

# ETHICS

*Code of Conduct for Service Providers*

## **ETHICS**

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This Code of Conduct for Service Providers contains the legal and ethical business practice standards that are required for Service Providers of Teledyne Technologies Incorporated. To be useful, it should be kept handy and reviewed frequently. You should become familiar with its contents and use it as a guide to assure you are complying with Teledyne standards.

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## FOREWORD

Teledyne Technologies Incorporated, including its business units, subsidiaries and affiliates, will conduct its business in an ethical and proper manner at all times and in full compliance with all laws and regulations. We view these as the fundamental standards underlying our approach to doing business. We expect our suppliers, contractors, agents, consultants, representatives and distributors, both domestic and international, to adhere to these standards as well.

A good reputation is difficult to earn, easy to lose and almost impossible to regain. We must not lose sight of this. Together we have what it takes to compete at the forefront of our chosen market segments. We are relying on your integrity, continued dedication and adherence to the requirements in this Code of Conduct to help keep us there.

Thank you for doing your part to maintain an ethical business environment.



Robert Mehrabian  
*Chairman, President and  
Chief Executive Officer*

January 2012

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### INTRODUCTION

Teledyne Technologies Incorporated is a company committed to more than just adherence to laws and regulations. We strive for the highest level of integrity and ethics in our dealings with each other, our customers, our stockholders, the public and government agencies. We expect the same from our suppliers, contractors, agents, consultants, representatives and distributors (collectively “Service Providers”). In this pamphlet, Teledyne Technologies Incorporated includes the corporation’s business units, subsidiaries and affiliates, wherever located, and is referred to as Teledyne, Teledyne Technologies, or the Company.

This Code of Conduct applies to every Service Provider who has a business relationship with Teledyne. In conducting business with or on behalf of Teledyne, you share the responsibility for fully implementing the ethical and lawful business practices of our Company. We are committed to ethical and lawful business practices and are willing to take corrective action if a Service Provider does not meet the requirements set forth in this Code of Conduct. That corrective action may include terminating our business relationship with a Service Provider that does not comply with these requirements.

## BUSINESS PRACTICE REQUIREMENTS

Teledyne expects that its Service Providers will adhere to the following business practice requirements.

### *Compliance with Laws and Regulations*

Every Service Provider must comply with all laws and regulations that apply to that Service Provider, its employees and its business activities (“applicable laws and regulations”).

### *No Bribery or Money Laundering*

The Company has no tolerance for bribery or corruption in any aspect of its business or in any country in which we operate. Our Company policy prohibits engaging in any form of corruption, bribery, kickback, extortion, embezzlement or money laundering. We are committed not only to complying with all applicable laws and regulations regarding such activities, including but not limited to the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act, but also to acting with integrity and the highest ethical standards.

No Service Provider shall participate in, facilitate or permit any form of corruption, bribery, kickback, extortion, embezzlement or money laundering, whether with respect to public officials or to any other person. Service Providers shall comply strictly with all applicable laws and regulations and with Teledyne’s policy set forth herein.

### *No Discrimination or Harassment*

No Service Provider shall discriminate in hiring or employment practices on the basis of race, national origin, gender, age, sexual orientation, citizenship, marital status, disability, veteran status or religion.

Service Providers shall provide a workplace free from unlawful harassment.

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### ***Employment Practices***

Service Providers shall comply with all applicable laws and regulations regarding employment, including but not limited to such laws and regulations related to minimum wage, maximum work hours, overtime and benefits.

Service Providers shall only employ individuals who are above the minimum working age as set forth in applicable laws and regulations.

### ***No Forced Labor, Slavery or Human Trafficking***

Service Providers shall not engage in, facilitate or use forced or involuntary labor. Service Providers shall not engage in or facilitate slavery or human trafficking.

### ***Immigration Law Compliance***

Service Providers shall only employ workers with a legal right to work in the country in which the work is performed and shall validate the eligibility to work by reviewing relevant documents, as permitted by applicable laws and regulations.

### ***Safe Work Environment***

Service Providers shall maintain a safe and sanitary workplace that includes appropriate protective equipment, and is in compliance with applicable environmental, health and safety laws, rules and regulations.

### ***Environmental Practices***

Service Providers shall maintain and operate their businesses in an environmentally responsible manner. We recognize the importance of our environment and natural resources, and encourage our Service Providers to embrace the responsibility to society for prudently using natural resources and preventing harm to the environment. Every Service Provider shall comply with applicable environmental laws and regulations, including but not limited to obtaining required environmental permits, providing required environmental reports, properly controlling air, land and water emissions and properly disposing of chemicals and waste products.

### ***Government Contracting***

Every Service Provider will comply with all applicable laws and regulations related to any involvement in government contracts or with government agencies or representatives. Such compliance includes not providing gifts or gratuities to government employees, except as permitted by law. Such compliance also includes complying with all terms, procedures and processes specified in government contracts or subcontracts. In addition, Service Providers who require the use of classified information to perform a government contract or subcontract shall ensure that such information is handled properly

### ***Gifts and Gratuities to Teledyne Employees***

Except for modest, incidental business meals and refreshments or promotional items of insignificant value, no Service Provider shall offer or provide to any Teledyne employee any gift, gratuity or other benefit. Any such meals, refreshments and promotional items shall not be given frequently or for the purpose of securing an improper business advantage. We expect our employees to discharge their duties in a fair and impartial manner and we seek to avoid even the appearance of any form of favoritism or conflict of interest.

### ***Exports and Imports***

Every Service Provider shall be familiar with the applicable laws and regulations related to exports and imports, and shall adhere strictly to all such laws and regulations. Such adherence shall include supplying accurate information, such as correct product classifications under the Harmonized Tariff Schedule where applicable, and obtaining proper documentation, such as export licenses or certificates of origin when required. Service Providers also shall not export to any country or person in violation of such laws or regulations.

### ***No Boycotts***

No Service Provider shall engage in or support boycotts or blacklisting of any person, group or country in violation of applicable anti-boycott laws or regulations.

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### ***Accounting***

It is our Company policy to comply with accepted accounting rules, controls and disclosures at all times and to ensure that our auditors are provided accurate information. No Service Provider shall knowingly participate in any scheme to avoid such accounting rules, controls or disclosures.

### ***Intellectual Property***

Every Service Provider shall respect the intellectual property rights of others and shall comply with applicable laws and regulations related to patents, copyrights, trademarks and trade secrets.

### ***Confidential and Proprietary Information***

Every Service Provider shall safeguard the Company's confidential and proprietary information. This obligation includes using commercially reasonable means to safeguard information technology systems on which Company information is stored or transmitted. In addition, Service Providers shall refuse any improper access to confidential or proprietary information of any other company, including our competitors and customers.

### ***Accurate Technical Information***

It is our Company policy to provide technical information that is as accurate as possible to guide our Service Providers and customers in the proper manufacture and use of our products. No Service Provider shall knowingly record or use any false technical data.

### ***No Insider Trading***

Service Providers shall not, directly or indirectly, take advantage of inside information in trading the Company's stock or the securities of any customer or supplier. In addition, inside information may not be disclosed or "tipped" to others. "Inside information" is any information that is not publicly known and that, if known, might be of significance to an investor in deciding whether to purchase, sell or hold the stock.

### *Antitrust*

Every Service Provider must conduct itself in a manner that complies with applicable antitrust laws and regulations. No Service Provider shall discuss with any competitor: prices or terms of sale regarding competing products, division of territories or markets, allocation of customers, or boycotts of customers or suppliers.

### *Suspected Noncompliance*

Every Service Provider shall promptly evaluate and resolve any suspected instances of noncompliance with applicable laws and regulations. Service Providers undertake to report such noncompliance matters affecting the Company to the persons listed at the end of this pamphlet.

### *Communication*

Service Providers shall communicate the standards set forth herein to their employees.

### *Certification*

From time to time, Teledyne may request that Service Providers certify compliance with this Code of Conduct. Service Providers shall provide written certifications upon request.

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## RESOURCES / QUESTIONS / CONCERNS

If you have questions or concerns regarding any matter discussed in this Code of Conduct, you may contact:

GEORGE C. BOBB III  
Chief Ethics Officer  
Teledyne Technologies Incorporated  
1049 Camino Dos Rios  
Thousand Oaks, CA 91360  
Email: [gbobb@teledyne.com](mailto:gbobb@teledyne.com)  
(805) 373-4168

JOHN T. KUELBS  
Executive Vice President,  
General Counsel and Secretary  
Teledyne Technologies Incorporated  
1049 Camino Dos Rios  
Thousand Oaks, CA 91360  
Email: [jkuelbs@teledyne.com](mailto:jkuelbs@teledyne.com)  
(805) 373-4602

Teledyne Technologies  
Ethics Help Line  
(877) 666-6968

## ACKNOWLEDGEMENT

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*“I have received and read the Teledyne Technologies Incorporated Code of Conduct for Service Providers, and acknowledge that I/we will abide by the Code.”*

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Name

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Company Name

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Signature

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Date

*If you are asked to certify compliance with the Code of Conduct, please sign and return this form to the Company point of contact that provided the Code to you.*



**TELEDYNE  
TECHNOLOGIES**  
INCORPORATED

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