

QTC CODE OF BUSINESS ETHICS AND CONDUCT

Our Mission Statement

To provide quality, timely, and cost-effective medical examination services and solutions through innovative technologies and a world class team.

Our Values

Balance

We operate with a dynamic balance between innovation and traditional control.

QTC's more than 25-year history has been marked by a focus on delivering technology-driven examination solutions for our customers. We proactively identify industry needs, and then implement software and procedures to expedite and improve upon the examination process.

Individuals

We treat each other as partners and we're committed to individual growth. We are compensated and rewarded for both individual efforts and team results.

Mutual respect creates a work environment based on teamwork, encouragement, trust, concern, and honest and responsive communication amongst all individuals.

Citizenship

We contribute to the community we serve. We strongly believe in the importance of corporate citizenship.

Corporate Citizenship mandates that we operate our business in a manner that respects and obeys all applicable laws and regulations governing our business and that we participate in activities intended to improve the quality of life in our community.

Ethics

We choose to do the right thing...always operating with honesty and integrity.

Employees, contractors, and temps of QTC are expected to conduct themselves ethically, honestly and with integrity in all dealings. This means principles of fairness, good faith and respect consistent with laws, regulations and QTC policies govern our conduct with others both inside and outside the company. Integrity drives our commitment to provide quality services and our commitment to honest, forthright and respectful relations with our claimants, clients, providers, contractors, business partners, beneficiaries, vendors, and fellow team members.

Profitability

We are cost-conscious and seek to earn a profit for our services to provide stability, growth and opportunity.

We strive for a sound financial performance as a means for continuity. Profitability is a measure for the value that we add for our clients. We aim to achieve sustainable profitability by employing a cost conscious approach in our everyday operations.

Services

We believe that providing quality, timely, and cost-effective services to examinees and clients is the key to our success.

We are committed to providing service of the highest quality to our claimants and clients. In providing our services, we will strive to provide prompt and accurate services consistent with contractual agreements, corporate policies, and regulatory requirements. Our customers are the reason we are in business. We will serve them in a professional manner with integrity, honesty and respect. We will continue to seek new approaches to increase the quality of service delivered to our clients and claimants while ensuring that it is delivered in a cost-effective manner.

Introduction

QTC Management, Inc. is committed to maintaining the highest standards of business ethics and complying with both the letter and the spirit of the law in everything we do. In doing so, QTC will maintain the hard-earned respect that we have established over the years with our clients. Illegal acts by employees, contractors, and temps of the company can cost the company millions of dollars in fines, and the penalties for corporations convicted of federal crimes are severe. Just as serious would be the damage to QTC's reputation from any improper or unethical activity. Individuals who violate the company's ethical standards will be subject to disciplinary action up to and including termination of the employment relationship or temporary assignment. The QTC Code of Business Ethics and Conduct summarizes the standards that must guide the actions of all QTC team members.

Scope of Persons Covered by Code

This Code of Business Ethics and Conduct shall apply to all QTC, Management, Inc. employees, including employees of the Company's subsidiaries. It applies equally to all members of management, as well as each member of the Company's Board of Directors. This code also applies to all independent contractors and staffing agency temporary employees ("temps").

Purpose of Code

The purpose of this Code is to promote:

- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- Full, fair, accurate, timely and understandable disclosure in reports and documents that the Company files with, or submits to, the United States Securities and Exchange Commission (the "SEC") and in other public communications;
- Compliance with applicable governmental laws, rules and regulations;
- The prompt internal reporting of violations of this Code; and
- Accountability for adherence to this Code.

Reporting Possible Violations

QTC Management, Inc encourages all directors, officers, employees, contractors, and temps to report promptly any suspected violation of this Code, including any violation of law concerning the company's Government contracts. The Company will tolerate no retaliation for reports or complaints regarding suspected violations of this Code that were made in good faith. Open communication of issues and concerns without fear of retribution or retaliation is vital to the successful implementation of this Code. The Company will take such disciplinary or preventive action as it deems appropriate to address any violations of this Code that are brought to its attention.

If a QTC team member has knowledge of or a concern of illegal or dishonest fraudulent activity, the individual is to report this immediately. QTC provides several methods to report this type of conduct:

1. Contact his/her immediate supervisor
2. Contact a Human Resources Representative
3. Contact the QTC Ethics Hotline via EthicsPoint

QTC Ethics Hotline

To submit anonymous/confidential reports of suspected violations of the law or the Code of Business Ethics and Conduct you may call the QTC Ethics Hotline. The Hotline is available 24 hours a day, 7 days a week, and is operated by EthicsPoint an independent company. Hotline Posters are posted at every QTC location. You can contact EthicsPoint by:

- Telephone: 1-877-261-2503
- Internet: <http://qtc.ethicspoint.com>

Individuals must exercise sound judgment to avoid baseless allegations. An employee, contractor, or temp who intentionally files a false report of wrongdoing will be subject to disciplinary action up to and including termination of the employment relationship or assignment.

Non- Retaliation

Under the QTC Code of Business Ethics and Conduct, we seek to conduct our business in accordance with the highest standards of business ethics at all of our locations, and we encourage individuals to bring ethical questions to management's attention so that we can maintain our high standards. Open communication of issues and concerns by all, without fear of retribution, is vital to the continued success of QTC.

QTC prohibits any form of retaliation against any employee, contractor, or temp for filing a complaint in good faith under this policy or for assisting in the complaint investigation. Retaliation or attempted retaliation is a violation of this policy and anyone who engages in such behavior will be subject to disciplinary action up to and including termination of the employment relationship or assignment.

However, false or baseless accusations can injure innocent persons, and divert resources away from QTC's compliance program. If, after investigating any complaint, QTC determines that an employee, contractor, or temp intentionally provided false information regarding the complaint, disciplinary action may be taken against the person who gave the false information. This policy is not meant to punish honest mistakes or to discourage reports where the complaining party might not have access to all the facts.

With regard to our Federal Government contracts, QTC will not discharge, demote or otherwise discriminate against an employee, contractor or temp as a reprisal for making a disclosure relating to a substantial violation of law related to a contract, to a Member of Congress or an authorized official of an executive agency or the Department of Justice.

Discipline for Noncompliance with Code

The Company intends to use every reasonable effort to prevent the occurrence of conduct not in compliance with this Code and to halt any such conduct as soon as reasonably possible after its discovery. Individuals who violate this Code or other QTC policies and procedures may be subject to disciplinary action up to and including termination of the employment relationship or assignment. Failure to take reasonable steps to detect or prevent improper conduct will be grounds for disciplinary action. In appropriate circumstances, QTC may pursue civil remedies or report violations to the appropriate authorities.

Waivers and Amendments

Any waivers of the provisions of this Code of Business Ethics and Conduct may be granted only in exceptional circumstances by the Board of Directors, or an authorized committee thereof, and will be promptly disclosed to the Company's shareholders. All waivers require full disclosure of the particular circumstances. In no event will a waiver be granted for conduct that would be contrary to law.

Government Contracts

In the course of our employment we may directly or indirectly perform services or work related to one or more government contracts, e.g., Federal, State and Local government agencies. When the government is our client, there are additional requirements that we must adhere to. When we act as a government contractor or subcontractor, we have a special obligation not only to the government and the beneficiaries of those government programs but also to the public at large to ensure that we perform with the highest degree of integrity. Specifically, it is our responsibility to know the terms of the government contract(s) that we are performing services for or are working on and all of the policies and procedures related to those contracts. We may also be required to sign certifications, either internal or to the government, regarding the accuracy of information or the Company's performance under the contracts. If we have any doubt regarding any aspect of the Company's performance under any government contract, it is our duty to come forward immediately.

The unique nature of doing business with the government implicates particular statutes and regulations that do not normally apply to commercial transactions. There are also a number of laws that apply to government agencies and who they do business with so that the legal obligations of these agencies "flow down" to the Company as a contractor or subcontractor. Below is a brief general summary of what we must do and what we must not do under some of these statutes and flow down provisions of our government contracts. For more detailed information see the QTC Compliance Manual for the contract.

- **When Bidding on a Government Contract**

We Must

1. Carefully observe the ethical rules for bidding, and not obtain or use improper materials or information.

We Must Not

1. Offer or accept any form of kickback, i.e., money, fee, commission, credit, gift, gratuity, thing of value or compensation for the purpose of improperly obtaining or rewarding favorable treatment including obtaining unwarranted waivers of deadlines and acceptance of non-conforming goods in connection with a prime contract or subcontract. – Anti-Kickback Act and clause; Gratuities Clauses.
2. Obtain non-public bid or proposal information about actual or potential competitors, such as cost or price data, proprietary information about techniques or indirect costs, etc., or agency source information prior to the award of the contract. – Federal Procurement Integrity Act.
3. Make prohibited payments or fail to report certain other payments in connection with "lobbying" activities in connection with a contract or modification of a contract. Limitation on Payments to Influence Certain Federal Transactions clause.
4. Pay a fee contingent upon award of a contract, if prohibited by the solicitation. Covenant Against Contingent Fees.

- **In Performance of our Government Contracts**

We Must

1. Safeguard from improper disclosure and use only for appropriate contract purposes personal information about claimants or other individuals. For any other use or in uncertain cases, we must obtain the necessary prior written approvals. The Privacy Act of 1974 and various contract clauses.
2. Protect the confidentiality and do not disclose beneficiary records regarding any assistance that such beneficiary may have received from the government related to the treatment, diagnosis, or prognosis of substance abuse - The Alcohol, Drug Abuse & Mental Health Admin. Reorganization Act

3. Honor our contract with the VA by referring the veteran to the VA, whenever the veteran requests information about his or her case. These are VA records and they are responsible to furnish a copy to the veteran. - Freedom of Information Act & Electronic Freedom of information Act Amendments of 1996
4. Report the offer or receipt of a gratuity, if it appears to be intended to influence contract administration or performance, subcontract award, treatment of a claimant, or other favorable treatment from the contractor or its personnel. Contractor Personnel Receipt of Gratuities – Notification clause (RRB contract).
5. Promptly report to the Contracting Officer any overpayment or duplicate payment on a Government contract.

We Must Not

1. Offer or accept any form of kickback, i.e., money, fee, commission, credit, gift, gratuity, thing of value or compensation for the purpose of improperly obtaining or rewarding favorable treatment including obtaining unwarranted waivers of deadlines and acceptance of non-conforming goods in connection with a prime contract or subcontract. -Anti-Kickback Act and clause, and Gratuities clauses
2. With actual knowledge of falsity, reckless disregard for the truth or falsity, or deliberate ignorance of the truth or falsity, submit false or fraudulent claims for payment. - False Claims Act
3. Make any false statements or representations to a Government official about a matter within his or her jurisdiction - False Statements Accountability Act
4. Hire or do business with individuals or entities that have been debarred or excluded from contracting or from participation in federal health care programs (except as permitted by contract). - Social Security Act, HIPAA & Balanced Budget Act of 1997 and contract clauses.
5. Make prohibited payments or fail to report certain other payments in connection with “lobbying” activities in connection with a contract or modification of a contract. Limitation on Payments to Influence Certain Federal Transactions clause.

- **In Regards to Our Workplace**

We Must

1. Maintain a drug-free workplace by prohibiting the manufacture, distribution, dispensation, possession or use of narcotics, drugs or other controlled substances in the workplace or while conducting Company business. Individuals must report in 5 days or less, any conviction under a criminal drug statute for a violation occurring in the workplace. Violations of this policy may lead to disciplinary action, up to and including immediate termination of employment/assignment with QTC and/or required participation in a substance abuse rehabilitation or treatment program - Drug-Free Workplace Act of 1988 and clause.
2. Take affirmative action to ensure that applicants are employed, and that employees are treated during employment, without regard to their race, color, religion, sex or national origin and identify and eliminate impediments to equal employment opportunities. - Executive Order 11246,41 CFR Part 60-2, Federal Acquisition Regulations Subpart 22.8
3. Take affirmative action to ensure that veterans and disabled veterans are provided equal employment opportunities. - Affirmative Action for Disabled Veterans and Veterans of the Vietnam Era

We Must Not

1. Discriminate against individuals in the terms and conditions of employment based on race, color, religion, sex, national origin or age. - Civil Rights Act of 1964(Title VII) Age Discrimination Act of 1975

2. Discriminate against individuals in the terms and conditions of employment based on disability or perceived disability. - *Americans with Disability Act and Rehabilitation Act of 1973*
3. Offer to hire, hire or otherwise do business with certain current or former government employees. Any communications with current or former government employees about prospective employment must be coordinated with HR. – *Procurement Integrity Act and contract clause.*

Should an improper practice or irregularity occur within the Company, QTC is committed to making all necessary corrections and taking prompt remedial action to prevent recurrence.

Failure to comply with these laws, the terms of our government contracts and Company policies and procedures can:

- Jeopardize the Company's ability to participate in any government programs;
- Result in the loss of a particular government contract;
- Require the Company to refer our actions to the appropriate law enforcement authorities, a government agency or others, which could lead to criminal or civil prosecution of both you and the Company; and/or
- Subject you to the full range of disciplinary actions, up to and including termination of employment or assignment.

If an issue should arise or if you have any doubts or questions regarding government contracts you should contact your supervisor, a higher level supervisor, Human Resources or contact the QTC Ethics Hotline.

Conflicts of Interest

QTC personnel should avoid any situations which involve a conflict between their personal interest and the legitimate interest of the Company. As in all other facets of their duties, employees, contractors, and temps dealing with customers, suppliers, contractors or any person doing or seeking to do business with the company is to act in the best interest of the company. Each individual shall make prompt a full disclosure in writing to their manager of any potential situation which may involve a conflict of interest. We must never use QTC property or information for personal gain or personally take for ourselves any opportunity that is discovered through our position with QTC.

There are many situations that may present, or create the appearance of, a potential conflict of interest. This code does not attempt to describe all possible conflicts of interest that could develop. Some of the more common examples are listed below.

1. Being employed by, or acting as a consultant to, a competitor or potential competitor, supplier or contractor, regardless of the nature of the employment, while you are employed or contracted with QTC. (This includes close family members)
2. Serving as a board member for an outside commercial company or organization
3. Owning or having a substantial interest in a competitor, supplier customer, or subcontractor.
4. Having a personal interest, financial interest or potential gain in any QTC transaction.
5. Accepting a gift, service, payment or other benefit from a competitor, supplier, or customer of QTC, or any entity or organization with which QTC does business or seeks or expects to do business;
6. Using QTC assets for other business or personal endeavors
7. Obtaining or seeking to obtain any personal benefit from the use or disclosure of information that is confidential or proprietary to QTC, or from the use or disclosure of confidential or proprietary information about another entity acquired as a result of or in the course of his or her employment or assignment with QTC

The Company urges each individual to discuss any potential conflicts of interest with management or the Human Resources department prior to engaging in any activity, transaction or relationship that might give rise to a conflict of interest. Many conflicts of interest can be resolved in a mutually acceptable way.

Conflicts of Interest may make it difficult for you to perform your work objectively and effectively. The basic principle to be observed is that your company position should not be used to make a personal profit. You are expected to exercise prudent judgment in the interpretation of this Code and be alert to any situation that might be subject to question.

Workplace Environment

QTC is committed to conducting its business in compliance with all applicable environmental and workplace health and safety laws and regulations. The Company strives to provide a safe and healthy work environment for personnel and to avoid adverse impact and injury to the environment and communities in which it conducts its business. Achieving this goal is the responsibility of all employees.

QTC is committed to providing a workplace that is safe for all individuals. All of us are responsible for reporting unsafe working conditions and workplace injuries.

QTC is committed to a work environment in which all individuals are treated with fairness, respect and dignity. We value the diversity of backgrounds and encourage different perspectives and ideas because we view the diversity as a strength that unlocks our full potential and helps us achieve our goals. It is the policy of the company to ensure equal opportunity without discrimination or harassment on the basis of age, ancestry, citizenship, color, marital or parental status, national origin, political affiliation, pregnancy, race, religion, sex or gender, perceived sex or gender, sexual orientation, military or veterans' status, physical or mental disability, medical condition unrelated to a person's ability to perform the job, or the perception that a person is associated with a person who has or is perceived to have any of these characteristics. The company expects that all relationships among persons in the workplace will be business-like and free of bias, harassment, or violence. QTC is committed to the ethical and compassionate treatment of all individuals. Please refer to the QTC Non-Harassment and Non-Discrimination policy for further details. QTC is committed to maintaining a drug-free workplace and prohibits the possession, purchase, sale, manufacture, distribution or use of alcohol or illegal drugs in the workplace, or being under the influence of those substances while at work. Any suspected violation of the drug-free workplace policy must be reported to management immediately. Please refer to the QTC Drug Free Workplace Policy for further details.

All QTC employees, contractors, and temps are responsible for maintaining a safe and professional workplace.

Competing Employment

As a general rule, QTC does not prohibit employees, contractors, or temps for working for other organizations while also employed or on assignment at QTC, as long as the work does not conflict or interfere with your responsibilities at QTC.

Discuss other opportunities with your manager or Human Resources Department prior to accepting the position so that we may confirm whether or not a conflict of interest exists. There may be occasions when working for another employer may affect your ability to properly perform your job due to scheduling conflicts.

Corporate Opportunities

You may not use Company property or information or your position with QTC for personal gain. If you are presented with a business opportunity through the use of company property or information or because of your position with QTC, and if such opportunity is within the company's lines of business, then you must first present the business opportunity to the company before pursuing it in an individual capacity. Each business opportunity that you wish to pursue must be disclosed to a supervisor, who shall then contact the executive officer to whom he or she reports. If QTC issues a written waiver of its right to pursue the business opportunity and grants you written consent to pursue the business opportunity, you may do so

on the same terms and conditions as originally proposed and consistent with the other ethical guidelines established by this Code and QTC policies.

Gifts, Gratuities and Entertainment

QTC is committed to competing solely on a merit of our products and services. We should avoid any actions that create a perception that favorable treatment of outside entities by QTC was sought, received or given in exchange for personal business courtesies. Business courtesies include gifts, gratuities, meals, refreshments, entertainment or other benefits from persons or companies with whom QTC does or may do business. We will neither give nor accept business courtesies that constitute, or could reasonably be received as constituting, unfair business inducements that would violate law, regulation or policies of QTC or customers, or would cause embarrassment or reflect negatively on QTC's reputation.

The acceptance of gifts from suppliers, customers or others having business dealings with the Company may involve a conflict of interest or create an appearance of impropriety. Individuals may accept reasonable non-cash gifts having a token or nominal value from any company or individual which has, or might have, a business relationship with the Company provided that they are not intended and cannot be construed as a bribe, kickback or other form of compensation to the recipient. Any gifts of more than ten dollars must be immediately disclosed to the group senior manager or Human Resources.

Offerings by QTC

Any individual who offers a business courtesy must assure that it cannot reasonably be interpreted as an attempt to gain an unfair business advantage or otherwise reflect negatively upon QTC. Accounting for business courtesies must be done in accordance with approved company procedures. Business courtesies may be given to others at QTC expense, if they meet all of the following criteria:

- Consistent with accepted business practices.
- Are of sufficiently limited value and in a form that will not be construed as a bribe or payoff.
- Not in violation of applicable law and generally accepted ethical standards.
- Public disclosure of the facts will not embarrass the Company.
- Properly reflected on the books and records of QTC.
- Approved by the group senior manager.

We do not accept, offer or authorize gifts, entertainment, or other favors that are not a reasonable part of a business relationship. We exercise hospitality with discretion, so as not to jeopardize the integrity of those with whom we do business.

No Gratuity Policy - Government Contracts

It is QTC policy to conduct its government contract and subcontract business in strict compliance with all applicable national, state, province and local laws and regulations and all contract requirements. In connection with a Government contract or subcontract, no gifts of any value whatsoever shall be offered to or accepted from suppliers or customers.

U.S. laws and regulations such as the U.S. Anti-Kickback Act have been created to ensure that U.S. Government contracting business decisions are free from unfair influence.

Under the Anti-Kickback Act, a Government contractor or subcontractor cannot give or receive anything of value that is intended to result in favorable treatment. Likewise, QTC policy prohibits employees from offering any item, regardless of value, to a Government employee, prime contractor or subcontractor.

Electronic Communication Devices

QTC provides communication systems, hardware, software, Internet access, e-mail, and voice mail for employees, contractors, and temps to use for business purposes. All such systems and the communications made on them are the property of the company. Users are prohibited from using the systems for purposes that are illegal or otherwise contrary to this Code and other company policies.

The security of our network and equipment is the responsibility of each QTC user. Security measures such as IDs, passwords, and building access cards must be protected and used as intended. Users must secure desktop, laptop computer devices, data, software and files and lock systems and networks when they leave their computer terminals for short periods. Users must log off whenever they leave their computer terminals for extended periods or at the end of a shift.

QTC Information and Communication Systems

QTC's information and communication systems, including our connections to the Internet, are vital to the business; you should only use them for appropriate purposes. You can use them for conducting QTC business or for other incidental purposes authorized by your management or by applicable QTC guidelines. It is inappropriate to use QTC systems to visit Internet sites that feature sexual content, gambling, or that advocate intolerance of others. It is also inappropriate to use them in a manner that interferes with your productivity or the productivity of others. You are responsible to ensure that your use of QTC systems is appropriate; inappropriate use of QTC systems is a misuse of QTC assets.

Please refer to the QTC Security Policies for further details.

Confidential and Proprietary Information

Confidential information generated and gathered in the course of our business is a valuable asset. Protecting this information is critical to the Company's reputation for integrity and its relationship with its claimants and clients, and ensures compliance with applicable regulations.

All confidential information, regardless of its form or format, must be protected from the time of its creation or receipt until its authorized disposal.

Confidential information is information (including proprietary information) that you learn, create, or develop in the course of your employment or assignment with, or service as an employee, contractor, or temp of, QTC. It includes information that is not generally known to the public about the Company, its affiliates, its employees, its customers, or other parties with whom the Company and its affiliates have a relationship and who have an expectation of confidentiality. Confidential and proprietary information includes such things as pricing and financial data, client names/addresses or non public information about other companies and claimant information.

QTC's financial, accounting, and other reports and records will accurately and fairly reflect the Company's transactions in reasonable detail, and in accordance with generally accepted accounting principles, applicable government regulations, and the Company's system of internal controls.

We record information honestly and accurately. For example, only the true and actual number of hours worked is reported, expense reports are documented and recorded accurately, and no individual will authorize payment knowing that any part of the payment will be used for any purpose other than what is described in documents supporting the payment.

Integral to QTC's business success is our protection of confidential company information, as well as nonpublic information entrusted to us by employees, contractors, temps, customers and other business partners. We will not disclose confidential and nonpublic information without a valid business purpose and proper authorization. Under laws and regulations established by the Federal Government and state and local agencies, there are serious restrictions regarding the improper release of any information about a claimant's name, address, age, sex, nature of illness or injury, general condition, etc. Usually it is

necessary to obtain written permission before the disclosure. (See the section about Government contracts).

Misuse of Intellectual Property

QTC proprietary information is any information that is owned by QTC, including information in QTC databases. It may also be subject to copyright, patent or other intellectual property or legal rights. QTC proprietary information includes such things as: QTC's technical information relating to current and future products, services or research; business or marketing plans or projections; earnings and other financial data; prices and discounts in contracts and proposals; other information in proposals (technical, business, personnel, or financial), personnel information including executive and organizational changes; and software in object or source code form.

As a QTC employee, contractor, or temp you will have access to information that QTC considers proprietary. It is critical that you do not disclose or distribute that information except as authorized by QTC and that you follow all QTC safeguards for protecting that information.

Protection of QTC Assets

Company policies regulate use of the Company's systems, including telephones, computer networks, e-mail, instant messaging, and remote access capabilities. Generally, you should only use the Company's systems and property for Company business. Do not access systems or locations that are not reasonably related to your responsibilities with the Company, and report any suspected misuse or theft of Company assets. Under no circumstances should you use the Company's systems to send or store unlawful, discriminatory, harassing, defamatory, or other inappropriate materials.

The Company's tools, equipment, facilities and inventories, as well as its know-how, technology, market information and business plans, are all valuable assets. It is the responsibility of every individual to preserve and protect the Company's assets and confidential business information and to see that they are not misused or made available to outsiders in any fashion that could be detrimental to the interests of the Company.

You are personally responsible for protecting QTC property entrusted to you, including QTC property that you have been authorized to provide to other QTC employees or contract personnel, and for helping to protect the company's assets in general. To do this, you should be aware of and understand QTC's security procedures. You should be alert to any situations or incidents that could lead to the loss, misuse or theft of company property. You should report all such situations to your manager as soon as they come to your attention.

Political Contributions and Activities

We value and encourage Citizenship. Employees have the opportunity, as individuals, to support political candidates and engage in political activities of their own free choice. QTC will not make contributions or payments or otherwise give any endorsement of support which would be considered a contribution directly or indirectly to political parties or candidates, including through intermediary organizations, such as political action committees or campaign funds. Employees may not make any political contribution as a representative of QTC or use company property or equipment for the support of political parties.

Public Statements

Individuals designated to speak on QTC's behalf are the CEO and the COO. No one other than these individuals (with the exceptions noted below) should represent the company's position to the media. Exceptions - When inquiries require a detailed technical explanation, a spokesperson may be designated to address a particular issue. That spokesperson will usually be a senior leader, senior staff person or outside expert who is qualified to speak on company's behalf on the issue in question.

Certificate of Compliance

As a QTC employee, contractor, or temp, you are expected to know, understand, and comply with the policies set forth in this Code. Accordingly, you should read the Code carefully to make sure you understand all of the provisions of the Code, the consequences of not complying with the Code, and the importance of the Code to the Company's continuing success. You will be required to sign a statement of compliance annually, pledging that you have read and understood this Code, and that you will abide by all of its provisions.

You will be required to complete a certification upon first accepting a position with the QTC and periodically thereafter acknowledging your understanding of, and compliance with, this code.

This policy does not create any contractual right to employment, employee benefits, or other terms and conditions of employment.

Signature

Date

Printed Name