

# **VOLT INFORMATION SCIENCES, INC. AND SUBSIDIARIES**

**RESTATED**

## **WHISTLEBLOWER POLICY**

**May 12, 2005**

**To: All Employees of Volt Information Sciences, Inc. and subsidiaries**

### **Introduction**

As you are probably aware, there has recently been a great deal of emphasis on the conduct of employees of public companies. One aspect of this emphasis has been a number of new federal laws and regulations that apply to all public companies, including Volt Information Sciences, Inc. and its subsidiaries (“Volt” or the “Company”), and each of Volt’s employees. Volt’s Board of Directors has adopted the following policies and procedures to notify you of (1) certain specific actions that are explicitly prohibited and (2) the procedures that you and others may follow if there is reason to believe that any laws are being violated. You should also be aware that certain states have enacted their own whistleblower laws, which are applicable to employees working in those states, to the extent provided in such laws.

### **Prohibited Actions**

Commission of any of the following acts will be considered cause for immediate disciplinary action, including but not limited to, termination of employment, and may also subject you to criminal liability:

1. Destroying, altering, mutilating, concealing, covering up, falsifying, or making a false entry in any records that may be connected to a matter within the jurisdiction of a federal agency or bankruptcy proceeding, in violation of federal or state law or regulations.
2. Altering, destroying or concealing a document, or attempting to do so, with the intent to impair the document’s availability for use in an official proceeding or otherwise obstructing, influencing or impeding any official proceeding, in violation of federal or state law or regulations.
3. Fraudulently influencing, coercing, manipulating, or misleading any independent public accountant engaged in the performance of an audit of the financial statements of the Company for the purpose of rendering such financial statements misleading, in violation of federal or state law or regulations.
4. Discharging, demoting, suspending, threatening, harassing, discriminating or retaliating in any manner against any employee, in violation of federal or state law or regulations, because of any lawful act by that employee who (a) provides information to or assists in any investigation by the Company or by Congress or by any federal agency; (b) files or assists in any action alleging a violation of federal or state law or regulations; or (c) knowingly takes any action harmful to any person for providing

truthful information to a law enforcement officer relating to the possible commission of a federal, state or local offense.

### **Reporting of Concerns or Complaints**

Taking action to prevent problems and improper conduct is part of Volt's culture. If you observe possible illegal conduct, you are required to report your concerns. The Company urges employees and others involved with the Company to come forward with any such information, without regard to the identity or position of a suspected offender.

### **Confidentiality**

The Company will treat all communications under this Policy in a confidential manner, except to the extent necessary (1) to conduct a complete and fair investigation, or (2) for review of Company operations by the Company's Board of Directors, its Audit Committee, the Company's independent public accountants and the Company's counsel. Please note that every effort will be made to keep a reporting employee's identify confidential, but this cannot be guaranteed in all cases.

### **Retaliation**

The Company will not permit any negative or adverse actions to be taken against any employee or individual who in good faith reports a possible violation of law, including any concerns regarding questionable accounting or auditing matters, even if the report is mistaken, or against any employee or individual who assists in the investigation of a reported violation. Retaliation in any form will not be tolerated. Any act of alleged retaliation should be reported immediately and will be promptly investigated.

### **How To Report Concerns or Complaints**

Employees and others may communicate suspected violations of law or other wrongdoing, including any concerns regarding questionable accounting or auditing matters (including deficiencies in internal controls) or alleged retaliation by **contacting Volt's General Counsel, Howard B. Weinreich**, by telephone at 212-704-2400, by e-mail at [hweinreich@volt.com](mailto:hweinreich@volt.com) or by mail at 560 Lexington Avenue, 15<sup>th</sup> Floor, New York, NY 10022. Alternatively, you may contact one of the other senior attorneys in our Legal Department as follows:

<u>Attorney</u>	<u>Title</u>	<u>Telephone #</u>	<u>E-mail Address</u>
J. Simpson	Associate General Counsel	714-921-8800	Published For Internal Use
T. Cameron	Assistant General Counsel	714-921-8800	Published For Internal Use
L. Valentino	Assistant General Counsel	212-704-2400	Published For Internal Use

If you prefer, you may call a toll-free telephone number that we have set up for this purpose where you may leave a message. That telephone number is **1-800-506-6405** and is hosted by CCBN.com, Inc., an independent private organization which is not affiliated with Volt and which provides a dedicated toll-free number accessible at all times, providing a confidential way for employees to report concerns or complaints. In order to be better able to respond to any information or complaint, we would prefer that you identify yourself and give us your

telephone number and other contact information when you make the report. You can be assured that any information will be treated with utmost confidence. However, if you wish to remain anonymous, it is not necessary that you give your name or position in any notification and caller ID will not be activated on the line.

Whether you identify yourself or not, in order that a proper investigation can be conducted, please give us as much information as you can, sufficient to do a proper investigation, including where and when the incident occurred, names and titles of the individuals involved and as much other detail as you can provide.

### **Questions**

If you have any questions regarding this policy, please feel free to contact Volt's Legal Department as indicated above.