or compliance

concern. It is essential that all directors, officers and employees thoroughly review this Code and make a commitment to uphold its requirements.

This Code is not intended to cover every issue or situation you may face as a director, officer or employee of TransAct. Nor does this Code replace other more detailed policies and guidelines. You should use this Code as a reference guide in addition to TransAct's policies and guidelines, including the Employee Handbook, required for your specific role.

TransAct reserves the right to modify this Code at any time. It is your responsibility to be fully aware of the Code provisions and to follow them.

Applicability

This Code applies to all directors, officers and employees of the Company, its subsidiaries, and of any affiliates in which the Company directly or indirectly owns more than 50 percent of the voting control ("Controlled Affiliates"). This includes, but is not limited to, the principal executive officer, principal financial officer, principal accounting officer or controller of, and any persons who perform similar functions for, the Company and any such entities. All individuals to whom this Code applies are each referred to as a "Covered Person" and, collectively, "Covered Persons." All references in this Code to "TransAct" or the "Company" include TransAct Technologies Incorporated and all of its subsidiaries and Controlled Affiliates, unless otherwise specified. Failure to read and acknowledge this Code does not exempt a Covered Person from his or her responsibility to comply with this Code, applicable laws and regulations, and all of the other TransAct policies and guidelines applicable to such Covered Person.

Our Commitment: Integrity in All Our Interactions

Each day we interact with a variety of individuals and groups—including our customers, competitors, co-workers, stockholders, vendors, suppliers, government and regulatory agencies, and the communities in which we operate. We are committed to promoting high standards of integrity by interacting with all of these audiences in a respectful, ethical manner and by conducting our affairs honestly and ethically. Each Covered Person must act with integrity and observe the highest ethical standards of business conduct in his or her dealings with such persons and anyone else with whom he or she has contact in the course of performing his or her duties.

Reporting and Enforcement

Violations of this Code will not be tolerated. Suspected violations of this Code by directors or executive officers of TransAct must be reported to the Chair of the Audit Committee. Suspected violations of this Code by anyone other than a director or executive officer of TransAct must be reported to the Director of Human Resources.

After receiving a report of an alleged violation of this Code, the Chair of the Audit Committee and the Director of Human Resources, as applicable, must promptly take all action necessary to investigate. All Covered Persons are expected to cooperate in any internal investigations of misconduct.

If, after investigating a report of an alleged violation by a director or executive officer, the Chair of the Audit Committee determines that a violation of this Code has occurred, the Chair of the Audit Committee will report such determination to the Board. If, after investigating a report of an alleged violation by any other person, the Director of Human Resources determines that a violation of this Code has occurred, the Director of Human Resources will report such determination to the Chief Financial Officer.

Upon the receipt of a determination that there has been a violation of this Code, the Board or the Chief Financial Officer, as applicable, will take such preventative or disciplinary action as it deems appropriate, including, but not limited to, reassignment, demotion, dismissal and, in the event of criminal conduct or other violations of applicable law, notification or appropriate governmental authorities. Failure to report a known violation of this Code may also be subject to disciplinary action.

The Director of Human Resources, Lynn Kozlowski, can be contacted at 203-859-6825 or at lkozlowski@transact-tech.com.

The Chief Financial Officer, Steve A. DeMartino, can be contacted at 203-859-6810 or at sdemartino@transact-tech.com.

The Chair of the Audit Committee can be contacted at 203-859-6899 or at AuditChair@transact-tech.com.

Prohibition on Retaliation; Questions about this Standards of Business Conduct and Code of Ethics

It is your right and your responsibility to obtain guidance about a business practice or compliance issue when you are uncertain about what action you should take. Questions about this Code generally or any questions about reporting a suspected conflict of interest or other violation should be directed to the Director of Human Resources, the Chief Financial Officer or the Chair of the Audit Committee, as appropriate.

TransAct will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought out advice or has reported questionable behavior or a possible violation. However, if anyone makes a knowingly false report of questionable behavior or of a possible violation for the purpose of harming another individual, that person will be subject to disciplinary action.

Notwithstanding the foregoing, this Code is not intended to and does not create an employment contract or any other contractual rights between TransAct and its employees. Your employment relationship with TransAct can be terminated at any time for any reason with or without cause unless otherwise required by law or a written contract signed by an officer of TransAct.

Waivers

Any waiver of this Code for TransAct's directors and executive officers may be granted only by the Board, in its sole discretion. Any waiver of this Code for directors, executive officers, including the principal executive officer, principal financial officer, principal accounting officer or controller, and persons performing similar functions, will be disclosed to the extent and in the manner required by applicable SEC and stock exchange rules. In the case of a violation of this Code by non-executive officers and employees, the Audit Committee may waive such violation, in its sole discretion.

We will conduct our business in full compliance with all laws and regulatory requirements.

Compliance: Covered Persons should comply with all applicable laws, rules and regulations in the cities, states and countries in which TransAct operates. Covered Persons are responsible for knowing and understanding these laws, rules and regulations as they apply to TransAct. Covered Persons are also responsible for knowing when to seek advice from appropriate personnel and for reporting instances of non-compliance in accordance with this Code.

Lobbying: TransAct has a right to lobby on behalf of issues that affect our company and business operations. However, lobbying is strictly regulated by federal and state government rules. Therefore, Covered Persons may not communicate with elected officials or their staffs without clearance from the appropriate Company official. TransAct will conduct any lobbying activities in full compliance with the laws and regulations governing these activities.

Political Activities and Contributions: Covered Persons are encouraged to exercise their right to participate in political activities. However, personal involvement with politics must remain separate from one's responsibilities as a director, officer or employee of TransAct. Any political activities must be done on your own time and with your own resources. It is also important to avoid even the appearance that a political contribution is being made to influence official action or otherwise gain an improper advantage for TransAct.

Regulatory Investigations, Inspections and Inquiries: TransAct and Covered Persons will be direct, honest and truthful in their discussions with regulatory agency representatives and government officials. During investigations, inspections and inquiries with such authorities, the Company and Covered Persons will cooperate by responding to appropriate requests for information.

International Business Activities: TransAct is subject to the laws of many different jurisdictions. Covered Persons doing business internationally must comply with all applicable laws and regulations and adhere to this Code at all times. Cultural differences or local laws and customs may require a different interpretation of this Code. If this situation arises, always consult your manager or the Chief Financial Officer, as applicable, before taking any action. TransAct acknowledges and respects the diverse cultures, customs and business practices it encounters in the international marketplace, and will comply with both the U.S. laws and regulations that govern its operations and local laws wherever it does business.

Sensitive Payments: TransAct will comply with the anti-corruption laws of the countries in which it does business, including the United States Foreign Corrupt Practices Act. TransAct, Covered Persons and other agents, partners or representatives of TransAct will not make any direct or indirect payments or promises of payment to any foreign government official or any other individual for the purpose of inducing the individual to misuse his or her position to obtain or retain TransAct business.

Anti-Boycott Requirements: TransAct will comply with U.S. law that prohibits participation in international boycotts that are not sanctioned by the U.S. government.

Anti-Terrorism and Money Laundering: In the U.S. and other countries in which TransAct conducts business, laws and regulations exist to combat the financing of actions (through money laundering or other activities) that pose national security or criminal threats (including terrorism and drug trafficking). In addition, an economic sanctions program is administered by the federal government to prevent companies from doing business with countries and individuals that promote terrorism. TransAct and Covered Persons will comply with all such laws and regulations.

Export Control: In order to protect U.S. national security, implement U.S. foreign policy, and preserve scarce resources, the U.S. government restricts the export of certain technology and products, including certain computer software and technical goods and data. TransAct and Covered Persons will strictly observe all restrictions placed on the export and re-export of any U.S. product and any component of a product, good, service or technical data.

Fair Competition and Antitrust: TransAct is subject to laws and regulations designed to promote fair competition and encourage ethical and legal behavior among competitors. Antitrust laws and fair competition laws generally prohibit any activity that restrains free trade and limits competition. Covered Persons are prohibited from making false statements about competitors or their products or services, and from illegally obtaining a competitor's confidential information. No Covered Person will discuss or agree with a competitor on prices, terms or conditions of sale, market share and territories, customers, suppliers, or any other subject of a competitive nature. Nor will any Covered Person exchange prices or any competitive information with a competitor, unless approved by the appropriate TransAct official. All Covered Persons are expected to comply with the antitrust and fair competition laws of the U.S. and of any other country that are applicable to TransAct.

We will build and maintain the trust and respect of our customers, vendors, suppliers, stockholders and the communities in which we operate.

Fair Dealing: We commit to managing our business responsibly in order to maintain the confidence, respect and trust of our customers, vendors, suppliers, stockholders and the communities in which we operate. To do so, each Covered Person must deal fairly with such persons and anyone else with whom he or she has contact in the course of performing his or her duties. No Covered Person may take unfair advantage of anyone through manipulation, concealment, privileged information, misrepresentation of facts or any other unfair dealing practice. We also expect that our vendors and suppliers will adhere to the highest standards of ethical behavior and regulatory compliance.

Gifts and Entertainment: TransAct's policies and practices encourage the use of good judgment, discretion and moderation when giving or accepting gifts or favors in business settings. Practices and customs surrounding gift giving and favors may vary in different cultures; however, any gifts and favors given to or received by a Covered Person must be in compliance with all applicable laws, rules, regulations and policies and must not be used to gain an unfair business advantage. No Covered Person will solicit gifts, entertainment or favors of any value from persons or firms with which TransAct actually or potentially does business. Nor will any Covered Person act in a manner that would place any vendor or customer in a position where he or she may feel obligated to make a gift, provide entertainment, or provide personal favors in order to do business or continue to do business with TransAct.

Product Quality: TransAct's products are developed and managed to meet the high expectations of our customers. We will continually seek new ways to improve our products, service and responsiveness.

Obtaining Competitive Information: TransAct has an obligation to keep up with developments in the industries within which we operate, including obtaining information about our competitors and their products. TransAct and Covered Persons will obtain information about TransAct's competitors through honest, ethical and legal methods.

Business Communications: TransAct will maintain clear, honest and open communications and build our relationships on trust, respect and mutual understanding. We are accountable and responsive to the needs of our customers and take our commitments to them seriously. Our

advertising, sales and promotional literature seeks to be truthful, accurate and free from false claims. In addition, we communicate appropriate information to our stockholders in a timely manner, subject only to competitive and legal constraints.

Please remember that business communications may be shared or become public through litigation, government investigation, or publication in the media. Potential risks from inaccurate or misleading statements include false advertising, misrepresentation, breach of contract, securities fraud, unfair disclosure, and antitrust violations. Accordingly, all business communications (such as e-mail, letters, speeches, or presentations) that are intended for a broad external audience must be reviewed and approved by the Chief Financial Officer.

Use of Social Media: TransAct recognizes that the Internet provides unique opportunities to participate in interactive discussions and share information on particular topics using a wide variety of social media. However, the use of social media by Covered Persons can pose risks to TransAct's confidential and proprietary information, reputation, and brands, can expose the Company to discrimination and harassment claims and can jeopardize the Company's compliance with business rules and laws. To minimize these business and legal risks, to avoid loss of productivity and distraction from job performance, and to ensure that the Company's information technology resources and systems are used appropriately as explained below, TransAct expects Covered Persons to adhere to the guidelines and rules regarding social media use set forth in the Company's Employee Handbook.

We will be responsible stewards in the use, protection and management of TransAct's assets.

Financial Integrity: TransAct's periodic reports and other documents and reports filed with, or submitted to, the SEC, including all financial statements and other financial information, must comply with applicable federal securities laws and SEC rules and regulations. Each Covered Person 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 Covered Person who is involved in TransAct's public disclosure process must (i) be familiar with and comply with TransAct's disclosure controls and procedures and its internal control over financial reporting, and (ii) take all necessary steps to ensure that all filings with, or submitted to, the SEC and all other public communications about the financial and business condition of

TransAct provide full, fair, accurate, timely and understandable disclosure, in accordance with the following guidelines:

- All accounting records, and the reports produced from such records, must be in accordance with all applicable laws.
- All accounting records must fairly and accurately reflect the transactions or occurrences to which they relate.
- All accounting records must fairly and accurately reflect in reasonable detail and in accordance with generally accepted accounting principles TransAct's assets, liabilities, revenues and expenses.
- No accounting record may contain any materially false or intentionally misleading entries.
- No transactions should be intentionally misclassified as to accounts, departments or accounting periods.
- All transactions must be supported by accurate documentation in reasonable detail and in all material respects be recorded in the proper account and in the proper accounting period.
- No information should be concealed from our internal auditor or our independent auditors.
- Compliance with the TransAct's system of internal controls is required.

We expect all Covered Persons to make every effort to cooperate fully with our internal auditor and independent auditors and to refrain from taking any action to fraudulently influence, coerce, manipulate or mislead any such auditors. If you suspect improper record keeping, report it immediately to your manager, the Chief Financial Officer, or other appropriate Company official. You may report your concern anonymously if you choose to do so.

Protection and Proper Use of Company Assets: All directors, officers and employees should protect TransAct's assets, including property (both physical and intellectual), supplies, information, consumables and equipment, and ensure their efficient use. All Company assets

should be used exclusively for legitimate business purposes. Theft, carelessness and waste have a direct impact on TransAct's profitability and are prohibited, and any suspected incident of fraud or theft should be reported for investigation immediately.

Stewardship of Company Funds: Covered Persons will act responsibly and exercise good stewardship and sound judgment with respect to TransAct's funds and finances. If Covered Persons spend money, enter into contracts, or maintain financial records on behalf of TransAct, with respect to such duties, Covered Persons must keep accurate and complete records, submit accurate and complete reports as required, and comply with TransAct's system of internal controls.

Corporate Opportunities: Covered Persons are prohibited from taking for themselves personally (or for the benefit of others, including friends and family members) opportunities that arise through the use of Company assets, property and information, or as a result of one's position with the Company.

Use of Information Technology Systems: Use of company-provided information technology and systems and access to its contents are authorized for legitimate TransAct business-related purposes. At all times, we should use good judgment and common sense; conduct ourselves ethically, lawfully and professionally; and strictly follow all authorization protocols while accessing and using company-provided information technology and its contents. Covered Persons use Company information technology for authorized purposes only. Use of Company information technology to create, access, store, print, solicit or send any material that is intimidating, harassing, threatening, abusive, sexually explicit, or otherwise offensive or inappropriate, is unauthorized. Covered Persons are also prohibited from using Company information technology to send any false, derogatory or malicious communications.

Creation, Retention and Disposal of Records: Each Covered Person must create, retain and dispose of business records, both written and electronic, as part of the normal course of business in full compliance with all TransAct policies and guidelines, and all regulatory and legal requirements. In the event of litigation or an investigation, TransAct may need to retain, for legal purposes, specific types of records relevant to the litigation or investigation. If you receive a notice from management requesting that certain records be preserved (a so-called litigation hold), you are required to immediately comply with the notice and suspend the destruction or alteration of those records.

Confidential and Proprietary Information: The obligation to protect Company assets includes the duty to protect TransAct’s confidential and proprietary information. Confidential and proprietary information includes intellectual property, such as trade secrets, patents, trademarks and copyrights, as well as other valuable Company information, such as processes, client or prospective-client lists, inventions, experimental developments, research projects, operating methods, business plans and proposals, databases, records and any other nonpublic financial data or reports. Covered Persons should maintain the confidentiality of all information entrusted to them by the Company and by its customers, suppliers or partners, except when disclosure is expressly authorized, or is required by law. Covered Persons are prohibited from using confidential or proprietary information for their personal advantage or for a use other than a legitimate business purpose, and such unauthorized use or distribution may also be illegal and result in civil or criminal penalties. Covered Persons have a duty to protect the Company’s confidential and proprietary information while serving the Company and following the term of such service.

Third-Party Software: All directors, officers and employees should use software only in accordance with the associated licenses and terms of use. The making or using of copies of non-licensed copyrighted material, including software, documentation, graphics, photographs, clip art, animation, movie/video clips, sound and music is prohibited.

Insider Information and Securities Trading: In the course of doing business for TransAct or in discussions with one of its customers, vendors, or suppliers, you may become aware of material nonpublic information about TransAct or another organization. Because of the complexities of and severe penalties associated with “insider trading,” all directors, officers and employees must comply with and should review the requirements of TransAct’s Insider Trading Policy before buying or selling securities.

Both in the performance of our duties for TransAct and our outside activities, we will seek to avoid the appearance of, as well as any actual, conflict of interest.

Conflicts of Interest: TransAct directors, officers and employees are expected to act at all times in TransAct’s best interests and to exercise sound judgment unclouded by personal interests, activities, relationships, or divided loyalties. A conflict of interest occurs when an individual’s private interest interferes, or appears to interfere, with the interests of TransAct. A conflict of interest can also arise when a director, officer or employee, or a member of his or her family, takes actions or has an interest that may make it difficult for the director, officer or employee to perform

his or her duties for TransAct objectively and effectively. For additional guidance on conflicts of interest, refer to the Company's Employee Handbook.

Loans: Loans by TransAct to, or guarantees by TransAct of obligations of, directors or executive officers or their family members are expressly prohibited.

Questions about Conflicts: Whether or not a conflict of interest exists or will exist can be unclear. Covered Persons other than directors and executive officers who have questions about a potential conflict of interest should discuss the matter with the Director of Human Resources or the Chief Financial Officer prior to engaging in any activity, transaction or relationship that might give rise to a conflict of interest.

Prior Authorization Required for Directors and Executive Officers: Directors and executive officers must seek determinations and prior authorizations or approvals of potential conflicts of interest exclusively from the Audit Committee.

We will avoid engaging in Related Party Transactions unless approved or ratified by the Audit Committee in accordance with the Company's Related Party Transactions Policy (this "Policy") described below.

Definitions: For purposes of this Policy, the following terms have the following meanings:

- "Immediate Family Member" means any child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law or sister-in-law of a person, and any person (other than a tenant or an employee) sharing the household of such person.
- "Related Party" means any person who is or was (since the beginning of the last fiscal year for which the Company has filed an Annual Report on Form 10-K and proxy statement, even if such person does not presently serve in that role) an executive officer, director or nominee for director of the Company, any stockholder owning more than 5% of any class of the Company's voting securities, or an Immediate Family Member of any such person.
- "Related Party Transaction" means any transaction, arrangement or relationship, or any series of similar transactions, arrangements or relationships, in which (i) the Company or any of its subsidiaries or Controlled Affiliates is or will be a participant, (ii) the aggregate amount involved will or may be expected to exceed \$120,000 in any fiscal year, and (iii)

any Related Party has or will have a direct or indirect interest. This also includes any material amendment or modification to an existing Related Party Transaction.

Procedures: It is the responsibility of the Audit Committee to administer this Policy. Prior to entering into a Related Party Transaction, the Related Party (or if the Related Party is an Immediate Family Member of an executive officer or director of the Company, such executive officer or director) must notify the Chair of the Audit Committee of the facts and circumstances of the proposed transaction. The Chair of the Audit Committee will undertake an evaluation of the Related Party Transaction. If that evaluation indicates that the Related Party Transaction would require the approval of the Audit Committee, the Chair will report the Related Party Transaction, together with a summary of the material facts, to the full Audit Committee for consideration at the next regularly scheduled Audit Committee meeting.

The Audit Committee will review all of the relevant facts and circumstances of all Related Party Transactions that require the Audit Committee's approval and either approve or disapprove of the entry into the Related Party Transaction, subject to the exceptions described below. In determining whether to approve or ratify a Related Party Transaction, the Audit Committee will consider, among other factors it deems appropriate, (i) whether the transaction was undertaken in the ordinary course of business of the Company, (ii) whether the Related Party Transaction was initiated by the Company, a subsidiary of the Company, a Controlled Affiliate or the Related Party, (iii) whether the transaction with the Related Party is proposed to be, or was, entered into on terms no less favorable to the Company than terms that could have been reached with an unrelated third-party, (iv) the purpose of, and the potential benefits to the Company of, the Related Party Transaction, (v) the approximate dollar value of the amount involved in the Related Party Transaction, particularly as it relates to the Related Party, (vi) the Related Party's interest in the Related Party Transaction and (vii) any other information regarding the Related Party Transaction or the Related Party that would be material to investors in light of the circumstances of the particular transaction.

The Audit Committee will review all relevant information available to it about the Related Party Transaction. The Audit Committee may approve the Related Party Transaction only if the Audit Committee determines in good faith that, under all of the circumstances, the transaction is in the best interests of the Company and its stockholders. The Audit Committee, in its sole discretion,

may impose such conditions as it deems appropriate on the Company or the Related Party in connection with the approval of the Related Party Transaction.

If a Related Party Transaction involves a Related Party who is a director or an Immediate Family Member of a director, such director may not participate in any discussion or vote regarding approval or ratification of approval such transaction. However, such director must provide all material information concerning the Related Party Transaction to the Audit Committee. Such director may be counted in determining the presence of a quorum at a meeting of the Audit Committee that considers such transaction.

If the Chair of the Audit Committee determines it is impractical or undesirable to wait until an Audit Committee meeting to consummate a Related Party Transaction, the Chair may review and approve the Related Party Transaction in accordance with the procedures set forth herein. Any such approval (and the rationale for such approval) must be reported to the Audit Committee at the next regularly scheduled meeting.

If the Company becomes aware of a Related Party Transaction that has not been approved under this Policy, the Related Party Transaction must be reviewed in accordance with the procedures set forth herein and, if the Audit Committee determines it to be appropriate, ratified at the next regularly scheduled Audit Committee meeting. In any case where the Audit Committee determines not to ratify a Related Party Transaction that has been commenced without approval, the Committee may direct additional actions including, but not limited to, immediate discontinuation or rescission of the transaction, or modification of the transaction to make it acceptable for ratification.

Ongoing Related Party Transactions: If a Related Party Transaction will be ongoing, the Audit Committee may establish guidelines for the Company's management to follow in its ongoing dealings with the Related Party. Thereafter, the Audit Committee, on at least an annual basis, will review and assess ongoing relationships with the Related Party to ensure that they are in compliance with this Policy and any established guidelines, and that the Related Party Transaction remains appropriate.

Standing Pre-Approval for Certain Transactions: The Audit Committee has reviewed the types of Related Party Transactions described below and has determined that each of the following types of Related Party Transactions is deemed to be pre-approved or ratified, as applicable, by the Audit Committee, even if the aggregate amount involved will exceed \$120,000, unless specifically determined otherwise by the Audit Committee. In connection with each regularly scheduled meeting of the Audit Committee, a summary of each new Related Party Transaction deemed pre-approved pursuant to this paragraph will be provided to the Audit Committee for its review.

- Any employment by the Company of an executive officer of the Company, or any of its subsidiaries or Controlled Affiliates, if (i) the related compensation is reported in the Company's proxy statement under Item 402 of Regulation S-K; or (ii) the executive officer is not an Immediate Family Member of another executive officer or director of the Company, the related compensation would be reported in the Company's proxy statement under Item 402 of Regulation S-K if the executive officer was a "named executive officer," and the Company's Compensation and Corporate Governance Committee approved (or recommended that the Board approve) such compensation.
- Any compensation paid to a member of the Board if the compensation is reported in the Company's proxy statement under Item 402 of Regulation S-K.
- Any transaction with another company with which a Related Party's only relationship is as (i) an employee (other than an executive officer) or director, (ii) a beneficial owner of less than 10%, together with his or her Immediate Family Members, of that company's outstanding equity, or (iii) in the case of partnerships, a limited partner, if the limited partner, together with his or her Immediate Family Members, has an interest of less than 10% and the limited partner does not hold another position in the partnership.
- Any charitable contribution, grant or endowment by the Company to a charitable organization, foundation or university at which a Related Party's only relationship is as an employee (other than an executive officer), if the aggregate amount involved does not exceed the greater of \$200,000 or five percent of the charitable organization's total revenues.

- Any transaction where the Related Party's interest arises solely from the ownership of a class of equity securities of the Company and all holders of that class of equity securities received the same benefit on a pro rata basis.
- Any transaction involving a Related Party where the rates or charges involved are determined by competitive bids.
- Indemnification and advancement of expenses made pursuant to the Company's Certificate of Incorporation or By-Laws or pursuant to any agreement.

We will promote a diverse, cooperative and productive work environment.

Openness, Honesty and Respect: In our relationships with each other, we will strive to be open, honest and respectful in sharing our ideas and thoughts.

Diversity: TransAct promotes a cooperative and productive work environment by supporting the diversity of our workforce. It is our belief that creating a work environment that enables us to attract, retain and fully engage diverse talents leads to enhanced innovation and creativity in our products and services.

Equal Opportunity Employment: TransAct is an equal opportunity employer and complies with all applicable federal, state, and local fair employment practices laws. TransAct strictly prohibits and does not tolerate discrimination against employees, applicants, or any other covered persons on the basis of race, color, religion, creed, national origin or ancestry, ethnicity, sex (including pregnancy and related conditions), gender (including gender nonconformity and status as a transgender individual), sexual orientation, age, disability, citizenship, past, current, or prospective service in the uniformed services, marital status, genetic information, or any other characteristic protected under applicable federal, state, or local law. All TransAct employees, other workers, and representatives are prohibited from engaging in unlawful discrimination. This policy applies to all terms and conditions of employment, including, but not limited to, hiring, training, promotion, discipline, compensation, benefits, and termination of employment.

TransAct also complies with the Americans with Disabilities Act (the "ADA"), as amended by the ADA Amendments Act, and all applicable state or local law. Consistent with those requirements, TransAct will reasonably accommodate qualified individuals with a disability if such accommodation would allow the individual to perform the essential functions of the job, unless

doing so would create an undue hardship. TransAct will also, where appropriate, provide reasonable accommodations for an employee's pregnancy and other related conditions (e.g., breastfeeding or expressing milk at work), and religious beliefs or practices. For additional guidance, to request an accommodation or to report conduct that may violate this policy, refer to the procedures outlined in the Employee Handbook.

Sexual and Other Forms of Harassment: TransAct maintains a work environment in which the dignity and worth of individuals are respected. TransAct does not tolerate sexual harassment or harassment on the basis of race, color, religion, creed, national origin or ancestry, ethnicity, sex, pregnancy, gender (including gender nonconformity and status as a transgender individual), age, disability, citizenship, military service, veteran status, genetic information, or any other characteristic protected under applicable federal, state, or local law. All employees have a duty to maintain a workplace that is free from sexual and other harassment. For additional guidance on what constitutes sexual and other harassment, and TransAct's complaint procedure for reporting concerns, refer to the Company's Sexual Harassment Prevention Policy and the procedures outlined in the Employee Handbook.

Safety and Health: A safe and clean work environment is important to the well-being of all TransAct directors, officers and employees. TransAct will comply with all applicable safety and health regulations.

We are responsible, caring members of the communities in which we operate.

Citizenship and Community Service: We have a strong commitment to the improvement of society in general and of the particular communities in which we operate our business. We encourage the support of charitable, civic, educational and cultural causes.

Respect for the Environment: TransAct respects the environment. We will comply with all laws and regulations regarding the use and preservation of our land, air and water.

Our Responsibilities

All TransAct directors, officers and employees are accountable and responsible for fully understanding and complying with this Code, and all applicable laws, regulations and TransAct

policies and guidelines that are related to their duties. In fulfilling these responsibilities each director, officer and employee must:

- Participate in training and educational programs or events required for his or her role.
- Seek guidance or clarification from the Director of Human Resources, the Chief Financial Officer or the Chair or the Audit Committee if he or she has any questions about this Code generally or any questions about reporting a suspected conflict of interest or other violations.
- Recognize and report possible violations of this Code to the Director of Human Resources, the Chief Financial Officer or the Chair of the Audit Committee, as appropriate.