

Strategic Alliance Business Group LLC (SABG)

Code of Business Ethics and Conduct Education and Training

www.sabg.com

Business Ethics Guiding Philosophy

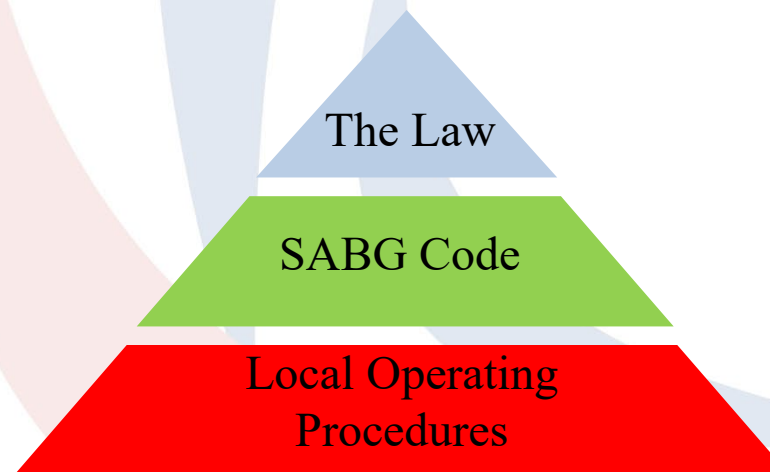
SABG Mission

The SABG Code of Ethics and Business Conduct Guide sets forth the standard that direct all employees of Strategic Alliance Business Group LLC (SABG). All our employees must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. Honest, ethical behavior is what we expect from our Executives, Directors, employees, and business partners. Behavior that breaches this directive will not be tolerated. Any employee violating these standards will be subject to disciplinary action. The SABG Employee Policies and Procedures Handbook details every option the company will independently consider in each situation, depending on a variety of factors including the severity of the violation.



Compliance with Laws, Rules, and Regulations

- Obeying the law, **both in letter and in spirit**
- All employees must respect and obey the laws, rules and regulations of the cities, states and countries in which we operate
- If a law conflicts with a policy in this Code, you must comply with the law
- If a local custom or policy conflicts with this Code, you must comply with the Code



Harassment and Diversity

SABG believes every employee deserves an environment pervaded with dignity and respect. SABG is committed to creating an atmosphere that maximizes the potential of each individual, which, in turn, contributes directly to our business success. Respect for each and every person is the basis for promoting a positive workplace environment.

- SABG is an equal opportunity employer
- SABG will not tolerate any discrimination or harassment based on race, color, religion, sex, national origin, or any other protected class
- Employees should review the corresponding SABG policy which is in the SABG Employee Policies and Procedures Handbook

Timesheets

SABG requires honest, accurate, and timely recording and reporting of information in order to accurately bill for our services. **The employee** is solely responsible for certifying the accuracy and completeness of timesheets.

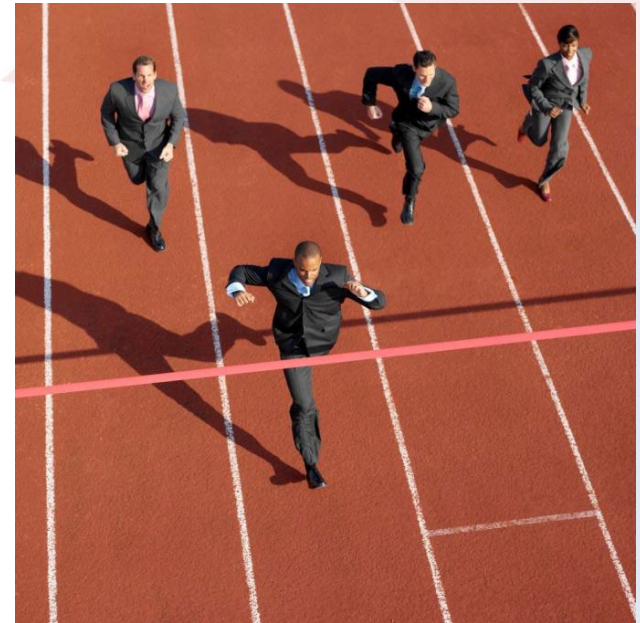
- The SABG timekeeping policy also complies with specific requirements issued by the Federal Government (i.e. the Defense Contract Audit Agency DCAAP 7641.90, DCAA's Contract Audit Manual, and the Federal Acquisition Regulations) regarding the recording and approving of hours worked
- It is SABG policy that timesheets accurately reflect hours worked
- Any employees found altering timesheets in an unethical manner are subject to disciplinary action, as described in the SABG Employee Policies and Procedures Handbook

Personal and Organizational Conflicts of Interest

Conflicts of interest are prohibited as a matter of policy. Conflicts of interest may not always be clear-cut, so if you have a question, you should consult with your supervisor. Any employee who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor or manager.

Competition and Fair Dealing

- Outperform the competition **Fairly and Honestly**
- Never acquire proprietary data without the owner's consent
- No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other illegal trade practice
- No employee is permitted to engage in price fixing, bid rigging, allocation of markets or customers, or similar illegal anti-competitive activities



Regarding Gifts and Entertainment

No gift or entertainment should ever be offered, given, provided, or accepted by any SABG employee or officer, family member of an employee or officer, or agent unless it:

- (1) is not a cash gift
- (2) is consistent with customary business practices
- (3) is reasonable in value
- (4) cannot be construed as a bribe or payoff and
- (5) does not violate any laws, regulations or applicable policies of the other party's organization. Please discuss with your supervisor any gifts or proposed gifts which you are not certain are appropriate



Use of SABG AND Customer Assets

- Theft, carelessness, and waste have a direct impact on SABG's profitability
- Employees at client locations must strictly adhere to the client's policies
- Obligation of employees to protect proprietary information:
 - trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, salary information and any unpublished financial data and reports
- No unauthorized use, copying, distribution, or alteration of software or other intellectual property
- No employee is permitted to engage in price fixing, bid rigging, allocation of markets or customers, or similar illegal anti-competitive activities
- SABG may monitor employees' work output such as email, business calls, and files in order to preserve fairness with customers and in the workplace to maintain compliance with discrimination laws, administer benefits, and appropriately staff positions
- This applies when SABG is the prime contractor or a subcontractor

Disclosure and Compliance

SABG and its employees have a responsibility to disclose in writing any evidence of credible violations (fraud, conflict of interest, bribery, gratuity violations); Civil False Claims violations; and “significant overpayments.”

- Do you have all the facts?
- Does your assignment seem unethical?
- Have no fear when reporting, SABG guarantees anonymity
- Discuss the issue with your supervisor for basic guidance
- Ask first, act later
- ALL SABG employees are subject to this Code

Those who violate the standards in this Code will be subject to disciplinary action, including possible dismissal.

Combating Trafficking in Persons

The United States Government has adopted a policy prohibiting trafficking in persons including the trafficking-related activities of this clause. Contractors, contractor employees, and their agents shall not:

- 1) Engage in severe forms of trafficking in persons during the period of performance of the contract;
- 2) Procure commercial sex acts during the period of performance of the contract;
- 3) Use forced labor in the performance of the contract;
- 4) Destroy, conceal, confiscate, or otherwise deny access by an employee to the employee's identity or immigration documents, such as passports or drivers' licenses, regardless of issuing authority;

Combating Trafficking in Persons

- 5) (i) Use misleading or fraudulent practices during the recruitment of employees or offering of employment, such as failing to disclose, in a format and language understood by the employee or potential employee, basic information or making material misrepresentations during the recruitment of employees regarding the key terms and conditions of employment, including wages and fringe benefits, the location of work, the living conditions, housing and associated costs (if employer or agent provided or arranged), any significant costs to be charged to the employee or potential employee, and, if applicable, the hazardous nature of the work;
(ii) Use recruiters that do not comply with local labor laws of the country in which the recruiting takes place;
- 6) Charge employees or potential employees recruitment fees;

Combating Trafficking in Persons

- 7) (i) Fail to provide return transportation or pay for the cost of return transportation upon the end of employment - (A) For an employee who is not a national of the country in which the work is taking place and who was brought into that country for the purpose of working on a U.S. Government contract or subcontract (for portions of contracts performed outside the United States); or (B) For an employee who is not a United States national and who was brought into the United States for the purpose of working on a U.S. Government contract or subcontract, if the payment of such costs is required under existing temporary worker programs or pursuant to a written agreement with the employee (for portions of contracts performed inside the United States); except that - (ii) The requirements of paragraphs (b)(7)(i) of this clause shall not apply to an employee who is - (A) Legally permitted to remain in the country of employment and who chooses to do so; or (B) Exempted by an authorized official of the contracting agency from the requirement to provide return transportation or pay for the cost of return transportation; (iii) The requirements of paragraph (b)(7)(i) of this clause are modified for a victim of trafficking in persons who is seeking victim services or legal redress in the country of employment, or for a witness in an enforcement action related to trafficking in persons. The contractor shall provide the return transportation or pay the cost of return transportation in a way that does not obstruct the victim services, legal redress, or witness activity. For example, the contractor shall not only offer return transportation to a witness at a time when the witness is still needed to testify. This paragraph does not apply when the exemptions at paragraph (b)(7)(ii) of this clause apply.

Combating Trafficking in Persons

- 8) Provide or arrange housing that fails to meet the host country housing and safety standards; or
- 9) If required by law or contract, fail to provide an employment contract, recruitment agreement, or other required work document in writing. Such written work document shall be in a language the employee understands. If the employee must relocate to perform the work, the work document shall be provided to the employee at least five days prior to the employee relocating. The employee's work document shall include, but is not limited to, details about work description, wages, prohibition on charging recruitment fees, work location(s), living accommodations and associated costs, time off, roundtrip transportation arrangements, grievance process, and the content of applicable laws and regulations that prohibit trafficking in persons.

Actions for Violation of Policy

Employees found to be in violation of the Combating Trafficking in Persons policy may have the following actions taken against them, but are not limited to, removal from the contract, reduction of benefits, or termination of employment.



Contact

To help ensure compliance with this Code of Business Conduct, SABG requires that all employees and officers review the Code of Business Conduct and acknowledge their understanding and adherence in writing on an annual basis. Please sign and submit the attached form to Human Resources. Should you have any questions, please contact the Compliance Officer.

Ethics and Business Compliance Officer

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