

Leidos Standards of Business Ethics and Code of Conduct

2013





Message from the Chief Executive Officer

John Jumper, CEO

To the Leidos Team,

Since 1969, our company has forged a culture known throughout the industry for maintaining the highest standards of integrity and ethical behavior. We have long prided ourselves on open and honest

relationships among our employees and our customers. We will sustain these virtues into the future as we continue to build trust and transparency into the operating style of Leidos.

Whether harnessing the power of nature to produce efficient energy, creating the means to share critical medical data instantly and globally, delivering the military capabilities that save lives every day in combat, or delivering any of the hundreds of national security, health, and engineering solutions that define our company, your work makes our planet, our nation, and each of us better. Doing meaningful work in an atmosphere of trust and transparency makes Leidos a great place to apply our talents.

All of us must do our part to build an atmosphere of mutual trust and shared respect for the talents each of us contribute to the success of our new company. We assume that our workplace requires the highest levels of integrity and ethical expectations. We earn the respect of those around us, our customers, and even our competitors.

In previous communications about ethics, I have spoken about my own career and the opportunity it has afforded me to watch people in the most stressful situations and to observe leaders good and bad. I have learned that the most admirable quality one can possess is the virtue of selflessness. It is that element of character that allows us to appreciate the importance of being a part of something bigger than ourselves and enables our culture that values the highest ethical standards.

I have learned that high ethical standards are constantly tested, and our commitment to them must be renewed every day. The training you are about to receive will reinforce your understanding of ethical behavior — of doing the right thing even when it may be the hardest thing. Even though we are all responsible and accountable for our own behavior, you will see that our company leaders are assuming a personal role in our ethics training program, not only in direct discussions with you, but by being the role models who practice and demonstrate the highest standards.

One other thing I have learned over a lifetime: When our integrity is tested, we almost always know the right thing to do. Your greatest personal rewards will be when you have the courage to do those right things.

Thank you all for all you do to make Leidos the great company it is.

John Jumper

Chairmen, CEO and President

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Throughout this Code of Conduct, references are made to the corporate policies and standard operating procedures that cover specific topics of discussion. For example, a topic that has an "(...SG-1.)" notification indicates that the topic is covered in LEIDOS Standards General 1. "



Vision and Mission

One company, three markets, interconnected by data analytics and cyber expertise

Leidos is focused on the needs of its customers in its three opportunity-rich, global markets of national security, health, and engineering. Leidos is a new organization with expertise in these three areas. Our diverse knowledge base and involvement in multiple disciplines and industries make us unique. We use our insights in new ways and expand our capabilities to evolve the industries we serve.

Our Code of Conduct

This code establishes the standards of business conduct that every employee, including officers is expected to meet. Ethical business conduct and compliance is a line management responsibility and should not be regarded as a matter within the exclusive dominion of the chief ethics officer. These standards, drawn from our corporate policies and standard operating procedures, describe our responsibility to:

- Protect Leidos and customer assets
- ▶ Foster a safe and healthy work environment
- ▶ Deal fairly and honestly with customers, third parties, and public officials
- Conduct international business properly
- Report misconduct
- Protect employees from retaliation

Additional compliance obligations that are job-specific are covered in supplemental policy statements and standard operating procedures. These expected behaviors and our core values provide the fundamental principles that define us to our suppliers, customers, and stakeholders. Standards also reflect laws, rules, and regulations with which we must comply in letter and spirit; we have an obligation to inform ourselves and seek guidance and clarification whenever needed.

Leidos Standards of Business Ethics and Code of Conduct (Code of Conduct) establishes the common rules, practices, and responsibilities employees are expected to meet. In addition there are standard operating procedures, functional directives, and guidance provided to define authorities, definitions and steps to support rational decision making and business conduct. This additional information is found at https://horizon.leidos.com/policy/



With changing circumstances, policies, operating procedures, practices and benefits described in this code change from time to time. Nothing in this document should be construed as a guarantee for certain treatment, privileges, working conditions, or continued employment.

We, as Leidos employees, are dedicated to the delivery of quality scientific and technical products and services, contributing to the security and well-being of our communities throughout the world. We believe high ethical standards are essential to the achievement of our individual and corporate goals.

Values, Beliefs and Expectations

The foundation of the Leidos culture is built on the values, beliefs, and expectations we use to select, recognize, and reward employees. They create the environment that drives us toward our mission.

INSPIRED to make a difference

We are committed to solving the world's toughest problems. We achieve this by connecting our employees' knowledge and our superior technologies across Leidos in pursuit of answers. We know that by emnbracing the differences of all employees, we will unlock the creativity and innovation that makes a difference.

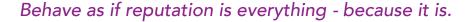
PASSIONATE about customer success

We are determined to understand and respond to our customers' needs as if they were our own. This, plus our dedication to delivering superior results, ensures that we will create solutions that can lead our markets.

UNITED as a team

We are bound together by our conviction that ethics and integrity are core to how we operate. We engage with others from a basis of trust, because we believe that everyone is doing his or her best and wants to do the right thing. Therefore, we collaborate and share to create value for our employees, our shareholders, and our communities.







PROTECT LEIDOS AND CUSTOMER ASSETS

We are responsible and have an obligation to protect Leidos and customer assets. Leidos policies and standard operating instructions relating to this obligation are summarized below.

Financial Integrity (SG-1)

Employees will provide accurate, timely, and well-documented information to the finance and administrative functions; record time daily and accurately; provide timely and accurate goods receipt postings; use approved systems to record travel and other business expenses; adhere to all systems of internal controls; and support systems security policies and practices.

Employees will adhere to all accounting and internal control standards established by the Financial Accounting Standards Board (FASB), Cost Accounting Standards (CAS) Board, and other recognized accounting bodies regarding the measurement of cost and revenue and the assignment of cost and revenue to accounting periods.

Use of Leidos and Customer Resources (SG-1)

Employees may not use corporate property, software, equipment, or facilities, or upload/download software onto corporate equipment for non-company business. Employee computers, voice mail, and email messages must not contain offensive, disruptive, defamatory, or disparaging content. Incidental and insignificant personal use of company resources is generally permitted with advance management approval.

Employees do not have a right of privacy regarding any information that is stored on or transmitted over any Leidos information system, including email, voicemail, or Internet. Leidos reserves the right to monitor, without notice or limitation, Leidos information systems and to disclose all content. Employees located at customer facilities must make sure they use equipment that has been furnished by the customer only to perform tasks for which the equipment was provided. Even incidental and insignificant use of such property, software, equipment, or facilities for noncontract business requires specific written consent of an authorized customer representative. While at customer facilities, employees must be aware of customer perception of their activities that could appear as not contract-related.

Expense Reimbursement (SC-12 & CPSE-33)

Employees are responsible for honestly and accurately reporting their business-related expenses for reimbursement. An employee's signature on an expense report certifies that the information provided is complete and accurate and represents a valid business expense authorized by Leidos. Employees are not permitted to use personal credit cards to pay for company or client meetings, conferences, or special event invoices.



Record Retention (SG-18)

Employees must comply with the Leidos record retention policy. It is unlawful to destroy, conceal, alter, or falsify any Leidos business or other record, document, or object for the purpose of obstructing or influencing any lawsuit or other legal, regulatory, or governmental proceeding or investigation.

Timecharging (SC-2)

Employees are personally responsible for ensuring that their labor costs are properly recorded. This means maintaining an accurate, daily record of time spent by task and certifying a timesheet each week. Inaccuracies in such records could constitute a violation of federal law and subject the company and its employees to serious fines and penalties. Managers also have an obligation to review their employees' timecards for accuracy and to examine questionable entries.

Accurate and Timely Reporting (SG-1)

Leidos employees will assist in the production of full, fair, accurate, timely, and understandable disclosure in reports and documents that Leidos files with or submits to the Securities and Exchange Commission and in other public communications made by Leidos.

Privacy (SG-3 & SG-4)

Employees must comply with all federal, state, and international privacy laws and regulations and privacy-related contractual requirements applicable to personally identifiable information and protected health information (PII/PHI). Employees must limit use, access, transmission, and storage of PII/PHI to the minimum necessary to perform authorized business activities and dispose of PII/PHI as soon as legally and contractually permitted. If employees have any questions about these requirements or have reason to believe that PII/PHI was or could have been subject to unauthorized access, they shall notify the Leidos Service Desk, the chief privacy officer, a supervisor, an information security point of contact, or the Ethics Office.

Leidos and Customer Data (SG-4)

Employees are required to comply with all information system security policies when using a Leidos-provided or customer-provided computer. Employees must ensure that the computer contains the latest operating system and application security patches, antivirus updates, and a desktop firewall; ensure that computers and removable media are encrypted; verify unexpected emails; never provide their user name and password to anyone; practice safe Web surfing; not use an elevated privilege account to read email; use only software applications and tools approved for use by Leidos policy; and report SG-3 policy violations, thefts, and actual, suspected, or potential data breaches.



Customer Property, Equipment, and Facilities (SG-1)

Leidos employees who are located at a customer facility and who are using customer-furnished equipment may use that equipment only to perform tasks under the contract for which it was provided. Any other use of customer equipment requires the specific written consent of the contracting officer.

Intellectual Property (SG-6)

Leidos does business honestly, fairly, and in accordance with the law. It is both illegal and unethical to engage in practices that intentionally violate the intellectual property (IP) rights of others. The willful infringement or misappropriation of these intellectual property rights is strictly prohibited as established in Corporate Policy SG-6.

All employees are required to refrain from using or distributing unauthorized copies of any copyrighted materials. No employee shall use or disclose any proprietary information of third parties or of the company, except in the course of his/her employment and always in strict accordance with the terms upon which the proprietary information was received, including the terms of any applicable nondisclosure or other agreements executed by the company. Any proprietary information embodied in writings, graphics, computer code, or any other form shall be safeguarded from disclosure to unauthorized persons and shall be removed from company premises only as needed for company business.

IP, including patents, copyrights, trademarks, and trade secrets, created by Leidos employees during the course of their employment at Leidos are the property of Leidos. Although employees may have personal or pre-existing IP created outside of their Leidos employment, no such outside or pre-existing IP may be brought into Leidos, disclosed to Leidos personnel or Leidos customers, or incorporated into a Leidos work product without prior written approval of the Legal Department. Employees who take such actions with their outside or pre-existing IP without prior written approval are deemed to have granted a broad license to Leidos and its customers in that IP.

Communications (SG-10)

Employees cannot represent Leidos in publicly disseminated communications, written or oral, that could harm the Leidos reputation or business or community relations or in a manner otherwise inconsistent with the standards of Leidos. https://horizon.leidos.com/policy/ah/sg/10.html

More specifically, employees of the company are not authorized to engage in forms of externally facing communication that identifies Leidos, speak on behalf of, or communicate as an employee of Leidos without prior approval under the communications standard operating procedure (SoP) process, nor are they authorized to publicize, make statements, give information related to Leidos or any of its activities, or comment on the plans and activities of Leidos customers to the news media without prior approval by Media Relations, the executive in charge of communications, or the chief executive officer.

Inquiries from any representative of the news media, under all circumstances, must be referred immediately without comment directly to Media Relations. Such a referral will ensure appropriate coordination and review by the company's executive officers of any public statements to the news media attributable to Leidos.

Confidentiality (SG-6)

All employees are required to exercise reasonable care to protect Leidos proprietary information, trade secrets, and other IP from unauthorized disclosure to competitors, customers, third parties, or the public without first obtaining appropriate management approval. Employees must observe obligations of confidentiality and nondisclosure of proprietary and confidential information, intellectual property, and trade secrets of Leidos and others, including customers, suppliers, and former employers. Proprietary information includes financial, personnel, technical, or business information owned or possessed by Leidos that has not been authorized for public release. Employees must keep sensitive information, including any proprietary documents, protected and secure. If employees receive proprietary information belonging to a supplier, customer, or competitor without proper authorization, they must immediately bring it to the attention of the Legal Department or Ethics Office.

Insider Trading (SG-2)

Employees and their immediate families are prohibited from trading in any Leidos securities at any time while they possess material nonpublic information involving the company. Material nonpublic information includes information about Leidos that is not yet disclosed to the general public and would likely be considered important to an investor in Leidos securities. This prohibition also applies to material nonpublic information about Leidos customers, vendors, suppliers, or other business partners. Failure to comply with this rule could result in violation of federal securities laws and subject the company and individual employees to serious fines and penalties.

Misconduct in Science (SG-1)

Leidos employees shall conduct research with the highest standards of integrity and report any observed, suspected, or apparent misconduct in the performance of research. Misconduct means fabrication, falsification, plagiarism, or other practices that seriously deviate from those that are commonly accepted within the technical community for proposing, conducting, or reporting research. It does not include honest differences in interpretations or judgment of data. Employees shall report any allegations of "misconduct in science" to their manager, who shall report the matter to the Legal Department.

Leidos and Customer Data – Computer Security (SG-3 and SG-4)

Employees are required to comply with all information system security directives https://horizon.leidos.com/its/standards/isecure/ when using any computer utilized for Leidos business. Employees must ensure that the computer contains the latest operating system and application security patches, antivirus updates, a desktop firewall and intrusion prevention software equivalent to those provided by Leidos IT services; ensure that computers and removable media are encrypted; verify unexpected emails before opening; never provide their user name and password to anyone; practice safe Web surfing; not use an elevated privilege account to read email or Web surf; use only software applications and tools approved for use by Leidos ITS; and dispose of all Leidos computer hardware and peripheral devices in accordance with the Leidos IT Asset Management (ITAM) Program. Employees are to immediately report violations, thefts, and actual, suspected, or potential data breaches to the

IT Service Desk, your group information security point of contact (ISPOC) and your supervisor.



FOSTER A SAFE AND HEALTHY WORK ENVIRONMENT

Leidos promotes a safe and healthy work environment for its employees, as expressed in the following policies.

Drug-Free Workplace (SG-31)

In furtherance of the Leidos commitment to maintaining a drug-free workplace, the following activities are prohibited:

- ► The unlawful manufacture, distribution, dispensation, sale, transfer, possession, or exchange of illegal drugs
- ▶ The illegal use of drugs, including prescription drugs
- ► The presence of illegal drugs or their metabolites in any specimen from an employee or affiliated personnel screened under Leidos policies
- ▶ The abuse of alcohol in the workplace

Harassment/Hostile-Free Work Environment (SG-31)

Leidos is committed to fostering a safe and healthy work environment that is free from all forms of harassment, including, but not limited to, sexual harassment. Harassment of any individual by managers, supervisors, coworkers, affiliated personnel, or nonemployees is unacceptable and will not be tolerated. Harassment includes unwelcome conduct that

- ▶ Is sufficiently severe or pervasive enough to interfere with an employee's work performance
- Creates an intimidating, hostile, or offensive work environment
- Is made as either an explicit or implicit condition of employment or is the basis of an employment decision
- Threatens the use of force against other Leidos employees, customers, or third parties.

 While working for Leidos, employees will not use, misuse, vandalize, or steal any property belonging to other Leidos employees, customers, or third parties.

It only takes a minute to do what's right.



Prohibited and Restricted Items in the Workplace (SG-31)

In order to promote a safe work environment and to reduce potential threats of injury, loss, or damage, Leidos strictly prohibits/restricts the following items in Leidos facilities/workplaces. Employees should contact the facility security officer or the senior business manager if prohibited or restricted items are observed.

Prohibited Items

Firearms, weapons, or other items that may be used to inflict bodily harm or to threaten or intimidate others; Explosive or pyrotechnic devices; incendiary devices; controlled substances such as illegal drugs, unlawfully obtained or possessed prescription medication, and associated paraphernalia; and any item or substance that is prohibited by law

Restricted Items

Cameras, radio transmitting devices, recording devices, surveillance equipment, cellular telephones or other electronic devices equipped with a camera or recording feature are permitted. However, use of the camera or recording features is prohibited without approval from the facility security officer or senior business manager.

Environmental, Health, and Safety (SG-31)

Employees are responsible for performing their activities in accordance with established environmental, health, and safety requirements as identified in the Corporate Environmental, Health, and Safety Program Manual; a comparable business unit or subsidiary program; or their respective location or contract-specific programs.

Workplace Diversity and Equal Employment Opportunity (SH-6)

Our company is committed to providing an inclusive environment where employees with varied differences, viewpoints, and talents are sought and respected, creating an atmosphere in which our employees can thrive. Leidos values and respects a diverse employee population and is committed to equal employment opportunity. All employment practices must be based upon an individual's capabilities and qualifications without regard to race, gender, age, color, religion, national origin, sexual orientation, disability, veteran or marital status, or any other protected characteristics as established by applicable law.

Nepotism (SH-2)

Employees should be reviewed and their work performance evaluated based on their performance and merits, not on family or close personal relationships. To prevent potential conflicts of interest and allegations of favoritism or sexual harassment, an employee is not permitted to have a reporting relationship with a closely related individual.



DEAL FAIRLY AND HONESTLY WITH CUSTOMERS, THIRD PARTIES, AND PUBLIC OFFICIALS

Leidos is committed to pursuing its business objectives and interacting with customers and other third parties with personal integrity and in accordance with the high standards of business conduct they deserve.

Conducting Business With Integrity (SG-1)

It is essential that suppliers competing for Leidos business have confidence in the integrity of the process. That confidence could be jeopardized if former Leidos employees, or close personal friends or relatives of current Leidos employees, competing as suppliers or suppliers' representatives, are perceived to have an unfair advantage. If a supplier or supplier's representative is a known close personal friend or relative of the Leidos employee(s) responsible for supplier selection or price/value determination, either the supplier's representative or the Leidos employee should recuse him/herself from the procurement activity. In addition, Leidos generally will not accept known former Leidos employees as suppliers or suppliers' representatives for a period of one year after their employment with Leidos has ended if certain criterion is met. For further guidance, employees should talk to their manager or procurement staff.

Outside Activities (SG-1)

Employees will not participate in any private business or professional activity or have any direct or indirect financial interest that would create a conflict between their private interests and their responsibilities to Leidos. Employees who seek to participate in activities that involve outside organizations that are customers, competitors, or suppliers; to serve on federal advisory committees; or to engage in other activities that could create legal or business risks must obtain prior approval from their managers and the Corporate Compliance Office.

Organizational Conflict of Interest (SG-32)

Leidos employees must comply with Organizational Conflict of Interest (OCI) rules that prohibit them from serving in conflicting roles that might bias their judgment, create an unfair competitive advantage, or impair objectivity in their performance. Employees should be especially cautious of potential OCIs if a particular procurement opportunity will

- Include work for which Leidos provided systems engineering and technical direction, prepared specifications or work statements, provided evaluation services, or obtained access to proprietary information
- Require setting or influencing the requirements or terms for a future opportunity in which Leidos might have an interest in bidding
- Result in Leidos' evaluating or recommending its own products and services or those of its competitors
- Afford Leidos access to proprietary or other nonpublic information about its competitors



The Contracts Department must review and approve all situations that could raise OCI concerns. Employees may not enter Leidos into, nor participate in decisions concerning Leidos entering into, a business relationship with a close personal friend or family member or a business owned or operated by a close personal friend or family member. Exceptions to this policy must have the prior approval of a Leidos manager. In the event that an exception to this policy is granted, the employee is prohibited from participating in or influencing business decisions with respect to such company.

Kickbacks, Fraud, Bribes, and Corruption (SG-1)

Leidos employees shall not provide any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind to any public official or third party to receive favorable treatment in connection with a prime contractor or a subcontract relating to a prime contract with the U.S. government. Leidos employees are also prohibited from engaging in fraudulent behavior in any of its dealings with the U.S. or any state or local government or any commercial entity, including soliciting or accepting kickbacks from customers, vendors, or subcontractors doing business in any capacity with Leidos and making any material misrepresentations to customers, vendors, or other third parties. Any other intentional behavior or activity that violates Leidos ethical standards or any applicable law or regulation is expressly prohibited.

Recruiting and Hiring Government Personnel (SG-12)

Employees may not engage in discussions with current or former federal government employees, including military personnel, about employment at Leidos unless that government employee either has disqualified himself or herself from any involvement in Leidos contracts or has received a waiver from his or her agency. This policy applies not only to formal discussions involving resumes, but also to informal discussions that take place in hallways, cafeterias, and conferences.

Participation in the Political Process (SG-1)

All political activities by or on behalf of Leidos must be conducted in accordance with applicable law and the Government Affairs Handbook. Under federal law, Leidos is prohibited from making direct political contributions in connection with federal elections. However, these restrictions do not affect employee participation in the Leidos Voluntary Political Action Committee (VPAC). Employees are prohibited from making political contributions where it might reasonably be inferred that corporate reimbursement of the funds would be involved. All political activity using corporate funds, including state and local political contributions, the use of Leidos facilities, or any fundraising activity, must be preapproved by the Government Affairs Committee. All contributions, including personal contributions and contributions by certain family members, in jurisdictions with "pay-to-play" laws must be approved and disclosed in accordance with Leidos policy.

Prior to interacting with public officials, employees must familiarize themselves with applicable laws regarding gifts and lobbying, including procurement lobbying laws, and coordinate with the Government Affairs Office to ensure proper disclosure. Prior to seeking election to or accepting appointment to any federal, state, or local government office, an employee must obtain approval from the Government Affairs Committee.

Nonsolicitation

While employed by Leidos and for one year thereafter, Leidos employees shall not solicit or attempt to solicit any Leidos employee to leave his or her employment with Leidos.

Procurement Integrity (SG-15)

Employees will comply with all aspects of the Procurement Integrity Act, which generally prohibits employees from the following:

- Knowingly obtaining bid, proposal, or source-selection information related to a current or future federal procurement
- Disclosing bid, proposal, or source-selection information to which Leidos has received access in the course of providing support or advice to a federal agency
- ► Engaging in employment discussions with, employing, or providing compensation to certain former government procurement or contract officials

Employees are responsible for seeking guidance if they are uncertain about their obligations under the Procurement Integrity Act. Certain employees who interact with the federal government are required to complete training in the Procurement Integrity Act and certify that they will comply with this law and the company's policies and procedures that implement this law.

Competitive Information Gathering (SG-1)

Employees may obtain only publicly available information about a competitor, as found in public documents such as press releases, marketing brochures, public presentations, legal filings, public Web pages, or demonstrations at trade shows. Wrongful acquisition of a competitor's trade secrets or other information is unethical and can result in civil and criminal penalties. Even if information is freely revealed by a third party, if an employee knows that the information is confidential and has been obtained wrongfully, such information must neither be used nor further disclosed, other than to the appropriate authorities.

Market Competition (SG-1)

Employees must not discuss with a competitor any of the following topics:

- Leidos costs or profits
- Pricing practices or policies
- Coordinating bids
- Customers, markets, or territories
- Boycotts of suppliers or customers

Such discussions could violate the law and subject the employee to disciplinary action, up to and including termination.



Gifts and Gratuities (SG-1)

Leidos business relationships must be free from even the perception that favorable treatment is being sought, received, or given as the result of a gift or gratuity. Leidos is subject to a range of laws that prohibit the offering and acceptance of gifts to government customers and suppliers. As such, an employee may not offer or give a gift or gratuity to any customer or accept or solicit a gift from any supplier, except as set forth in Corporate Policy SG-1.

CONDUCT INTERNATIONAL BUSINESS PROPERLY

Leidos is committed to complying with the highest ethical standards and all applicable laws and regulations in its pursuit of business across the globe, including all applicable U.S. and foreign laws and regulations. Leidos policies and standard operating procedures relative to international business are summarized below.

Foreign Corrupt Practices Act (SG-9)

Employees are expected to conduct international business in accordance with the highest ethical standards and in compliance with the Foreign Corrupt Practices Act (FCPA), the UK Antibribery Act, and all other applicable U.S. and foreign laws and regulations. Employees are prohibited from offering or giving anything of value either to win government business overseas or to obtain an unfair business advantage. In addition, they are required to record all expenditures and transactions accurately and thoroughly.

Compliance With U.S. International Trade and Sanctions Regulations (SG-5)

All Leidos employees, subsidiaries, and entities are required to comply with U.S. laws and regulations governing the import, export, re-export and transfer of hardware, technology and information. These laws and regulations restrict the export and import of controlled goods and the dissemination of technical information to foreign individuals, entities, and locations. Accordingly, Leidos employees are responsible for protecting export-controlled information and technology from unauthorized disclosure or export to foreign persons or entities.

Violations may result in severe civil and criminal penalties imposed against Leidos and individual employees involved in the violations.

Leidos senior management is committed to compliance with U.S. trade and sanctions regulations and endorses our corporate-wide trade compliance program. This program establishes the key requirements to ensure compliance and includes the following:

- Corporate International Trade Compliance (CITC) in the Office of the General Counsel responsible for overseeing compliance throughout the company
- Group and sector trade managers responsible for day-to-day compliance and assistance to their assigned line organizations



- Development and implementation of an International Trade Compliance Manual to provide specific compliance guidance and direction to Leidos employees
- General and specific export, import and sanctions training for Leidos employees
- Routine and investigative audits to verify compliance with regulatory provisions
- Periodic assessments and revisions of existing compliance processes to address trade and sanction compliance risks

Leidos international trade compliance guidance and requirements are contained in the Leidos Corporate Import/Export Compliance Manual. Contact information for Leidos international trade compliance officers and managers is located on the POC tab of your HORIZON employee profile.

Respecting Human Rights

Our business is about people. We depend on the unique contributions of our employees working together to advance the security and well-being of the human community throughout the world. We recognize that our global operations take place amid a diversity of cultures, customs, races, religions, political institutions, and laws. Wherever we do business, we are committed to upholding the core values embodied in this code, which are influenced by, and reflect a respect for, human dignity and fundamental human rights.

Leidos has implemented policies and practices, from which the concepts in this code are generally derived, that support our commitment to protect and advance human dignity and human rights in our business practices. These include policies designed to

- ▶ Support the health, wellness, and safety of our employees
- Foster a work environment that is free from harassment and discrimination
- Combat human trafficking and use of forced labor
- Promote integrity and fairness in our relationships with employees, customers, and suppliers
- Protect the environment and support our communities
- Ensure compliance with all applicable laws

We condemn human rights abuses. Although governments have the primary duty to protect the rights and promote the welfare of their citizens, Leidos recognizes that we have a corporate responsibility to respect human rights in the operation of our business. We expect that our employees will always abide by both the letter and spirit of our Code of Conduct and other company policies and processes in all of their dealings. We expect everyone with whom we conduct business to observe similar standards respecting human rights.



REPORT MISCONDUCT

Required Disclosures (SG-1)

Leidos employees shall report any violations or suspected violations of this Code of Conduct, corporate policies, laws or regulations, or any ethics or conduct concerns. It is the responsibility of all employees, including those who work in classified programs, to comply with the Code of Conduct and report all ethics concerns. Leidos employees are encouraged to talk to supervisors, managers, or other appropriate personnel when in doubt about the best course of action. Except as discussed in the Mandatory Disclosures paragraph in this section, employees shall report any violations or concerns to

- ▶ Their supervisor or other individual in the management chain
- ► The local workplace relations, group director, sector director, or executive vice president for Human Resources
- ► The Leidos Hotline 855.753.4367, which connects you to our third- party specialists. Concerns may be reported anonymously
- ► The Employee Ethics Council or electronic submission of your concern on Horizon (Voice a Concern), which connects to www.leidos.ethicspoint.com
- ▶ The general counsel, chief ethics and compliance officer, or chief security officer
- The CEO or chair of the board
- ► The chair of the Ethics and Corporate Responsibility Committee of the board of directors or the chair of the Audit Committee of the board of directors
- The board of directors or lead director

As they become aware of them, managers are required to ensure that any violation or suspected violation involving the Code of Conduct or Corporate Policy SG-1, including fraud, is reported to the Ethics representative as soon as possible. This is to confirm that it has been handled properly and documented. Business managers (sector presidents, CFOs, group general managers, controllers, and certain functional area leads) must certify quarterly that they are not aware of any Leidos Code of Conduct violation or suspected violation involving the Code of Ethics and Business Conduct or policies, including fraud that has not been reported to Ethics.

Mandatory Disclosures (SG-1)

Leidos employees shall report any information regarding potential violations of Federal Acquisition Regulations (FARs), Defense Federal Acquisition Regulations (DFARs), and other government contracting regulations involving fraud, conflict of interest, bribery or gratuity, or civil false claims, and overpayments on government contracts to one of the following disclosure channels listed above. The company shall review and, if necessary, investigate all reported allegations and determine whether there is credible evidence that a violation was committed. If credible evidence of a relevant violation exists, the company shall make a timely disclosure, in writing, to appropriate government officials. Mandatory disclosures do not supplant voluntary disclosures of matters not covered in this paragraph.

Violations of the Code (SG-1)

Each Leidos employee must comply with the letter and spirit of the Code of Conduct and shall promptly communicate any suspected violations to any one of the eight reporting channels. Violation of any provision of the Code of Conduct may result in disciplinary action, up to and including termination of employment at Leidos. Disciplinary action may be taken against employees who authorized or participated in the violation and also against the following:

- Anyone who deliberately failed to report a violation
- Anyone who deliberately withheld or misrepresented relevant materials or information concerning a violation
- ► The violator's supervisor or manager to the extent that he or she provided inadequate leadership, supervision, or diligence
- Anyone engaged in bribery or kickbacks

Cooperation in Investigations (SG-1)

Leidos employees shall cooperate fully with the company in responding to all audits, investigations, and corrective actions. In the case of government audits and investigations Leidos will cooperate with authorized representatives of the government (e.g., investigators, agents, or attorneys) when such representatives request information or documents in the possession of the company to which the government has a legitimate right. All inquiries or requests that an employee receives from the government shall be coordinated with the Legal Department before any response is provided. All investigations are conducted confidentially.

Reports to the Audit Committee

Any complaints regarding questionable accounting and auditing matters may be made confidentially and anonymously. The Audit Committee is able to directly receive accounting, internal accounting controls, and audit matter complaints.

Ethics Case Resolution Process

- 1. Independent, objective investigations. Every ethics case is investigated by an impartial investigator supported by subject matter experts (SMEs), as required, and independent of the organization.
- 2. Tiered review process. Before a case can be closed, it is reviewed by functional managers, an independent quality assurance team, and if valid, review and approval of recommended corrective and disciplinary actions by group general managers, and review and approval of recommended corrective and disciplinary actions by group general managers.
- 3. Follow-up actions in valid cases. In cases found to be valid, appropriate corrective actions and disciplinary actions are taken. The relevant sector ethics director member verifies that all actions are completed.

Ethics and integrity have been at the forefront of Leidos culture since its parent company's founding in 1969.



ZERO TOLERANCE FOR RETALIATION

Retaliation (SG-1)

Leidos has zero tolerance for retaliation of any kind against individuals who, in good faith, raise questions, report concerns, or participate in investigations of an ethical nature. If an employee is concerned about retaliation or believes that he or she has been subject to retaliation for reporting a possible violation or for participating in an investigation, the employee should immediately contact the chair of the Employee Ethics Council (EEC); the senior vice president, Ethics and Compliance; the general counsel; or the executive vice president, Human Resources, so that the concern can be addressed promptly. Retaliation against employees for good faith reporting of misconduct is considered a serious breach of Leidos Code of Conduct and can result in disciplinary action.

YOU'RE RESPONSIBLE

All employees are individually responsible for behaving ethically and upholding our standards of business conduct.

Action

Act ethically and in accordance with our core values and Code of Conduct, and demand that others do the same. If you observe possible misconduct, you have a responsibility to report it through one of the eight available reporting channels. Leidos has zero tolerance for retaliation of any kind against individuals who, in good faith, raise questions, report concerns, or participate in investigations involving ethical issues.

Accountability

Everyone is accountable for his or her actions. Those who do not act ethically and conduct themselves in accordance with our Code of Conduct may be subject to disciplinary action, up to and including termination.

Assistance

Questions of ethical behavior can be complex. When in doubt about your own course of action or that of others around you, seek assistance. Ask your manager, consult this code, call the Hotline (855-753-4367), or contact your EEC representative.

Ethics and Integrity ... They're our job. I They're what we practice. I They're who we are.

For frequently asked questions, visit: https://horizon.leidos.com/ethics/

Changes to or Waivers of the Code of Conduct

Only the Board of Directors or the Ethics and Corporate Responsibility Committee may change or waive provisions in this Code of Conduct.



All employees are required to certify annually that they have read, understand, and will comply with this Code of Conduct.

ACKNOWLEDGMENT AND CERTIFICATION

My signature below certifies the following:

- ▶ I have read the Leidos Standards of Business Ethics and Code of Conduct, understand that it represents company policy and our commitment to each other, and agree to comply with it.
- ▶ I have sought and received clarification from a responsible party (such as management, an EEC member, Human Resources, or the appropriate corporate policy owner) of any portion of the Standards of Business Ethics and Code of Conduct that is unclear to me.
- I have reported and agree to report to one of the company's specified reporting channels all actual and potential violations of applicable law in accordance with the Standards of Business Ethics and Code of Conduct and the policies and standards it represents.

Employee Signature	
Printed Name	
Employee Number	Date

In order to certify, please log on to the eLM All Learning page (Horizon, Keyword: eLM) and read through the Code of Conduct. Your certification will automatically record at the end of the session. If you do not have eLM access, please email the signed certification form to the Shared Services Center (ssclearningadministration@Leidos.com) or fax it to 865.425.5272.

