The Peraton Code of Conduct (the “Code”) establishes the fundamental standards of business conduct that all individuals and entities who work or act on behalf of Peraton are expected to meet, whether an officer, employee or contractor. The Code draws upon and embodies the laws, regulations and company policies that govern our business, and it underscores Peraton’s commitment to the highest standards of integrity. Our values and priorities serve to guide the application of our Code to all facets of our business.
LEADERSHIP

We are all leaders in the execution and achievement of our mission. We owe ourselves the utmost commitment to doing not the least, but the most, to ensure a stellar ethics and compliance program. Through our actions, our reputation will grow accordingly.

MESSAGE FROM THE CEO

A resolute commitment to ethics, integrity and compliance with the law in every aspect of business operations is fundamental to performing our mission as our customers’ trusted partner. Our ethics and integrity are manifest in daily interactions with colleagues, customers, and suppliers. Our Code of Conduct offers guidance on the internal policies and external laws and regulations that govern our operations. We are each expected to abide by our Code and take responsibility for our actions.

If you are ever in doubt about the right course of action — or observe an action inconsistent with our values or Code — it is your responsibility to raise the issue with your supervisor or engage the many other resources available to you, as outlined in this Code. You can do this with complete confidence in protecting yourself because our company does not tolerate retaliation against anyone for asking questions or raising concerns in good faith.

We are individually and collectively accountable for embodying the ethics and integrity that enable each of us to thrive in a productive and innovative enterprise. How well we serve our customers, engage with each other, give back to our communities, rise to meet challenges, and dedicate ourselves to delivering excellence, are attributes that reinforce our earned reputation as trusted partners.

Thank you for upholding this absolute commitment.

Sincerely,

Stu Shea
Chairman, President and Chief Executive Officer
VALUES AND PRIORITIES

Our values and priorities are driving forces behind all we do at Peraton.

OUR VALUES

Our core values form the most critical foundation for success.

HONOR THOSE WE SERVE
We do not take lightly the responsibility we have assumed in supporting our national security. Our armed forces – soldiers, sailors, airmen and marines – have the courage to show up, to leave their families for something bigger than themselves. What they do for our nation is something bigger than ourselves, and through their services, we will pass on to our children the world’s greatest nation, just like the one we got from those who gave so much before them.

OPERATE WITH INTEGRITY AND TRUST
We demand it in every way from our leaders and employees, from the quality of our services, to the way in which we make decisions. Customers and partners must be able to count on that. Trust is the currency of leadership, the pulse of a company, and the motto for a nation. We must trust each other and our customers must trust us.

TREAT OTHERS WITH RESPECT
We treat each other with courtesy, dignity and respect. We encourage diversity, inclusion, and the value that is generated from disparate backgrounds and experiences.

CONSTANTLY INNOVATE
We show initiative and creative thinking. We challenge the status quo, embrace change, and solve problems through innovation, agility and creative thinking. We will engage in open debate, explore novel solutions, and continuously seek to better ourselves.

DELIVER EXCELLENCE IN VALUE & CAPABILITY
We work relentlessly to obtain the highest quality results through continuous improvement and flawless execution.

MAINTAIN SELFLESSNESS FOR THE TEAM
We give first to the team and expect nothing in return. Team success breeds personal success. We act for the team first, and for individuals, afterwards. Team is the sine qua non of mission and company success.

OUR PRIORITIES

Our priorities must be made clear to our clients, our leadership, our employees and our partners.

CUSTOMER MISSION
We exist to solve the most daunting challenges facing mankind today, to protect and promote freedom around the world, and to secure our future, for our families, our communities, our nation and our way of life.

EMPLOYEE WELL-BEING
We will treat each other with courtesy, dignity, and respect. We encourage diversity, engage in open debate, explore novel solutions, and continuously seek to better ourselves.

THE COMPANY
We only exist as a company to deliver our people. Though we have legal and regulatory areas of responsibility, we will always act on behalf of the company while we take care of our customers’ missions and our employees who service them.

OUR STAKEHOLDERS
We accept and embrace our fiduciary responsibility to maximize our financial returns to our investors. We will be conservative in our investments, and focused in our deployment of capital to ensure maximized returns.
 RESPONSIBILITIES
We are individually and collectively accountable for embodying ethics and integrity in everything we do. Observe, ask, report when needed, and take corrective measures – it’s our obligation to our future.

The Peraton Code of Conduct (the “Code”) establishes the fundamental standards of business conduct that all individuals and entities who work or act on behalf of Peraton are expected to meet, whether an officer, employee or contractor. The Code draws upon and embodies the laws, regulations and company policies that govern our business, and it underscores Peraton’s commitment to the highest standards of integrity. Our values and priorities serve to guide the application of our Code to all facets of our business.

RESPONSIBILITIES OF ALL PERATON PERSONNEL:
• Conduct our business activities in compliance with the Code and all applicable laws, regulations and company policies and procedures;
• Deal fairly and honestly with everyone we encounter in conducting our business, including customers, suppliers, public officials and other parties;
• Protect customer and company assets and interests;
• Foster a safe, healthy and respectful work place and encourage efforts to sustain our environment;
• Respect the rights of all others to fair treatment and equal opportunity without regard to race, color, national origin, ancestry, citizenship, religion, gender, sexual orientation, gender identification (including transgender status), age, marital status, disability, veteran or military status, genetic information or any other protected status or characteristic under federal, state or local law;
• Protect all individuals from retaliation;
• Cooperate in audits, reviews and investigations;
• Seek guidance, raise concerns, and report observed or suspected misconduct, including suspected violations of law, regulation, policy and this Code.

ADDITIONAL RESPONSIBILITIES OF PERATON LEADERS, MANAGERS & SUPERVISORS:
• SET THE TONE by promoting our values and Code, maintaining a professional work environment and taking reasonable steps to detect and/or prevent improper conduct, and refraining from retaliatory behavior;
• MODEL ETHICAL BEHAVIOR by demonstrating integrity, being inclusive, treating employees fairly and with no discriminatory or preferential bias, treating others with respect, and ensuring that employees are not pressured to compromise Peraton policies or the law;
• FOSTER AN OPEN ETHICAL CULTURE where employees are encouraged and feel comfortable to speak up, ask questions, and report behavior that is inconsistent with our values and Code, without fear of retaliation; and
• ENSURE EMPLOYEE CONCERNS are addressed in a timely manner and required compliance training is completed when due.
MISSION
We exist to solve the most daunting challenges facing mankind today, to protect and promote freedom around the world, and to secure our future, for our families, our communities, our nation and our way of life.

OUR VISION
We strive to be the company that national security customers consistently rely on to solve their most daunting challenges, to create novel solutions supporting their most vital missions, and to manage their most valued assets.

WORKING WITH GOVERNMENTS
Peraton conducts its business with all customers, partners, suppliers and other parties in a professional and ethical manner at all times. Doing business with the U.S. government, as well as state, local and foreign governments, generally involves substantially more specialized legal, regulatory and contractual requirements. Accordingly, all Peraton personnel must be vigilant in ensuring compliance with the complex body of laws, regulations and contract requirements that apply to the government contracting industry. Among many of our critical obligations, working with the U.S. and other governments requires us to:

- Maintain the highest levels of procurement integrity;
- Provide accurate submissions of time charging and other costs;
- Avoid and prevent kickbacks, bribes and illegal or unethical commissions or payments;
- Ensure proper vetting for hiring former government employees; and
- Identify, avoid and mitigate potential organizational and other conflicts of interest.

PROCUREMENT INTEGRITY
Peraton personnel must comply with all aspects of the Procurement Integrity Act, which generally prohibits the following activities:

- Knowingly obtaining, other than as provided by law, bid, proposal or source-selection information related to an ongoing federal procurement;
- Disclosing bid, proposal or source-selection information to which Peraton has received access in the course of providing support services or advice to the U.S. government; or
- Engaging in employment discussion with, or employing or providing compensation to certain current or former U.S. government officials.

ACCURATE REPORTING & CHARGING
Peraton personnel must ensure all reporting (including timekeeping) and charging to our government and commercial customers is accurate, complete and submitted in a timely manner. This includes:

- Anything related to cost, including work hours performed and labor, travel, material and other costs;
- All correspondence, including invoices, representations, certifications, statements and other communications;
- Bids and proposals; and
- Claims and disclosures.

FALSE STATEMENTS & CLAIMS
The submission of false claims and false statements to a government is strictly prohibited and subjects the originator to serious criminal and civil sanctions. For example, the U.S. has a statute called the False Claims Act, which prosecutors use to combat fraud by government contractors. The False Claims Act, like the laws of many countries, imposes liability on any person who submits a claim to the government that they know (or should know) is false. The False Claims Act also imposes liability on an individual who submits a false record in order to obtain payment from the government. A third area of liability includes those instances in which someone falsely certifies the type or amount of property to be used by the government.

GOVERNMENT PROPERTY
Peraton is required to establish and maintain systems in accordance with government requirements to control, protect, preserve and maintain government property. Because the company is responsible and accountable for all government property, Peraton personnel must be able to identify such property and track it through the company’s property records.
ANTI-CORRUPTION—BRIBES, KICKBACKS, & FRAUD
Peraton personnel must strictly comply with the anti-corruption (bribery, kickbacks, and fraud) laws that govern our operations in the countries in which we do business. The U.S. Foreign Corrupt Practices Act 1977 (FCPA), the Canadian Corruption of Foreign Public Officials Act, the UK’s Bribery Act 2010 and similar laws in many other countries prohibit offering, paying, or giving money or anything of value to a public employee, or promising a personal benefit to help a company obtain or retain business, whether the improper payment, gift, or personal benefit is made directly by a company or indirectly through someone acting for that company. In addition, to prevent concealment of bribery, anti-bribery laws prohibit knowingly falsifying a company’s books and records or knowingly circumventing or failing to implement adequate internal accounting controls. This prohibition also includes soliciting or accepting kickbacks from customers, vendors, or subcontractors doing business in any capacity with Peraton.

Peraton personnel are required to be vigilant in ensuring that all dealings, transactions or business courtesies involving third parties (whether or not a government or public official) are reasonable, lawful and fully justified under the circumstances, and that all such dealings, transactions or business courtesies do not create even the appearance of impropriety or the risk of being misinterpreted as an attempt to gain an improper business advantage.

- The term “government official” (or public official) is interpreted broadly and includes any employee of, or person acting on behalf of, a government or state entity, including any agency, office, or subdivision, in any territorial level (federal, central, state, regional, or local) in any country. This includes all businesses or agencies owned, controlled, or operated in significant part by a government—including, for example, public schools and hospitals and state-owned banks, telecommunications companies, and oil and gas companies.

- The term “anything of value” is also interpreted broadly. It includes cash and cash equivalents (such as gift cards), as well as meals, entertainment, travel, services, and other amenities. It can also mean intangible gifts, such as offers of future employment.

- “Facilitation payments” are payments made to government or public employees in order to ensure or expedite routine, non-discretionary governmental action, either for personal or for the company’s benefit. Examples of such payments include payments to process visas, provide police protection, or obtain utility services. These payments are illegal under some of the laws in countries in which Peraton operates, including the United Kingdom. Accordingly, Peraton representatives are strictly prohibited from making any facilitation payments that will violate applicable laws.

GOVERNMENT GIFTS & GRATUITIES
Because Peraton’s customers largely consist of government agencies and authorities, Peraton personnel are subject to very strict gift rules when dealing with government officials or government entities. If you have any question whether a gift is appropriate, you should consult your supervisor or the Legal department. With respect to government employees and other government officials, Peraton does not permit its personnel to offer to government employees any gifts (including meals or entertainment) or business courtesies, except for very limited gifts, refreshments and courtesies approved through our company ethics and compliance procedures. Peraton personnel are prohibited from offering gifts (including meals or entertainment) or business courtesies to U.S. government officials that are valued over $20 on a single occasion and over $50 in a calendar year. Peraton personnel are required to consult with the Legal department if they are considering offering or receiving gifts or business courtesies to or from government employees of any nation.

OTHER BUSINESS COURTESIES
The exchange of business courtesies can foster relationships and celebrate business successes, but it can also potentially improperly influence decision-making or give the appearance of impropriety.

When receiving business courtesies, Peraton personnel:

- May not request or accept business courtesies with an agreement to do anything in return, particularly when involved in contract solicitation or negotiations;
- Only accept business courtesies consistent with reasonable marketplace customs and in compliance with Peraton ethics and compliance policies;
- Never accept cash or cash equivalents, such as gift cards;
- Never accept a gift or business courtesy valued at over $20 unless the prior written approval of the Legal department has been obtained; and
- Decline or return inappropriate business courtesies, or if they cannot be returned, turn them over to the Legal department for further instruction.

When providing business courtesies to customers (other than government customers), regardless of local law or custom, Peraton personnel:

- Provide business courtesies in connection with a bona fide and legitimate business purpose;
- Follow applicable company ethics and compliance guidelines and procedures;
- Accurately record all related transactions (e.g., reflect in expense reports); and
- Do not offer or provide business courtesies of excessive value (extended trips, electronic equipment, designer brands, events, or outings);
- Ensure the business courtesy has a value of less than $100 unless the prior written approval of the Legal department has been obtained.
RECRUITING & HIRING GOVERNMENT PERSONNEL

Peraton personnel may not engage in discussions about employment at Peraton with current U.S. government employees, including military personnel, unless that individual has self-disqualified from any involvement in any Peraton contracts or related matters or has received a written waiver from their employing government agency. This policy applies to formal and informal discussions. There are also post-employment or “revolving door” rules that restrict the roles and responsibilities that former government employees may perform on Peraton’s behalf after joining the company. Because the laws and regulations governing the hiring and employment of former government employees can be complicated, such discussions with government employees must be pre-approved by the company’s human resources senior management.

ORGANIZATIONAL CONFLICTS OF INTEREST

Peraton personnel must comply with the U.S. government organizational conflict of interest (“OCI”) rules that prohibit Peraton and its personnel from serving in conflicting roles that may bias our judgment, impair our objectivity or otherwise create an unfair competitive advantage. Peraton personnel are responsible for identifying and reporting OCIs; although not an exhaustive list, potential OCIs may arise in the following situations:

- Peraton personnel accessing confidential information belonging to or originating from other companies and/or non-public or source-selection information belonging to or originating from the government if such access potentially provides Peraton with an unfair competitive advantage (Unequal Access to Information OCI);
- Peraton personnel, directly or indirectly, developing or otherwise contributing to government solicitations, specifications or statements of work if Peraton has potential business interests in such solicitations, specifications or statements of work (Biased Ground Rules OCI);
- Peraton personnel, directly or indirectly, providing to the government guidance or advice with regard to future government procurement policies or strategies that potentially could affect Peraton business interests (Biased Ground Rules and/or Impaired Objectivity OCI); and
- Peraton personnel, directly or indirectly, evaluating or reviewing, for the government, contractor program performance or solicitation submissions if Peraton has potential business interests related to such programs or solicitations (Impaired Objectivity OCI).

The Legal department must review and approve all situations that involve potential OCIs.

U.S. INTERNATIONAL TRADE, ANTI-BOYCOTT & SANCTIONS

All Peraton personnel are required to comply with U.S. laws and regulations governing the import, export and re-export, and transfer of hardware, technology and information. Exports of hardware, software or technical data to locations outside of the U.S. are subject to these laws and regulations, even if shipped to U.S. government facilities and/or personnel. Additionally, transfer of controlled information and services to foreign persons anywhere in the world also requires export authorizations.

In addition to laws and regulations that govern the export and import of hardware, technology and services, other trade laws and regulations govern the refusal to do business with certain counter-parties. Any request to refuse to deal with potential or actual customers or suppliers, or otherwise participate in a foreign economic boycott, or provide information related to a boycott request, must be immediately reported to the Legal department.

Peraton personnel are strictly prohibited from agreeing to support or comply with boycott activities not approved by the U.S. government.

Peraton is committed to compliance with U.S. trade and sanctions regulations and, accordingly, maintains a company-wide trade compliance program.

This program includes the following key requirements:

- Peraton maintains a current trade compliance manual, which includes procedures and instructions for obtaining import and export authorizations.
- Peraton maintains comprehensive tracking of its export and import authorizations.
- Peraton maintains annual training covering export, import and sanctions instruction.
- Peraton conducts periodic self-assessments and audits covering the efficacy of the company trade compliance program.
- The Peraton Legal department, and specifically its trade compliance team, are responsible for overseeing compliance throughout the company and responding to trade-related inquiries.

ANTI-TRUST & COMPETITIVE PRACTICES

Peraton believes that fair competition and open and fair bidding are fundamental to ensuring the best prices and service for our customers. Peraton personnel shall compete vigorously, independently, and ethically and must avoid any marketing, advertising, or other program that could be characterized as unfair or deceptive. Personnel shall not collude with or otherwise enter into any agreement or understanding with any competitor concerning the following subjects:

- Price or discounts;
- Profits, profit margins or costs;
- Market share;
- Bids or the intent to bid;
- Selection, classification, rejection or termination of management agreements;
- Sales territories or markets;
- Exchange of competitive information; or
- Any matter inconsistent with complete freedom of action and independence of the company in the conduct of its business.

The foregoing is not meant to prohibit legitimate teaming arrangements with competitors, provided the arrangements are fully disclosed to, and approved by, the Legal department.

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EMPLOYEE WELL-BEING

We will treat each other with courtesy, dignity, and respect. We encourage diversity, engage in open debate, explore novel solutions, and continuously seek to better ourselves.

RECRUITMENT, VETTING & SELECTION

To maintain Peraton's culture of ethical conduct, it is important the company engage and operate with personnel (whether employees or contractors) who share our commitment to that conduct. Business integrity and commitment to obeying applicable standards of conduct and the law are key considerations in the selection and retention of those who represent Peraton. It is Peraton's policy to carefully screen those who will work with our company in order to protect our ethical and professional culture. To that end, those responsible for hiring employees or engaging contractors will comply with Peraton's policies and procedures regarding background screening and performance record evaluations in making hiring decisions. All candidates who apply to be an employee or contractor must provide Peraton with complete and truthful information concerning their background.

DIVERSITY & EQUAL OPPORTUNITY

Peraton believes diversity strengthens our company and enhances our competitiveness. Peraton expects our employees and representatives to treat each other with respect and to appreciate other backgrounds and cultures. Underscoring this policy is our strong concern for individual dignity and well-being.

Peraton remains committed to the principles of equal employment opportunity. Supervisors are charged with the front-line responsibility of enforcing the intent, as well as the letter, of all applicable employment-related laws, regulations and policies. Peraton vigilantly protects and promotes equal employment opportunity without regard to race, color, national origin, ancestry, citizenship, religion, gender, sexual orientation, gender identity (including transgender status), age, marital status, disability, veteran or military status, genetic information or any other protected status or characteristic under federal, state or local law. Equal opportunity applies to all phases of employment, including hiring, firing, promotion, performance evaluation, selection for training opportunities, wage and salary administration, and the application of benefit plans and company policies.

HARASSMENT

Peraton is committed to providing a work environment in which all individuals are treated with respect and dignity. All Peraton personnel are entitled to a positive work environment that promotes efficient, productive, and creative work, and that protects employees and others from discrimination, harassment, insult, and intimidation, including sexual harassment. Sexual harassment includes unwelcome or unsolicited verbal, physical, or sexual conduct that is made a term or condition of employment, is used as the basis for employment or advancement decisions, or has the effect of unreasonably interfering with work or creating an intimidating, hostile, or offensive working environment. Peraton will not tolerate unwelcome verbal or physical conduct of a sexual nature by any employee, supervisor, client, consultant, vendor, or third party.

Peraton also prohibits similar offensive or abusive behavior based upon or directed at other personal characteristics not related to work performance, such as a person's race, sex, sexual orientation, gender identity, genetic information, national origin, ancestry, religion, physical and mental disability, marital status, military service, veteran's status, or any other class protected under federal, state, local, or international law.
HUMAN RIGHTS

Peraton remains vigilant in protecting and advancing human dignity and human rights in our business practices. Peraton will not tolerate the practice of trafficking in persons in any form. This includes, but is not limited to, procurement of commercial sex acts such as prostitution, or the use of forced or child labor. Peraton is committed to promoting and complying with all human rights laws and standards in all locations. Pursuant to this commitment, we prohibit fraudulent recruiting and employment practices, such as charging recruiting fees, denying access to an employee’s identity or immigration documents, failing to disclose key terms and conditions of employment, and failing to provide return transportation from international and remote assignments.

HEALTH AND SAFETY

Peraton is committed to providing a safe and healthy workplace, and a number of environmental, health and safety (“EHS”) laws and regulations apply to our worldwide business activities. Accordingly, all Peraton personnel are responsible for performing their activities in accordance with our company’s established EHS policies and rules. Additionally, all incidents (which include injuries, safety and environmental issues) must be reported immediately to EHS and/or human resources representatives at each operating location.

Peraton is committed to maintaining a drug-free workplace. Adherence to Peraton’s drug and alcohol policies is a condition of employment. Accordingly, the following activities are prohibited:

• Unlawful manufacture, possession or distribution of illegal drugs;
• The illegal use of drugs, including prescription medication;
• The presence of illegal drugs or their respective metabolites in any specimen of Peraton personnel taken and screened pursuant to Peraton policy, procedure or practice; and
• The abuse of alcohol or illegal drugs in the workplace.
THE COMPANY

We only exist as a company to deliver our people. Though we have legal and regulatory areas of responsibility, we will always act on behalf of the company while we take care of our customers’ missions and our employees who service them.

OUR STAKEHOLDERS

We accept and embrace our fiduciary responsibility to maximize our financial returns to our investors. We will be conservative in our investments, and focused in our deployment of capital to ensure maximized returns.

USE OF COMPANY RESOURCES

Peraton personnel may not use company property, software, equipment or other resources for non-company business. Peraton may provide electronic resources to its personnel, including telephone, internet, and email communications. The purpose of these systems is to expedite necessary business communications and serve as a resource for Peraton. While limited personal use of Peraton communications is permitted, these communications are not private and all electronic and telephonic communication systems and any information transmitted by, received from, or stored therein or thereon is the sole property of Peraton. Peraton personnel do not have a right of privacy regarding any information that is stored or transmitted over any Peraton information system, including email, voicemail or internet. Peraton has the right to, and does, monitor such communication systems. The existence of passwords or delete functions does not create any right of privacy and will not limit Peraton’s ability to monitor, intercept, or otherwise be privy to electronic or telephonic communications.

ACCURATE BOOKS, RECORDS & SUBMISSIONS

It is Peraton’s policy to comply fully with generally accepted accounting principles and to comply with all record retention requirements imposed under customer contracts, national, state, provincial, and local laws and regulations. No false or misleading entries may be made or caused in any company books, records, or reports for any reason whatsoever. Personnel must not improperly destroy, improperly alter, make false entries, or willfully fail to make correct entries on any company documents or records.

RECORDS RETENTION

Peraton personnel must comply with Peraton’s standards relating to the retention, safeguarding and disposition of records, including electronic records. All personnel should regularly review standards as well as those records in their custody or control and delete or otherwise dispose of those records that are no longer required to be retained. It is unlawful to destroy, conceal, alter or falsify any record for the purpose of obstructing or influencing any lawsuit or other legal, regulatory or government proceeding or investigation.

DEALING WITH SUPPLIERS

All purchases and contracts negotiated for third-party services or goods shall be made exclusively on the basis of price, quantity, service and ability to meet the needs of Peraton. Every effort must be made to effect honest and straightforward relationships with suppliers. All suppliers and other third party associates are the subject of a due-diligence process, during which their suitability and eligibility to provide services is measured against a comprehensive assessment of risk to Peraton and our customers. Where these entities meet the company’s requirements, their commitment to comply with Peraton’s Code is formally agreed in the contracting process.
PERSONAL CONFLICTS OF INTEREST

Peraton personnel must avoid situations where their personal interests could conflict with the interests of the company. Conflicts of interest arise when an individual's position or responsibilities present an opportunity for personal gain separate and apart from the direct rewards of their employment or contractual relationship with Peraton, or when a person's personal interests are inconsistent with those of Peraton and could lead to that person's responsibilities to Peraton being compromised.

When any potential conflict exists, it must be properly disclosed in advance to the Legal department via Peraton's Conflict of Interest Reporting site, so the company may determine if the activity posing the conflict will be permitted or prohibited. Since a conflict of interest, or the appearance of a conflict, may arise in a variety of circumstances, it is not possible to describe every situation. The following are two examples of conflict of interest situations that require disclosure to the company:

• An employee or contractor or a member of their family has, directly, or indirectly, a personal or financial interest in any transaction involving Peraton, whether or not the transaction may be considered adverse to Peraton.

• An employee or contractor is affiliated with or has, directly or indirectly, a financial interest in any business enterprise (corporate or otherwise) with which Peraton has business dealings or from which Peraton solicits business. This restriction would not apply to the ownership of less than 1% of the outstanding securities of any customer or supplier whose shares of stock are traded on a nationally recognized stock exchange or over-the-counter market (provided the employer or contractor does not engage in "insider trading").

POLITICAL ACTIVITIES

Many laws regulate lobbying and the use of company funds or assets for contributions to candidates for political office. Peraton does not engage in any lobbying or other political activity. Accordingly, Peraton personnel are prohibited from:

• Making or directing a political contribution on behalf of Peraton;

• Lobbying government officials on behalf of Peraton, and

• Advocating, endorsing, or otherwise promoting a political or social position on behalf of Peraton.

While we encourage all personnel to participate as individuals in the political process, Peraton personnel must conduct these activities away from company facilities on their own time and using their own personal resources. Additionally, personnel are prohibited from using Peraton resources to assist their personal political activities or social causes.

INSIDER TRADING

Peraton personnel may not engage in insider trading. Insider trading involves the buying or selling of securities with material non-public information. Material non-public information is information that is not available to the general public and that a reasonable investor would consider important in deciding whether to buy or sell a security.

PRIVACY

Peraton personnel must comply with all privacy laws and regulations, as well as privacy-related customer contract requirements, including those applicable to personally identifiable information ("PII") and protected health information ("PHI"). These responsibilities include:

• Comply with all obligations and commitments made to individuals when collecting their PII/PHI;

• Limit collection, use, storage and access of PII/PHI to the minimum level reasonably necessary to perform the related authorized business activities;

• Provide administrative, physical and electronic safeguards for all PII/PHI under your control for authorized business activities;

• Dispose of PII/PHI as soon as legally and contractually permitted;

• Report immediately any suspected data breaches or losses to the Legal department and Security department; and

• Direct any questions about privacy to the Legal department.
COMMUNICATIONS & SOCIAL MEDIA

Employees cannot represent Peraton in publicly disseminated communications, written or oral, that may harm Peraton’s reputation or business or community relations, or in a manner otherwise inconsistent with our standards. Peraton personnel are not authorized to engage in forms of externally facing communications that identify Peraton, speak on behalf of, or communicate as an employee or representative of Peraton without the prior approval of Peraton, nor are they authorized to publicize, make statements, give information related to Peraton or any of its activities, or comment on the plans and activities of Peraton customers to the news media without prior approval by Peraton.

Inquiries from any representative of the news media, under all circumstances, must be referred immediately without comment directly to the Peraton Communications department. 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 Peraton.

INTELLECTUAL PROPERTY

Peraton recognizes that 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 IP rights is strictly prohibited. All Peraton personnel are required to refrain from using or distributing unauthorized copies of any copyrighted materials. Personnel shall not use or disclose any proprietary information of third parties or of the company, except in the course of 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 Peraton. Any proprietary information contained 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, created by Peraton employees during the course of their employment at Peraton, including patents, copy-rights, trademarks, and trade secrets, is the property of Peraton. Although employees may have personal or pre-existing IP created outside of their Peraton employment, no such outside or pre-existing IP may be brought into Peraton, disclosed to Peraton personnel or Peraton customers, or incorporated into a Peraton 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 Peraton and its customers in that IP.

CONFIDENTIALITY

All Peraton personnel are required to exercise reasonable care to protect Peraton proprietary information, trade secrets, and other IP from unauthorized disclosure to competitors, customers, third parties, or the public without first obtaining appropriate management approval. Personnel must observe obligations of confidentiality and nondisclosure of proprietary and confidential information, IP, and trade secrets of Peraton and others, including customers, suppliers, and former employers. Proprietary information includes financial, personnel, technical, or business information owned or possessed by Peraton that has not been authorized for public release.

Peraton personnel must keep sensitive information, including any proprietary documents, protected and secure. If personnel 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. All Peraton personnel are required to immediately report in writing to their direct supervisor and the Legal department identified vulnerabilities within, or unauthorized accessing of, any Peraton IT system or IP.
TRAINING AND REPORTING

Compliance training is integral to our culture of ethics and integrity. Just as robust reporting, anonymously or otherwise, is a responsibility for early identification and correction of concerns.

TRAINING

Peraton personnel must receive training on this Code at the commencement of their employment and annually thereafter. Additionally, Peraton maintains an annual mandatory compliance training program for Peraton personnel that is consistent with all training required by law, regulation and customer contracts.

Peraton regularly reviews its compliance training program to ensure its content is current, accurate and covers all internal and regulatory requirements.

REQUIRED DISCLOSURES

Peraton personnel must report any actual or suspected violations of law, regulation, or company policy, including this Code. It is the responsibility of each one of us to comply with this Code and report any ethical concern. Reports can be done anonymously. The following reporting avenues and resources are available to all personnel:

- A supervisor or other individual in your management chain;
- A Human Resources representative;
- An Ethics Advisor;
- The Chief Legal Officer;
- Any member of the senior leadership team;
- Ethics & Business Conduct member.

The Peraton EthicsPoint Hotline
1-844-800-3721
www.peraton.ethicspoint.com

MANDATORY DISCLOSURES

Peraton personnel must report through one of the channels listed above information regarding any potential violations of U.S. government laws or regulations, including without limitation those laws and regulations that address fraud, conflicts of interest, civil and criminal false claims, overpayments on government contracts, and bribery and gratuities. Peraton principals will promptly review and, if necessary, investigate all reported allegations and complaints and determine whether there is credible evidence that a violation occurred. Upon a determination of credible evidence, Peraton principals will timely disclose, in writing, the suspected violation to appropriate U.S. government officials.

COOPERATION IN INVESTIGATIONS

All Peraton personnel must cooperate fully with the company in reviewing and addressing all audits, investigations and corrective actions. For government audits and investigations, Peraton’s policy is to cooperate with authorized representatives of the government pursuant to legitimate information requests and other investigative actions. Peraton personnel must coordinate all investigative requests received from the government with the Legal department before any responsive information is provided.

VIOLATIONS OF THE CODE

All Peraton personnel must comply with the text and intent of the Code and promptly report any suspected violations through one of the available reporting channels. Confirmed Code violations will result in disciplinary action, up to and including termination of employment and referral to appropriate governmental authorities.

ZERO TOLERANCE FOR RETALIATION

Peraton strictly prohibits any form of reprisal or retaliation toward any individual who, in good faith, reports concerns or suspected misconduct or violations or who, in good faith, participates in ethics- and compliance-related investigations. If an individual is concerned about retaliation for such reporting or participation, they should report the concern through the reporting channels identified in this Code.

CHANGES TO OR WAIVERS FROM THE CODE

Peraton reserves the right to make changes to this Code from time-to-time. Any request for a waiver from the Code (for example, with respect to a conflict of interest issue) must first be made in writing to the company’s Legal department.

ACKNOWLEDGMENT

All Peraton personnel (whether employees or contractors) will have access to this Code and it will be made available for review at all times. Every employee and contractor must review the Code at least once each year. All Peraton personnel will execute a statement, in electronic or hardcopy form, to confirm they have received, reviewed, and understand the Code, that they will strictly comply with the Code, and that they are subject to disciplinary action, up to and including termination of employment, for violations.

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