



# Code of Conduct

February 2021

# Revision History

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# Table of Contents

- A MESSAGE FROM OUR CHIEF EXECUTIVE OFFICER..... 1
- OUR VISION AND CORE VALUES ..... 2
- INTRODUCTION..... 3
  - INTEGRITY IN EVERYTHING WE DO..... 3
  - ONE ACUITY, ONE CODE ..... 4
  - WHAT LAWS SHOULD I KNOW AND FOLLOW?..... 5
- IT’S UP TO YOU TO ASK QUESTIONS AND REPORT CONCERNS ..... 8
  - WHY IS REPORTING IMPORTANT? ..... 8
  - HOW DO I RAISE CONCERNS? ..... 8
  - WHAT HAPPENS NEXT?..... 8
  - OUR COMMITMENT TO NON-RETALIATION..... 9
- WE RELY ON OUR COLLEAGUES’ RESPECT ..... 10
  - OUR COMMITMENT TO AN INCLUSIVE ENVIRONMENT..... 10
  - KEEPING OUR WORKPLACE SAFE..... 10
  - MEETING GLOBAL EMPLOYMENT STANDARDS ..... 11
  - LEADING WITH INTEGRITY ..... 11
- ACUITY RELIES ON OUR HONESTY ..... 13
  - AVOIDING CONFLICTS OF INTEREST ..... 13
  - AVOIDING ORGANIZATIONAL CONFLICTS OF INTEREST ..... 15
  - EMPLOYMENT PRACTICES & RECRUITMENT AND RETENTION OF CURRENT OR FORMER GOVERNMENT PERSONNEL..... 16
  - BUSINESS GIFTS AND ENTERTAINMENT ..... 17
  - PROTECTING COMPANY PROPERTY AND DATA PRIVACY..... 19
  - USING COMPANY COMPUTER SYSTEMS..... 20
- OUR CLIENTS RELY ON OUR INTEGRITY ..... 21
  - HONESTY IN EVERYTHING WE DO..... 21
  - OBTAINING BUSINESS WITH INTEGRITY ..... 21
  - COMPETING FAIRLY ..... 21
  - PROPOSAL PREPARATION..... 22
  - HANDLING COMPETITIVE INFORMATION..... 23
  - AVOIDING CORRUPT PRACTICES..... 23

CHARGING TIME.....	23
GOVERNMENT PROPERTY AND EQUIPMENT .....	24
ACCURATE BOOKS AND RECORDS .....	24
RECORD RETENTION .....	25
AUDITS AND INVESTIGATIONS.....	25
FINANCIAL INTEGRITY .....	26
POLITICAL ACTIVITIES AND CHARITABLE CONTRIBUTIONS .....	27
AUTHORITY and APPROVAL MATRIX .....	28
OUR BUSINESS PARTNERS, CUSTOMERS AND EMPLOYEES RELY ON OUR EXCELLENCE.....	29
PROVIDING QUALITY PRODUCTS AND SERVICES.....	29
IT'S UP TO YOU.....	30

## A MESSAGE FROM OUR CHIEF EXECUTIVE OFFICER

The successful business operation and reputation of Acuity, Inc. is built upon the principles of fair dealing and ethical conduct. Our reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as adherence to the highest standards of conduct and personal integrity.

Acuity complies with all applicable laws and regulations and expects all employees to do the same. Employees must conduct business in accordance with the letter, spirit, and intent of all relevant laws as well as the established Acuity policies and procedures, while refraining from any illegal, dishonest, or unethical conduct. This Code of Conduct is augmented by the Acuity Employee Handbook and Acuity's Policies and Procedures, which are provided to all employees. Employees are required to read and understand this Code of Conduct. The Code of Conduct, the Employee Handbook, and the Policies and Procedures are an important part of Acuity's commitment to conduct its business in an ethical and legal manner.

Acuity's Ethics and Compliance Office is co-led by Acuity's Director of Compliance and Acuity's Ethics Officer (also The Vice President of Human Resources) Together these two coordinate compliance issues with managers. You should contact Acuity's Ethics and Compliance Office if you have any questions about Acuity's ethics. Please call the ethics hotline at (571)570-4107 or email [ethics@myacuity.com](mailto:ethics@myacuity.com) to report a suspected violation of this document or other potential violations related to Acuity's U.S. Government contracts. Any reports made to Acuity's Ethics and Compliance Office will be treated seriously and, if requested, anonymously. In addition, no act of retaliation will be tolerated related to any honest and sincere report of a possible violation.

To ensure your understanding of these requirements, you will be required to review this Code of Conduct and the Employee Handbook on an annual basis. You will also be required to complete periodic training sessions on related matters and sign a statement confirming your review as well as understanding of the training session. A record of this acknowledgment will be placed in the electronic personnel file.

I cannot emphasize enough the need for each of us to ensure that Acuity and its employees conduct business at the highest ethical levels and comply with this Code of Conduct, our Employee Handbook, and our Policies and Procedures, particularly when doing business with the United States Government.

Sincerely,



Rui M. Garcia  
Chief Executive Officer

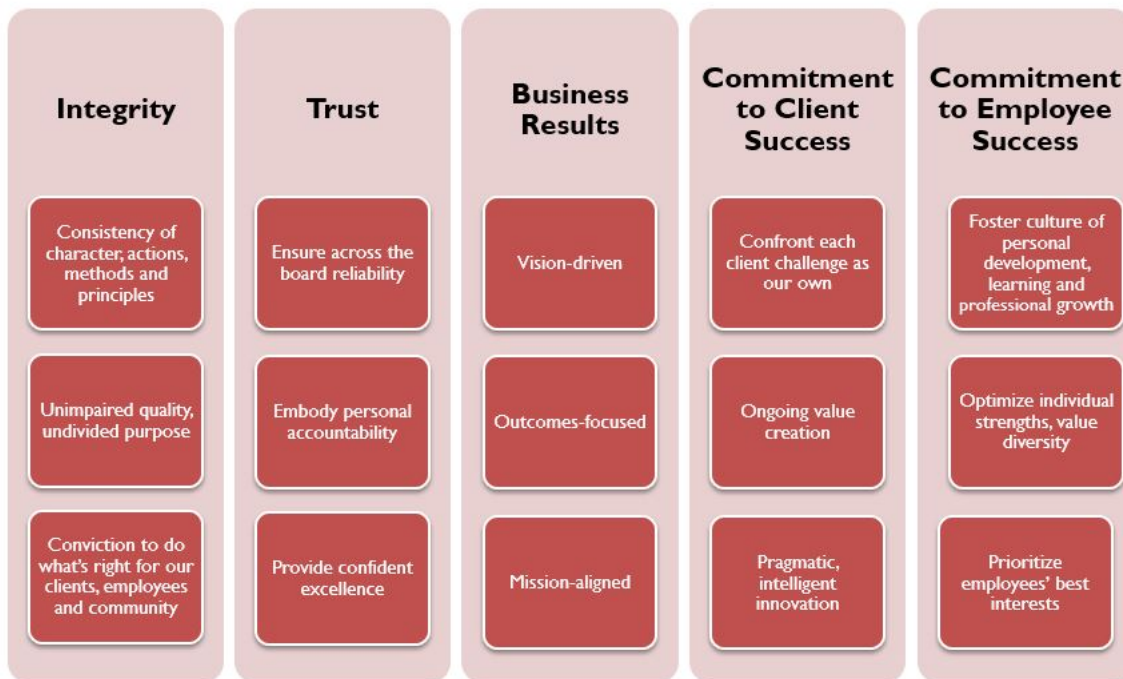
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## OUR VISION AND CORE VALUES

WE HELP OUR CLIENTS APPLY PRAGMATIC TECHNOLOGY, INNOVATIVE SERVICES AND PROVEN MANAGEMENT TECHNIQUES TO CONTINUOUSLY IMPROVE THEIR ABILITY TO SERVE AND PROTECT AMERICANS



### Acuity's Core Values



# INTRODUCTION

## INTEGRITY IN EVERYTHING WE DO

At Acuity, we strive to do the right thing, every time. We believe this commitment to integrity is the baseline of everything we do. This Code of Conduct (the “Code”) addresses our company’s professional, ethical, financial and social values. It sets forth what is expected of all Acuity employees, wherever we conduct business. Our Code also represents our commitment to our clients.

Our [Vision and Core Values](#) are the foundation for this Code. The following principles set the guidelines of behavior that we must follow:

- Integrity in dealing with federal employees, partners, and colleagues.
- Commitment to treating Acuity employees fairly.
- Providing employees with opportunities for advancement and growth.
- Honesty and sincerity in exchanges of information.
- Respectful and principled relationships.
- Compliant and ethical relationships with third parties.
- Fairness in competition.
- Commitment to compliance with the laws, rules and regulation applicable everywhere we conduct business.

Our Code is meant to provide guidance regarding these principles. However, one document cannot possibly address every law, rule, policy or scenario we may encounter in our daily work. Nor is our Code a substitute for exercising common sense and good judgment or seeking guidance when we need it.

To help you determine whether a particular action is appropriate, ask yourself the following questions:

- Would my action comply with the spirit and purpose of Acuity’s policies?
- Would I feel comfortable doing this, or would it violate my personal standard of conduct?
- Do I believe this is an honest action?
- How might this action affect others?
- Would this action embarrass me or Acuity If it became known to my clients, coworkers, professional colleagues, family or friends?

If you have questions about this Code or any doubts about a particular course of action, you should consult with Acuity’s Ethics and Compliance Office.

## ONE ACUITY, ONE CODE

We all have an obligation to read, understand and follow this Code of Conduct. It applies to all Acuity employees, officers and directors. Further, we expect that our suppliers, agents, business partners, consultants, independent contractors and licensees will follow similar principles. Using our Code to guide our actions allows us to preserve our reputation for doing business the right way.

To this end, each of us must:

- Personally abide by the Code.
- Refrain from assisting others in violating the Code.
- Report any perceived violation or request that might constitute a violation, by following the procedures outlined in the “How Do I Raise Concerns?” section of this Code.
- Take action, as requested, to remediate any potential violation or violation of the Code.
- Complete training on the Code and other assigned learning in a timely manner.

You are responsible for reading and understanding the Code and are expected to abide by it. How you embody Acuity’s ethical values expressed in this Code is an element of the employee performance evaluation process. Violation of the Code will result in disciplinary measures, which may culminate in termination of employment. Acuity also expects its consultants, subcontractors, independent contractors and other third parties to be aware of and adhere to these ethical standards as described in this Code. If you become aware of any activity involving the conduct of these individuals that violates the principles of this Code, you must disclose it to Acuity’s Ethics and Compliance Office. The Ethics and Compliance Office can be reached electronically at [Ethics@myacuity.com](mailto:Ethics@myacuity.com) or by phone via the Ethics Hotline at (571)570-4107.



## WHAT LAWS SHOULD I KNOW AND FOLLOW?

While the state laws (and national laws for those working abroad) differ from jurisdiction to jurisdiction, Acuity executives, employees, and contractors must comply and be familiar with U.S. Federal laws, particularly the laws and regulations governing your engagement. This will reduce the likelihood of wrongdoing and, in the very worst of cases, prosecution. As you perform on your engagements and become more aware of the laws and regulations affecting you, we encourage and welcome questions about the applicability or interpretation of a law or regulation impacting you or your project. Please contact Acuity’s Ethics and Compliance Office with any questions or concerns you may have.

This Code is designed to foster compliance with many of the Federal and state laws and regulations impacting you and your projects. Most notably, this is designed to promote compliance with the Federal Acquisition Regulations (the “FAR”) which, in one way or another, govern all of Acuity’s engagements. In addition to the FAR, this Code will aid in compliance with applicable laws and regulations. Some of the key laws are:

Law	Citation	Description
<b>The Foreign Corrupt Practices Act</b>	<a href="#">48 U.S.C. §78dd-1, et. seq.</a>	The Foreign Corrupt Practices Act of 1977 is a United States Federal law known primarily for two of its main provisions: one that addresses accounting transparency requirements under the Securities Exchange Act of 1934 and another concerning bribery of foreign officials. With the enactment of certain amendments in 1998, the anti-bribery provisions of the FCPA now also apply to foreign firms and persons who cause, directly or through agents, an act in furtherance of such a corrupt payment to take place within the territory of the United States.
<b>The False Claims Act</b>	<a href="#">31 U.S.C. §3729, et. seq.</a>	The False Claims Act (“FCA”) imposes liability on persons and companies (typically federal contractors) who defraud government programs. It is the Federal Government’s primary litigation tool in combating fraud against the Government. The law includes a “whistleblowing” provision which allows individuals who are unaffiliated with the government to file actions on behalf of the Federal Government. The FCA provides that any person who knowingly submitted false claims to the government was liable for double the government’s damages plus a penalty of between \$5,500 to \$11,000 for each false claim plus 3x the damages incurred by the Government.
<b>The False Statements Act</b>	<a href="#">18 U.S.C. §1001, et. seq.</a>	The False Statements Accountability Act of 1996 (the “False Statements Act”) is a section of the U.S. Criminal Code which prohibits anyone from knowingly and willfully making misrepresentations to the Federal Government. ( <i>i.e.</i> , falsifies, conceals, or covers up a material fact; makes any materially false, fictitious, or fraudulent statement or representation; or makes a false document knowing it is false). As part of the U.S. Criminal Code, the punishment under this provision can range from fines to imprisonment.

<b>Export Administration Regulations</b>	<a href="#">15 C.F.R. §730, et. seq.</a>	The Export Administration Regulations (“EAR”) are a set of regulations administered by the Commerce Department’s Bureau of Industry and Security. In general, the EAR governs whether a person may export a thing from the U.S. The EAR covers commercial, dual-use, and less sensitive military commodities, technology & software, and knowledge.
<b>International Traffic in Arms Regulations</b>	<a href="#">22 C.F.R. §120, et. seq.</a>	The International Traffic in Arms Regulations (“ITAR”) are the implementation of the Arms Export Control Act. ITAR is administered by the U.S. Department of State’s Directorate of Defense Trade Controls and control the sale of defense items and defense services. Items and services listed on the United States Munitions List are covered by the ITAR.
<b>The Procurement Integrity Act</b>	<a href="#">48 C.F.R. §3.104, et. seq.</a>	The Procurement Integrity Act (“PIA”) regulates the activities of certain procurement officials and, in summation, prohibits the release of source selection and contractor bid or proposal information. Government employees who are personally and substantially in the conduct of a procurement are generally prohibited from seeking employment with a contractor competing for that procurement during the conduct of that procurement. The Government employees are also prohibited from soliciting any gifts or services or accepting anything over \$25 in value (\$50 in aggregate value across a calendar year) from an employee, representative, or consultant at a contractor seeking to do business with the agency. Such employees are also prohibited from disclosing any proprietary or source selection information to any unauthorized people before the award of the contract.

*Employment Related Statutes and Regulations*

<b>The Age Discrimination in Employment Act</b>	<a href="#">29 U.S.C. §621, et. seq.</a>	The Age Discrimination in Employment Act (“ADEA”) forbids age discrimination against people who are age 40 or older. The ADEA includes a broad ban against age discrimination against workers over the age of forty, and also specifically prohibits: Discrimination in hiring, promotions, wages, and termination of employment and layoffs; and statements of specifications in age preference or limitations; denial of benefits to older employees: an employer may reduce benefits based on age only if the cost of providing the reduced benefits to older workers is the same as the cost of providing full benefits to younger workers. The ADEA also prohibits mandatory retirement in most sectors, with phased elimination of mandatory retirement for tenured workers, such as college professors.
<b>The Americans with Disabilities Act</b>	<a href="#">42 U.S.C. §12101, et. seq.</a>	The Americans with Disabilities Act (“ADA”) prohibits discrimination against people with disabilities in several areas, including employment, transportation, public accommodations, communications and access to state and local government’ programs and services. As it relates to employment, Title I of the ADA protects the rights of both employees and job seekers. The ADA requires covered employers to provide reasonable accommodations to qualified job applicants and employees with disabilities.

<b>Title VII of the Civil Rights Act of 1964</b>	<a href="#">42 U.S.C. §1981, et. seq.</a>	Title VII of the Civil Rights Act of 1964 is a Federal Law that prohibits employers from discriminating against employees on the basis of sex, race, color, national origin and religion. It generally applies to employers with 15 or more employees, including federal, state and local governments.
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In addition, you must abide by Acuity’s internal policies, particularly the Authority and Approval Matrix (the “Approval Matrix”), as it is the basis for our authority to act on behalf of the company. The Approval Matrix is available on Acuity’s Intranet.

## IT'S UP TO YOU TO ASK QUESTIONS AND REPORT CONCERNS

### WHY IS REPORTING IMPORTANT?

Acuity expects each executive, employee, and contractor to be aware of their surroundings. All Acuity executives and, especially, members of the Ethics and Compliance Office, have open doors through which employees, contractors, and executives are encouraged to proactively discuss concerns or raise awareness of potential violations of this code, a regulation, or a law. Concerns and issues are heard respectfully and handled diligently. If you see something, say something, in a timely manner. Acuity strives to create an environment that empowers individuals as a means of facilitating timely discovery and disclosure of improper conduct. Acuity is committed to engaging all employees, executives, and contractors in efforts to promptly implement and carry-out corrective measures where issues are identified.

### HOW DO I RAISE CONCERNS?

Acuity, to the extent permitted by law or regulation, treats as confidential and safeguards all reports and attendant information disclosed by an Acuity employee, executive, consultant, or contractor. We take all reports of potential violations of Contractual terms and conditions and/or federal or state laws or regulations seriously. Timely disclosure of evidence sufficient to identify the nature and extent of the perceived offense and individuals responsible for the conduct is of utmost importance. To raise a concern or make a report, reach out Acuity's Ethics and Compliance Office via e-mail at [ethics@myacuity.com](mailto:ethics@myacuity.com), phone by the Acuity Ethics Hotline at (571)570-4107, by letter to 11710 Plaza America Drive, Suite 700, Reston, VA 20190 or in person (by appointment) at the previous address.

Where and when permitted by law, suspected violations may be reported anonymously. To the extent permitted by law, information provided in the report of the suspected violation shall only be released to those with a need to know.

Acuity reserves the right to take disciplinary action for improper conduct. This includes improper conduct ranging from an executive failing to investigate a potential violation to an employee or contractor failing to report suspected improper conduct.

### WHAT HAPPENS NEXT?

Acuity promises to investigate all reports promptly, thoroughly and consistent with applicable law. Investigations will be kept confidential to the extent possible. If necessary, Acuity may be mandated to report certain investigations to the appropriate authorities or Acuity may choose to voluntarily report the results of certain investigations. All involved in an investigation may be required to produce documents and statements. We expect all involved in an investigation to provide timely and complete responses to requests for documents and access to information regardless of if the request comes from an Acuity executive tasked to investigate the matter or from an outside investigator. Acuity will take appropriate corrective or disciplinary action for Code violation whenever necessary.

## OUR COMMITMENT TO NON-RETALIATION

Acuity does not tolerate acts of retaliation against anyone who makes an **honest and sincere** report of a possible violation of law or of Acuity's Code of Conduct or policies, or who participates in an investigation of possible wrongdoing. Simply stated, it does not matter whether your report actually uncovers unethical behavior, as long as you have honest and sincere intentions in making the report.

Acuity is committed to ensuring our employees feel comfortable reporting suspected misconduct and will promptly investigate all allegations of retaliatory acts. Individuals who retaliate against a person for making a report or participating in an investigation will face disciplinary action, which may include termination of employment.

## WE RELY ON OUR COLLEAGUES' RESPECT

### OUR COMMITMENT TO INCLUSION

Acuity is committed to fostering a workplace where all are treated with dignity and respect. We believe our differing backgrounds, experiences and perspectives give our company the strength we need to lead in our marketplace and reflect our commitment to inclusion. For these reasons, Acuity will not tolerate discrimination or harassment in the workplace. We have the responsibility to treat our colleagues – as well as applicants for employment – customers, potential customers, consultants, subcontractors, and vendors with respect and in a fair, inclusive, manner.

Acuity offers equal employment opportunities for all applicants. This gives each of us equal consideration for employment regardless of background. Acuity makes all decisions regarding recruitment, hiring, training, promotions, transfers and layoffs based on merit, and never on any trait protected by law. Such traits include, but are not limited to age, ancestry, race, gender, HIV status, marital status, medical condition, national origin, physical or mental disability, race, religion, sexual orientation, gender identity and veteran and citizenship status.

Maintaining a respectful workplace also means we never engage in or tolerate any form of harassment. To be clear, “harassment” is any action that creates or seeks to create a hostile, intimidating or offensive work environment. Harassing behavior can be sexual or nonsexual in nature. In either case, it has no place at Acuity. Harassing conduct can include, but is not limited to:

- Verbal remarks (comments, suggestions, jokes or requests for sexual favors).
- Pictures (drawings, photographs or videos).
- Physical behavior (suggestive looks, hand and body gestures, leering or unwelcomed touching).
- Threatening or hostile language (raised voice, yelling, profanity or other threats).
- Disruptive behavior (acts of shunning, failure to work together).

We expect Acuity employees, executives, and contractors to treat everyone they meet through their jobs with courtesy and respect. Acuity does not tolerate threatening, abusive, or vulgar language from employees, executives, consultants, vendors, or contractors while they are on the worksite, conducting Acuity business, or attending Acuity-related business or social functions.

In any form, harassment is a violation of our Code and company policy. If you feel you or someone else is being harassed or discriminated against, report your concerns to Acuity’s Ethics and Compliance Office right away. The Office may be contacted either electronically at [Ethics@myacuity.com](mailto:Ethics@myacuity.com) or by phone via the Ethics Hotline at (571)570-4107.

### KEEPING OUR WORKPLACE SAFE

We prioritize the safety and security of our staff, our physical assets and the environment in which we operate as a shared responsibility of every Acuity employee. Each of us have both a moral and legal responsibility to comply with all applicable laws and regulations. If you have any concerns that we are

operating inappropriately, report your concern to Management, Human Resources, or Acuity's Ethics and Compliance Office.

A safe and secure work environment is one that is also free from violence. Threatening behavior – even if meant in jest – is never permissible at Acuity. If you witness or receive a threat or act of violence, report it to Acuity's Ethics and Compliance Office immediately. If you ever face an immediate threat to your safety or that of your colleagues, contact local law enforcement immediately, and then report the incident internally.

Acuity is a drug-free, smoke-free environment and it is our intent to provide a safe and healthy environment for our employees, clients, and visitors. Smoking is not permitted in the workplace and employees are expected to report to work alcohol-free and drug-free. From time to time the CEO may sanction participation in social events where alcohol is served. Employees are expected to act responsibly during these events.

## MEETING GLOBAL EMPLOYMENT STANDARDS

As part of our commitment to our global community, we uphold individual human rights and follow employment laws in all the locations we conduct business.

In support of this commitment, we provide reasonable working hours and conditions. Further, Acuity has a zero-tolerance policy regarding the use of forced labor or human trafficking. We will never knowingly conduct business with subcontractors, business partners, suppliers or third parties who violate these laws. If you have reason to believe Acuity is conducting business with an entity engaging in forced labor or human trafficking practices, report the misconduct to Acuity's Ethics and Compliance Office immediately.

## LEADING WITH INTEGRITY

Our leaders serve as resources and role models for proper business conduct. For that reason, supervisors have additional responsibilities when it comes to upholding our Code. They are expected to promote a positive working environment where people are treated with dignity and respect and feel comfortable raising concerns. Supervisors must also make an effort to create a culture of compliance. This can be done, in part, by:

- Acting as role models for Code compliance.
- Fostering an environment that encourages open discussion about legal and ethical concerns.
- Recognizing employees who exhibit exemplary ethical behaviors.
- Vigilantly preventing and detecting violations of our Code, company policy or the law.
- Appropriately responding to inquiries about our Code.
- Immediately notifying Acuity's Ethics and Compliance Office of any matter reported to them.
- Ensuring required training is completed in a timely manner by all employees.

- Considering an employee's commitment to ethical conduct during the performance evaluation process.



## ACUITY RELIES ON OUR HONESTY

### AVOIDING CONFLICTS OF INTEREST

Acuity's success depends on the hard work, dedication, and integrity of everyone who works here. In turn, Acuity's employees' livelihoods depend on the success of Acuity. Acuity expects all employees to devote their energies and loyalties to Acuity and Acuity's customers. It is important we avoid conflicts of interest, whether actual, potential, or perceived. A "conflict of interest," generally speaking, occurs when someone has a duty to more than one person or organization and cannot perform their responsibilities unimpaired by that duality. This may occur when an individual's personal interests are inconsistent with the customer or Acuity's best interests; situations where an individual is in a position to derive personal benefit from actions or decisions made in their professional capacity.

Put most simply: Acuity does not permit employees to engage in any personal, business, or professional activity, or receive or retain any financial interest, which places you in a position of conflict between those interests and duties or responsibilities related to performance of work at Acuity and the customer.

The possibility of a conflict of interest can be addressed and, potentially, mitigated before any actual damage is done. Therefore, when you suspect a conflict of interest – either for Acuity, yourself, or a colleague – you should bring this matter to the attention of Acuity's Ethics and Compliance Office. The mitigation may range from obtaining a non-disclosure statement from the person with the conflict of interest to training the employees how to avoid conflicts of interest and from reassigning the individual with the conflict to another project to disciplining the individual with the conflict of interest for failing to disclose such. We strongly encourage supervisors to monitor for potential conflicts of interest among their subordinates.

Although we cannot list every activity or relationship that would create either an actual, potential, or perceived conflict of interest, the following examples are some of the more common conflict situations you are likely to encounter in your daily work.

- **BUSINESS WITH FAMILY AND FRIENDS:** Our sole criterion in selecting suppliers, customers and other persons doing or seeking to do business with Acuity must be impartial. We always must keep in mind that it is our responsibility to advance Acuity's best interest. If a family member or close friend has an interest in a company with which we seek to conduct business, you must disclose the circumstance immediately to Acuity's Ethics and Compliance Office.
- **CORPORATE OPPORTUNITIES:** At times, we may learn of business opportunities through our employment at Acuity. We may not take personal advantage of those opportunities or refer them to a third party, unless Acuity had a chance to evaluate the prospect and has decided not to pursue it.
- **OUTSIDE EMPLOYMENT:** Being employed by or consulting with another organization could also create a conflict of interest. In general, we may not accept another job that interferes with our ability to do our work for Acuity. This means we may never conduct outside business during designated work hour or use Acuity's property, equipment or information for another business.

Further, we cannot accept employment from a supplier or competitor of Acuity without an express written waiver from Acuity's President or Chief Operating Officer. In any case, prior written approval is required before performing any outside work.

- **INVESTMENTS:** Acuity does not seek to control our personal financial decisions. However, some outside financial interests may improperly influence – or could be perceived by others to influence – the decisions we make for Acuity. Investments in Acuity's competitors, suppliers or other business partners are generally acceptable. Further, the amount of the investment must not be so significant to you that it would affect your business judgment on behalf of Acuity. If you, or a member of your household, own or seek to own any such financial interest, you must promptly disclose the matter and seek approval. Acuity highly discourages employees from owning an interest of any size or value in a competitor, customer, vendor, or any other party seeking to do business with Acuity.
- **PROFESSIONAL RELATIONSHIPS:** Acuity strongly discourages employees and executives from using connections and relationships garnered during their employment at Acuity for private purposes. This includes the scenario where someone is a proprietor in a business unrelated to Acuity's line of business and seeks to grow that outside business through leveraging the connections the Acuity employee made during their time at Acuity.
- **PERSONAL RELATIONSHIPS:** Supervising anyone with whom you have a family or romantic relationship could give rise to the appearance of favoritism. Therefore, we should never be in a position where a personal relationship is also a reporting relationship. These personal relationships include your immediate family members (such as your spouse, children, stepchildren, parents, step-parents, siblings, in-laws and any other members of you household) as well as romantic or intimate relationships (such as a partner, fiancé or fiancée, or domestic partner). If you find yourself in a position to supervise or otherwise make employment decisions regarding family or partner, disclose the situation immediately to the Ethics and Compliance Office.
- **SERVING ON A BOARD OF DIRECTORS:** At times, we may seek to sit on a board of directors outside of Acuity. While impacting your community by serving on a board of directors for a non-profit organization is encouraged and does not require prior approval, you may only accept this position if it does not interfere with your ability to do your job. However, serving on the board of directors for an outside company that does business with Acuity requires advance approval. Always contact Acuity's Ethics and Compliance Office before accepting such a position, to include sitting on public commissions, or taking public service appointed positions.
- **USE OF ACUITY RESOURCES FOR PERSONAL GAIN:** Acuity provides certain communications and information equipment, systems, networks, and software as the tools needed to perform services for Acuity and Acuity customers. The use of these tools for personal gain such as through supporting an external business is strictly prohibited.

Remember that prompt and full disclosure is required for all circumstances that you believe might constitute, or appear to constitute, a conflict of interest. If you are unsure, seek guidance. Never engage in any conduct involving a possible or apparent conflict of interest unless you receive prior written approval from Acuity's President or Chief Operating Officer and the Ethics and Compliance Office.

## AVOIDING ORGANIZATIONAL CONFLICTS OF INTEREST

An Organizational Conflict of Interest may arise when certain factors create an actual or potential conflict of interest on a particular contract, prospective contract, or project. When we work with government customers, we must be particularly careful to avoid organizational conflicts of interest. Part 9.5 of the Federal Acquisition Regulations (“Organizational Conflicts of Interest”) is incorporated into all of Acuity’s contracts in some capacity. Part 9.5 provides the strict guidelines and restrictions touching and concerning Organizational Conflicts of Interest, and Acuity strives to take all reasonable actions necessary to comply with these requirements. Just as we – individually – must avoid situations where our judgment is impaired due to other interests and forces, we must strive to see Acuity does not engage in situations which could actually or potentially create a conflict of interest. We must also see that Acuity is not placed in a situation where an independent third party could reasonably believe Acuity has a conflict of interest.

We must exercise common sense, good judgement, and sound discretion to assess whether an opportunity, action, or endeavor can create an actual, potential, or apparent Conflict of Interest for Acuity. Proactive identification of such matters is critical and, therefore, disclosure when one reasonably believes a conflict may be present is vital. Whenever you believe a conflict of interest exists for Acuity, report it to Acuity’s Ethics and Compliance Office. The matter will be investigated and, where appropriate, corrective actions taken to mitigate the issue.

To help understand Organizational Conflicts of Interest and better equip you to identify them, below you will find brief discussions of the three types of Organizational Conflicts of Interest you may encounter:

- **BIASED GROUND RULES (FAR 9.505-2):** Situations in which a firm, as part of fulfilling a contract, has set the ground rules for another contract, for example, by writing the statement of work or the specifications. In these “biased ground rules” cases, the primary concern is that the firm could skew the competition, whether intentionally or not, in its own favor. These situations may also involve a concern that the firm, by virtue of its special knowledge of the customer’s future requirements, would have an unfair advantage in competing based on those requirements. Here, think of situations where Acuity, as part of their contractual responsibilities, drafts a document which directly or indirectly influences the way proposals are evaluated or where Acuity provides cost estimates or cost information.
- **IMPAIRED OBJECTIVITY (FAR 9.505-3):** Situations where a firm’s work under one contract could entail evaluating itself, either by performing an assessment of work completed under another contract or by evaluating proposals. In these “impaired objectivity” cases, the concern is that the firm’s ability to render impartial advice to the customer could appear to be undermined by its relationship with the entity whose work product is being evaluated.
- **UNEQUAL ACCESS TO INFORMATION (FAR 9.505-4):** Situations in which a firm has access to non-public information through performance of a contract and where that information may provide the firm a competitive advantage in a later competition for a second, separate contract. These situations tend to involve a firm gaining access to a competitor’s proprietary information or non-public/ confidential information of the Government. In these “unequal access to information”

cases, the concern is limited to the risk of the firm gaining a competitive advantage; there is no issue of bias.

## EMPLOYMENT PRACTICES & RECRUITMENT AND RETENTION OF CURRENT OR FORMER GOVERNMENT PERSONNEL

Acuity provides equal employment opportunities to all employees and applicants for employment without regard to race, color, origin, age, handicap, sexual orientation, political affiliation, or other legally protected characteristic.

We – not just those responsible for recruiting and hiring – must be aware that government employees and former government employees may be subject to certain post-employment restrictions (colloquially called “Revolving Door” restrictions). The restrictions may vary depending on whether the individual worked for the federal or state or local government and what position the individual held. Although most Revolving Door restrictions restrict the actions of employees, improper job offers can constitute a bribe, create an organizational conflict of interest, or impede Acuity’s ability to pursue certain contracts with the Federal Government. Acuity’s Recruiting team and Human Resources Department have a questionnaire used to capture the information needed from any current or former government employee applying for a position with Acuity to help the company evaluate any potential conflict of interest.

Some private sector employees may be subject to non-competition or other restrictions arising out of an agreement with their previous employer. Acuity reviews each agreement for any potential conflict of interest.

The Human Resources Department and Acuity’s Ethics and Compliance Office must be consulted prior to engaging into any employment discussions with individuals who may be subject to non-compete agreements or current or former government employees. Compliance with the Authority and Approval Matrix is required before any offers of employment are extended.

## BUSINESS GIFTS AND ENTERTAINMENT

Acuity employees, executives, and contractors shall not offer or accept gifts, gratuities, or entertainment in the course of their professional relationship with Acuity which would have the appearance or effect of influencing the judgment of the recipient in the performance of his or her duties.

### ACUITY AND GOVERNMENT

Special rules on the acceptance of gifts from outside sources apply to officials and employees of the Federal Government. Gifts, gratuities, food, and entertainment must not be offered to those employees unless expressly permitted by law and with the prior, written approval of Acuity's Ethics and Compliance Office.

The guidance and restrictions of this section are drafted to protect you and all of Acuity's employees, executives, and contractors. It is a criminal violation to provide anything of value to a public official with the intent to influence any official act or because of any official act. Thus, all Acuity employees, executives, and contractors are generally prohibited from offering or giving a gratuity to an officer, official, or employee of the Government.

Acuity recognizes there may be situations when it would be appropriate to offer or accept gifts, gratuities, or entertainment to Government officials. Such situations include:

- Gifts of nominal value not in excess of \$20.00USD on an occasional and infrequent basis when gifts are traditionally exchanged, such as birthdays, marriage, retirement, holidays, or special occasions which represent expressions of friendship. But note: the annual aggregate value of gifts cannot exceed \$50.00USD.
- Unsolicited advertising and promotional material (*e.g.*, pens, calendars, coffee mugs, etc.) of nominal value.
- Awards given by charitable, educational, civil, or religious organizations for meritorious contributions or service.

Nominal food provided at a meeting such as sandwiches, pizza, or bagels and coffee are permissible. Individuals are permitted to pay for meals and/or events with government officials provided the government reimburses Acuity for their portion of the meal and/or event. Also, granting compensatory passes to a tradeshow or conference even though the value of such exceeds \$20.00USD are permissible.

### ACUITY AND OTHER BUSINESSES

Some businesses do offer gifts, particularly meals and entertainment such as attendance at shows, and sporting events to those with whom they do or desire to do business. Acuity permits its employees, executives, and contractors to accept such offers provided such does not create the appearance of a bias towards the company offering the benefit such as an inducement, "quid pro quo," or reward for recommending that company's products. The receipt of compensatory passes to a tradeshow or conference is appropriate regardless of the value. Any questions as to whether the acceptance of such an offer is appropriate should immediately be discussed with Acuity's Ethics and Compliance Office.

Reasonable entertainment at luncheon, dinner, or business meetings with present or prospective customers or clients when the expenditure would be properly chargeable as a business expense.

The acceptance and exchange of gift cards have their own set of rules. Acuity's general rule is: if it is taxable as "income", then Acuity prohibits the exchange or receipt of it without approval from Acuity's Ethics Officer. General-use, prepaid gift cards (i.e., those bearing the logo of American Express, Visa, or MasterCard) may not be given or accepted regardless of the value without the prior approval of Acuity's Ethics and Compliance Office. This is because these types of cards function similarly to money and the use of the "card" is incidental. In fact, the IRS regulations define these as "cash equivalents" and, over certain, nominal values, are taxable as income. Store gift cards (i.e., Amazon, iTunes, Starbucks) and gift cards to receive special products or services by specific named vendors (i.e., free month to Hulu, free classes at Orange Theory) may be received under the gift rules. The logic is that these can only be redeemed at one merchant or affiliated group of merchants for goods and services. These are not treated, by the IRS, as cash equivalents and are, thus, not taxable as income. Please keep in mind the rule that acceptance of gift cards cannot create the appearance of bias towards the giver of such.

Any questions regarding the propriety or legality of offering or accepting gifts in connection with your professional relationship with Acuity should be referred to Acuity's Ethics and Compliance Office. The Ethics and Compliance Office can be reached electronically at [Ethics@myacuity.com](mailto:Ethics@myacuity.com) or by phone via the Ethics Hotline at (571)570-4107.

## PROTECTING COMPANY PROPERTY AND DATA PRIVACY

Acuity has many valuable physical and intangible assets which must be protected. These assets are among the cornerstones which keep Acuity competitive. Acuity's physical property includes facilities, equipment, computer systems, resources, and records. We are responsible for protecting such property from loss, damage, misuse, theft, and waste. Part of the way we do this is through using company resources wisely and only for business purposes.

All communications/ information systems provided by Acuity are to be used only in connection with your duties. Remember, these systems are intended for business use and all information, voice mail and electronic mail messages, etc. stored or transmitted thereon or therein are considered Acuity's records.

It is also important to protect Acuity's intangible assets. Assets such as Acuity's reputation and good will, Acuity's confidential information, business plans, customer lists, intellectual property, proposals, financial information, and other information we produce as part of our work for Acuity. During your time with Acuity, you will periodically be exposed to such intangible assets. It is important for Acuity's health and for the well-being of your colleagues who depend on Acuity for their livelihood that you keep information you learn through your employment confidential.

In addition, we may not disclose such information to our colleagues who do not have a legitimate business need to know it. When you do have a business need to disclose such information to a colleague or third party, you must ensure the appropriate confidentiality agreement is in place. Employees, executives, or subcontractors who improperly disclose sensitive information, confidential information, proprietary information, or trade secrets information to anyone outside of Acuity will face disciplinary action, up to and including termination. Remember, the obligation to protect confidential company information continues even after your employment with Acuity ends.

We also have a duty to protect employee data in accordance with applicable legal requirements. No one should access prospective, current or former employee records- such as payroll, group insurance, benefits and working files – without proper authority. All documents with sensitive data or Personally Identifiable Information ("PII") must be protected with a unique password.

Finally, many of our engagements have their own specific confidentiality requirements. It is critical that you work with management to learn and understand those requirements are so that you are in a position to comply with them.

If you discover or suspect the unauthorized use or disclosure of confidential information or proprietary information such as financial information, you should notify Acuity's Ethics and Compliance Office immediately.

In addition to protecting the confidential information of Acuity, we must also afford this same respect to the confidential information of our employees, clients, partners and other third parties.

These confidentiality obligations continue after you leave Acuity. You are prohibited from disclosing sensitive, proprietary, trade secret, or confidential information to anyone outside of Acuity even after you depart. Acuity will take all available legal steps to protect its confidential or proprietary information.

## USING COMPANY COMPUTER SYSTEMS

Just as we have a duty to protect our company's assets, we share an obligation to use Acuity's computer resources, networks and internet and email systems responsibly and securely. These resources are provided for business purposes and are intended to be used for such. While Acuity allows incidental, occasional personal use of its internet/email system, it must be kept to a minimum and not detract from our work. You must also take care to avoid improper use such as:

- Communicating inappropriate, sexually explicit or offensive statements that are not in line with our Core Values.
- Viewing or sharing sexually explicit or offensive materials.
- Spreading profanity, derogatory remarks, discriminating or harassing comments, or threatening or abusive language.
- Online gambling or offshore banking.
- Downloading unlicensed or illegal material.
- We should never use Acuity's networks or internet/email system to send, receive or store any messages we intend to keep private.
- All information, data and files contained within Acuity's network or Acuity owned equipment belong to our company.

Acuity reserves the right to monitor or disclose any messages, documents or any other files on company computers without notice. We are expected to be familiar with our company's information resources policies.

Acuity understands the unique opportunity we have to engage with our stakeholders through social media. These include blogs, micro blogs, social networking sites (such as Twitter®, Facebook®, LinkedIn®), wikis, photo/video sharing sites. However, when utilizing these resources, we must keep in mind that electronic messages are permanent, transferable records of our communications. They can be altered without our consent and can affect Acuity's reputation if released to the public. Therefore, we are expected to follow all Acuity policies and procedures when using social media and exercise good judgment and common sense. Never speak or act on our company's behalf unless authorized to do so.

If you are aware of or suspect the inappropriate use of Acuity technologies or electronic communications, notify Acuity's Ethics and Compliance Office immediately. The Ethics and Compliance Office can be reached electronically at [Ethics@myacuity.com](mailto:Ethics@myacuity.com) or by phone via the Ethics Hotline at (571)570-4107.



## OUR CLIENTS RELY ON OUR INTEGRITY

### HONESTY IN EVERYTHING WE DO

Our customer-centric ethic and mission orientation must never get in the way of complete honesty and accuracy in everything we say, do or write.

### OBTAINING BUSINESS WITH INTEGRITY

In order to serve our business partners to the best of our abilities, we must always be truthful about what Acuity can and cannot achieve. Any time we discuss our capabilities, credentials, qualifications and corporate history, either verbally or in writing, we must make sure to be honest and accurate. No inaccurate, misleading, or exaggerated claims relating to Acuity performance, capabilities, products, and services will be made in any proposal, marketing material, or response to government inquiry. All proposals must be accurate and realistic with regards to performance, cost, and schedule. Acuity's policy is to emphasize the quality of its services and to abstain from making disparaging comments or casting doubts on competition or their services. Statements made concerning a competitor or its services must be limited to factual information. It is strictly against Acuity policy and this code to use any unfair practices against competitors, such as obtaining their confidential information.

It is also important to keep in mind that many of our clients have strict rules about how to prepare and submit proposals to obtain their business, as well as rules for what types of information relating to a proposal we may receive from the client's personnel. We must make sure that we know and follow the rules that apply to our work.

Many proposals submitted by Acuity contain detailed resumes of those employees being bid. All employees must ensure their resumes are accurate and complete and any other representations to customers regarding employee education, experience, and capabilities are correct. Those who draft proposals and responses to government inquiries are responsible for ensuring representations on resumes complies with government expectations and is true and accurate. Employees who knowingly falsify their personal credentials or misrepresent the employment status or credentials of individuals proposed to the government are subject to disciplinary action up to and including termination of employment.

### COMPETING FAIRLY

Because Acuity competes based on the quality of our services, we are always committed to promoting fair competition. We must never engage in or support unfair or predatory business practices or any activities that would improperly restrain trade. Similarly, it is critical that we abstain from any activity that may violate or give the appearance of violating competition laws. These types of conduct are generally prohibited:

- **Price Fixing:** Acuity shall not enter into agreements, understandings, or arrangements with competitors to raise, lower, fix, or stabilize prices. Nor shall we agree with competitors on conditions of sale for competing services or products.

- **Anti-competitive Practices:** Acuity shall not (1) agree to allocate territories, markets, or customers, (2) artificially limit our services, or (3) participate in a boycott of a customer, supplier, or any other type of third party.
- **Reciprocal Dealings:** Acuity shall not enter into any agreement where Acuity agrees to buy a product or service from a supplier on the condition that they buy a product or service from Acuity.
- **Tying arrangements:** Acuity shall not require our customers to purchase other services as a condition of receiving desired services.

Unless expressly permitted by the customer’s rules, regulations, or specific terms of a Request for Proposals (“RFP”), Acuity is, per the previous section on Organizational Conflicts of Interest, prohibited from writing Requests for Proposals that Acuity will respond to as a potential vendor in a competitive procurement. Acuity shall not obtain draft RFPs unless they are publicly distributed to potential bidders by the issuing agency for review and comment. After an RFP is released, Acuity shall not seek meetings with government officials other than those designated in the RFP.

These rules apply to informal understandings as well as to formal agreements. In order to make sure that we are competing fairly, we should refrain from discussing any of these activities with our competitors – or from discussing any other matters that could be seen as an attempt to limit competition. Behavior that violates these rules should be reported.

When engaging with the Federal Government, additional guidelines regarding procurement integrity must be followed. Procurement integrity laws include prohibitions on disclosing and obtaining procurement information, as well as engaging in discussions with U.S. Government employees or officials regarding non-employment. Acceptable business development activities are dependent on the procurement phase – prior to the establishment of a requirement, prior to the release of an RFP, and post-RFP release. Detailed information is available by contacting Acuity’s Ethics and Compliance Office.

## PROPOSAL PREPARATION

Acuity employees involved in the preparation and submission of proposals and negotiation of contracts shall ensure all statements, communications, and representations made to customer representatives are accurate and truthful. Acuity employees who are preparing contract proposals and negotiating contracts are required to ensure cost and pricing data is current, accurate, and complete.

Acuity makes significant investments of time, resources, and money for each proposal and response to government inquiry. Multiple groups, divisions, offices, and executives have vested interests in each response to the government. It is imperative for each Acuity employee and executive to uphold any internal decisions and agreements made regarding the response. It is a violation of this code to replace a decision and agreement regarding a proposal with your own without receiving prior written approval of all interested parties. However, should the employee, executive, or contractor believe the internal decision violates a law, regulation, or does not comply with the guidance provided Acuity in the government’s request, the employee, executive, or contractor should report their concerns to Acuity’s Ethics and Compliance Office.

The Ethics and Compliance Office can be reached electronically at [Ethics@myacuity.com](mailto:Ethics@myacuity.com) or by phone via the Ethics Hotline at (571)570-4107.

## HANDLING COMPETITIVE INFORMATION

We strive to outperform our competition fairly and competitively. Advantages over our competitors are obtained through superior performance of our products and services, not through unethical or illegal business practices. At times, we may need information about our competitors. We may use publicly available information but must always make sure we only acquire information about our competitors in a legal, ethical and responsible manner. For example, we must never pressure anyone to breach a confidentiality agreement, such as by asking a colleague to reveal confidential information about a previous employer.

We also should never attempt to gather information about our competitors through deceptive or misleading actions. If confidential information about a competitor is deliberately or inadvertently disclosed to you, discuss the issue with Acuity's Ethics and Compliance Office, and do not use it without express written permission.

## AVOIDING CORRUPT PRACTICES

Acuity is proud of the work we do. We believe our ability to continue to foster good working relationships with our clients depends on acting ethically in all our business dealings. Unless expressly permitted by statute or regulation **and** approved in writing by Acuity's Ethics and Compliance Office and Chief Executive Officer, Acuity will not pay non-employees or executives of Acuity, independent consultants, or entities of any sort commissions, percentages, brokerages, or other fees contingent on securing new business. When sales agents are employed, they must not exert improper influence to solicit or obtain business for Acuity; they shall uphold this Code.

No bribes, kickbacks, or other illegal inducements or consideration, including the hiring of relatives, shall be given to any person or organization to attract or retain business.

## CHARGING TIME

Each of us has a responsibility to ensure our timesheets accurately reflect the hours worked. Time worked on a project must be charged to that project and no other. Government regulations and Client contracts also mandate complete and accurate records. All employees are required to complete time sheets in accordance with the requirements established by Company policies, specifically the Timekeeping Policy, and the Defense Contract Audit Agency (DCAA) requirements.

Remember, time charged and recorded must accurately reflect the work done and be charged to the proper account. For example, an employee who normally charges their time worked directly to a contract, attends a meeting not directly related to the contract at Acuity Headquarters. That meeting should be charged to an overhead labor charge code and any reimbursable related expenses would be charged to an overhead expense charge code. False or misleading time entries are prohibited; should such be made, it could be cause for immediate termination.

Supervisors are responsible for ensuring the timesheets they approve are accurate and reflect the hours worked by the employees who report to them.

Mischarging time is a serious offense and can subject Acuity and the responsible individual to criminal and civil liability. If anyone directs or suggests that time can be charged in a manner other than in accordance with the Timekeeping Policy, it is the responsibility of the employee to inform Acuity's Ethics and Compliance Office immediately.

## GOVERNMENT PROPERTY AND EQUIPMENT

Acuity employees, performing on contracts, are frequently permitted access to or delivered the property of a government agency for use in connection with that particular contract. All government property must be properly accounted for from the time of receipt to the time the property is returned to the Government (or disposed of at the government's direction). Acuity employees must exercise appropriate care and control of Government property and equipment. Acuity encourages each employee to treat government provided property with the same level of care each employee treats Acuity provided equipment. It is the responsibility of every Acuity employee to properly account for and handle any property or equipment furnished by the Government. Employees should immediately report any known or suspected mishandling or abuse of such property to Acuity's Ethics and Compliance Office.

## ACCURATE BOOKS AND RECORDS

We must each do our part to make certain the financial documents our company discloses are accurate and honest. Even if maintaining financial data is not your primary job duty, each of us contributes to record keeping in some form, such as by completing timesheets, submitting travel and expense reports or keeping safety records. The information we record provides an accurate view of our operations and allows our company to make well-informed business decisions. Therefore, every piece of information that we submit in company records of any kind must be honest, accurate, and complete. Each of us is responsible for knowing and following Acuity's internal controls and any applicable accounting requirements when recording this data. We also must submit appropriate contract documentation at all times.

Our commitment to ethical business conduct requires our business transactions to be authorized and legitimate. To be clear, we may not engage in any of the following activities:

- Making false representations on behalf of our company, either verbally or in writing.
- Hiding company funds.
- Circumventing internal controls.
- Mischaracterizing company transactions.
- Creating undisclosed or unrecorded fund accounts.
- Knowingly allowing illegal activities to occur.

If you notice any accounting or auditing irregularities, or incidents of fraud by individuals responsible for our company's accounting or financial reporting, you should report your observation to Acuity's Ethics

and Compliance Office. Please keep in mind it is against company policy to retaliate against anyone who makes an honest and sincere report of fraud or any other accounting or auditing irregularity.

## RECORD RETENTION

Keeping our records in order helps us build trust with our clients and regulators. This commitment applies to both paper and electronic documents, including files such as email and images. In short, we must take care with all the records we create, receive or maintain in order to do our jobs. Effectively managing these records allows us to ensure they are available when needed. In addition, it helps us comply with all applicable laws and regulations and preserve any documents that may become relevant in audits, investigations or litigation.

Make sure you know and follow the records management practices that apply to your work and your location. There may be instances where Acuity's legal team places a "legal hold" on records to preserve them for actual or anticipated legal engagements. In these instances, Acuity's legal team will communicate with all interested parties and detail what records must be produced and preserved and where such records shall be stored.

If you believe anyone has improperly concealed, altered or destroyed a record, you should report it to Acuity's Ethics and Compliance Office. The Ethics and Compliance Office can be reached electronically at [Ethics@myacuity.com](mailto:Ethics@myacuity.com) or by phone via the Ethics Hotline at (571)570-4107.

## AUDITS AND INVESTIGATIONS

During your employment, a company or government official may ask you to take part in an audit or investigation of Acuity or certain employees. It is important to cooperate with such a request, but if a government official requests information or documentation, contact Acuity's Ethics and Compliance Office before providing any records or information. As with all our activities, we must be forthright when we deal with audits or investigations. At no time may we conceal, alter or destroy any requested records. In addition, we must never attempt to exert improper influence on the results of an investigation or audit. Acuity prohibits executives or employees from attempting to exert improper influence on the results of an investigation. If you believe a violation has occurred, contact the Ethics and Compliance Office. If you prefer to report on an anonymous basis, where allowed by law, you may submit a report by calling the Ethics Hotline at (571)570-4107 or emailing [ethics@myacuity.com](mailto:ethics@myacuity.com). Keep in mind it is against company policy to retaliate against anyone who makes an honest and sincere report of violations.

## FINANCIAL INTEGRITY

### PROTECTING INSIDE INFORMATION

In our work for Acuity, we sometimes have access to information about our company and our business partners that is not available to the general public. In order to avoid unfair and illegal transactions, we must never buy or sell the stock of any company about which we possess inside information.

For information to be considered “inside”, it must be both material (meaning it would affect the decisions of a reasonable investor) and non-public (meaning it has not been released to the public). Information becomes public only after two full trading days have passed since the public release of the information.

Inside information can be either positive or negative, and commonly includes the following examples:

- Projections of future earnings or losses.
- News of a pending or proposed merger.
- News of a significant sale of assets.
- Declaration of a stock split or offering of additional securities.
- Changes in executive management.
- Significant new products or discoveries.

If you have any questions as to whether the information you possess qualifies as inside information, please contact Acuity’s Ethics and Compliance Office.

### ADDITIONAL EXPECTATIONS

Certain company officers and the directors of Acuity have a special responsibility to promote integrity within our company. Their role requires them to ensure our company’s public disclosures are accurate and complete. In order to do so, these individuals are required to know and understand the financial disclosure laws that apply to their work.

Violations of financial disclosure laws will be viewed as a severe offense that may result in disciplinary action, up to and including termination. This includes failing to report potential violations by others. If you believe a violation has occurred, contact Acuity’s Ethics and Compliance Office. If you prefer to report on an anonymous basis, where allowed by law, you may submit a report by calling the Ethics Hotline at (571)570-4107 or emailing [ethics@myacuity.com](mailto:ethics@myacuity.com). Keep in mind it is against company policy to retaliate against anyone who makes an honest and sincere report of violations.

## POLITICAL ACTIVITIES AND CHARITABLE CONTRIBUTIONS

### POLITICAL ACTIVITIES

Acuity funds, services, facilities, or other assets may not be contributed or used in any fashion to support or oppose any political party, political action committee, candidate for political office, non-candidate organization (such as political convention host committees), state or local ballot measures, or organizations organized under Section 527 of the U.S. Internal Revenue Code without the prior written consent of the Chief Executive Officer and Acuity's Ethics and Compliance Office.

Acuity employees are encouraged to participate in the political process on their own time and at their own expense subject, of course, to applicable legal limits and requirements. However, in this participation they are prohibited from:

- 1) Holding themselves out to the public as employees of Acuity and
- 2) Discussing, naming, or in any way describing or naming the Government agency, office, and/or program to which they are assigned or have performed.

This clause may only be waived after a written request is transmitted to Acuity's Ethics and Compliance Office and responded to in a writing signed by both the Chief Executive Officer **and** Acuity's Ethics Officer or Acuity's Director of Compliance.

### CHARITABLE CONTRIBUTIONS

Acuity funds, services, facilities or other assets may not be contributed or used in any fashion to support any charitable organization or event which is supported by, recommended by or affiliated with an Acuity client or any Acuity employee without the prior written consent of the Chief Executive Officer and Acuity's Ethics and Compliance Office.

Acuity employees are encouraged to participate in charitable activities on their own time and at their own expense.

## AUTHORITY AND APPROVAL MATRIX

Acuity maintains an Authority and Approval Matrix (the “Approval Matrix”) which summarizes corporate policy governing the approval and review requirements for various actions and documents. All Acuity personnel in positions of responsibility must be familiar with the Approval Matrix and ensure they have the actual authority and responsibility to take the action intended. This is particularly important when retaining consultants, signing any type of contract, approving the submission of offers, and following applicable employment policies.

As stated in the Approval Matrix, an individual with approval authority on a certain issue cannot exercise that authority in a situation where he or she has a personal interest in the outcome.

The Approval Matrix is available at Acuity’s Intranet. Any questions concerning the Approval Matrix should be directed to Acuity’s Ethics and Compliance Office. Acuity’s Ethics and Compliance Office can be reached electronically at [ethics@myacuity.com](mailto:ethics@myacuity.com) or by phone via the Ethics Hotline at (571)570-4107.



## OUR BUSINESS PARTNERS, CUSTOMERS AND EMPLOYEES RELY ON OUR EXCELLENCE

### PROVIDING QUALITY PRODUCTS AND SERVICES

The foundation of Acuity's reputation is the high quality of the products and services we provide. In order to keep our standards high, we must each comply with all quality control procedures and follow contract specifications at all times. Make sure to familiarize yourself with the standards and specifications that apply to the projects you work on. We must each be aware of and follow these company policies and procedures designed to protect the quality and safety of our products. Changes to a contract's requirements are not permitted unless they are made in accordance with government procedure and approved by a warranted Contracting Officer in writing. For guidance, consult Acuity's Ethics and Compliance Office. Raise any quality or safety issues you spot with your supervisor immediately. Acuity takes great care in choosing our employees, contractors, agents, consultants and other business partners. We aim to do business only with companies that match our high standards of ethical business conduct. Ultimately, our goal is for all our business partners to and operate in an ethical and lawful manner.

## IT'S UP TO YOU

ACUITY'S REPUTATION AND SUCCESS AS A GOOD CORPORATE CITIZEN DEPEND UPON EACH OF US MEETING OUR OBLIGATIONS UNDER THIS CODE. IF YOU HAVE ANY QUESTIONS OR DO NOT UNDERSTAND WHAT IS EXPECTED OF YOU, IT IS YOUR DUTY TO RAISE YOUR CONCERN WITH ACUITY'S ETHICS AND COMPLIANCE OFFICE.