

Code of Ethics Waivers

In connection with his employment as Chief Executive Officer of the Company, Ayman Moussa disclosed to the Company's Board of Directors his beneficial ownership of certain Carnamic group entities, which are an automotive multi-franchised and pre-owned dealership group operating in the San Francisco Bay Area, as well as his service as an executive officer and/or director of such entities. After considering actual or perceived conflicts of interest involved with such activities, including the potentially competitive aspects of such activities, the Company's Board of Directors approved a waiver to the Company's Code of Ethics and Business Conduct to permit (i) Mr. Moussa's continued beneficial ownership of the Carnamic group entities and (ii) Mr. Moussa's continued service as an executive officer and/or director of the Carnamic group entities for a period of 60 days following June 9, 2023 (subject to extension at Mr. Moussa's request and the approval of the Board of Directors).