



**DGCI**.COM

Our  
Standard



Our **Greatest Strength** Lies in Our  
**Dedication,**  
**Partnerships,**  
**People** and **Ethics**



**#DGCI**

# Message from the Company

## To our Partners, Clients, and Colleagues,

DGCI Corporation's continued success is founded on the highest standards of integrity. Our company consistently works to create an environment in which people are proud to work in. We are honored to invest in our communities, industries, clients, suppliers, and employees, all while maintaining our commitment to our principles and our company standards.

Our Standard, outlines DGCI's values and ethical standards, which apply to everyone at our company, as well as anyone who acts on our behalf.

DGC International promotes the importance of speaking up when faced with an ethical dilemma and seeking a resolution, even if that situation is not explicitly outlined in our ethical standards. We provide resources to address any conduct that is in question, including a department dedicated to ethics.

Our company has a responsibility to model behavior and to demonstrate to our sub-contractors, and any other affiliates, the importance of upholding standards of conduct. We will foster a work environment that does not place any undue pressure on subordinates or those employed directly or indirectly through DGCI Corporation

Our commitment to our ethical standards is the unbreakable foundation supporting our reputation as a company of integrity, with a first-rate workforce, and as a provider of advanced products and services; all of which support safety and peacekeeping efforts on a global scale.

Sincerely,  
Board of Directors

“

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”



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***Client Focused. Impact Driven.***

***From the First to the Last Mile.***

# Our Standard



# Our Standard

## PURPOSE

We hold ourselves to the highest standards for success to advance our clients' missions. Accountability, action, and agility lie at the foundation of our operations. Our Standard will be a guide for decision-making as well as act as a resource when any employee, associate, or supplier for DGCI is in an ethical dilemma. We understand that our continual success depends on DGC International and its respective affiliates, subsidiaries, and divisions operating business in a responsible, legal, moral, and ethical manner. At DGCI, the way we conduct business is just as important as the products and services we provide.

Accordingly, DGCI will only do business with suppliers that comply with all applicable international and domestic laws, rules, and regulations (collectively herein referenced as "Applicable Laws") and at a minimum, with standards of business conduct consistent with those set forth in Our Standard.

## SCOPE

Each DGCI employee, associate, and supplier play a crucial role in our company's ethical culture and business practices. This includes full-time and part-time employees of DGCI and its segments, platforms, operating companies, and subsidiaries worldwide as well as all associates and suppliers to DGCI. We expect all employees and suppliers to adhere to our ethical standards outlined herein.

DGCI is a TRACE certified company. Our TRACE membership helps us conduct business ethically and in compliance with the U.S. Foreign Corrupt Practices Act (FCPA), U.K. Bribery Act, and other anti-bribery legislation. DGCI is also a member of the Defense Industry Initiative (DII), which promotes and advances a culture of ethical conduct for every company that provides products and services through government contracting. We must all abide by the same rules, and in doing so, we help create a better, stronger DGCI.

## ETHICS

We require our employees, suppliers, business partners, distributors, consultants, agents, and other third-party providers to act in a manner consistent with Our Standard. We have a culture that encourages open communication and transparency. Those who make concerns known help our organization thrive, by identifying issues and providing opportunities to adapt, innovate, and avoid costly mistakes. This is especially true for ethical behavior. Those who speak up when they observe suspected misconduct help organizations reduce risk. The sooner concerns are raised, the sooner we can act to prevent potential issues from developing into major problems. We understand that our continual success depends on our reputation.

For Our  
Employees



# For Our Employees

## CONTINUAL IMPROVEMENT DRIVES EXCELLENCE

To achieve our corporate and employee goals, each employee shares a responsibility for continual improvement. This results in our ability to meet our clients' requirements and exceed their expectations. Client satisfaction requires us to ensure the continual improvement of our products and services, through overall quality and reliability. Each DGCI employee is responsible and is required to take ownership of his or her work or services provided; which includes ethics and compliance. DGCI employees' job is to achieve and exceed the legal and regulatory requirements of our business and improve year after year.

Our Vision, Mission, and Values embody our commitment to improvement, and our open communication culture makes a profound and positive impact as part of our company's foundation. Our Code provides guidance regarding ethical, responsible, and legal business practices in all of our global operations. Moreover, our Code shows us how to interact ethically with our fellow employees, clients, suppliers, competitors, governments, and communities.

## SUMMARY

We have developed this Code of Ethics and Business Conduct, the employee section of Our Standard, to assist us in achieving our Mission and Vision and uphold our Values as we pursue our goal to be the leader in our industry.

### MISSION

To serve as a vehicle for change.

### VISION

To build a better world through engagement, education, employment, and empowerment.

### VALUES

- Commitment – Making it happen, for clients and missions everywhere.
- Entrepreneurship – Bold innovations from empowered teams.
- Community Building – Enhancing the regions where we live and work.
- Talent – World-Class services from dedicated, flexible professionals.
- Integrity – Doing the right thing for the right reason, always.

## OUR CODE PROVIDES GUIDANCE TO HELP OUR ORGANIZATION

- Build trust internally and externally
- Increase awareness of key ethical issues
- Stimulate and legitimize ethical dialogue
- Build consensus around vital issues
- Guide decision making
- Encourage staff to seek advice
- Foster the reporting of questionable conduct and related concerns
- Clarify where employees should go to seek advice.

## OUR COMMITMENT TO EACH OTHER

We provide a workplace founded on respect. We are committed to promoting a work environment that upholds our values. We demonstrate our values by adhering to the highest ethical standards, respecting the unique characteristics of each individual, and treating one another with dignity and respect. We seek out skilled, dedicated individuals with integrity from diverse cultural and educational backgrounds to contribute to DGCI's success and our ethical culture. We value teamwork and treat each other respectfully, free from discrimination and with dignity, because it is the right thing to do. We hold ourselves accountable to adhering to safety procedures, stopping work when necessary and reporting unsafe conditions. Our employees are our most valuable resource. We are each accountable for creating a workplace that values our diversity and ensures opportunity for everyone to contribute to attaining client and company goals, as well as work toward their individual career goals.

### THIS MEANS THAT WE:

- Treat others with respect, dignity, and in a professional manner.
- Encourage diversity and diverse opinions, promote equal opportunity for all and help create an inclusive and ethical culture.
- Do not discriminate against groups or individuals based on race, ethnicity, color, national origin, religion, disability, age, gender, gender identity, gender expression, genetic information, sexual orientation, marital status, veteran status, citizenship status, or any other protected category.
- Provide an inclusive work environment that is free from bullying, any form of harassment or other behavior that creates an intimidating, hostile, or offensive work environment.
- Make all employment-related decisions based on performance.
- Comply with all equal employment opportunity and related laws.
- Prohibit the use of compulsory or forced labor, trafficking in persons, and any acts associated with modern slavery for any purpose.
- Comply with all applicable wage and hour laws and regulations and provide beyond legally mandated benefits.

## HEALTH AND SAFETY

We are committed to protecting our employee's health and safety. We are responsible for creating and maintaining a safe work environment and practicing safe work habits. We strive to prevent occupational illnesses and injuries at all of our locations and to maintain a drug-free and violence-free workplace.

### TO ACHIEVE THIS, IT MEANS THAT WE:

- Comply with all applicable health, safety, and security policies, procedures, internal controls, and regulations.
- Do not tolerate any acts of intimidation, aggressive behavior, or threats of physical violence.
- Prohibit the possession of explosives, firearms, or weapons inside DGCI facilities or DGCI sponsored events, where company policy expressly prohibits such possessions.
- Will not use, be under the influence of, possess, or distribute illegal drugs, controlled substances or alcohol while on DGCI premises or when conducting DGCI business.
- Will not cause damage to company real estate or personal property.
- Take action to mitigate threats to employee safety in our workplace.
- Properly safeguard all classified material and other information entrusted to us.
- Maintain dedicated counterintelligence and insider threat detection programs.
- Use a thorough and objective security investigative process.
- We are required to immediately report any work-related injuries, actual or potential safety violations, or violations to applicable laws to DGCI management.

## PRIVACY OF PERSONALLY IDENTIFIABLE INFORMATION

We are committed to the protection and respect of employee, client, and third-party information. Many countries have strict laws and regulations governing data protection and privacy. For those who have access to personally identifiable information, we must always ensure that proper measures are taken to protect this information and exercise caution prior to disclosing it to others.

### THIS MEANS WE:

- Only access, collect, use or share personal information for authorized business reasons.
- Take measures to safeguard personal information from loss, misuse, or unauthorized access.
- Use special care when transferring personal information to an authorized third-party and use non-disclosure agreements, or similar measures, to safeguard information.
- Retain and store records in accordance with the law.
- We are vigilant on and off the job in protecting personnel, proprietary, and confidential information with the utmost care, and follow safeguards to protect this information from unintended or deliberate misuse.



## AVOIDING CONFLICTS OF INTEREST

We avoid situations where individual interests might conflict or appear to conflict with DGCI. To remain an ethical company, we must avoid involvement in actual or apparent “conflicts of interest.” We must be careful to avoid situations that might involve a conflict of interest or appear questionable to others. A conflict of interest occurs when our personal interests interfere or appear to interfere with our ability to perform our jobs. Our DGCI team acts in the best interest of the company and devotes full professional efforts to their jobs.

We must avoid any actions that may appear to involve a conflict between our interests or those of DGCI. These include any business, financial, other relationships with suppliers, partners, clients, or competitors by DGCI employees, or their close family or associates outside DGCI. Questionable activities include, but are not limited to, serving on the Board of Directors of a competitor, supplier or partner, significant ownership in a competitor or supplier, or consulting with or working for a competitor or supplier. A personal conflict may arise in the employment of DGCI employee’s relatives as well as doing business with a company in which your close family or associate is involved. We avoid situations where DGCI is unable or potentially unable to give impartial advice, be objective or have an unfair competitive advantage. Caution and disclosure are the principles for handling potential conflicts of interest. Even the mere appearance of a conflict can damage our ethical credibility. All such conflicts or potential conflicts should be disclosed to the appropriate management authority within DGCI.

Working with governments, we comply with local, federal, and national laws, regulations, and rules that apply to government contracting.

In all operations, we conduct ourselves in an honest and ethical manner and expect the same of everyone who works on our behalf, including but not limited to, agents, business partners, subcontractors, and other third parties. The rules for providing services, products and solutions to the government or other public-sector entities are complex and much stricter than those that govern our work with commercial clients

### **WORKING WITH GOVERNMENTS MEANS THAT WE:**

- Succeed by competing fairly.
- Maintain the highest levels of procurement integrity.
- Avoid kickbacks, bribes, and illegal or unethical commissions.
- Make no false representations.
- Do not knowingly allow illegal activities to occur.
- Exercise due diligence to meet U.S. and global laws and regulations.
- Provide accurate submissions of time charging and other costs.
- Do not hire former government employees without authorization.
- Understand and avoid organizational conflicts of interest.

We have a global presence, so it is important to recognize that laws, regulations, business practices, and customs can vary greatly from one country to the next. If a situation arises where our Code, Company policies, or the laws of any country are in conflict, you should seek immediate guidance from DGCI management. If you notice any accounting or auditing irregularities, or incidents of fraud by individuals responsible for financial reporting or accounting, you should immediately report your concerns to DGCI management. For all these situations, keep in mind that you are protected from retaliation when making a good faith report.

## **PROCUREMENT INTEGRITY**

### **MAINTAINING THE HIGHEST LEVELS OF PROCUREMENT INTEGRITY MEANS THAT WE:**

- Follow the procedures our clients have in place for awarding contracts and never do anything to compromise the integrity of the bidding process.
- Compete fairly and honor applicable laws and regulations that apply to government contracting.
- Protect all confidential or proprietary information obtained or received throughout the procurement process.
- Do not obtain or use any confidential or proprietary competitor proposal information, or pre-award source selection information.
- Avoid kickbacks to include soliciting, offering or paying anything of value for the purpose of obtaining or rewarding favorable treatment in the procurement and contracting processes.

## ACCURATE REPORTING

Accurate controls and transactions and complete business records are essential. All of us must always be scrupulously careful about the administration and delivery of our services which must, at all times, comply with all relevant laws, regulations and contracts. It is a criminal offense to make a false claim or statement to the government. Our system of internal controls also ensures compliance with the Foreign Corrupt Practices Act (FCPA). Accurate reporting means that we ensure everything we provide to our government clients is current, truthful, complete, accurate, and submitted in a timely manner.

### THIS INCLUDES:

- Anything related to cost, e.g., travel, material, labor hours, and other costs.
- All correspondence, e.g., representations, certifications, statements, and communications.
- Bids and proposals.
- Claims and disclosures.
- Information regarding the quality of our products or services.
- Reports and other deliverables.
- Photos or other media.

## OUR COMMITMENT TO QUALITY

We are committed to exceeding client expectations. At DGCI, quality matters. We are passionate about our clients' success. We understand and meet client needs, while always remaining true to our values and ethical standards. With our ISO 9001:2015 certification, DGCI provides evidence of our commitment to developing, implementing, and improving our capabilities and services, within the context of our business and our client requirements, and communicate the importance of meeting objectives and the need for continual improvement.

## OUR QUALITY POLICY REFLECTS OUR COMMITMENT TO OUR CLIENTS

DGC International is committed to providing client-focused services and solutions that are impact driven. Our dedication to continual improvement is motivated by the desire to increase client satisfaction and is demonstrated by our unwavering commitment to our clients, transparent communication, up-to-date technology, on-time delivery, compliance with requirements, the quality of our workforce, products and services, and the highest standard of business ethics.

### THIS MEANS THAT WE:

- Comply with all internal quality controls and applicable quality standards, contract requirements, and regulations that govern our products and services.
- Deliver materials, products and services in accordance with the quality control and testing promised under our contracts and safeguard against product substitution
- "Always deliver on-time and on-spec."



## PREVENTING BRIBERY AND CORRUPTION

We do not offer, provide, or accept anything of value that could improperly influence our business decisions or those of our clients. We are committed to conducting business operations consistent with the U.S. Foreign Corrupt Practices Act (FCPA), the United Kingdom Bribery Act (UKBA), and the anti-corruption laws of the countries in which we operate.

### THIS MEANS THAT WE:

- Never engage in bribery which includes giving, offering, accepting, or promising anything of value that may be construed as illegal or improper.
- Conduct due diligence when hiring or managing third-party intermediaries, as we can be held liable for their actions.
- Accurately record all payments and transactions.
- Prohibit facilitation payments.
- Do not engage in financial transactions that, directly or indirectly, promote or result from criminal activity, including false invoices, unauthorized payments to offshore banking locations, or unauthorized payments to third parties outside the territory in which the third party operates.
- Do not become involved in financing, supporting, or assisting any terrorist person, activity, or organization.

## **BUSINESS COURTESIES**

We Avoid the Appearance of Impropriety. 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. Certain gifts and entertainment can erode others' trust in DGCI and must be avoided. These include any gifts or entertainment that might appear to be bribes, raise questions about conflicts of interest for the employee or DGCI, or would damage DGCI's reputation. We give or receive business courtesies in strict compliance with anti-corruption laws and DGCI policies. Any payment or provision of anything of value to any public official, government employee, political party or party official, candidate for public office, employee of a public international organization, client or potential client, including excessive entertainment, travel, or gifts of significant value, could be considered to be an Improper Payment and/or a violation of an applicable anti-corruption law.

"Hosting" is another strictly regulated activity. It involves paying for travel, accommodation, or daily living expenses for a third party (such as a government official or an employee of a commercial entity) in conjunction with their visit to a DGCI office, site, or other location for the purposes of promoting, demonstrating, or explaining the benefits of DGCI's services. We must always follow the applicable laws and rules concerning the hosting of government officials and employees and our business partners.

Business courtesies are anything of value, including gifts, entertainment, or hospitality, provided to or received by a third party for the purpose of fostering a business relationship. They can include meals, social events, sporting events, travel, lodging, favors, gratuities, discounts, and services.

### **PUBLIC OFFICIAL – A PERSON WHO, REGARDLESS OF POSITION, PAID OR UNPAID, IS ANY OF THE FOLLOWING:**

- An officer or employee of any government, department, agency, bureau, authority, or government, owned instrumentality, such as a state-owned or state-controlled entity.
- Acting in an official capacity for or on behalf of any government, department, agency, bureau, authority, or instrumentality.
- An official, employee, or person acting on behalf of a government-sponsored or public international organization, such as the United Nations, World Bank, or the European Community.
- Holding a legislative, administrative, executive, or judicial position, whether appointed or elected.
- A political candidate, or an officer or employee of a political party.
- A member of a Royal Family.
- A family member of or otherwise closely associated with any of the foregoing.
- Avoid improper gifts and gratuities. Employees must Ensure they follow the rules and guidelines when receiving or offering business courtesies.

### **WHEN RECEIVING BUSINESS COURTESIES, WE:**

- 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 that are in compliance with DGCI policies.

- Never accept cash or cash equivalents, such as gift cards.
- Will decline or return inappropriate business courtesies, or if they cannot be returned, we will turn them over to the DGCI Ethics Officer.

### **WHEN OFFERING BUSINESS COURTESIES, WE:**

- Do not offer or provide business courtesies of excessive value (extended trips, electronic equipment, designer brands, events, or outings).
- Provide the business courtesies in connection with a bona fide and legitimate business purpose.
- Accurately record all transactions.

## **FAIR COMPETITION**

We are committed to competing fairly and conducting our business in compliance with all applicable competition and antitrust laws. Our success has come through competing fairly and delivering high quality products and services. We believe in fair and open markets and must never engage in improper practices that may limit competition. We compete vigorously to be an industry leader through superior performance, price, and quality.

### **THIS MEANS WE:**

- Support and comply with competition laws in all markets and jurisdictions in which we do business.
- Never attempt to monopolize a market or control prices with our competitors, clients, or suppliers, either through written or verbal agreement.
- Never to seek or obtain confidential or proprietary information of a competitor.
- We always speak truthfully about DGCI and our products and services, and do not misrepresent our features, capabilities, or condition. We also never make false statements about our competitors.

## **COMPETITIVE INFORMATION**

Always operate with integrity. Our goal to compete ethically and effectively in the marketplace extends to the gathering of competitive information. In general, it is appropriate to gather intelligence about other companies from public sources, such as their websites, published articles, bulletins, news reports, advertisements, brochures and marketing materials, public presentations, and public annual reports. We also use information gained from conversations with clients, if it is not confidential. We know that even the appearance of improper information gathering could be problematic for DGCI and the individual(s) involved. You must never use, or ask a third party to use, unlawful or unethical means such as (but not limited to) misrepresentation, deception, theft, spying, or bribery to obtain competitive information. If you receive any such information or are offered such information that you believe was collected in such a manner, you should immediately inform your manager or another member of the management team.

At times, new employees will possess business information about our clients, suppliers or competitors due to previous work with an employer.

## **SUCH INFORMATION MAY INCLUDE:**

- Specific technical, design, or process data.
- Trade secrets or confidential information.
- Software licensed to the former employer.
- Anything marked or intended to be confidential or proprietary and that is not publicly available.

You must always respect the confidentiality of this information. Management will never ask a new employee to reveal confidential or proprietary information about his or her former employer, or otherwise violate a confidentiality agreement with his or her former employer or client. If the new employee offers to reveal such information, you must refuse the offer.

## **EXPORTS/IMPORTS AND TRADE COMPLIANCE**

We conduct our international business in compliance with all U.S. and international trade laws and regulations. DGCI's global reach demands that we exercise due diligence as to the third parties with which we do business and that we comply with all international trade laws, as well as local import laws and regulations. Trade with other nations and individual governments can be heavily regulated. These laws are complex and can change quickly as governments address new political or security issues. If your job involves the transportation or use of products or technology subject to control laws or regulations, it is your responsibility to know and follow all such laws and regulations as well as DGCI policies and procedures. The consequences for violating trade control laws and regulations are severe; both for companies and individuals involved. If you have any questions regarding exports, re-exports, or imports, contact your DGCI management immediately. The United States and other nations where we do business use embargoes and sanctions to further foreign policy and national security objectives. These embargoes and sanctions prohibit or severely restrict our dealings with individuals or companies controlled by the Government. You may verify the most current list which can be found online:

<http://www.treasury.gov/resource-center/sanctions/Programs/Pages/Programs.aspx>

DGCI carefully researches and reviews all suppliers to ensure the integrity and legitimacy of their business. All transactions must be screened to ensure they do not involve any prohibited parties, destinations, or end users. Employees are responsible for obtaining a review of any transaction involving any nation subject to U.S. or U.S. approved United Nations embargoes or sanctions to determine whether U.S. laws prohibit the proposed transaction.

### **DGCI TEAM MEMBERS:**

- Adhere to all export and import laws that regulate the transfer of certain military or commercial products, information, technology, and defense services, including all licensing and customs requirements.
- Do not enter into any agreements or provide information that could be construed as furthering boycotts.
- Understand that we cannot directly or indirectly conduct business with U.S. sanctioned countries, including providing military products or services to countries under an arms embargo by the U.S. Government.



A foreign national includes anyone who is not a U.S. citizen or permanent resident.

Exports of technical data or information can take place in a variety of ways, including document shipments, proposals to foreign clients, technical publications and presentations, email and other communications, demonstrations and promotional literature, and trade shows and site tours.

**IMPORTANT:**

Before disclosing technical data to a foreign national or hosting a foreign national at a DGCI facility or event, fully understand any applicable export/import requirements and limitations.

## **OUR COMMITMENT TO OUR STAKEHOLDERS**

Our stakeholders rely on us to deliver high performance and strong results. Protecting DGCI's physical and financial assets, confidential information, and intellectual property helps us to meet and exceed expectations. In our communications, we are careful not to use or disclose our, or others', confidential information or intellectual property in an inappropriate manner.

## PROTECTION OF INFORMATION

We protect proprietary information and intellectual property. DGCI's proprietary information and intellectual property are some of our most important assets. This includes all information, whether written or oral, that we have a legitimate business interest in protecting, including without limitation, all technical, design or process data, improvements, products or services, products or services in development, models, manuals, know-how, financial data, pricing information, business development or acquisition plans, marketing plans, project practices, and client and supplier lists. We are required to use proprietary information and intellectual property, whether written, electronic, or in any other form, solely for legitimate business purposes.

### THIS MEANS WE:

- Prevent unauthorized use, disclosure, or access to confidential information that belongs to DGCI or third parties.
- Ensure an approved non-disclosure or confidentiality agreement is in place before any exchange of DGCI's confidential information or receipt of a third party's confidential information.
- May not take or use DGCI's proprietary information upon terminating from DGCI without explicit written approval.
- Always protect DGCI's intellectual property and respect the intellectual property rights of third parties.
- Ensure our networks and systems have adequate cybersecurity.

We respect the intellectual property of third parties and must never knowingly infringe upon the rights of others. Proprietary information and intellectual property include any proprietary, or trade secret information, whether marked or not.

### THIS MAY INCLUDE:

- Specific technical, design, or process data.
- Pricing and proposal information.
- Client or supplier/vendor lists.
- Patents, trademarks, and copyrights.
- Computer programs or databases.

## CONFIDENTIALITY AND SENSITIVE INFORMATION

Prior to disclosing classified information, ensure that recipients have the proper security clearance and "need to know".

### SOCIAL MEDIA

We encourage employees to use social media responsibly. While the Internet provides us with the potential to share valuable information using a wide variety of social media tools such as LinkedIn, Twitter, Facebook, personal social media accounts or blogs, we are all responsible for exercising care and using good judgement on social media sites.

## **THIS MEANS WE:**

- Never post material that is obscene, threatening, or abusive.
- Never disclose DGCI, employee, client, or third-party proprietary, confidential information.
- Ensure that the opinions expressed are stated as your own and not that of DGCI.
- When using social media, take extra care to protect information about the Corporation, your colleagues, clients, and yourself. Refer external inquiries to the company president.

## **BUSINESS RECORDS AND RECORD MANAGEMENT**

Our business records and disclosures must be accurate, complete, and timely. Our clients, government officials, stakeholders, and business partners rely on the accuracy and completeness of our business records and disclosures. We are responsible for honesty and transparency in the preparation and maintenance of our business records, including our time tracking, expense reports, cost or pricing data, billing, quality, safety, and procurement records. Employees with a role in financial or operational recording or reporting have a special responsibility in this area, but each is responsible for helping ensure the information we record is accurate, complete and maintained in a manner that is consistent with our policies, internal controls, laws, and regulations. Records relating to DGCI government contracting activities are subject to audit by the pertinent government agency or the U.S. Comptroller General. DGCI also works with joint venture partners, suppliers, and client's proprietary data. The protection of all data is of the highest importance and must be conducted with the greatest care.

## **THIS MEANS WE:**

- Maintain accurate records in accordance with all legal and business requirements.
- Accurately reflect all transactions in our financial records and ensure they do not contain false or misleading statements or entries.
- Retain or dispose of records in accordance with legal requirements, and our record retention policies.
- Recognize that all records that relate to employees' work are the property of DGCI and are retained appropriately.

## **PROTECTING DGCI ASSETS**

We are responsible for the appropriate use of DGCI property, equipment and other assets. Protecting all DGCI assets is an important responsibility.

### **COMPANY ASSETS CAN INCLUDE, BUT ARE NOT LIMITED TO:**

- Physical assets, e.g. phones, laptops, equipment, and facilities.
- Financial assets, e.g., funds.
- Information assets, e.g. technical data, software, proprietary information, email, and information sent or received on any DGCI communication system.
- Time.

We are personally responsible for protecting DGCI assets and those provided to us by our clients, against unauthorized access, compromise, fraud, theft, loss, or abuse. DGCI assets should only be used for business purposes.

### **THIS MEANS WE MUST:**

- Follow all policies and procedures to protect DGCI assets.
- Immediate report any suspicions of cyber-attack, e.g. phishing emails, fraud, theft, loss, or misuse of DGCI assets.
- Not share passwords and only access information and data that we are authorized to view.
- Only download, install, and run authorized or licensed software.
- Use and manage property provided by a government client, or other third party, according to the terms of the agreement or contract.
- Return DGCI property, including files or data upon termination of DGCI employment.
- DGCI reserves the right to monitor all DGCI owned electronic systems and equipment, as permitted by law, to work with third parties to ensure our assets are protected, and to block access to inappropriate websites.

## **OUR COMMITMENT TO OUR GLOBAL COMMUNITY**

DGCI is committed to good corporate citizenship; this is manifested by our positive and constructive involvement in charitable organizations and community activities. DGCI complies with all applicable laws and regulations, respects human rights, provides fair working conditions, and prohibits the use of any forced, compulsory, or child labor.

## **POLITICAL ACTIVITIES AND LOBBYING**

We do not engage in unauthorized lobbying or other political activity. Many laws regulate lobbying and the use of DGCI funds or assets for contributions to candidates for political office.

### **THIS MEANS WITHOUT PRIOR LEGAL APPROVAL, WE:**

- Do not make direct or indirect political contributions on behalf of DGCI.
- Do not lobby government officials on behalf of DGCI.
- Do not actively advocate, endorse, or otherwise promote a political or social position on behalf of DGCI.

DGCI supports personal participation in the political process and encourages all employees to support the political parties and candidates of their choice. We understand that our involvement and participation in the political process must be on an individual basis, on our own time, and at our own expense. Many countries prohibit corporations from donating corporate funds, goods, or services (including employees' work time), directly or indirectly, to political candidates.



The laws are complex in this area, so the use of DGCI assets or facilities for the benefit of political parties or candidates anywhere in the world is prohibited without prior approval. Lobbying activities are subject to specific rules that cover a wide range of activities. “Lobbying” involves communications with legislators, regulators, or their staff to influence legislative or certain other administrative actions. For this reason, it is important that all contact with officials regarding public policy are coordinated and approved through legal review, as all lobbying activities are required to be disclosed and are carefully regulated.

## HUMAN RIGHTS

We are committed to protecting human rights and preventing human trafficking. DGCI is committed to promoting and complying with human rights laws and standards in all our locations.

### THIS MEANS WE:

- Do not engage in any human trafficking-related activities (e.g., procuring commercial sex acts and using child or forced labor).
- Maintain a culture free of sexual harassment and assault through prevention techniques, education, training, accountability, and reporting procedures.
- Avoid misleading or fraudulent recruiting and employment practices (e.g., 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).
- Comply with all applicable wage and hour laws and recognize the right to collective bargaining.

## CORPORATE RESPONSIBILITY

We are committed to good corporate citizenship and protecting the environment. DGCI recognizes that to accomplish our strategy for continued growth, we must build a company based on sustainability and balanced economic prosperity with environmental stewardship and social responsibility. We are dedicated to conducting operations in a manner that protects the environment and conserves natural resources. No employee shall engage in conduct that violates environmental laws or regulations. We are dedicated to respecting our workforce and strengthening the communities where we work and live.

### THIS MEANS WE:

- Support environmental sustainability through pollution prevention, waste management, energy and water conservation, and recycling.
- Comply with all applicable environmental, health, and safety laws and regulations that apply to our facilities and services.
- Are encouraged to volunteer in our communities.

## COMPLIANCE AND REPORTING

We understand adhering to our code and the law is mandatory. We hold ourselves accountable to the highest ethical standards. The DGCI Code highlights the laws, regulations, and policies we need to know while working for DGCI and directs us to the appropriate resources when we need more information.

Compliance is Required. We understand that we all have an obligation to comply with our Code, our policies, and the laws where we do business. Violations are taken seriously at DGCI and may result in disciplinary action, up to and including termination of employment.

## INSIDER THREAT PROGRAM

DGCI will self-inspect internal security programs, including insider threat self-assessments, and develop reports documenting self-inspections, available upon request of the government. DGCI will keep track of, and report to the relevant parties or agencies, any credible or potential insider threats or incidents in which employees are negligent with classified or privileged information. DGCI will implement the information systems security controls required by DSS for monitoring user activity and detecting potential insider threats.

## POLICY UPDATES

From time to time, changes to our Code or underlying policies may be necessary. For the most current version of our Code and a complete listing of the corporate-wide policies that govern our business, visit the Corporate Policy & Procedure Library.

## REQUESTING WAIVERS

Lawful waivers to our Code, including exceptions or exemptions, may be necessary in unique situations and can only be granted with prior written approval from DGCI Executive Management. Some waivers

must be disclosed by law. We live our values and behave ethically. Our Code applies to every one of us, including DGCI's Board of Advisors, executives, employees, agents, and contractors. We also expect our suppliers, clients, and other business partners to act in an ethical manner consistent with our Code.

### **WE ARE ALL RESPONSIBLE FOR:**

- Conducting our business activities in line with our values.
- Understanding and following our Code, policies, and procedures
- Seeking guidance, raising concerns, and reporting observed or suspected misconduct.
- Speaking up when we encounter issues.
- Completing all required training on time including periodic certification to compliance with our Code.

### **COOPERATING WITH INVESTIGATIONS, DGCI LEADERS SHOULD ALSO:**

- Set the tone by promoting our values and Code, responding to employee concerns, and refraining from retaliatory behavior.
- Model ethical behavior by demonstrating integrity, being inclusive, treating others with respect, and ensuring employees are not pressured to compromise DGCI's policies or the law.
- Encourage open communication with employees and provide guidance and feedback in response to their questions and concerns.
- Foster an ethical culture where employees are encouraged to speak up, ask questions, and report behavior inconsistent with our values and Code, without fear of retaliation.

### **ETHICS TRAINING, WE SET THE STANDARD:**

- Our training is designed to help employees learn to execute our values through examples based on real situations in our work environment.
- You are required to complete your training by the specified due dates.
- Ethics Awareness Training is required annually of all employees, consultants, and the Board of Directors.
- Business Conduct Compliance Training educates employees about specific compliance requirements. The target audience for each course is often role specific.
- Audits are conducted for effective execution.

## **ASK QUESTIONS AND VOICE CONCERNS**

We have a responsibility to report concerns or seek guidance when we are unsure about a situation or behavior. DGCI fosters an environment of open communication and trust. Should an employee have a question or concern, they are encouraged to speak to their manager or any other member of the management team. Reporting your concerns contributes to our ethical culture and helps DGCI promptly address situations, that if left unaddressed could adversely affect employees, our Clients, other stakeholders, and the Company and its reputation. Failing to properly report a known or suspected violation or suggesting that another employee not report one is itself a violation of our Code and may subject an employee to disciplinary action.



**ANY EMPLOYEE WHO SUSPECTS OR BECOMES AWARE OF ANY POTENTIAL MISCONDUCT MUST REPORT THE ISSUE TO ANY ONE OF THE FOLLOWING DGCI RESOURCES:**

- Their supervisor or member of management.
- Their Human Resources Representative.
- The DGCI EthicsPoint online hotline.

Your supervisor is often the person best suited to help you, but if you are uncomfortable discussing the matter with your supervisor, or his/her response is not adequate, you may also call to report your concerns or make a report. The DGCI EthicsPoint site has an online reporting capability and lists the appropriate phone number to call from your respective location.

<https://secure.ethicspoint.com/domain/media/en/gui/55708/index.html>

Accessing the website above will also provide the country-specific phone numbers. Our EthicsPoint site is managed by an independent third party and is available 24 hours a day, 7 days a week. Caller I.D. is not registered.

For concerns raised outside the U.S., DGCI complies with local reporting and privacy laws. Our Code cannot anticipate every scenario in which we might encounter an ethical dilemma or question. Employees should always use their best judgement when faced with an ethical dilemma.

## **THESE ARE THE STEPS TO FOLLOW WHEN PERSONALLY FACED WITH AN ETHICAL DILEMMA:**

- Don't rush to judgement; find out as much as you can about what has happened.
- Never lie, it's immoral and could cause a bigger problem than the original situation.
- Talk the situation through with your manager; a problem shared is often a problem halved.
- Identify the ethical principles involved and the emotions as well.
- Find out what the DGCI Code of Ethics and Business Conduct says about the situation.
- Find out if there is a policy for the situation and if so, find out what it says.
- In deciding what to do, consider how it would sound if described across a dinner table.
- Think about the consequences of making that choice and who would suffer from it the most.
- Make your decision and share it with your manager or within our reporting structure.
- Think about what you can do to help avoid this happening again.
- Keep an eye on the consequences of your decision and reflect on whether you should have handled it differently.

## **RETALIATION IS STRICTLY PROHIBITED**

We have zero tolerance for retaliation against anyone who, in good faith, raises a concern, reports a suspected violation, or participates in an investigation. An employee will not be discharged, demoted, suspended, threatened, harassed, or in any way subjected to adverse treatment in their employment because of any good faith report, including reports made to government authorities. Individuals who engage in retaliatory behavior against others may be subjected to disciplinary action, up to and including termination. If you suspect you are being retaliated against, you should contact your Human Resources representative or our Global Hotline.

## **INVESTIGATIONS**

At DGCI, we take violations of our Code very seriously, including as appropriate, investigating reports of actual or suspected misconduct. Unless otherwise required by local law, DGCI is committed to keeping your information confidential to the extent legally possible, given the responsibility to investigate, and in some cases report, misconduct.

### **THIS MEANS WE ARE REQUIRED TO:**

- Cooperate with internal investigations and interviews.
- Always be truthful and never provide false statements.

You must never destroy or alter any documents or electronic records, lie to or mislead an investigator, or obstruct the collection of information relating to an investigation or any legal action brought on behalf of, or against, the corporation. You must notify the Ethics Office, Legal Department or Executive Management if you learn that a government agency or any third party is conducting an investigation or asking for information pertaining to a suspected violation of the law.



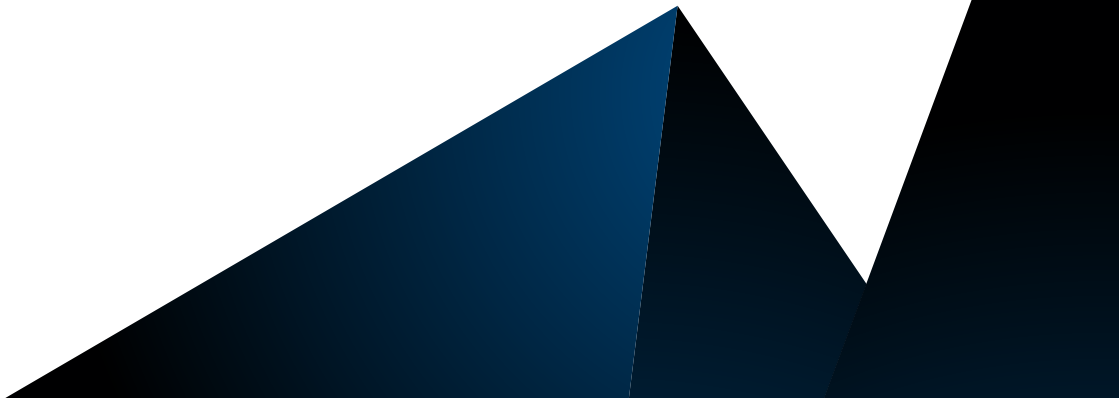
## MANDATORY REPORTING OBLIGATIONS

We are required by the Federal Acquisition Regulation (FAR) to disclose credible evidence of criminal law violations including fraud, conflicts of interest, bribery, or gratuities in addition to others when working on government contracts. To comply with these obligations, all employees must immediately report any issues that could potentially constitute a violation of criminal or civil law or a significant overpayment on a government contract or subcontract to your management. You may also report these matters through our ethics hotline, if you prefer to remain anonymous. Reporting these issues is required by law and is mandatory

## SUMMARY

This handbook should help you make sound decisions as you engage in work with DGCI. It should also bring to your attention ethical pitfalls you might face in our work. Its most important function might be prompting conversations among you and your colleagues. We encourage questions, answers are not always self-evident. Consultation and collaboration make us better at what we do. This handbook tends to avoid imposing rules, leaning heavily on the judgment of our employees. That means we place a lot of trust in your decision-making. Honor that trust by being attentive to ethical issues and speaking up whenever you have a question or concern about an ethical matter. You can help nurture a culture of ethical decision-making by routinely discussing these issues with your colleagues as you do your work. It is not enough that we amend this handbook regularly or that we genuinely view it as a living document. The primary value of this document is that it be of use. It only works if it helps to regularly provoke and inform our thoughts, conversations, and decisions. A policy or handbook, no matter how great, is not what creates a culture this strong. If anything, it is quite the reverse. Our strongest hope is that we have helped to assemble a tool worthy of the team and the organization it serves.

For Our  
Suppliers



# For Our Suppliers

## SUMMARY

We have developed this Supplier Code of Ethics, the Supplier section of Our Standard, to assist us in achieving our Mission and Vision and to uphold our Values as we pursue our goal to be the leader in our industry.

Our Standard defines a “Supplier” as any third party that directly or indirectly sells, or seeks to sell, any kind of goods or services to DGCI or its subsidiaries, or on DGCI’s behalf; including suppliers, contractors, subcontractors, distributors, dealers, sales and marketing representatives, intermediaries, agents, partners, consultants, resellers, systems integrators, or similar entities.

## COMPLIANCE

DGCI is a TRACE certified company. Our TRACE membership helps us conduct business ethically and in compliance with the U.S. Foreign Corrupt Practices Act (FCPA), U.K. Bribery Act, and other anti-bribery legislation. DGCI is also a member of the Defense Industry Initiative (DII), which promotes and advances a culture of ethical conduct for every company that provides products and services through government contracting. We refuse to do business with third parties who violate our high standards or detract from the values we hold ourselves accountable to.

DGCI recommends each of our suppliers obtain memberships with TRACE and the Defense Industry Initiative.

DGCI Suppliers are expected to promote an organizational culture that encourages ethical conduct and compliance with applicable laws, your company values, code of conduct, and policies. They are expected to provide an avenue(s) for employees to raise ethical and legal concerns without the fear of retaliation and take the necessary actions to prevent, detect, and appropriately resolve concerns, including retaliatory behaviors.

## MAINTAIN ACCURATE RECORDS

Our Suppliers must create accurate records and shall not alter any record entry to conceal or misrepresent the underlying transaction represented by it. All records, regardless of format, made or received as evidence of a business transaction, must fully and accurately represent the transaction or event being documented. When a record is no longer needed to conduct current business, records should still be retained based on the applicable retention requirements. Suppliers performing as US Government contractors (whether direct or indirect) must comply with the requirements in [FAR 4.703](#).

Suppliers that are performing or fulfilling a US Government role in their prescribed work must comply with the records requirements of the affected agency and any relevant National Archives and Records Administration (NARA) [Universal Electronic Records Management](#) requirements that apply to that agency.

## HUMAN RIGHTS

We expect our Suppliers to treat people with respect and dignity, encourage diversity, remain receptive to diverse opinions, promote equal opportunity for all, and foster an inclusive and ethical culture.

## CHILD LABOR

We expect our Suppliers to ensure that illegal child labor is not used in the performance of work. The term “child” refers to any person under the minimum legal age for employment where the work is performed.

## HUMAN TRAFFICKING

Suppliers must adhere to regulations prohibiting human trafficking and comply with all applicable local laws in the country or countries in which they operate.

Suppliers must refrain from violating the rights of others and address any adverse human rights impacts of their operations.

Suppliers are required to educate employees on prohibited trafficking activities, discipline employees found to have violated the law or rules and notify the Contracting Officer and the Agency Inspector General of violations and action taken against emp

### **SPECIFICALLY, SUPPLIERS ARE PROHIBITED FROM:**

- Destroying, concealing, or confiscating identity or immigration documents.
- Using misleading or fraudulent tactics in recruiting.
- Charging employee recruitment fees or providing inadequate housing based on local standards, laws, and directives.
- Failing to provide employment contracts and other documentation in the employee’s native language.
- Failing to provide return transportation to the employee’s home of record upon the end of employment for employees brought to the country for the purpose of working on a U.S. government contract or subcontract.
- Failing to intervene and protect employees suspected of being trafficking victims.

## HARASSMENT

We expect our Suppliers to ensure that their employees are afforded an employment environment that is free from physical, psychological, and verbal harassment, or other abusive conduct.



## NON-DISCRIMINATION

We expect our Suppliers to provide equal employment opportunity to employees and applicants for employment, without regard to race, ethnicity, religion, color, sex, national origin, age, military veteran status, ancestry, sexual orientation, gender identity or expression, marital status, family structure, genetic information, or mental or physical disability, so long as the essential functions of the job can be competently performed, with or without reasonable accommodation.

## SUBSTANCE ABUSE

We expect our Suppliers to maintain a workplace free from illegal use, possession, sale, or distribution of controlled substances.

## ANTI-CORRUPTION LAWS

Our Suppliers must comply with the anti-corruption laws, directives and/or regulations that govern operations in the countries in which they do business, such as the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act.

We require our Suppliers to refrain from offering or making any improper payments of money or anything of value to government officials, political parties, candidates for public office, or other persons. This includes a prohibition on facilitating payments intended to expedite or secure performance of a routine governmental action, like obtaining a visa or customs clearance, even in locations where such activity may not violate local law. We expect our Suppliers to exert due diligence to prevent and detect corruption in all business arrangements, including partnerships, joint ventures, offset agreements, and the hiring of consultants.

## **ILLEGAL PAYMENTS**

Our Suppliers must not offer any illegal payments to, or receive any illegal payments from, any customer, supplier, their agents, representatives, or any others. The receipt, payment, and/or promise of monies or anything of value, directly or indirectly, intended to exert undue influence or improper advantage is prohibited; this prohibition applies even in locations where such activity may not violate local law.

## **ANTI-TRUST**

Our Suppliers must not fix prices or rig bids with their competitors. They must not exchange current, recent, or future pricing information with competitors. Our suppliers must refrain from participating in a cartel.

## **GIFTS AND BUSINESS COURTESIES**

We expect our Suppliers to compete on the merits of their products and services. The exchange of business courtesies may not be used to gain an unfair competitive advantage. In any business relationship, our Suppliers must ensure that the offering or receipt of any gift or business courtesy is permitted by law and regulation. These exchanges must not violate the rules and standards of the recipient's organization and they must be consistent with reasonable marketplace customs and practices.

## **INSIDER TRADING**

Our Suppliers and their personnel must not use material, non-publicly disclosed information, obtained in the course of their business relationship with us as the basis for trading or for enabling others to trade in the securities of our company or those of any other company.

## **CONFLICT OF INTEREST**

We expect our Suppliers to avoid all conflicts of interest or situations giving the appearance of a potential conflict of interest in their dealings with our company. We expect our Suppliers to notify all affected parties in the event that an actual or potential conflict of interest arises. This includes a conflict between the interests of our company and personal interests, or those of close relatives, friends, or associates.

## **PROTECTION OF CONFIDENTIAL OR PROPRIETARY INFORMATION**

We expect our Suppliers to properly handle sensitive information, including confidential, proprietary, and personal information. Information should not be used for any purpose (e.g., advertisement, publicity, and the like) other than the business purpose for which it was provided, unless there is prior authorization from the owner of the information.

## PROTECTION OF INTELLECTUAL PROPERTY

We expect our Suppliers to respect and comply with all the laws governing intellectual property rights assertions, including protection against disclosure, patents, copyrights, and trademarks.

## PROTECTION OF INFORMATION SECURITY

Suppliers must protect the confidential and proprietary information of others, including personal information, from unauthorized access, destruction, use, modification and disclosure, through appropriate physical and electronic security procedures. Suppliers must comply with all applicable data privacy laws. Our Suppliers are required to adhere to the **Federal Acquisition Requirements (FAR) part 24, Protection of Privacy and Freedom of Information, National Institute of Standards and Technology (NIST) 800-171** and the **EU General Data Protection Regulation (GDPR)**. Suppliers shall assure extension of these requirements to all sub-tier sources they employ.

## ENVIRONMENT, HEALTH, AND SAFETY

We expect our Suppliers to operate in a manner that actively manages risk, conserves natural resources, and protects the environment. We expect our Suppliers to apply environmental management system principles in order to establish a systematic approach to the management of risks, hazards, and opportunities associated with the environment. These include the potential risk from regulatory non-compliance, reputational loss, and opportunities for business growth through operational and product stewardship. We expect our Suppliers to comply with all applicable environmental, health and safety laws, regulations, and directives. Suppliers should protect the health, safety, and welfare of their people, visitors, and others who may be affected by their activities.

## GLOBAL TRADE COMPLIANCE

### SECURITY

When applicable, Suppliers are encouraged to implement practices and procedures to ensure the security of their supply chains in accordance with the Customs-Trade Partnership Against Terrorism initiative of the United States Department of Homeland Security.

### IMPORT

We expect our Suppliers to ensure that their business practices are in accordance with all applicable laws, directives, and regulations governing the import of parts, components, and technical data.

### EXPORT

We expect our Suppliers to ensure that their business practices are in accordance with all applicable laws, directives and regulations governing the export of parts, components, and technical data.

## **ANTI-BOYCOTT**

Our Suppliers must not participate in, cooperate with, or further the cause of any unsanctioned foreign economic boycott, in accordance with the 1977 Export Administration Act and the 1976 Tax Reform Act.

## **CONFLICT MINERALS**

Suppliers must adhere to federal laws and regulations requiring reporting companies to make specialized disclosure and conduct due diligence concerning their use of conflict minerals that may have originated in the Democratic Republic of the Congo (DRC) or an adjoining country. Conflict minerals include cassiterite, columbite-tantalite, gold and wolframite, or their derivatives (tantalum, tin, and tungsten).

Under the Securities Exchange Act of 1934, reporting companies that manufacture or contract the manufacture of products that contain conflict minerals must conduct due diligence on the source and chain of custody of the applicable conflict minerals and file a report with the SEC. We expect our Suppliers to develop due diligence processes to meet obligations to ensure that all products are responsibly manufactured.

## **QUALITY**

Suppliers must take due care to ensure their work product meets our company's quality standards. We expect our Suppliers to have in place quality assurance processes to identify defects and implement corrective actions, and to facilitate the delivery of a product whose quality meets or exceeds the contract requirements.

## **COUNTERFEIT COMPONENTS**

We expect our Suppliers to develop, implement, and maintain methods and processes appropriate to their products to minimize the risk of introducing counterfeit parts and materials into deliverable products. We expect our Suppliers to only use parts from original equipment, component manufacturers, or their authorized sources. All must comply with applicable laws, regulations, and industry "best practice" protocols when conducting business with DGCI. Effective processes should be in place to detect counterfeit parts and materials, provide notification to recipients of counterfeit product(s) when warranted, and exclude them from the delivered product.

## **ETHICS PROGRAM EXPECTATIONS**

## **WHISTLEBLOWER PROTECTION**

We expect our Suppliers to provide their employees with avenues for raising legal or ethical issues or concerns without fear of retaliation. We expect our Suppliers to take immediate action to prevent, detect, and correct any retaliatory actions.

## CONSEQUENCES FOR VIOLATING CODE

In the event of a violation of any of the above expectations, we may pursue corrective action to remedy the situation. In the case of a violation of law or regulation, we may be required to report those violations to the proper authorities. We reserve the right to terminate our relationship with any Supplier under the terms of the existing procurement or purchasing contract.

## ETHICS POLICIES

Commensurate with the size and nature of their business, we expect our Suppliers to have management systems in place to support compliance with laws, regulations, and the expectations related to or addressed expressly within this Supplier Code of Ethics. We encourage our Suppliers to implement their own written code of conduct and to flow down the principles of a code of conduct to the entities that furnish them with goods and services.

## REPORTING CONCERNS

Any Supplier who feels pressured to violate the law or this Code by a DGC International employee or other party in connection with DGCI business should immediately contact the [DGCI EthicsPoint hotline](#). The [EthicsPoint hotline](#) provides DGCI phone and web services to accept reports of potential misconduct confidentially or anonymously, where permissible by law. All reports are taken seriously and handled to ensure appropriate corrective actions are being taken. We expect our Suppliers to have quality assurance processes in place to identify defects, implement corrective actions, and to facilitate the delivery of a product of which the quality meets or exceeds the contract requirements.





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