

Noblis Code of Ethics and Conduct

Doing What's Right—Doing What Works

Doing What's Right

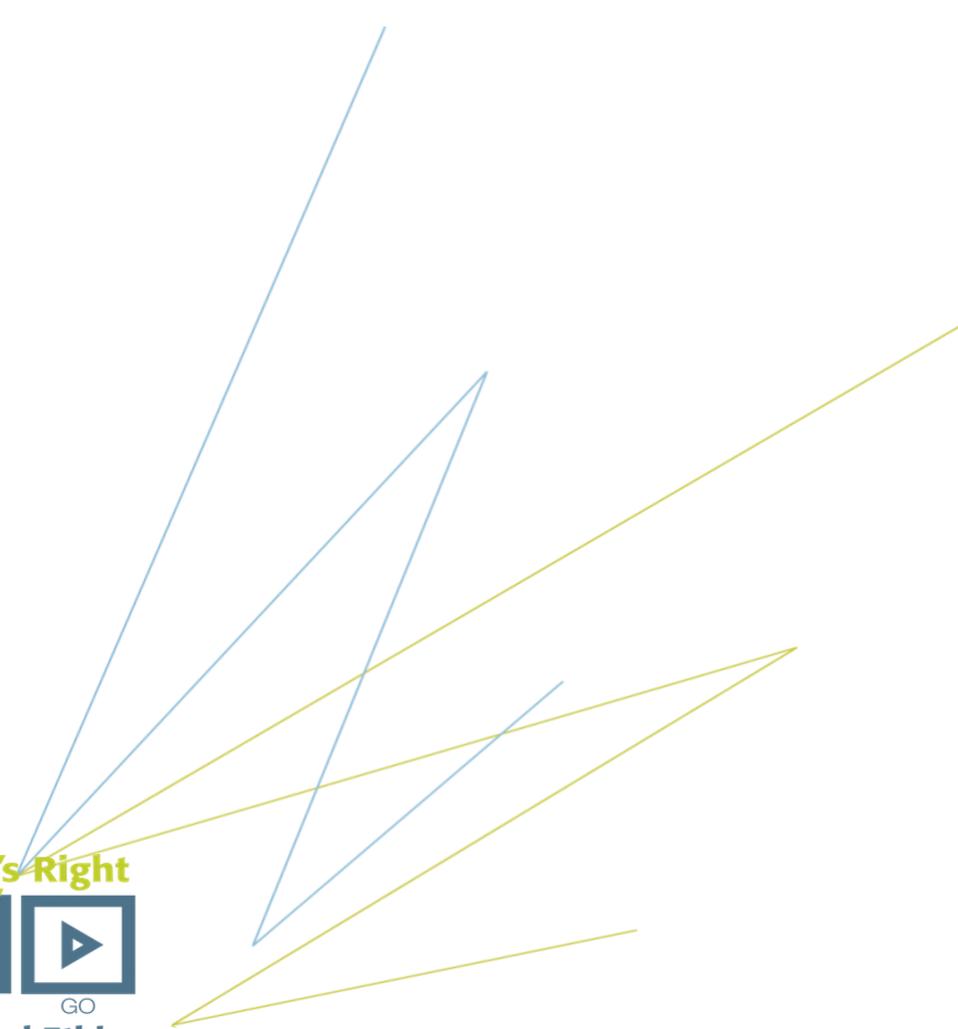


PAUSE

CHECK

GO

Compliance and Ethics



Noblis Code of Ethics and Conduct

Message from the President and Chief Executive Officer	3
Message from the Chief Ethics and Compliance Officer	4
Noblis- An Innovative Company Producing Enduring Impacts	5
About This Code	6
Respect in the Workplace.....	9
Conflicts of Interest.....	11
Financial Integrity.....	13
Confidentiality and Communications with Third Parties.....	14
Gifts, Gratuities and Other Business Courtesies	16
Company Image and Assets.....	17
Compliance with Other Laws, Regulations and Standards.....	18
Policies & Procedures	19
Conclusion	20
Who to Call	21

Message from the President and Chief Executive Officer

Noblis has established and enjoys a very positive reputation across our business. Our reputation influences so many aspects of our company – the way our customers feel about our services and whether employees find Noblis a satisfying place to work. Therefore, it is important for all of us to protect our reputation through a strong culture of integrity and ethics. Our shared values of respect, integrity and honesty sit at the heart of the Noblis' Code of Ethics and Conduct ("Code"). The content is critically important to the success of our organization and reflects the tone and standards for our company.

We at Noblis believe that our clients and the public deserve nothing less than work that meets the highest standards of excellence, conducted in an environment where objectivity and integrity are the hallmarks. This Code has been designed to guide our work, shape our workplace and define Noblis as a company deeply committed to ethical business conduct. It is not intended to be a comprehensive guide to all of our policies and procedures or all of our responsibilities under the laws that apply to Noblis. But it does provide the basic principles and core values to help you resolve the ethical and legal issues you may face on a day-to-day basis.

Our expectation is for you to adhere to the highest ethical and legal standards, and to hold your colleagues to those standards. I hope that you will find this Code useful as a personal primer on ethical conduct, now and in the future. If you don't understand something, please don't hesitate to reach out to your manager, the Chief Ethics and Compliance Officer or General Counsel for guidance. They have my full support, and will help you address any concerns in a professional, confidential manner.



Amr A. EISawy
President and Chief Executive
Officer



Message from the Chief Ethics and Compliance Officer

This Code is all about doing what's right. Business ethics are critical for Noblis' success, building trust and transparency. In turn, trust and transparency build the right environment for our employees, our partners and our clients. Our work has a significant impact on society, is highly regulated and poses complex questions with often-changing answers. Sometimes it can be difficult to know instinctively the best way to handle a particular situation. The Code is designed to help each of us aim higher than just business practices – running our business in a manner that we can be proud of and that reflects our highest ethical standards.

No business ethics policy can cover every possible circumstance that might arise in a diverse and complex business such as ours. Because of this, we have to rely on you to observe the spirit of our Code and to uphold the highest standards in all of our dealings. This Code provides several reporting methods, including the anonymous Noblis Compliance Helpline Reporting System, which is available to you 24 hours a day at **1-888-297-4192** or the **Compliance Helpline Website** through ethicspoint.com. Any employee, who, in good faith, seeks advice, raises a concern, or reports misconduct is following this Code and is Doing What's Right. Noblis does not permit any form of retaliation against good faith reports or allegations of violations of this Code or other illegal or unethical conduct.

We're here to guide you along the way.



Lauren G. McGinley
Vice President, General Counsel and Secretary,
Chief Ethics and Compliance Officer



World's Most Ethical Companies
2018 • 2014 • 2013 • 2012 • 2011 • 2010 • 2008



Noblis—An Innovative Company Producing Enduring Impacts

Mission

To provide scientific research, engineering, and development in the public interest by:

- solving complex scientific and technical problems in ways that benefit the public;
- investing in a research and development program for the benefit of our clients;
- delivering objective and unbiased solutions to our clients; and
- sharing knowledge and contributing to the state-of-the-art and practice.

Vision

An awesome company that advances, serves, and defends our nation through the application of science, technology, and strategy. We collaborate, innovate, and deliver.

Values

Noblis' clients and the public deserve nothing less than work that meets the highest standards of excellence, conducted in an environment where objectivity and integrity are the hallmarks.

Science and technology are fundamental and critical to solving many of our national and global problems. As a result, Noblis is committed to a continuing pursuit of knowledge. We recognize that the best way to apply and build on knowledge is to share it with each other, our clients and the public in the spirit of collaboration that comes from teamwork.

Noblis is its people, people with unique lives and goals. With this in mind, respect for the individual guides our conduct. Putting the public first keeps us true to our mission.

Brand-based Behaviors

Noblis is no ordinary company. It's a nonprofit company whose ultimate client is the public. Our values reflect our belief that Noblis' clients and the public deserve nothing less than work that meets the highest standards of excellence, conducted in an environment where objectivity and integrity are the hallmarks.

The following values guide how we treat our clients, our partners, our communities and our coworkers:

Principled. *We strive to do the right thing in every situation—no matter what. Doing what's right.*

Passionate. *We care deeply and let others know what really matters from our perspective.*

Practical. *We develop solutions that work in the real world and endure.*

Collaborative. *We seek out, listen to and work with others to add value for our work.*

Forward-Thinking. *We anticipate our organization and client's needs and ask ourselves what we can do today to help them succeed tomorrow.*

Our mission, vision, values and behaviors are the foundation of this Code.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



About This Code

What is the Code?

Noblis' mission, vision, values, and brand-based behaviors set the foundation for our Code. The Code provides guidance about business behavior expected of Noblis employees as we work and interact with fellow employees, clients, business partners and competitors. The Code is a statement of the fundamental principles that govern the conduct of our business and relationships with our clients, employees, business partners and competitors. Behavior matters.

The Code applies to the Board of Trustees, officers and all Noblis employees, subsidiaries or affiliates at all Noblis locations. The Code is fundamental to how we do business, and reinforces the responsibilities we all share in protecting the Company's reputation.

The Office of the General Counsel and the Compliance Office are dedicated to giving employees the support and advice they need to act according to the Code and our values.

The basic areas covered by this Code are:

Respect in the Workplace. Employees, subcontractors, agents, officers and trustees are an essential part of Noblis' success. Everyone is a member of the corporate team, and each one of us deserves to be treated with dignity and respect. Our respect also extends to our clients.

Conflicts of Interest. Long-term, trusting business relationships are built when participants are honest, open and objective. You are expected to uphold the highest standards of professional integrity and to avoid conflicts of interest.

Financial Integrity. It is critical that our financial records are properly and accurately maintained in accordance with applicable laws and regulations.

Confidentiality and Communications with Third Parties. We will be truthful and accurate when engaged in communications with third parties, but some information is meant to be kept secret. For example, Noblis general business, strategic and financial information are considered confidential. Results of analysis for our clients may not be shared.

You must maintain the privacy of confidential information entrusted to you by Noblis and its clients, subcontractors and suppliers, except when disclosure is required by laws, regulations or legal proceedings.

Gifts, Gratuities, and Other Business Courtesies. To avoid even the appearance of impropriety, we adhere to significant restrictions on the types of business courtesies we receive from or offer to companies, agencies and persons with whom we do business.

Company Image and Assets. You are expected to conduct yourself in a manner that reflects positively on the Company's image and identity. Noblis expects its employees to dress professionally. Our dress code is business casual. You are also responsible for using good judgment to ensure that the assets of Noblis and its clients are used efficiently, responsibly and for their intended business purpose and not misused or wasted.

Compliance with Other Laws, Regulations and Standards. We will comply with all applicable laws and regulations in all of our activities. This means we must follow not just the letter of the law, but also the spirit of the law, doing the right thing and acting with the utmost integrity.

Expectations and Responsibilities. Every day, we conduct business and we make decisions and choices on behalf of Noblis and our clients. Every day, we are confronted with situations that test our values, challenge us, and test our judgment.

Noblis' reputation is built on our behavior. It is important that each of us understand our legal and ethical responsibilities so that we can make the right decisions every day, all the time.

Ask Questions—Speak Up

This Code is designed to serve as a broad outline of the legal and ethical principles adopted by Noblis. You can learn more about those principles by referring to the Noblis Quality Management System (QMS) webpage, which addresses Noblis'



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.

policies and procedures. This Code and Noblis' Policies and Procedures must be used along with your common sense and good judgment. Specific policies and procedures referenced in this Code are located in the QMS.

You are responsible for your own conduct. No one has the authority to make another person violate the Code, and any attempt to direct or otherwise influence someone else to commit a violation is itself a violation of this Code.

If you are a manager, you are also charged with making sure that employees who report to you understand and follow the Code, as well as complete any required compliance or ethics training.

We cannot live up to a commitment to act with integrity if we, as individuals, do not speak up when we should. That is why, in addition to knowing the legal and ethical responsibilities that apply to your job, you must speak up if:

- you are unsure about the proper course of action and need advice;
- you believe that someone acting on behalf of Noblis is doing—or may be about to do—something that violates the law or Noblis' policies; or
- you have personally engaged in misconduct.

Where to Go for Help

If you are unsure as to the best course of action in a particular situation, or if you have a specific business conduct question, you have options:

- Discuss your concerns with your manager.
- Read the relevant policies and procedures available in the QMS.
- Call the Compliance Helpline Reporting System, which is available to you 24 hours a day. Compliance Helpline reports may be made anonymously by telephone at **1-888-297-4192** or online at the **Compliance Helpline Website** through ethicspoint.com.
- Contact the Office of the General Counsel at 703-610-2134, legal.office@noblis.org; or the Compliance Office at 703-610-2505.
- NoblisCompliance@noblis.org.

The most important thing is that you ask the question or raise the concern. Any employee who, in good faith, seeks advice, raises a concern or reports misconduct is following this Code—and doing what's right.

Reporting Violations of the Code

When you suspect or know that a violation of the Code or a policy or procedure has occurred, contact the Office of the General Counsel or the Compliance Office immediately. You also have the option to report concerns anonymously to the Compliance Helpline or online through the Compliance Helpline website. After a possible violation is brought to the Company's attention, it will be investigated, and, if substantiated, resolved through appropriate corrective action in accordance with our *Investigations Procedure* found in the QMS. Those found to have violated the Code will be subject to disciplinary action, including but not limited to possible termination. We may also report the conduct to the appropriate authorities. If credible evidence of a relevant violation exists, we will make a timely disclosure to the appropriate government officials.

If you suspect wrongdoing involving a Federal government contract, you may directly report the suspected conduct to a designated government official as described in our *Whistleblower Policy – Intelligence Programs* or *Whistleblower Policy – Other Than Intelligence Programs*. When you are in doubt about how to report a concern, you are encouraged to talk with your manager, the Office of the General Counsel or the Compliance Office to determine the best course of action.

Zero Tolerance for Retaliation

Noblis does not permit retaliation of any kind against good faith reports or complaints of violations of this Code or other illegal or unethical conduct. If you are concerned about retaliation or believe that you have been subject to retaliation for reporting a violation of the Code, a corporate policy, law or regulation, you should immediately contact your manager, the Vice President of Human Resources, the Office of the General Counsel or the Compliance Office or, in the case of retaliation concerning a report of wrongdoing involving a Federal government contract, the appropriate agency Inspector General.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.

Respect in the Workplace

Our goal is to maintain a diverse workforce and to create a work environment in which individuals are treated fairly. Because good employee relations are at the heart of a company that is productive and effective, we encourage open-door communications at all levels.

Below are some specific rules and guidelines in regard to respect in the workplace.

Treat People with Respect and Dignity

We are all expected to treat others with respect and dignity. We value an inclusive workforce because it promotes diversity of thinking and reaching solutions that help us achieve and meet the needs of our customers. You are expected to conduct yourself in a manner appropriate to the workplace, to keep all work environments free of harassment, and to conduct relationships with appropriate behavior and integrity. For more information on our employment policies and procedures, you are encouraged to review our policies and procedures on this subject, found in the QMS.

In addition, wherever you work, you represent Noblis and your conduct reflects on Noblis. Whether at a client site, another company's offices, a government installation, a professional training site, a conference, a vendor fair or Noblis itself, you should always act in a professional manner, including maintaining the following behavior:

- meet standards of common civility and treat others with respect;
- refrain from behavior that could compromise the integrity of the Company;
- strictly comply with the Work Environment Policy; and
- do not make disrespectful remarks about current or former customers, vendors, subcontractors, other teammates, other employees or about the Company in general.

Diversity

We welcome diversity and inclusion in the workplace and among our customers and suppliers. We are committed to equal employment without regard to race, color, religion, sex, national origin, age, medical condition or disability, sexual orientation, veteran status or any other characteristic protected by law. For more information, contact your manager, the Human Resources organization or visit the QMS for policies and procedures on this topic.

Drugs and Alcohol

Noblis maintains a drug-free workplace. If you observe any drug or alcohol abuse in the workplace, or in relation to Noblis' work, you should report it to your manager, the Vice President of Human Resources, General Counsel or the Chief Ethics and Compliance Officer.

Environmental Protection

In an effort to be a good corporate citizen, we strive to preserve the environment, both in our workplace and in the community. This translates into complying with the requirements of all applicable environmental laws and regulations in our activities, and routinely reviewing operations so we continually improve our environmental performance. As a landfill-free company, we strive to do no environmental harm. You, as an employee of Noblis, are responsible for observing sensible environmental practices and taking reasonable steps to protect the environment in performing your work.

A Safe Workplace

Noblis strives to protect the health and safety of our employees and to provide a safe, secure and healthy workplace for our employees. Noblis is also attentive to hazard prevention. You must immediately communicate any safety, health or environmental concerns related to your Noblis activities to your immediate manager or to the Director, Facilities and Security Operations (FSO). Any potential work-related injury and/or illness must be reported as soon as practicable after its occurrence to the Safety Committee at NoblisSafetyCommittee@noblis.org.

Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Employee Privacy

We respect every employee's concern over confidentiality of certain employment records, including certain health information. Employees who are responsible for maintaining personal information, and those who are provided access to that information, must not disclose it inappropriately.

Remember that Noblis has rights of access to all Company property, including computers, and all communications, e-mail and voicemail messages, records and information created in the business setting, regardless of whether you consider the information or communication to be private.

Use of Information Systems

Information systems—the hardware, software and data that are stored, processed, transmitted and reported—are critical to business success. Examples include your desktop or laptop computer, telephones, file servers and network, e-mail messages, externally hosted cloud services and mobile devices. You must use these systems responsibly, in accordance with the published Rules of Behavior and Acceptable Usage Standards, and for legitimate business purposes. You may not use our information systems for the purposes of:

- engaging in communications that might be considered illegal, offensive, defamatory, harassing, obscene, vulgar or otherwise disruptive to normal business activity;
- disseminating information and data to unapproved systems;
- visiting inappropriate Internet sites; or
- improperly disseminating copyrighted or licensed materials or confidential and proprietary information of Noblis, our clients, or third parties.

Other than Noblis' approved externally hosted cloud service or as required by a Noblis client in connection with contract performance, you may not use any third-party information services to store, process, or transmit, any Noblis or Noblis client data. Examples of prohibited services include but are not limited to: Amazon Web Services (AWS), Software as a Service (SaaS) and/or File sharing offerings (e.g., Evernote, Google Docs, Google Drive, Dropbox, and/or similar services).

You are also expected to protect the security (i.e., confidentiality, integrity, and availability) of our information systems. You must protect:

- information used to access company information systems, including user IDs, passwords, and building-access key cards;
- corporate data, and the data entrusted to us by our clients
- information systems from damage, including both physical and logical damage. Corporate provided security mechanisms must never be disabled or by-passed.

Any communications you have at work or using Noblis resources (e-mail, voicemail, websites, etc.) are not private. Records of your communications may be made and used for a variety of reasons and may be monitored to verify that Company policies are being followed.

Please remember:

1. Noblis information systems are for business purposes.
2. You should have no expectation of privacy while using any Noblis information resource regardless of time or location of use.
3. Your use of any Noblis information resource is monitored.

Keep this in mind, and follow our policies and procedures on this subject found in the QMS.



Doing What's Right



PAUSE CHECK GO

Compliance and Ethics

Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.

Conflicts of Interest

Noblis' objectivity is at the heart of our value to our clients. Every action we recommend, every acquisition in which we participate, and every expenditure we incur, must be made on one basis alone—it is the right thing to do. To accomplish this, we maintain a work environment in which we strive to be free of conflicts of interest. The following guidelines can help you recognize relationships and activities that represent a conflict of interest. Conflicts of interest can arise in many different contexts. They can occur in hiring former government employees; in doing business with agencies, companies or other organizations that employ our relatives; in performing services outside of your Noblis employment; or with respect to your or your close family members' financial holdings in an organization that Noblis is evaluating, or in any business that does or seeks to do business with Noblis, or seeks to compete with Noblis. Follow the guidance in this Code and Noblis' Policies and Procedures in the QMS. And if you have any doubts—ask questions! Speak up!

Hiring Former Federal Government Employees

Any discussions or contacts with current or former U.S. Government employees (military or civilian) for the purpose of exploring potential employment opportunities with Noblis are subject to federal conflict of interest laws and regulations. Similarly, once hired or retained, those individuals may be prohibited from certain tasks and duties that relate to their prior responsibilities while employed by the U.S. Government. If a U.S. government official initiates any employment discussions, you should immediately contact the Vice President of Human Resources and the Chief Ethics and Compliance Officer for guidance. Additionally, it is important to get advice from the Vice President of Human Resources and to follow the guidance in the Noblis Policies and Procedures in the QMS before recruiting, interviewing, hiring or assigning work to former U.S. government employees.

Organizational Conflicts of Interest (OCI)

Regulations governing government procurements prohibit or restrict our ability to compete or participate in a procurement if an organizational conflict of interest exists. These regulations exist to ensure (1) that government contractors do not gain an unfair

competitive advantage due to other work done for the government, and (2) that other work performed by a contractor does not cloud the contractor's objectivity in providing impartial advice to the government.

Organizational conflicts of interest are a complex subject. We take them seriously and proceed with caution if even the appearance of a conflict could exist. If you suspect that a conflict of interest might arise, discuss it with General Counsel or the Chief Ethics and Compliance Officer.

Personal Conflicts of Interest (PCI)

As Noblis employees, you are required to avoid conflicts of interest between your obligations to Noblis and your personal affairs. Any relationship or activity which may influence, or appear to influence, performance of your duties to Noblis, must be disclosed to the Office of the General Counsel or the Compliance Office.

Financial Interests in Other Businesses. A conflict might exist if you, your spouse or dependent children have a financial interest in an organization that Noblis is evaluating, or in any business that does or seeks to do business with Noblis, or seeks to compete with Noblis. If you support or are involved with providing acquisition support to a Noblis government client, you are required to comply with all applicable laws, regulations and procedures of Noblis and its clients concerning conflicts of interest and financial disclosures. You are required to disclose any financial conflicts of interest in accordance with our personal conflict of interest policies and procedures. Please remember that even the appearance of a conflict of interest could seriously compromise Noblis' client relationships.

Certain Relationships. You may find yourself in a situation where your spouse, children, parents, in-laws or someone else with whom you have a close relationship is a supplier, client, competitor or employee of Noblis. Such situations are not necessarily prohibited, but they call for extra sensitivity to security, confidentiality and conflicts of interest. You must bring such relationships to the attention of the Compliance Office so that they can be properly evaluated.

Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Political Contributions, Activities and Lobbying

Voluntary involvement of employees in the political process is encouraged by Noblis, but participation must be on your own time, at your own expense, and using your own resources. Employees may not make political contributions and expenditures on behalf of Noblis or involve Noblis in political activities. Employees must refrain from conducting personal political activities in a manner that might suggest sponsorship or approval by Noblis, including the use of the employee's Noblis title or Noblis' name. All correspondence with elected officials must indicate that the opinions expressed are your personal opinions. Additionally, you should avoid even the appearance of lobbying on behalf of Noblis.

Outside Employment

Employees must obtain prior approval from a Director or Officer for any outside employment (including self-employment) or outside business management or ownership.

Corporate Opportunities. You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. You may not take for personal gain, nor publish, present, or release to non-Noblis employees or external organizations without appropriate permissions, opportunities, ideas or information that:

- are discovered or developed through the use of Company property, information or position, or that are related to the business of the Company;
- use Company property, information or position; or
- are developed on Company time.

For more information on outside activities that could create conflicts of interest, you are encouraged to talk with the Compliance Office or review our policies and procedures on this subject, found in the QMS.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Financial Integrity

Accurate Billing, Pricing and Record-Keeping

We understand the importance of financial disclosure and accountability. We comply with all financial reporting and accounting regulations. Let the following principles guide you when you use Company funds or record Noblis transactions:

- Be clear and accurate in every aspect of our billing and pricing.
- Be cost-conscious when acquiring materials and services for the Company.
- Accurately price products and services.
- Do not split invoices to hide costs or avoid payment procedures.
- Make certain that bills are accurate, prompt and complete.
- Whenever you are responsible for a payment made by or on behalf of the Company, be sure it is supported by appropriate documentation that describes its purpose.
- Never make or approve a payment on the Company's behalf with the intention, understanding or awareness that any part of the payment will be used for a purpose other than the one described by supporting documents.
- Take responsibility for the complete accuracy of all cost charges and records. Falsifying records is a serious offense that can result in criminal and financial penalties for the Company and the people involved.
- If you are involved in contract negotiations, make sure that contracts and proposals comply with all applicable laws, regulations and provisions of existing contracts, and that all statements, communications and representations to prospective customers concerning the Company are truthful and accurate.
- Never use Company funds or assets for any unlawful or improper purpose, including personal use.
- Timely and accurately report all travel charges and expenses in accordance with the Noblis Work Sites, Telecommuting, Travel and Transportation Policy and Travel Handbook Procedure

Time Reporting

Timely and accurate time reporting of your labor hours and absences is the legal and ethical responsibility of every Noblis employee. Improper time charging may lead to disciplinary action up to and including termination of employment. Employees are expected to know the project code on which they are working. Each employee is required to accurately and honestly report all hours worked after the work has been performed or at the end of the work day, whichever comes later. If you approve a time card for another employee you are responsible for knowing the project code on which the employee is working. For more information please see the Time Reporting Policy and Time Reporting and Leave Procedure on the QMS.

Anti-Kickback and Bribery Laws

In the United States, and in many other countries, it is illegal to provide, offer or accept a kickback or bribe. A kickback or bribe may be defined as any money, fee, commission, credit, gift, gratuity, thing of value or compensation of any kind that is provided, directly or indirectly, and that has, as one of its purposes, the improper obtaining or rewarding of favorable treatment in a business transaction. Our policy on kickbacks and bribes is clear: they are illegal and are not allowed.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Confidentiality and Communications with Third Parties

You have heard the phrase “knowledge is power.” In the same way, information is power and has value. Because of this, how you deal with a wide array of information you receive while working at Noblis is governed by specific legal and ethical standards. You have an obligation to familiarize yourself with the rules governing the use of information and, when in doubt, stop, pause, ask questions, and then go with the education and awareness of the policies and procedures on this subject found in the QMS. You have the responsibility to properly safeguard classified information, Noblis non-public information as well as client sensitive information.

Government Information

Noblis government clients and government subcontractors often provide us with sensitive or classified information. The rules and regulations that govern how we handle this information, its acquisition, use, storage, distribution and ultimate disposition— are strict. As a Noblis employee, you are responsible for knowing and following government handling requirements. These requirements are described in more detail in the policies and procedures found in the QMS, in particular, the Corporate Security Policy and Noblis Corporate Security Operations Plan. You should know that violations could lead to disciplinary action or even dismissal. So handle with extreme care!

If you leave employment at Noblis, you may not keep or disclose any classified information, third party confidential information and you must continue to maintain the confidentiality of such information.

Noblis Non-Public Information

As an employee of Noblis, you may regularly be exposed to a wide range of material, non-public information about Noblis, such as proprietary and confidential information. Noblis’ clients, our strategies for the future, financial information, trade secrets, intellectual property, internal business practices, as well as sensitive client information. Disclosing this information could undermine Noblis’ strength, so you must keep this information confidential. Whenever you receive an inquiry that would require you to disclose non-public information about Noblis, refer it to your immediate manager, your Facility Security Officer (FSO) or contact the Office of the General Counsel for guidance. You may not keep any Noblis

proprietary information if you leave employment at Noblis and you must continue to maintain the confidentiality of the information even after you leave.

Information Received from a Non-Government Third Party

In the regular course of doing business, we often receive client sensitive, proprietary and confidential information from non-government third parties, such as commercial clients, subcontractors and suppliers. We are bound by the confidentiality provisions in our contracts with those third parties. Please understand those terms before you disclose third party information. In addition, if information received from another company is marked “company-confidential” or has some other kind of similar, restrictive markings, comply with those markings. Revealing information provided in confidence and for a specific purpose jeopardizes our ability to work closely with other companies, and that jeopardizes our success. If you leave employment at Noblis, you may not keep any third party confidential information and you must continue to maintain the confidentiality of such information.

Licensed Material

Using, copying or disclosing software and other materials that are owned by third parties and licensed to the Company is restricted. Unless it is specified in the license agreement, assume the licensed software cannot be copied and that its use is limited to corporate purposes. Contact General Counsel or the Director, Corporate Information Management if you have any questions about licensed materials.

Investigations Involving Government Officials

In addition to contractual reviews, audits and requests for financial data or other information, Noblis employees may be directly contacted for interviews by government representatives or agents, including representatives of the Federal Bureau of Investigation, agency Inspectors General, the Defense Contract Audit Agency or other government investigation services conducting civil or criminal investigations related to Noblis. Noblis’ policy is that we will cooperate fully with any government



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.

investigation. As an employee of Noblis, you should advise General Counsel or the Chief Ethics and Compliance Officer of any contacts with the government regarding an investigation. If they are not available, employees must notify their Shared Services or Mission Director or, if they are unavailable, any Officer of the Company. You must review our policies and procedures on this topic in the QMS.

Communications with Media

It is our policy to provide accurate and consistent communication to the public. To maintain the consistency and accuracy of the information, corporate spokespeople are designated to help staff respond to, or directly respond to all inquiries. Only those designated spokespeople are authorized to release information to the public. Unless you have been designated as a spokesperson, you should not respond to inquiries from the press. All inquiries from the media should be forwarded immediately to the Corporate Marketing and Communications organization.



Have a question? Want to report a concern or alleged violation in confidence?
Contact your manager, the Office of the General Counsel, the Compliance Office
or call the Compliance Helpline at 1-888-297-4192 or online at
ethicspoint.com.



Gifts, Gratuities and Other Business Courtesies

We select suppliers and win clients on the basis of the merits of our people, products and services. To avoid even the appearance of impropriety, there are substantial restrictions on the types of business courtesies you may receive from or offer to firms, agencies and persons with whom we do business. The term “business courtesies” covers gifts, loans, services, meals, entertainment, unusual hospitality or other things of value.

As a general rule, when in doubt, say no if a person, group, or corporation offers you anything of monetary value, such as a rebate, present, gratuity or favor, that could influence a matter in which the Noblis has an interest, or which could affect actions by you, Noblis or a Noblis client. Even if you do not think it would influence your professional conduct, acceptance of gifts may reflect poorly on the integrity of your work and our reputation for objectivity.

For the specific rules on accepting or giving gratuities, consult the policies and procedures in the QMS.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Company Image and Assets

Company Image

Noblis' reputation and identity are among the Company's most valuable assets. In support of, and to further our corporate image locally and around the globe, we conduct our business in accordance with applicable laws and regulations and in accordance with the highest ethical standards. When representing Noblis, you are expected to conduct yourself in a manner that reflects positively on the Company's image and identity. Never disparage or misrepresent the Company's image or the Noblis brand.

In addition, you should be careful to prevent your personal involvement in outside activities, organizations, or on social media from being construed as participation on behalf of or sanctioned by Noblis. You can avoid even the appearance of a connection between Noblis and your personal outside activities by following these simple guidelines:

- do not use Noblis' name, influence, funds or other assets in your outside activities;
- never supply the media with interviews or other information about Noblis or its business without timely prior approval of your immediate manager and Marketing and Communications;
- state clearly that views expressed in any conference, talk, article, presentation, book or other document that is not approved by Noblis, or on social media are yours alone always obtain prior approval from immediate supervisor and Mission Director for any information published on Noblis' behalf; and
- when in doubt, seek Corporate Marketing and Communications' expert guidance.

For more information on this subject and social media, you are encouraged to review the Social Media Policy and our other policies and procedures on this subject, found in the QMS.

Company Assets

Noblis assets include its real estate and leased site offices, computers, inventory, trade secrets and other intellectual property, office supplies, equipment, products, confidential information and funds. All employees are responsible for using good judgment to ensure that these assets are used efficiently, responsibly and for their intended business purpose and are not abused, misused, misappropriated or wasted. Theft, carelessness and waste have a direct impact on our ability to serve our clients. Also, any misuse or misappropriation of the Company's assets may be considered criminal and can have serious consequences.

Company Intellectual Property

In the course of performing client-funded work, performing Noblis-funded research and development work, participating in designed meetings or giving formal or informal reviews of ongoing work, you will create potentially valuable Intellectual Property (IP). All IP developed while performing work for Noblis or its clients or using Noblis assets or resources belongs solely to Noblis. Noblis' policy is to identify, maintain, and protect its IP. Employees who have created or developed IP are required to appropriately notify Noblis pursuant to applicable policy.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Compliance with Other Laws, Regulations and Standards

Comply with Laws and Regulations

It is important that you comply with all laws, regulations and required standards that apply to your and the Company's activities. This Code highlights several of the areas of law that you must understand. But it is by no means exhaustive. There are also laws related to procurement integrity, international transactions, fair competition and anti-money laundering that you must be aware of and comply with, just to name a few. That's why it is important that you read, understand and comply with all our policies and procedures.

Please contact the Office of the General Counsel or the Compliance Office if you have a question.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Policies & Procedures

Policies and Procedures which relate to the various sections in the Code are listed below and are found in the QMS.

Code of Ethics and Conduct

Noblis Code of Ethics and Conduct Policy

Respect in the Workplace

HIPAA Policy
HIPAA Procedure
Whistleblower Policy
Work Environment Policy
Corporate Security Policy
Investigations Procedure

Conflicts of Interest

Employment Policy
Pursuit of Client Work Policy
Gratuities and Personal Conflicts of Interest Policy
Personal Conflicts of Interest and Support to Client
Acquisitions Procedure
OCI Procedure
Employment of Federal Government Employees
Procedure

Financial Integrity

Time Reporting Policy
Time Reporting and Leave Procedure
Work Sites, Telecommuting, Travel, and
Transportation Policy
Travel Handbook Procedure

Confidentiality and Communications with Third Parties

Intellectual Property Policy
Responding to Government Investigations Policy
Combating Trafficking in Persons Policy
Combating Trafficking in Persons Procedure
Public Release of Unclassified Material Policy
Document Release to Public Procedure
Responding to Government Investigations Procedure
Intellectual Property Procedure
Corporate Security Policy
Noblis Corporate Security IT Handbook Procedure
Noblis Corporate Security Operations Plan Procedure

Gifts, Gratuities and Other Business Courtesies

Gratuities and Personal Conflicts of Interest Policy

Company Image and Assets

Corporate Security Policy
Social Media Policy
Electronic Information Media Policy

Rules of Behavior and Acceptable Use Standards for
Noblis Information and Systems Resources
Intellectual Property Procedure

Comply with Laws and Regulations

Mandatory Disclosure Policy
Intellectual Property Policy
Responding to Government Investigations Policy
Foreign Trade Controls Procedure
US Foreign Trade Control Compliance Policy
U S Foreign Trade Control Laws Overview Guideline
Whistleblower Policy – Other Than Intelligence
Programs
Whistleblower Policy – Intelligence Programs

Forms

Certificate of Acknowledgement – Combating
Trafficking in Persons Form
Exit Procedures Checklist and Proprietary and
Confidential Information Developments and Non-
Solicitation Agreement Form
Outside Employment Form
Public Release of Unclassified Information Form
Proprietary and Confidential Information,
Developments and Non-Solicitation Agreement Form
Invention Disclosure Form

Again, this list is not exhaustive. We can't stress
enough—WHEN IN DOUBT, ASK QUESTIONS!

There's also training related to various aspects of the
business on the Intranet. Complete training related to
your job as required, and review training materials
periodically to keep requirements fresh in your mind.

Have a question? Want to report a concern or alleged violation in confidence?
Contact your manager, the Office of the General Counsel, the Compliance Office
or call the Compliance Helpline at 1-888-297-4192 or online at
ethicspoint.com.



Conclusion

This Code is not a contract. We may update, modify and interpret the Code and our policies. If you have any suggestions about how to make the Code or any Noblis policy more useful or productive, please contact any one of the people noted on Page 20. You can also make reports or suggestions through our Compliance Helpline Reporting System.

Statement of Compliance

You must acknowledge annually that you have read and will comply with the Code. An acknowledgement statement will be included with your annual employee evaluation. All new employees will be required to sign a similar acknowledgement when hired.



Have a question? Want to report a concern or alleged violation in confidence? Contact your manager, the Office of the General Counsel, the Compliance Office or call the Compliance Helpline at 1-888-297-4192 or online at ethicspoint.com.



Who to Call

Noblis Compliance Helpline Reporting System

1-888-297-4192

NoblisCompliance@noblis.org

or the

Compliance Helpline Website

through www.ethicspoint.com

