



Supplier Code of Conduct

Introduction

Perspecta is committed to the highest standards of business ethics and regulatory compliance. We gain trust by treating others with integrity, respect and fairness. We must demonstrate these values in all our interactions, every day.

Scope

The provisions of this policy is applicable to all Suppliers with whom Perspecta does business. This applies to Perspecta's Direct Suppliers and the Suppliers' subcontractors, suppliers, and agents as well as the employees (collectively, "Indirect Suppliers").

Policy

All Suppliers must comply with the provisions set out in this Supplier Code of Conduct. Suppliers must also comply with all laws, rules and government regulations applicable to Perspecta.

Ethical and legal conduct and Perspecta policies

Suppliers are expected to act with the highest standards of business ethics, and must not engage in any fraudulent conduct or behavior. In addition to this Supplier Code of Conduct, Suppliers must also comply with any Perspecta policy that states it is applicable to Suppliers.

Equal opportunity

Unlawful discrimination in the workplace is prohibited. When conducting Perspecta business, Suppliers must not discriminate against anyone because of gender, color, race, ethnicity, national origin, religion, age, marital status, sexual orientation, gender identity and expression, disability, pregnancy, covered veteran status, protected genetic information, and political affiliation or any characteristic protected by law.

Work environment

Harassment in the workplace is prohibited. Suppliers must not behave in a disrespectful, hostile, violent, intimidating, threatening or harassing manner.

Sexual harassment can take many forms and all forms are unacceptable. This includes any behavior toward any employee by a manager or coworker that involves unwelcome sexual advances, requests for sexual favors, the physical or computer image display of sexually explicit posters, pictures, cartoons or drawings, and any other verbal or physical conduct of a sexual nature.

Suppliers must comply with environmental, health, safety and security policies and procedures, and correct or report any environmental, health, safety, or security threats. Acts of workplace violence will not be tolerated. Workplace violence includes acts or threats of physical violence and any conduct that is sufficiently severe, offensive, or intimidating to result in another individual becoming reasonably fearful or apprehensive about his or her safety or the safety of his or her family or property.

Anti-corruption

Suppliers must not offer bribes, kickbacks or engage in corrupt practices. Suppliers must comply with all ethical standards and applicable law in every country in which Perspecta does business.



Anti-corruption: Suppliers must not offer or provide bribes, kickbacks or gifts to win or retain business or to improperly influence a business decision. Suppliers are prohibited from offering, promising, or providing money or anything of value, either directly or indirectly, by employees or through other parties, to representatives of commercial entities or to government officials for the purpose of obtaining or retaining business or otherwise gaining a business advantage in any country. The U.S. Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act (UKBA) prohibit any payment or gift to government officials, political parties, candidates for public or political office for the purpose of winning or keeping business. The UKBA also prohibits any payment or gift to commercial entities for the purpose of winning or keeping business.

- The FCPA and the UKBA apply to the actions of all Perspecta employees, Perspecta subsidiaries, joint ventures, Suppliers, agents and representatives.
- In short, anti-corruption means no acceptance or payment of:
 - Anything of value provided for the purpose of winning or keeping business
 - Any form of bribe or kickback

Facilitation Payments: Unless subjected to duress, Suppliers may not offer or make facilitation payments to any government official for routine government actions, either directly or indirectly. Duress occurs when a Supplier fears physical harm or imprisonment if the facilitation payment isn't made and there is no safe alternative to complying with the demand. The duress exception applies only to one-time payment, typically of small value. Repeated facilitation payments or facilitation payments of high value are not permitted. Any payment of a facilitation payment must be reported to Perspecta Legal within 24 hours of the payment.

Anti-Human Trafficking

Perspecta is committed to taking action against human trafficking, child labor and forced labor in our operations. Suppliers are prohibited from engaging in trafficking in persons, which includes but is not limited to the illegal movement of people, trafficking in persons, sexual exploitation, and the use of forced or child labor of any form. Consistent with Perspecta's Standard of Business Conduct, Suppliers are expected to treat all people with fairness, dignity and respect. Suppliers are prohibited from procuring commercial sex acts and from accepting or providing anything relating to the sex industry on Perspecta premises or while on Perspecta business. This includes but is not limited to while using Perspecta assets/resources (Corporate Travel & Entertainment card, laptop, mobile phone, fleet vehicle, etc.). Suppliers found to have engaged in this activity will be subject to disciplinary action up to and including separation from Perspecta contract work.

Environment

Suppliers are expected to implement a responsible environmental policy in accordance with all applicable local, national and global environmental laws, such as requirements around greenhouse gas emissions, chemical and use of hazardous materials, waste management and disposal, recycling, industrial wastewater treatment and discharge, air emissions controls, environmental permits and environmental reporting.

Conflicts of interest

Suppliers must always make decisions in the best interest of Perspecta and **based on the contract with their employer** when conducting Perspecta business. Suppliers may not receive any personal profit or advantage, other than their compensation from their employer, in connection with any transaction involving Perspecta.

Suppliers must not engage in:

- Any activity that would present a conflict of interest related to their employer and/or Perspecta
- Any activity that could be perceived as a potential conflict of interest related to their employer and/or Perspecta



Business gifts and entertainment

Suppliers may not provide or receive business amenities (gifts, meals, services, entertainment, or anything else of value) when doing so creates the appearance of impropriety or undue influence. This restriction applies to amenities given to or received from representatives of Perspecta, or its current or potential customers, channel partners, suppliers, other business partners or competitors.

Business with family or friends

During their Perspecta assignment, Suppliers must disclose to their employer and Perspecta all situations where they may be conducting business with members of their family, friends, or others with whom they have a close personal relationship.

Use of Perspecta resources

Any use of Perspecta assets, resources, or equipment, including the company's computers and information systems, must be solely for Perspecta business purposes and must be consistent with all Perspecta policies and guidelines. Suppliers may not use any Perspecta resource in violation of law and must not allow other people, including friends and family, to use Perspecta resources. Suppliers should avoid any usage that might lead to loss or damage, including the introduction of viruses or a breach of Perspecta's IT security. Theft or unauthorized possession or use of Perspecta assets is prohibited.

Perspecta resources may not be used to create, transmit, store, copy, or display messages, images or materials that are:

- For personal gain
- Solicitations
- Chain letters
- Threatening, pornographic, sexually explicit, harassing, demeaning or otherwise offensive

Perspecta may, as allowed by applicable local laws, access and inspect all Perspecta resources that Suppliers may use, including Perspecta computers, servers and systems, telephones, voicemail and email systems, desks, lockers, cabinets, vehicles and other equipment belonging to Perspecta. For reasons related to safety, supervision, security and other concerns, Perspecta may inspect persons and property on Perspecta premises at any time and without notice, as allowed by applicable local laws. Suppliers should not have any expectation of personal privacy in any messages or records created, transmitted or stored by means of Perspecta systems. Perspecta owns all business emails, voicemails and any other non-personal data of any kind stored on or transmitted by Perspecta equipment. As allowed by applicable local law, Perspecta may access or retrieve such data at any time.

Confidentiality

Suppliers are expected to be familiar with and adhere to any specific confidentiality terms agreed to between their employer and Perspecta. If a separate confidentiality agreement does not exist, Suppliers must presume that all information made available to them in conducting Perspecta business is confidential. This includes information that Perspecta may have received from its suppliers, customers or business partners. Confidential information may only be used or disclosed for valid business purposes. Suppliers must understand and follow Perspecta's policies for the use of social media, including user forums, blogs, chat rooms, and bulletin boards, and must never discuss Perspecta intellectual property, trade secrets, and other company confidential information on social media.

Third-party confidential information

- Former employers: Suppliers are expected to honor any valid disclosure or use restrictions on confidential information of their current or former employers. Such information in any tangible or readable form must not be brought onto Perspecta premises without the prior written consent of such former employers.



- Competitors: Suppliers must not request, accept, use, or share confidential information of Perspecta's competitors.
- Other third parties: Suppliers must not disclose confidential information of customers, business partners, or suppliers, including non-public pricing information.
- Suppliers must never induce anyone to violate any obligation of confidentiality.

Working in other countries

When a Supplier is conducting Perspecta business outside his or her resident country, the Supplier must ensure compliance with immigration laws, and obtain proper authorizations (including work permits and visas), in each country in which they conduct business or perform work.

Records

All records created in conducting Perspecta business must be complete and accurate, and must be retained, protected and disposed of according to Perspecta policy. All payments made on behalf of Perspecta must be properly documented. Suppliers must not enter into any side letters or side agreements, or establish any undisclosed or unrecorded Perspecta fund or asset for any purpose. Records include email and other communications, and Suppliers should avoid exaggeration, derogatory language, and other expressions that could be taken out of context.

Gray marketing

Suppliers must use due diligence in preventing situations that may lead to the gray marketing of Perspecta products. Gray marketing is the trade of product through distribution channels that are unofficial, unauthorized, or unintended by Perspecta. Suppliers must promptly report any suspected gray marketing activity to their employer, as well as to the Perspecta Ethics and Compliance Office.

Global trade compliance

Suppliers must understand and follow Perspecta's policies and procedures on Global Trade and must ensure Perspecta's products, services, and technology are not imported, exported, or transferred in violation of applicable law.

Insider trading

Suppliers may, at times, have access to material non-public information, which is information concerning Perspecta's business that a reasonable investor would consider important in deciding whether to buy, sell, or hold securities—and that information has not been released to the public. Trading stock, or causing stock to be traded, on the basis of material non-public information, regardless of the size of the trade or where the trader is located, is a violation of U.S. securities laws and, depending on the circumstances, the laws of other countries. Anyone who violates these laws may be subject to severe civil and criminal sanctions.

Discussions with press or media

Suppliers are not authorized to speak to the media on behalf of Perspecta. All communications with investors, analysts, and the media regarding Perspecta business must first be approved by Perspecta Investor Relations, Corporate Communications, or the appropriate Perspecta communications specialists. If you are contacted by a member of the news media, refer them directly to Perspecta Public Relations: mediainquiries@perspecta.com.

Privacy

Suppliers must follow Perspecta privacy policies and data protection practices when conducting Perspecta business and in using online and offline systems, processes, products and services that involve the use, storage or transmission of any personally identifiable data from Perspecta customers,



business partners, employees and other individuals. Personal information includes data related to a person who can be identified or located by that data.

Non-solicitation

Suppliers may not solicit any Perspecta employee during the Perspecta employee's working time for purposes not related to their Perspecta engagement. Suppliers may not distribute literature or other materials in Perspecta working areas, or solicit or hand out materials for any reason not related to their Perspecta engagement, including for charitable purposes.

Cooperation with investigations and audits

Suppliers must cooperate with all Perspecta internal investigations and audits, and must tell the whole truth and provide all applicable documents when responding to an investigation or audit. Suppliers must not destroy or alter any records, and must not discuss an internal investigation with anyone, inside or outside Perspecta, unless permitted to do so by the internal investigators or in communicating with government agencies in compliance with local law.

Additional principles

This Supplier Code of Conduct must be read and adhered to in conjunction with the applicable code of conduct and policies (if any) of the Supplier's employer. In addition, the requirements set out above are not all-inclusive. Any conduct that could raise questions about Perspecta's commitment to the highest standards of business ethics and compliance is prohibited. Suppliers with questions concerning this Supplier Code of Conduct should contact their employer, a member of Perspecta's management or Perspecta's Ethics and Compliance Office.

Reporting violations

Suppliers have an obligation to report any alleged misconduct immediately, including misconduct by employees, clients, contractors, partners and other Suppliers. Suppliers should always act honestly and in good faith, and in a respectful manner when raising concerns related to or otherwise using this Supplier Code of Conduct.

Suppliers should make reports to Perspecta management or Perspecta's Ethics and Compliance Office. Perspecta does not tolerate retaliation against anyone who raises a concern honestly and in good faith. Perspecta's Ethics and Compliance Office can be reached as follows:

Call:

Contact the Perspecta ethics helpline at 1.855.ETHICS0 or 1.855.384.4270. This helpline, maintained by EthicsPoint, is available 24 hours a day, 365 days a year.

Website:

File a report online at www.perspecta.ethicspoint.com.

Mail:

Perspecta Inc.
Attention: Ethics and Compliance Office
15052 Conference Center Drive
Chantilly, VA 20151
Fax: 1.571.313.6936
E-mail: ethics@perspecta.com

This is a version of Perspecta *Supplier Code of Conduct*, prepared for the Perspecta Supplier portal.