

CODE OF ETHICS FOR PRINCIPAL OFFICERS & FINANCIAL PROFESSIONALS OF SYNALLOY CORPORATION

This Code of Ethics for Principal Officers & Financial Professionals applies to the Chief Executive Officer, Principal Financial Officer and all professionals serving in a finance, accounting, tax or investor relations role in Synalloy Corporation (“the Company”) and its reporting subsidiaries. The Company expects all of its employees to act in accordance with the highest standards of personal and professional integrity in all aspects of their activities, to comply with all applicable laws, rules and regulations, to deter wrongdoing and abide by the Company’s Code of Conduct and other policies and procedures adopted by the Company that govern the conduct of its employees. This Code of Ethics is intended to supplement the Company’s Code of Business Conduct and Related Policies.

You agree to:

- (a) Engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 - (b) Avoid conflicts of interest and to disclose to the Company's General Counsel or the Chair of the Audit Committee any material transaction or relationship that reasonably could be expected to give rise to such a conflict;
 - (c) Take all reasonable measures to protect the confidentiality of non-public information about the Company and its subsidiaries and their customers obtained or created in connection with your activities and to prevent the unauthorized disclosure of such information unless required by applicable law or regulation or legal or regulatory process;
 - (d) Produce full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company and/or its subsidiaries files with, or submits to, the Securities and Exchange Commission and other regulators and in other public communications made by the Company or its subsidiaries;
 - (e) Comply with applicable governmental laws, rules and regulations, as well as the rules and regulations of self-regulatory organizations of which the Company and/or its subsidiaries is a member; and
 - (f) Promptly report any possible violation of this to the Company's General Counsel or the Chair of the Audit Committee.
1. You are prohibited from directly or indirectly taking any action to fraudulently influence, coerce, manipulate or mislead the Company and its subsidiaries’ independent public auditors for the purpose of rendering the financial statements of the Company and its subsidiaries misleading.

You understand that you will be held accountable for your adherence to this Code of Ethics. Your failure to observe the terms of this Code of Ethics may result in disciplinary action, up to and including termination of employment.

Violations of this Code of Ethics may also constitute violations of law and may result in civil and criminal penalties for you, your supervisors and/or the Company.

If you have any questions regarding the best course of action in a particular situation, you should promptly contact Corporate Secretary or the Code of Conduct Hotline. You may choose to remain anonymous in reporting any possible violation of this Code of Ethics.

2. *Your Personal Commitment to the Code of Ethics for Principal Officers & Financial Professionals*

I acknowledge that I have received and read the Code of Ethics for Principal Officers & Financial Professionals, and understand my obligations as an employee to comply with the Code of Ethics. I understand that my agreement to comply with the Code of Ethics does not constitute a contract of employment.

Please sign here: _____ Date: _____

Please print your name: _____

This signed and completed form must be returned to Cheryl Carter, Corporate Governance Officer. A copy will be placed in your personnel file.