



## **ADDENDUM UNITED KINGDOM**

### **Introduction**

Our Code, as well as this addendum is provided as guidance in conducting your L-3 responsibilities. These documents are not intended to be all inclusive. You should seek guidance from the Legal Department as conflicts arise.

The L-3 Code of Ethics and Business Conduct (“Code”) applies to everyone who does business on behalf of L-3 - employees, officers and members of our Board of Directors. It also may apply to agents, consultants, contract labor and others who act on L-3’s behalf. Above all, every L-3 employee must conduct himself or herself in an ethical manner.

Specifically, everyone who represents L-3 will ensure that:

- ✓ Ethical behavior is the foundation by which we conduct our business
- ✓ We do not take advantage, or abuse our position for personal gain or otherwise knowingly violate the law
- ✓ Our actions do not create, directly or indirectly, a conflict of interest
- ✓ We seek guidance when necessary

### **Requirements**

If you are a U.S. citizen working outside of the United States, you are required to abide by United States laws, as well as the laws and regulations of the country in which you are employed. All other individuals may or may not be subject to both U.S. and foreign laws, depending on the circumstances. In situations where you are uncertain about whether a particular law applies, consult with your Manager or the Legal Department immediately.

This addendum describes specific areas under the laws of the United Kingdom that complement the existing requirements of the Code and is meant to be read in conjunction with the Code.

### **Confidential Information**

Under English law a term is implied into the contracts of employment of all employees (whether or not a written contract is in existence) to the effect that at all times during and after the termination of their employment they must not disclose to any unauthorized person or divulge or otherwise use any trade secrets or confidential information of or about their employer. To do so constitutes a breach of contract in respect of which the company may be entitled to claim damages.

Confidential information includes trade secrets, customer lists, trading details or other information of a confidential nature relating to the Company such as but not limited to details of its activities, businesses or finances, any information regarding L-3’s personnel

or operations and in particular any personal information regarding L-3's personnel or any other information notified to staff as confidential and information in relation to which the Company owes a duty of confidentiality to a third party, such as payroll details of other employees.

Upon termination of employment (for whatever reason) employees must return to L-3 all confidential information and other documents (without retaining any copies) and any other property belonging to it, which came into their possession during their employment.

Misuse or unauthorized disclosure of confidential information is a serious matter and may lead to disciplinary action including summary dismissal.

### **Fair Treatment and Non Discrimination**

Under English law it is unlawful to discriminate against job applicants, employees and customers based on their sex, ethnic origin, nationality, race, color, age, marital status, sexual orientation or disability.

L-3 will be and it expects its staff to be responsible for ensuring that all job applicants, employees and customers are treated in the same way regardless of sex, ethnic origin, nationality, race, color, age, marital status, sexual orientation or disability. Failure to do so will be a disciplinary offence.

### **Harassment**

L-3 believes that everyone working for it has the right to be treated with dignity and respect at work and will seek to ensure that the working environment is supportive of effective job performance. Complaints that are upheld may lead to disciplinary action and may if serious constitute gross misconduct which can lead to summary dismissal.

This policy applies to all permanent, full and part time staff and to all temporary or contract staff whether or not they are directly employed by L-3 or their services are contracted and irrespective of their length of service or duration of the contract.

Harassment can be described as unwanted conduct or conduct that affects an individual's dignity at work. This can include physical verbal or non verbal conduct (including emails), assault or threatened assault, ostracizing or ignoring individuals because of their ethnic origin, making fun of an individual's disability or age and bullying or intimidation. It can be based on any factor such as sex, race, disability, sexual orientation, age religion or political views. The defining feature is that the behaviour is unwanted by the recipient and unwarranted by the working relationship.

### **Victimisation**

Employees should be able to use this policy safe in the knowledge that they will not be subject to any victimization because they have pursued a complaint. If an individual brings a complaint or assists another to bring a complaint, even if that complaint is not upheld, he or she should not be victimized. Conduct based on the fact that an individual brought a complaint could amount to harassment in itself and will not be tolerated.

## **Complaints**

Employees who consider they have been harassed or victimized in any way are encouraged to resolve the issue informally at first, if appropriate. Employees should as soon as possible after the incident, make clear to the offender(s) that the behaviour is unwelcome and that it makes them uncomfortable or offends them and they want it to stop. This should be done orally or if employees are uncomfortable speaking to the offender it could be done in writing. Where actions are of a type or seriousness that informal resolution is not appropriate or if the employee concerned does not feel that the matter can be resolved informally for whatever reason, a formal written complaint should be lodged with human resources. The complaint will be treated in confidence but it may be necessary to inform individuals in order to deal with the complaint effectively. If appropriate any action taken will follow L-3's disciplinary procedure.

## **Security**

Under the Computer Misuse Act 1990 it is a criminal offence to:-

- gain unauthorized access to computer material;
- gain unauthorized access with intent to commit or facilitate the commission of further offences; or
- make unauthorized modifications to computer material.

To avoid criminal liability under this Act, employees using L-3's computers or IT should ensure that they comply with L-3's policies and procedures concerning email and internet use. In particular employees should ensure they have the requisite authority at all times to access (or modify) the particular data or class of data in question.

All disks and CD-Roms should be virus checked by L-3 before loading on to L-3's computers or systems. Downloading programs, systems updates or other software from any source without permission is expressly forbidden.

## **Use of Information System Assets**

L-3 has the right to expect that its communications systems will not be used inappropriately. It may therefore monitor employees' use of telephone, internet and email facilities to:

- ensure compliance with L-3's practices and procedures (including but not limited to this policy);
- ensure that employees achieve acceptable standards in relation to the performance of their duties and observance of L-3's policies and procedures;
- prevent or detect crime;
- investigate or detect the unauthorised use of L-3's telephone, internet and email systems;
- ensure the effective operation of the telephone, internet and email systems e.g. virus checking.

E-mail communications will also be randomly monitored. However if it appears to L-3 that email is being abused or used inappropriately it may monitor email communication more specifically, which may include opening any emails received by employees to monitor their contents.

### **Gifts and Entertainment with UK Government Representatives**

Like the United States, UK government agencies have strict prohibitions against their employees accepting any gifts, money, free loans, discounts on purchases, invitations to sporting or cultural events, offers of hospitality, holidays or transport costs. Any permitted gifts of a seasonal or trivial nature will be provided by the Company.

### **Bribery and Improper Payments**

English law prohibits bribery within the UK and abroad, including bribery to commercial third parties as well as to public officials. The English bribery and anti-corruption laws prohibit a person from offering or agreeing to give any gift or consideration to any agent as an inducement for doing any act in relation to his principal's affairs. This prohibition applies to (i) any commercial or public context and is not confined to corruption of government officials, and (ii) offences taking place in the UK and wholly outside the UK. An offer is made corruptly if a person enters into an arrangement which they must be taken as knowing would be likely to influence the agent (such as a government servant or a director or employee of a company) contrary to the purpose of the UK anti-corruption legislation.

English law does not have an exception for facilitation payments. English law prohibits the payment of facilitation payments, i.e., payments made to petty officials to induce them to perform their public duties where otherwise they may not be inclined to do so.

### **Mandatory Obligation to Disclose Certain Misconduct**

The United States Federal Acquisition Regulation (FAR) requires the mandatory disclosure of credible evidence of US federal criminal law violations involving fraud, conflict of interest, bribery, or gratuity violations, as well as claims under the US Civil False Claims Act, and significant overpayments. This mandatory disclosure obligation continues up through three (3) years after contract close-out. In order to comply with these obligations, all L-3 employees must immediately report any issues that could potentially constitute a violation of criminal or civil law, or significant overpayment on a US Government contract or subcontracts, to your responsible Ethics Officer or the Corporate Ethics Officer. You may also report these matters through the Ethics Helpline. Reporting of these matters is mandatory, although you may use the Ethics telephone helpline if you prefer to remain anonymous.

Failure to report potential or ethical violations, overpayments or similar issues will be regarded as serious and may lead to disciplinary action including summary dismissal.

### **Raising Concerns**

In addition to the mandatory reporting obligations referred to above, we seek to foster a working environment that encourages all of us to discuss concerns about possible violations of our standards of business conduct. The "Raising Concerns" section of the

Code presents a number of ways in which you can raise concerns, including several confidential means.

### **Money Laundering**

Employees should be aware that English law has strict money laundering regulations. Any employee involved in handling any third party funds should seek guidance from the Legal Department on the reporting and other requirements under the UK money laundering regulations.

L-3 and its agents or employees could be exposed to a charge of money laundering if they receive the proceeds of a crime. This would include profits from a contract obtained through the payment or offer of payment of a bribe. Even if L-3 or its employees or agents have not been involved in the solicitation or payment of the bribe, a disclosure may need to be made under the UK money laundering regulations and guidance from the Legal Department should be sought.

### **Data Protection (Protecting Privacy)**

Employees should be aware that L-3 processes personal data that relates to them for the purposes of L-3's administration and management of its employees and its business and for compliance with applicable procedures, laws and regulations.

L-3 may make such information available to any group company, those who provide products or services to L-3 (such as advisers and payroll administrators), regulatory authorities, potential or future employers, governmental or quasi-governmental organisations and potential purchasers of L-3 or the business in which employees work.

Such information may be transferred to L-3's group companies and business contacts outside the European Economic Area in order to further its business interests even where the country or territory in question does not maintain adequate data protection standards. If you object to such transfer or have any other queries concerning personal information relating to its employees held by L-3 you should raise the matter with L-3's legal or human resources department.

L-3 will bring to employees' attention any changes to its policies and procedures in relation to such information as outlined above.