



BOURN IDENTITY INC.

ETHICS BUSINESS CONDUCT POLICY

Prepared By:

Issued By: _____

Authorized By:

Date: _____

SAMPLE



Ethical Business Conduct

Purpose/Summary

This policy and related procedures set the standards of ethical business conduct and compliance required of all business operations and employees. This policy applies to all employees of Your Company.

1. Requirements

YOUR COMPANY will conduct its business fairly, impartially, in an ethical and proper manner, in accordance with the company's values and Code of Conduct, and in full compliance with all laws and regulations. In the course of conducting company business, integrity must underlie all company relationships, including those with customers, suppliers, and communities and among employees. The highest standards of ethical business conduct and compliance are required of YOUR COMPANY employees in performance of their company responsibilities. Employees must not engage in conduct or activity that may raise questions as to the company's honesty, impartiality, or reputation or otherwise cause embarrassment to the company. Conduct that is prohibited under YOUR COMPANY policy or does not comply with laws and regulations may not be accomplished on an employee's behalf by anyone outside the company.

2. Responsibilities

All employees must sign and abide by the YOUR COMPANY Code of Conduct, which requires that they understand the code, and ask questions, seek guidance, report suspected violations, and express concerns regarding compliance with this policy and the related procedures.



To support the requirement for complete and accurate financial records and reporting, all employees of the Finance organization have an additional Code of Conduct for Finance.

In addition, the Board of Directors of YOUR COMPANY has adopted this Code of Ethical Business Conduct that complies with the standards set forth in the New York Stock Exchange's corporate governance rules.

The Ethics Advisory Committee, consisting of members of the Executive staff and the Vice President of Corporate Governance, is responsible for ensuring that appropriate policies and procedures exist to help employees comply with YOUR COMPANY expectations of ethical business conduct.

YOUR COMPANY will administer ethics and compliance programs to promote its commitment to integrity and values as set forth in the YOUR COMPANY Values (See Exhibit "A") and Code of Conduct (See Exhibit "B") and to ensure compliance with laws, rules, and regulations. These programs will inform employees of company policies and procedures regarding ethical business conduct and help them resolve questions and to report suspected violations. Managers are responsible for supporting implementation of ethics and business conduct programs, and monitoring compliance to the company's values and ethical business conduct guidelines through such programs. An Ethics Executive shall be assigned by the VP-Ethics and Business Conduct to each major Business Unit to support that Unit's activities for ensuring employee compliance with YOUR COMPANY's ethics and compliance program. Managers are responsible for creating an open and honest environment in which employees feel comfortable in bringing issues forward. Retaliation against employees who raise genuine concerns will not be tolerated.

YOUR COMPANY employee, director and officer, regardless of job, title or level of responsibility:



- Is responsible for his or her own actions with respect to proper business conduct and behavior, and
- If he or she sees or becomes aware of unethical or unlawful activity, is obligated to report such activity immediately to their supervisor, Head of Licensing and Compliance, Compliance Officer, Head of Internal Audit or other member of YOUR COMPANY management team.

Your supervisor or Human Resources can help you make the report. See also reporting violations anonymously through our Ethics and Compliance Hotline.

We also expect our contractors and consultants to be guided by these standards. It is the responsibility of any YOUR COMPANY employee retaining such persons to insure they are aware of this Code of Ethics and Business Conduct and follow its principles in their work for YOUR COMPANY.

3. References and Related Procedures

The following procedures implement this policy.

YOUR COMPANY Procedure, “Ethics and Business Conduct Program”

YOUR COMPANY Procedure, “Fraud and Related Crimes”

YOUR COMPANY Procedure, “Gifts and Hospitality”

4. Application to YOUR COMPANY Businesses

All YOUR COMPANY businesses will follow this Policy and the associated compliance procedures:

- A. US Based (Government and Commercial) Subsidiaries:** Those United States corporations or companies that are not fully integrated into the YOUR COMPANY Business Units shall assure that there are processes in place for compliance with the following:



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EXHIBIT A

VALUES

In our relationships we will demonstrate our steadfast commitment to:

Accountability

We are personally answerable for our conduct and actions.

Honesty

We know that there is no substitute for the truth.

Integrity

We say that we will do and we do what we say.

Openess

When questions are asked, we are frank and straightforward in our answers.

Respect

We value and treat each individual with dignity and respect.

Leadership

We will be a world-class leader in every aspect of our business – in developing our team leadership skills at every level; in our management performance; in the way we design, build and support our products; and in our financial results.

Quality



We will strive for continuous quality improvement in all that we do, so that we will rank among the world's premier industrial firms in customer, employee and community satisfaction.

Customer Satisfaction

Satisfied customers are essential to our successes. We will achieve total customer satisfaction by understanding what the customer requires and delivering it flawlessly.

People Working Together

We recognize our strength and our competitive advantage is and always will be – people. We will continually learn, and share ideas and knowledge. We will encourage cooperative efforts at every level and across all activities in our company.

A Diverse and Involved Team

We value the skills, strengths, and perspectives of our diverse team. We will foster a participatory workplace that enables people to be involved in making decisions about their work.

Good Corporate Citizenship

We will provide a safe workplace and protect the environment. We will promote the health and well-being of YOUR COMPANY people and their families. We will work with our communities by volunteering our time and talent; and by financially supporting education and other worthy causes.

Enhancing Shareholder Value

Our business must produce a profit, and we must generate superior returns on the assets entrusted to us by our shareholders. We will ensure our success by satisfying our customers and increasing shareholder value.



EXHIBIT B
YOUR COMPANY NAME
Code of Conduct

YOUR COMPANY Code of Conduct outlines expected behaviors for all Your Company employees. YOUR COMPANY will conduct its business fairly, impartially, in an ethical and proper manner, and in full compliance with all applicable laws and regulations. In conducting its business, integrity must underlie all company relationships, including those with customers, suppliers, communities and among employees. The highest standards of ethical business conduct are required of YOUR COMPANY employees in the performance of their company responsibilities. Employees will not engage in conduct or activity that may raise questions as to the company's honesty, impartiality, reputation or otherwise cause embarrassment to the company.

Employees will ensure that

- ⇒ They do not engage in any activity that might create a conflict of interest for the company or for themselves individually.
- ⇒ They do not take advantage of their YOUR COMPANY position to seek personal gain through the inappropriate use of YOUR COMPANY or non-public information or abuse of their position. This includes not engaging in insider trading.
- ⇒ They will follow all restrictions on use and disclosure of information. This includes following all requirements for protecting YOUR COMPANY information and ensuring that non-Boeing proprietary information is used and disclosed only as authorized by the owner of the information or as otherwise permitted by law.
- ⇒ They observe that fair dealing is the foundation for all of our transactions and interactions.
- ⇒ They will protect all company, customer, and supplier assets and use them only for appropriate company approved activities.
- ⇒ Without exception, they will comply with all applicable laws, rules and regulations.



⇒ They will promptly report any illegal or unethical conduct to management or other appropriate authorities (i.e., Ethics, Law, Security, EEO).

Every employee has the responsibility to ask questions, seek guidance and report suspected violations of this Code of Conduct. Retaliation against employees who come forward to raise genuine concerns will not be tolerated.

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