



# INTEGRITY ALWAYS

Code of Conduct

**SAIC**<sup>®</sup>





## MESSAGE FROM THE CEO

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We thrive when we behave with integrity at all times, when we treat each other with respect, and when we act ethically.

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Ladies and gentlemen,

At SAIC, we all take great pride in the fact that we have an impact on missions of global importance, whether we work alongside our customers or provide support to our business. With that comes a responsibility to deliver on our commitments, and to never compromise our values and principles.

Our reputation is built not only on our collective ingenuity, but also on the integrity we consistently demonstrate. Our customers trust us to solve complex challenges and to do the right thing all the time. This is the foundation of our culture and vital to our continued success.

Our industry is governed by very specific rules, and each one of us has an obligation to understand and abide by these rules. Any lapse in judgement can be catastrophic to our reputation, and impact the livelihood of our employees and their families. Remember, we accomplish our objectives together as a team, not as individuals. We are counting on you to always do the right thing, ask for assistance when you need it, and speak up when you suspect unethical conduct.

We are all accountable for our conduct to SAIC's customers, our business partners, and each other. We thrive when we demonstrate integrity at all times, when we treat each other with respect, and when we act ethically. Thank you for doing your part to always do the right thing.

**Nazzic Keene**  
Chief Executive Officer

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# Integrity Is Everyone's Responsibility

## LEADERS AND MANAGERS

- Foster a positive work environment
- Model appropriate behaviors
- Regularly communicate the importance of ethically sound business practices
- Identify and report ethics and compliance risks
- Build trust by responding appropriately and in a timely manner to concerns

## EMPLOYEES

- Keep promises
- Uphold our Code of Conduct
- Obey the law
- Act responsibly and in good faith
- Show respect toward one another
- Speak up when misconduct is suspected
- Build trust with colleagues, customers, suppliers, communities, and investors

# Our Code of Conduct Guides Us

All of us, from board members and senior executives to front-line employees, are stewards of SAIC's ethical culture. Maintaining a culture of integrity depends on knowing and following the rules. When the rules do not provide sufficient guidance for a particular issue, ask questions and choose actions that best embody our core values.

## INTEGRITY

Our culture is rooted in our passion for doing what is right and delivering on our commitments. Integrity, respect, and trust have been an integral part of our company since day one and are fundamental to our decisions and behaviors.

## PASSION

We have a deep passion for the success of our customer's mission and each other to demonstrate our commitment to growth and drive results.

## EMPOWERMENT

Reaching our tomorrow depends on team entrepreneurialism and empowerment for the good of the enterprise. Innovation and growth happen when our people are encouraged to explore, leverage expertise and knowledge from across the company, accept responsibility for outcomes, and hold ourselves and others accountable for results.

## INCLUSION

We must embrace our differences and respect and value our people, our customers, and our communities.

## INNOVATION

We are reaching for our tomorrow by thinking courageously, taking appropriate risks, and leaning forward. We build on the inventiveness and expertise of our exceptional talent and partners to solve our client's most complex problems.

# Guiding Principles Navigate Our Path

## WE HOLD OURSELVES AND ONE ANOTHER ACCOUNTABLE

Protecting our culture means we must speak up when we believe something is not right. This may involve addressing your concern with the individuals who behave in a manner that worries you, or reporting your concern through one of our disclosure channels.

### OUR COMMITMENT TO YOU:

- Each and every concern is taken seriously.
- SAIC does not tolerate any acts of retaliation against those who make reports of misconduct in good faith.

### SPEAK UP ABOUT CONCERNS



### OTHER DISCLOSURE CHANNELS

- Chief Executive Officer
- Chair, Ethics and Corporate Responsibility Committee
- Audit Committee of the SAIC Board of Directors
- Individual members of the board of directors or the entire board of directors

Employees also have the right to report suspected wrongdoing on federal contracts to various government officials, including but not limited to, a member of Congress, the applicable agency inspector generals, the Government Accountability Office, Contracting officers, any authorized law enforcement agency, or the U.S. Department of Justice.

## WE TREAT ONE ANOTHER WITH RESPECT

Our success depends on creating an inclusive environment in which everyone is empowered to achieve their full potential. We're committed to treating one another with respect and maintaining a workplace that is free from harassment and discrimination. This means that we:

- Value and respect a diverse, inclusive employee population and are committed to equal employment opportunity
- Respect human rights and combat human trafficking
- Foster a safe and healthy work environment that is free from all forms of harassment, including sexual harassment or retaliation

### WHAT IS HARASSMENT?

- Sexual advances, requests for sexual favors, sexually explicit language, off-color jokes, remarks about a person's body or sexual activities
- Displaying sexually suggestive pictures or objects
- Suggestive looks, leering, or suggestive communication in any form
- Inappropriate touching, both welcome and unwelcome
- Using slurs or negative stereotyping, including through teasing and joking
- Intimidating acts, such as bullying or threatening
- Harassment includes other behaviors that might offend someone on the basis of their sex, race, color, age, national origin, religion, disability, marital status, sexual orientation, gender identity, citizenship, pregnancy, veteran status, or any other status protected by applicable law

## WE COMMUNICATE RESPONSIBLY

SAIC's reputation depends on our communicating responsibly within SAIC and externally. This means that we:

- Refrain from speaking on behalf of SAIC unless authorized to do so
- Are mindful of how we use social media, being careful not to damage SAIC's reputation

## WE ENGAGE IN FAIR MARKET PRACTICES

We are committed to winning work through the innovative thinking and superior service delivery that comes from an empowered, passionate workforce.

This means that we:

- Carefully adhere to SAIC's Quality Management System to increase efficiency and reduce waste to help us deliver on our commitments to our customers and promote mission success
- Uphold SAIC's integrity, reputation, quality credentials (CMMI®/ISO), and deliverables by complying with contract terms, laws and SAIC policies
- Disclose situations in which we have supervisory responsibilities over a Closely Related Individual
- Do not participate or engage in kickback schemes, fraud, or corruption
- Know the policy surrounding giving and receiving gifts and gratuities and steer clear of those that can be perceived as favorable treatment being sought, received, or offered
- Comply with all aspects of the Procurement Integrity Act



- Participate in ethical competitive information gathering
- Thrive in a competitive and fair marketplace
- Comply with laws and SAIC policies governing political activities
- Comply with the Foreign Corrupt Practices Act, UK Bribery Act 2010, and other applicable laws
- Comply with the applicable laws and regulations in the countries where we do business
- Avoid participating and engaging in outside activities that can conflict with SAIC's legitimate interests

**OUR COMMITMENT TO QUALITY:**

SAIC and its employees have an uncompromising commitment to provide our customers the highest level of performance, while delivering quality technical services and solutions that meet their requirements at the agreed upon price and within schedule. SAIC senior management and staff strongly support the continual improvement of the Quality Management System, including our quality objectives and the processes by which we provide our products and services, so that our work meets requirements and is done right the first time.

**OUTSIDE ACTIVITIES: BE SMART**

We're all involved in activities outside of work. As an SAIC employee, you'll want to be sure yours align with our business interests and policies. Review the areas below to be informed

**Outside Activities**

Submit an outside activities request if you'd like to:

- Work for/have a financial interest in a potential customer, supplier, or competitor, including running a side business that may compete with SAIC
- Conduct defense or military research for an institution
- Run for political office
- Serve on a federal advisory board or committee
- Conflict with work schedule &/or Acceptable Use Policy

Even part-time employees must obtain advance permission from the Ethics Office before engaging in outside activities. If in doubt, ask questions.

**Personal Political Contribution**

Some state and local jurisdictions have enacted Pay to Play laws that may affect your personal contributions or even those of your immediate family. Protect SAIC's business interests by reviewing the policy for Personal Political Contributions and coordinating with Government Affairs as necessary.

**Side Work**

Did you know?

- A small, one-person company can be considered an SAIC competitor.
- A business can be an SAIC competitor even if it does not have any active contracts.
- Performing any form of marketing, including maintaining a website, can create a conflict of interest if the business markets to potential SAIC customers or provides services similar to those provided by SAIC.

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“Making an impact on missions of global importance comes with the responsibility to deliver on our commitments and never to compromise our values and principles.”

CEO NAZZIC KEENE

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## WE SAFEGUARD THE INFORMATION AND RESOURCES ENTRUSTED TO US

Exercising integrity means that we communicate truthfully and use information and assets entrusted to us appropriately. Our employees, customers, and suppliers trust us to safeguard their information and resources, and our nation's national security depends on our diligence.

This means that we:

- Properly record all labor costs and provide accurate and timely information to the finance and administrative functions
- Take appropriate steps to secure sensitive information entrusted to us
- Use our access to company, customer, and employee information appropriately

### **ALWAYS OPERATE WITH INTEGRITY**

- We only use assets belonging to SAIC, its customers, or suppliers for legitimate business purposes; we will avoid making incidental personal use of our customers' assets unless we have advance written permission from a manager.
- We and our immediate family members will not trade in SAIC securities while in possession of material nonpublic information.
- We will safeguard personally identifiable information and personal health information.
- We must safeguard intellectual property (IP) belonging to SAIC, customers, and vendors.
- Pre-existing IP will be brought into SAIC only with prior written approval from the Office of the General Counsel.
- We will safeguard SAIC, employee, customer, and supplier data by keeping our computer security systems updated and secure.





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