To the Leidos Team,

Since 1969, our company and its diverse employees have forged a culture that maintains the highest standards of integrity and ethical conduct. We have long prided ourselves on these standards, as well as open and honest relationships with employees and customers. We will sustain these virtues and continue to focus on trust and transparency as a critical part of the Leidos operating style.

An important part of maintaining our standards is for each employee to follow the Leidos Code of Conduct. The Code is a broad statement of principles that guides each of us toward doing the right thing. It is essential that every employee read it, understand it, and ask questions about anything that seems unclear.

All of us must do our part to build a culture of mutual trust and shared respect for each other. That is essential if you are part of the Leidos team. The critical work that we do requires the highest levels of integrity and ethics – at all levels of our organization.

Each of us must lead by example – each of us is individually responsible to meet these standards. We must hold each other accountable and not tolerate unethical behavior in pursuit of business objectives. At Leidos, we don’t cut corners on ethics or quality, and we don’t allow others to do so either. That is not how we do business, and that is what makes Leidos a great company.

Whether you work to produce efficient energy, design systems to share critical medical data, or deliver solutions that help save lives in combat, your work makes our planet, our nation, and each of us better. Each of us is responsible for creating a culture that enables that valuable work.

Any success that we achieve together, if not achieved ethically, is no success at all. Thank you for keeping ethics and integrity at the forefront of all you do, and for making Leidos a better company because of it.

Roger Krone
Chief Executive Officer
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Throughout this Code of Conduct, references are made to the corporate policies and standard operating procedures that cover specific topics of discussion. For example, a topic that has an "(LP-LG-1)" notification indicates that the topic is covered in Leidos LP-LG-1.
Vision, Mission, and Values

Everything we do is built on a commitment to doing the right thing for our customers, our people, and our community. Our Vision, Mission, and Values guide the way we do business.

Vision and Mission

VISION
Become the global leader in the integration and application of information technology, engineering, and science to solve our customers’ most demanding challenges.

We will deliver innovative solutions through the efforts of our diverse and talented people who are dedicated to our customers’ success. We will empower our teams, contribute to our communities, and operate sustainably.

MISSION
Leidos makes the world safer, healthier, and more efficient through information technology, engineering, and science.

Values

Integrity is having the courage to make tough ethical decisions, taking pride in our work, being transparent with our team, and being respectful of everyone.

Innovation is not limited to our engineers and scientists. We must all act as catalysts. Be tenacious and curious to help us excel, and be a part of a learning organization.

 Agility is our ability to think and act small while using the size and strength of our balance sheet to our advantage. It is about being flexible, creative, and resilient.

Collaboration is being inclusive, team-oriented, and proactively engaging—building relationships and staying connected with each other.

Commitment to our customers and our team means we are accountable, take ownership, model servant leadership, and operate with a sense of urgency.

Behave as if reputation is everything — because it is.
Our Code of Conduct

The Leidos Code of Conduct (Code) establishes the highest standards of ethical business conduct. Each employee is individually accountable to meet these standards. They are drawn from our corporate policies and procedures and describe our responsibility to:

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

Employees are also subject to additional job-specific compliance requirements set forth in supplemental policies, procedures, and functional guidance. A complete list of these requirements is provided on the Command Media hub on Prism: https://prism.leidos.com/community/policy.

Comply With Laws and Regulations

In addition to the standards set forth in this Code, there are many laws and regulations that employees must be aware of while conducting business. For example, there are laws specific to government contractors, public companies, registered lobbyists, and the health industry that regulate the operations of our company. We must comply with these laws in letter and spirit. If you have any questions about the application or interpretation of any provision in this Code, or any law or regulation, contact the Ethics and Compliance Office.

Protect Leidos and Customer Assets

Use of Leidos and Customer Resources (LP-LG-1)

Employees may not use corporate property, software, equipment, or facilities or upload/download software onto corporate equipment for non-company business. Employee computers, voicemail, and email messages must not contain offensive, disruptive, defamatory, or disparaging content.

Incidental and insignificant personal use of company resources is generally permitted with advance management approval.

Employees do not have a right of privacy regarding any information that is stored on or transmitted over any Leidos information system, including email, voicemail, internet, or network. Leidos reserves the right to monitor, without notice or limitation, Leidos information systems and to disclose all content. Employees located at customer facilities must make sure they use equipment that has been furnished by the customer only to perform tasks for which the equipment was provided.

With changing circumstances, the policies and procedures described in this Code may change from time to time. Nothing in this document should be construed as a guarantee for certain treatment, privileges, working conditions, or continued employment.
Even incidental and insignificant use of such property, software, equipment, or facilities for noncontract business requires specific written consent of an authorized customer representative. While at customer facilities, employees must be aware of customer perception of their activities that could appear as not contract-related.

**Records Retention (LP-LG-9)**
Employees must comply with the requirements of the Leidos records retention policy related to the retention, safeguarding, and disposition of records, including electronic records. Employees should review on a regular basis those records in their possession or control and delete or otherwise dispose of those records that are no longer required to be retained in keeping with LP-LG-9. It is unlawful to destroy, conceal, alter, or falsify any record, document, or object for the purpose of obstructing or influencing any lawsuit or other legal, regulatory, or governmental proceeding or investigation.

**Privacy (LP-LG-3 & LP-IT-1)**
Employees must comply with all privacy laws and regulations and privacy-related contractual requirements applicable to personally identifiable information and protected health information (PII/PHI) that they encounter at Leidos. Employees must:

- Comply with any promises made to individuals – including all customers, prospective customers and colleagues – when collecting their PII/PHI.
- Limit collection, use, access, transmission, and storage of PII/PHI to the minimum necessary to perform authorized business activities.
- Provide appropriate administrative, physical, and electronic safeguards for any PII/PHI in their control.
- Comply with all applicable Leidos Privacy Manual requirements, including complying with all applicable security and privacy plans for PII/PHI encountered at work.
- Dispose of PII/PHI as soon as legally and contractually required or permitted.

- Report immediately all actual or suspected data breaches or data loss to all of the following: immediate supervisor, Leidos IT Service Desk, and your group information security point of contact (ISPOC).
- Promptly bring any failures to comply with Leidos policies affecting PII/PHI to the attention of the employee’s supervisors and work to become compliant, even if the failure is due to the actions of a Leidos customer, subcontractor, or vendor.
- Direct questions about privacy to the Legal Department.

Leidos is committed to respecting individual privacy and adhering to global data protection laws. Leidos entities and employees may process, access, disclose and/or transfer PII for various legitimate business reasons related to employment, contract performance, legal obligations, or workplace safety. However, only certain authorized personnel receive access to PII. Any transfers to approved third parties are subject to applicable contractual protections.

For more information about PII or international data protection laws, please contact the Legal Department or the Ethics and Compliance Office.

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**What is PII?**

“PII” (sometimes referred to as “Personally Identifiable Information” or “Personal Data”) means any information which can identify someone, directly or indirectly. PII may include names, ID numbers, a person’s location, online identifiers, or even someone’s physical, physiological, genetic, mental, economic, cultural or social identity.
Leidos and Customer Data – Information System Security (LP-IT-1)

Employees are required to comply with all information system security policies and directives when using any information system utilized for Leidos business. Leidos information systems are only authorized for unclassified and official business use. Protection-required data (e.g., PII/PHI, ITAR/export-controlled information, DoD Covered Defense Information, Controlled Unclassified Information) must be encrypted. ITAR/export-controlled information can only be accessed by U.S. persons.

Employees must ensure that computers contain the latest operating system, application security patches and antivirus updates; ensure that computers, removable media, and email messages containing protection-required data are encrypted; verify unexpected emails before opening; never provide their username and password to anyone; practice safe Web surfing; not use an elevated-privilege account to read email or to Web surf; use only software applications and tools approved for use by Leidos; and dispose of all Leidos computer hardware and peripheral devices in accordance with the Leidos IT Asset Management Program. Employees are to immediately report policy violations, thefts, and actual, suspected, or potential data breaches to the IT Service Desk, your ISPOC, and your supervisor.

Insider Risk Management Program (LP-LG-1, LP-LG-5, LP-IT-1 & LP-HR-6)

As the result of a number of cases of unauthorized disclosure of classified information, the government has mandated that companies performing classified work implement monitoring programs to help detect, deter and mitigate insider threats. Leidos has established the Insider Risk Management Program to ensure compliance with the laws, regulations and contract requirements governing insider risk. Leidos operates a program to monitor employee activity and identify potential risk indicators related to intellectual property (IP), theft, sabotage, fraud, espionage, and workplace disruptions, whether intentional or unintentional.

What is an ISPOC?

An ISPOC is an information security point of contact. The ISPOC is appointed in writing by Leidos group presidents. ISPOCs have the authority to act as a liaison for the Chief Information Security Officer for their respective lines of business to enforce compliance with Leidos Policy LP-IT-1 and assist group presidents and management in ensuring adequate information security controls are in place across their respective operations and divisions.

I don’t feel comfortable discussing a cybersecurity violation with my supervisor. Whom should I contact?

If you don’t feel comfortable approaching your supervisor, please contact the Ethics Hotline (855-7-LEIDOS [855-753-4367]).

Where can I find more information about Leidos data encryption?

Please refer to the McAfee Drive Encryption and File and Removable Media Protection in the Leidos Information Security Plan.

Where can I find the Leidos Information Security Plan that details specific information system security policies for me to follow?

The Leidos Information Security Plan is located within the LP-IT-1 text as well as on Prism.
Intellectual Property (LP-LG-5)

Leidos does business honestly, fairly, and in accordance with the law. It is both illegal and unethical to engage in practices that violate the IP rights of others. The willful infringement or misappropriation of these IP rights is strictly prohibited as established in Corporate Policy LP-LG-5.

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

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

For more specific information on your obligations under this section, see the Proprietary Information, Inventions, and Non-Solicitation Agreement.

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I don’t violate copyright. I only use items freely available on the Internet.

It is important to know that nearly everything on the Internet is protected by copyright and is NOT free to use (especially in a commercial setting, like Leidos) without written permission. We have a broad license from the Copyright Clearance Center that covers many copyright works for INTERNAL use only – but does not cover customers or vendors. Any copyright questions should be directed to the Leidos Legal Department.

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I have a pre-existing idea, process, or software that I want to use within Leidos. I really think it would benefit our customer. How can I do that and not lose my rights in the item?

Leidos does, from time to time, enter into licenses with our employees to use their pre-existing IP. Talk to your supervisor to see if s/he believes it is something that would benefit the business, then reach out the Legal Department to learn more about this process.
Confidentiality (LP-LG-5)
All employees are required to exercise reasonable care to protect Leidos proprietary information, trade secrets, and other IP from unauthorized disclosure to competitors, customers, third parties, or the public without first obtaining appropriate management approval. Employees must observe obligations of confidentiality and nondisclosure of proprietary and confidential information, IP, and trade secrets of Leidos and others, including customers, suppliers, and former employers. Proprietary information includes financial, personnel, technical, or business information owned or possessed by Leidos that has not been authorized for public release.

Employees must keep sensitive information, including any proprietary documents, protected and secure. If employees receive proprietary information belonging to a supplier, customer, or competitor without proper authorization, they must immediately bring it to the attention of their supervisor, the Legal Department, or the Ethics and Compliance Office.

For specific information on your obligations under this section, see the Proprietary Information, Inventions, and Non-Solicitation Agreement.

Insider Trading (LP-LG-2)
Employees and their families must not buy or sell Leidos stock if they know information about the company that has not been publicly disclosed (such as through a press release) and if an investor would consider that information to be important in deciding whether to buy or sell Leidos stock. This type of information is sometimes referred to as “inside information” or “material nonpublic information,” and if you trade Leidos stock while you have this information, or if you tell others about it and they trade in Leidos stock, you could be liable for violating laws against insider trading. This prohibition also applies to material nonpublic information about Leidos customers, vendors, suppliers, or other business partners. Violations of the insider trading laws could subject the company and individual employees to serious fines and penalties.

I thought it was company policy to always have a non-disclosure agreement (NDA) in place before talking to any outside party about company business, but now I’m hearing otherwise. What’s the rule?
Although it is important to put in place an NDA (or some other type of obligation of confidentiality) before disclosing any truly confidential information, an NDA is not necessary if two parties are having an initial meeting and the only type of information being exchanged is public, marketing information. While it is important to know when to have an NDA in place, it is also important to know when NOT to use an NDA. This type of agreement can be overused if not properly understood. Questions regarding NDAs and when to use such an agreement should be directed to your Contracts point of contact or the Legal Department.

Inside Information (LP-LG-1)
Employees shall not engage in any private business or professional activity or enter into any financial transaction that involves the direct or indirect use of proprietary information that has been gained through their positions with the company to further private interests, for personal gain, or to benefit another person or entity.
Communications and Social Media (LP-CO-1)

Employees may not represent Leidos in publicly disseminated communications, written or oral, that could harm the Leidos reputation or business or community relations or in a manner otherwise inconsistent with company, brand, legal and regulatory standards of Leidos.

More specifically, employees of the company are not authorized to engage in forms of externally facing communications that identify Leidos, speak on behalf of, or communicate as an employee of Leidos without prior approval under the Communications Standard Operating Procedure process.

Employees are not authorized to publicize or give information related to Leidos or any of its activities that has not already been approved for external release and published on an official Leidos communication channel. Any information published on the company website(s) or social media platforms is considered approved for external release and may be used in accordance with the established social media guidelines.

Employees should not make statements or comment on the plans and activities of Leidos or its customers to the media (including news media, bloggers or other influencers) without prior approval by Media Relations, the Director of Corporate Communications, or the Chief Executive Officer.

Inquiries from any representative of the news media, under all circumstances, must be referred immediately without comment or delay directly to Media Relations. Employees are not to engage with the media, including speaking or writing “no comment” in response. Referral to Media Relations will ensure appropriate coordination and review by the company’s executive officers, which is required for any public statements attributable to Leidos.

Financial Integrity

Accurate and Timely Reporting (LP-LG-1)

Leidos employees will assist in the production of full, fair, accurate, timely, and understandable financial information and disclosures in all reports and documents that Leidos files with or submits to the Securities and Exchange Commission (SEC) or regulators and/or makes public through other communications.

Employees will provide accurate, timely, and well-documented information to the finance and administrative functions; record time daily and accurately; use approved systems to record travel and other business expenses; adhere to all systems of internal controls; and support systems security policies and practices. Employees will adhere to all accounting principles and internal control standards established by the Financial Accounting Standards Board (FASB), Cost Accounting Standards Board (CASB), and other recognized regulatory bodies regarding the measurement, allowability, allocability, recording of cost and revenue and the assignment of cost and revenue within the correct accounting periods.

It is an employee’s responsibility to inform the company if s/he has concerns pertaining to questionable accounting, financial reporting, or auditing matters. Any such concerns should be communicated to the Chief Financial Officer, Corporate Controller, or any of the various reporting channels indicated in the Report Misconduct section of this Code of Conduct.
**Timecharging (LP-FN-1)**

Employees are personally responsible for ensuring that their labor costs are properly recorded to the correct and authorized charge codes. This means maintaining an accurate and complete daily record of time spent by task and certifying a timesheet each week. Inaccuracies in such records could constitute a violation of law and subject the company and its employees to serious fines and penalties. Timesheet approvers have an obligation to review the timesheets for accuracy and to challenge questionable entries.

**Expense Reimbursement (LP-FN-2)**

Employees are responsible for ensuring their business-related expenses are properly recorded and allocated to the correct and authorized charge codes for reimbursement. This includes ensuring only valid and reasonable business-related expenses are recorded and expenses are appropriately classified as allowable or unallowable. An employee’s signature on an expense report certifies that the information provided is complete and accurate and represents a valid business expense authorized by Leidos.

**Foster a Safe and Healthy Work Environment**

**Drug-Free Workplace (LP-HR-6)**

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

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

**Are new candidates required to submit to drug screening?**

Yes. Leidos employment offers are contingent upon the applicant’s complying with Leidos drug screening requirements.

**Harassment/Hostile-Free Work Environment (LP-HR-6)**

Leidos is committed to fostering a safe and healthy work environment that is free from all forms of harassment, verbal or physical, including, but not limited to, harassment based on sex, race, ethnicity, color, age, national origin, citizenship, religion, physical or mental disability, medical condition, genetic information, pregnancy, family structure, marital status, sexual orientation, gender identity or expression, veteran or military status, or any other basis prohibited by law, as well as sexual harassment and unwelcome conduct when:

- Submission to the conduct is made either implicitly or explicitly a condition of the individual’s employment.
- Submission to or rejection of the conduct is used as the basis for an employment decision affecting the harassed employee.
- The harassment has the purpose or effect of unreasonably interfering with the employee’s work performance or creating an environment that is intimidating, hostile, or offensive to an employee.

Harassment of any individual by managers, supervisors, co-workers, affiliated personnel, or nonemployees is unacceptable and will not be tolerated.
Prohibited and Restricted Items in the Workplace (LP-HR-6)

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

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

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

Environmental, Health, and Safety (LP-LG-11)

Leidos is committed to conducting business in a manner that protects the health and safety of our employees, customers, business partners, community, neighbors, and the environment. A number of environmental, health, and safety (EH&S) laws and regulations apply to our business activities worldwide. We have a responsibility to understand and meet these requirements.

We actively pursue excellence in all areas, including, but not limited to:

- Minimizing health and safety risks and detrimental environmental impacts.
- Injury and illness prevention.
- Environmental sustainability, including conservation of natural resources, pollution prevention, waste reduction, and recycling.
- Statutory and regulatory compliance.
- Incorporation of leading EH&S practices into our product and service offerings.

All employees are responsible for performing their activities in accordance with established EH&S requirements and training as identified in the Corporate Environmental, Health, and Safety Program Manual; a comparable group or subsidiary program; or their respective location or contract-specific programs.

If you have a question or concern about workplace environmental, health and safety, please contact your supervisor, or a member of the EH&S Department.

How do I Report a Workplace Security Concern?
Concerns related to employee safety and security are taken very seriously and should be immediately reported to your manager, Human Resources or Corporate Security. Employees can also call the Leidos Hotline at 855-753-4367 or the Security Operations Center at 855-663-5343. Imminent threats of violence should be reported to law enforcement immediately.
Workplace Diversity and Equal Employment Opportunity (LP-HR-6)

Leidos is committed to providing an inclusive environment of varied viewpoints and talents where our employees are respected and can thrive. Our company is committed to equal employment opportunity.

All employment practices must be based upon an individual’s capabilities and qualifications without regard to sex, race, ethnicity, color, age, national origin, citizenship, religion, physical or mental disability, medical condition, genetic information, pregnancy, family structure, marital status, sexual orientation, gender identity or expression, veteran or military status, or any other basis prohibited by law.

Nepotism (LP-HR-5)

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

Conduct Business Fairly and Honestly

Conflicts of Interest (LP-LG-1 & Procurement Policy and Standard Practices)

Employees must make impartial and fair business decisions in performing their duties, placing the needs of the company over their personal interests. A conflict of interest arises when an employee has divided loyalties – where the individual’s personal interests interfere, or appear to interfere, with the interests of Leidos. Employees’ business dealings with suppliers, customers, and other third parties must avoid even the appearance of a conflict of interest.

Leidos employees must, therefore, refrain from any personal or business activity and from having any direct or indirect financial interest that may conflict, or appear to conflict, with their responsibilities to the company.

Further, to ensure the integrity of our procurement process, if an employee involved in any aspect of the evaluation, selection, or management of a supplier is a relative of or has a close personal relationship with, financial interest in, or financial involvement with the supplier or the supplier’s representative, the employee must recuse him/herself from the procurement activity.

For further guidance, employees should talk to their manager or contact the Ethics and Compliance Office.
One of our best engineers is leaving Leidos to start her own company, and we really need her expertise. Is there any reason we can’t issue a subcontract to her or, at least, bring her on as a consultant?

Be careful here! **Procurement’s Conflict of Interest policy** prohibits subcontracting to former employees or hiring former employees as consultants for a period of one year after their employment with Leidos has ended. You should definitely speak to both your manager and your procurement manager before taking action because any exemption to this policy requires a waiver from the Chief Contracts Executive.

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My son is an employee of one of the company’s suppliers and is working on a subcontract to Leidos, but in a different business group. Do I need to disclose this situation to my manager and the Ethics and Compliance Office?

Yes. Employees must avoid situations where their private interests, including family relationships, may conflict or appear to conflict with the interests of Leidos. Disclosure is required to ensure that our ongoing relationship with this supplier is not improperly influenced in any way by your family relationship and your position at Leidos. However, if you have no involvement in procurement activities, there likely is not a conflict.

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**Outside Activities (LP-LG-1)**

Employees who seek to participate in activities that involve outside organizations that are customers, competitors, or suppliers; to serve on federal advisory committees; or to engage in other activities that could create actual or potential conflicts of interest between their personal interests and the interests of Leidos or other legal or business risks must obtain prior approval from their managers and the Ethics and Compliance Office.

**Gifts and Gratuities (LP-LG-1)**

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

**Organizational Conflict of Interest (LP-LG-10)**

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

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

The Contracts Department must review and approve all situations that could raise OCI concerns.
Kickbacks, Fraud, Bribes, and Corruption (LP-LG-1)

Leidos employees shall not provide or accept any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind to any public official or third party to receive or provide favorable treatment in connection with a prime contract or a subcontract relating to a prime contract with the U.S. government. This prohibition includes soliciting or accepting kickbacks from customers, vendors, or subcontractors doing business in any capacity with Leidos and committing any acts of fraud or other unlawful behavior in conducting any Leidos commercial or government business.

Recruiting and Hiring Government Personnel (LP-HR-5)

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

Nonsolicitation (Proprietary Information, Inventions, and Non-Solicitation Agreement)

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

Restrictions on Obtaining and Disclosing Certain Information (LP-LG-7)

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

▶ Knowingly obtaining, other than as provided by law, bid, proposal, or source-selection information related to an ongoing federal procurement.
▶ Disclosing to unauthorized persons bid, proposal, or source selection information to which Leidos has received access in the course of providing support or advice to a federal agency.
▶ Engaging in employment discussions with, employing, or providing compensation to certain current or former government procurement or contract officials.

Third-Party Confidential Information (LP-LG-1)

It is both illegal and unethical to engage in practices that intentionally violate the IP rights of others. Even if information is freely revealed by a third party, if an employee knows that the information is confidential and has been obtained wrongfully, such information must neither be used nor further disclosed other than to the appropriate authorities.
My customer gave me some information and/or software of the prior contractor. Since my customer gave it to me, there should be no problem using these items for work on the contract, right?

It is important to know what is in your customer contract and ensure we actually do have the proper rights in place. Just like we wouldn’t want a prior customer sharing our proprietary information without authorization, we need to be respectful of others’ proprietary information. It’s best to check with your Contracts point of contact to determine if there might be a problem.

Market Competition (LP-LG-1)
Leidos believes in fair and open competition and requires its employees to comply with all antitrust laws. Employees are prohibited from engaging in any activity with competitors or potential competitors relating to:

- Price fixing or coordinating of bids.
- Division of customers, markets, or territories.
- Limiting production or sale of products for anticompetitive purposes.
- Boycotts of suppliers or customers.

Participation in the Political Process (LP-LG-1)
All political activities by or on behalf of Leidos must be conducted in accordance with applicable law and the Government Affairs Handbook. Under federal law, Leidos is prohibited from making direct political contributions in connection with federal elections. However, these restrictions do not affect employee participation in the Leidos Political Action Committee. Employees are prohibited from making political contributions where it might reasonably be inferred that corporate reimbursement of the funds would be involved. All political activity using corporate funds, including state and local political contributions, the use of Leidos facilities, or any fundraising activity, must be preapproved by the Government Affairs Committee. All contributions, including personal contributions and contributions by certain family members, in jurisdictions with “pay-to-play” laws must be approved and disclosed in accordance with Leidos policy.

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

Misconduct in Science (LP-LG-1)
Leidos employees shall conduct research with the highest standards of integrity and report any observed, suspected, or apparent misconduct in the performance of research. Misconduct means fabrication, falsification, plagiarism, or other practices that seriously deviate from those that are commonly accepted within the technical community for proposing, conducting, or reporting research. It does not include honest differences in interpretations or judgment of data. Employees shall report any allegations of “misconduct in science” to their manager, who shall report the matter to the Legal Department.
Conduct International Business Properly

Foreign Corrupt Practices Act (LP-LG-6)
Employees are expected to conduct international business in accordance with the highest ethical standards and in compliance with the Foreign Corrupt Practices Act (FCPA), the UK Bribery Act, and all other applicable U.S. and foreign laws and regulations. Employees are prohibited from offering or giving anything of value either to win government business overseas or to obtain an unfair business advantage. In addition, they are required to record all expenditures and transactions accurately and thoroughly.

Are so-called “grease” payments, otherwise known as facilitating payments, which are small amounts of money paid to foreign government officials for routine services, permitted under Leidos Policy LP-LG-6?
No. Grease or facilitating payments are prohibited under the UK Bribery Act.

Compliance With U.S. International Trade and Sanctions Regulations (LP-LG-4)
All Leidos employees, subsidiaries, and entities are required to comply with U.S. laws and regulations governing the import, export, re-export, and transfer of hardware, technology, and information. Exports or transfers of hardware, software, or data to locations outside of the United States are subject to these regulations, even if shipped to U.S. government facilities. Moreover, disclosure or transfer of controlled information and services to foreign persons anywhere in the world requires authorization from the U.S. Department of State or Commerce. Violations can result in substantial civil and criminal penalties for both Leidos and individual employees, including debarment, fines, and imprisonment.

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

- Corporate International Trade Compliance in the Office of the General Counsel is responsible for overseeing compliance throughout the company.
- Group international trade managers are responsible for day-to-day compliance and assistance to their assigned line organizations.
- Development and implementation of the Leidos International Trade Compliance Control Plan and the Corporate International Regulatory Compliance hub to provide specific compliance guidance and direction to Leidos employees.
- General and specific export, import, and sanctions training for Leidos employees.
- Routine and investigative audits to verify compliance with regulatory provisions.
- Periodic assessments and revisions of existing compliance processes to address trade and sanction compliance risks.

Leidos international trade compliance guidance and requirements are contained in the Leidos International Trade Compliance Control Plan and on the Corporate International Regulatory Compliance hub. Contact information for Leidos international trade compliance officers and managers is located in the Key Points of Contact section in your Prism profile.
**Do I need a license or other authorization to ship military or intelligence equipment directly to a U.S. base or installation overseas?**

Yes. Export control regulations apply even when shipping directly to the U.S. government overseas.

**Is sending an email containing export-controlled information an export?**

Yes, if the email is being sent to a recipient overseas or to a foreign person anywhere in the world. Disclosure of export-controlled information of any kind to a foreign person is an export, regardless of where the foreign person is located.

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### Respecting Human Rights and Combating Trafficking in Persons (LP-LG-1)

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

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

- Support the health, wellness, and safety of our employees.
- Foster a work environment that is free from harassment and discrimination.
- Combat human trafficking and use of forced labor.
- Prevent the use in our products of “conflict minerals” that are supplied from sources that benefit armed groups in the Congo or adjoining countries.
- Promote integrity and fairness in our relationships with employees, customers, and suppliers.
- Protect the environment and support our communities.
- Ensure compliance with all applicable laws.

We condemn human rights abuses and support the United Nations (UN) Guiding Principles on Business and Human Rights. Although governments have the primary duty to protect the rights and promote the welfare of their citizens, Leidos recognizes that we have a corporate responsibility to respect human rights in the operation of our business and implement the UN human rights framework to protect, respect and remedy. We expect that our employees will always abide by both the letter and spirit of our Code of Conduct and other company policies and processes in all of their dealings. We expect everyone with whom we conduct business to observe similar standards respecting human rights.

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### Report Misconduct

#### Required Disclosures (LP-LG-1)

Leidos employees shall report any violations or suspected violations of this Code of Conduct, corporate policies, laws or regulations, or any ethics or conduct concerns. It is the responsibility of all employees, including those who work...
on classified programs, to comply with the Code and report all ethics concerns. When in doubt about the best course of action, Leidos employees are encouraged to discuss such concerns with supervisors, managers, or other appropriate personnel. Concerns may be reported anonymously. Employees may report any violations or concerns to any of the following:

- Their supervisor or other individuals in their management chain.
- Their Human Resources representative, the Workforce Solutions Director, or the Chief Human Resources Officer.
- The Employee Ethics Council.
- The Leidos Hotline at 855-7-LEIDOS (855-753-4367), which connects you to an independent third-party provider, EthicsPoint, or by online submission of your concern at https://leidos.ethicspoint.com. International Hotline numbers are available on the Ethics and Compliance Hub on Prism.
- The General Counsel, Chief Ethics and Compliance Officer, or Chief Security Officer.
- The CEO or Chairman of the Board,
- The Ethics and Corporate Responsibility Committee Chair or the Audit Committee Chair of the Board of Directors.
- The Board or Lead Director.

Managers are required to ensure that any violation or suspected violation involving the Code of Conduct or Corporate Policy LP-LG-1, including fraud, of which they become aware is reported to the appropriate Ethics representative as soon as possible. This is to ensure that such violations or issues are fully investigated, and remediated. Organization leaders, chief financial officers, group presidents, controllers, and certain functional area leads must certify quarterly that they are not aware of any Leidos Code of Conduct violation or suspected violation involving the Code of Conduct or company policies that has not been reported to Ethics.

**Mandatory Disclosures (LP-LG-1)**

Leidos employees shall report to one of the disclosure channels listed above any information regarding potential violations of the Federal Acquisition Regulation (FAR); Defense Federal Acquisition Regulation Supplement (DFARS); other government contracting regulations, and laws relating to fraud, conflicts of interest, bribery or gratuities, civil false claims, or overpayments on government contracts. The company shall review and, if necessary, investigate all reported allegations and determine whether there is credible evidence that a violation was committed. If credible evidence of a relevant violation exists, the company shall make a timely disclosure, in writing, to the appropriate government officials.

**Violations of the Code (LP-LG-1)**

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

- Anyone who deliberately failed to report a violation.
- Anyone who deliberately withheld or misrepresented relevant materials or information concerning a violation.
- The violator’s supervisor or manager to the extent that he or she provided inadequate leadership, supervision, or diligence.
- Anyone engaged in bribery or kickbacks.
Cooperation in Investigations (LP-LG-1)

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

Ethics Case Fundamentals

1. Independent, objective investigations. Every ethics case is investigated by an impartial investigator supported by subject matter experts, as required, and independent of the organization.

2. Tiered review process. Before a case can be closed, it undergoes a review by functional managers and an independent quality assurance team and, if valid, review and approval of recommended corrective and disciplinary actions by group presidents.

3. Follow-up actions in valid cases. In cases found to be valid, appropriate corrective and disciplinary actions are taken.

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

Zero Tolerance for Retaliation

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

Reports to the Audit Committee

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

The FAR and DFARS contain whistleblower protections and remedies available to employees at FAR Subpart 3.9 and DFARS Subpart 203.9. The rules protect whistleblowers from reprisal for disclosing certain types of information, expand the entities to which employees may disclose the information, and revise the complaint and remedy process. Subject to certain exceptions (including the intelligence community), the new protections apply to all solicitations, contracts, and subcontracts that exceed the “simplified acquisition threshold” (generally those over $150,000), including contracts for the purchase of commercial items and commercial off-the-shelf items. Whistleblowers may file a complaint with the relevant Office of the Inspector General within three years of any alleged retaliation resulting from whistleblowing activity. For further information on this rule, employees should contact the Corporate Ethics and Compliance Office.

Your Responsibilities

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

Action

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

Accountability

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

Assistance

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

Ethics and integrity ...

They’re our job. I They’re what we practice. I They’re who we are.

Changes to or Waivers of the Code of Conduct

Any waiver of the Code of Conduct for executive officers may be made only by the Board of Directors or its Ethics and Corporate Responsibility Committee.
Acknowledgment and Certification

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

My signature below certifies the following:

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

____________________________________________
Employee Signature

____________________________________________
Printed Name

____________________________________________
Employee Number

____________________________________________
Date

You will be required to certify the Code of Conduct as part of the online Ethics Awareness training course. If you do not certify through online Ethics training, you may access the certification on the Ethics & Compliance website. If you do not have Skillport access, please email the signed certification form to Enterprise Shared Services (esslearningadministration@leidos.com) or fax it to 865-425-5272.