



ADDENDUM NEW ZEALAND

Our Code, as well as this addendum is provided as guidance in conducting your L-3 responsibilities. These documents are not intended to be all inclusive. You should seek guidance from the Legal Department as questions and/or conflicts arise.

The L-3 Code of Ethics and Business Conduct (“Code”) applies to everyone who does business on behalf of L-3 - employees, officers and members of our Board of Directors. It also may apply to agents, consultants, contract labor and others who act on L-3’s behalf. Above all, every L-3 employee must conduct himself or herself in an ethical manner.

Specifically, everyone who represents L-3 will ensure that:

- ✓ Ethical behavior is the foundation by which we conduct our business
- ✓ We do not take advantage, or abuse our position for personal gain or otherwise knowingly violate the law
- ✓ Our actions do not create, directly or indirectly, a conflict of interest
- ✓ We seek guidance when necessary

Requirements

If you are a U.S. citizen working outside of the United States, you are required to abide by United States laws, as well as the laws and regulations of the country in which you are employed. All other individuals may or may not be subject to both U.S. and foreign laws, depending on the circumstances. In situations where you are uncertain about whether a particular law applies, consult with your Manager or the Legal Department **immediately**.

Mandatory Obligation to Disclose Certain Misconduct

The US Federal Acquisition Regulation (FAR) requires the mandatory disclosure of credible evidence of federal criminal law violations involving fraud, conflict of interest, bribery, or gratuity violations, as well as claims under the Civil False Claims Act, and significant overpayments. This mandatory disclosure obligation continues up through three (3) years after contract close-out. In order to comply with these obligations, all L-3 employees must immediately report any issues that could potentially constitute a violation of criminal or civil law, or significant overpayment on a Government contract or subcontract, to your responsible Ethics Officer or the Corporate Ethics Officer. You may also report these matters through the Ethics Helpline. Reporting of these matters is mandatory, although you may use the Ethics Helpline if you prefer to remain anonymous.

There are some laws particularly applicable to doing business in New Zealand. This addendum describes specific areas of New Zealand law that complement the existing requirements of the Code and is meant to be read in conjunction with the Code.

Gifts and Entertainment with New Zealand Officials

Part 6 of the Crimes Act 1961 (**Crimes Act**) makes it an offence to agree or offer to agree to give any bribe (being any money, valuable consideration, office, employment or any benefit, whether direct or indirect) to any person with the intent to influence people in certain public roles, including judicial officers, law enforcement officers, members of Parliament and Ministers of the Crown, and other public officials. Part 6 also prohibits people in those roles persons from obtaining, seeking or agreeing to receive a bribe for themselves or any other person. You should not give, offer or promise to give a bribe to a Commonwealth public official.

Most government departments have developed codes of conduct, which regulate the giving and receiving of gifts. Some government departments may have a "no gift" policy. The New Zealand Public Service Code of Conduct provides that public servants must not solicit or accept gifts, rewards, or benefits which might compromise their integrity and the integrity of their department and the public service. Public servants should declare gifts (or offers thereof) to their manager or the chief executive of their department, who will decide the appropriate course of action.

Gifts and Entertainment with Foreign Government Employees and Officials

Part 6 of the Crimes Act deals with bribery of foreign public officials which occurs wholly or partly in New Zealand, or by New Zealand citizens, residents of New Zealand, or a body corporate incorporated under New Zealand law.

You must not offer, promise, provide or be instrumental in providing a bribe to a foreign public official in the exercise of an official's duties as a foreign public official in order to obtain or retain business, or business advantage that is not legitimately due to the recipient or intended recipient. You should not give anything of value to a foreign official for the purpose of improperly influencing an official decision, or otherwise provide unlawful political contributions to obtain or retain business overseas.

Secret Commissions

The Secret Commissions Act 1910 contains bribery and corruption-style offences relevant to the private sector, including in relation to gifts to agents without the consent of the principal, an agent's failure to disclose a pecuniary interest in a contract, false receipts and invoices, and advising persons to enter into contracts with a third party without disclosing a gift or consideration from that third person as an inducement or reward.

Security and Confidential Information

The *Privacy Act 1993* regulates the handling of information concerning individuals. It includes the twelve New Zealand Privacy Principles which regulate how most New Zealand government agencies, health providers and private sector organisations are able to deal with an individual's personal information.

It is important that you are aware of what and how personal information can be collected, used and disclosed. Personal information generally cannot be collected unless the information is reasonably necessary for one or more functions of the entity. Be aware that higher standards apply to information considered sensitive, such as health records.

You must not collect personal information in a way that is unlawful or unfair. Once personal information is obtained, you cannot use it for any purpose other than for which it was obtained unless consent has been granted.

Individuals have a general right to access information about them and have it corrected if it is inaccurate, incomplete or out of date.

Procurement Integrity

Most New Zealand Government agencies carry out procurement pursuant to rules and principles promulgated by the Procurement team of the Ministry of Business, Innovation, and Employment. Further information can be found at www.procurement.govt.nz.

False Statements and False Claims

The Fair Trading Act 1986 covers various aspects of consumer protection, placing a general ban on any misleading or deceptive conduct in the course of trade. It also contains specific provisions on:

- (a) unfair practices;
- (b) product safety and information;
- (c) conditions and warranties in consumer transactions; and
- (d) product recalls.

The Consumer Guarantees Act 1993 also provides for certain minimum warranties and remedies for goods of a kind ordinarily acquired for personal, domestic, or household use.

Fair Treatment and Non-Discrimination

Bill of Rights Act 1990

Under the Bill of Rights Act everyone has the right to freedom from discrimination on the grounds of discrimination set out in the Human Rights Act 1993.

Human Rights Act 1993 (HRA)

The HRA defines the grounds upon which discrimination is prohibited. These are:

- sex (including pregnancy and childbirth);
- marital status;
- religious belief, ethical belief;
- colour; race; ethnic or national origins;
- disability;
- age;
- political opinion;
- employment status;
- family status; and
- sexual orientation.

The HRA also makes it unlawful for any employer or any person acting on behalf of the employer to discriminate against a person on any of the prohibited grounds of discrimination.

Employment Relations Act 2000 (ERA)

An employee can bring a personal grievance against their employer if the employee has been discriminated against, sexually harassed, or racially harassed in their employment.

Safeguarding Health and Safety

Health and Safety at Work Act 2015

The Health and Safety at Work Act aims to provide a balanced framework to secure the health and safety of workers and workplaces. All persons conducting a business or undertaking (a 'PCBU') have a primary duty of care to ensure, so far as is reasonably practicable the health and safety of their workers, whilst working; and workers whose activities are influenced or directed by the PCBU whilst carrying out the work; and other persons who may be put at risk from the work carried out by the PCBU.

Accident Compensation Act 2001

The Accident Compensation Act relates to the rehabilitation and compensation of employees for personal injuries, including personal injury that take place at work.

Avoiding Insider Trading

The Financial Markets Conduct Act 2013 prohibits insider trading, which is dealing in securities whilst in possession of price sensitive information that is not generally available to the market/public. The Act is administered by the Financial Markets Authority.

Competition Laws

The Commerce Act 1986 is the key antitrust law in New Zealand. It regulates competition, provides for the regulation of specific goods and services, and prevents some restrictive trade practices of companies. It is administered by the New Zealand Commerce Commission.

Environmental Laws

A number of pieces of legislation, including the Environment Act 1986, Resource Management Act 1991, Hazardous Substances and New Organisms Act 1996, and Environmental Protection Authority Act 2011 set up a framework for management of the New Zealand environment. In particular, the Resource Management Act 1991 provides for principles of sustainable development and approval processes, largely by way of district plans developed by local authorities.

National Security

The New Zealand Strategic Goods list (implemented by the Ministry of Foreign Affairs and Trade under the Customs Export Prohibition Order 2017) outlines all goods and technology that are subject to export controls. The List is in two parts - Part 1: Military Goods and Non Military Lethal Goods, and Part 2: Dual-Use Goods. The List includes equipment, assemblies and components, associated test, inspection and production equipment, materials, software and technology.

Controlled items may not be exported from New Zealand, including the electronic export of listed software and technology, unless an export licence or permission has been obtained from the Secretary of Foreign Affairs and Trade.