

DEFENCE COMPANIES INDEX (DCI) ON ANTI-CORRUPTION AND CORPORATE TRANSPARENCY 2020

FINAL ASSESSMENT

LEIDOS INC.

The following pages contain the detailed scoring for this company based on publicly available information.

The table below shows a summary of the company's scores per section:

Section	Number of Questions*	Score Based on Publicly Available Information
1. Leadership and Organisational Culture	4	8/8
2. Internal Controls	6	6/12
3. Support to Employees	7	6/14
4. Conflict of Interest	4	4/8
5. Customer Engagement	7	7/14
6. Supply Chain Management	5	2/10
7. Agents, Intermediaries and Joint Ventures	10	3/20
8. Offsets	4	0/8
9. High Risk Markets	4	5/8
10. State-Owned Enterprises	0	N/A
TOTAL		41/102
BAND		D

*This column represents the number of questions on which the company was eligible to receive a score; i.e. where the company did not receive a score of N/A.

1. Leadership and Organisational Culture

Question
1.1. Does the company have a publicly stated anti-bribery and corruption commitment, which is authorised by its leadership?
Score
2
Comments
There is evidence that the company's Chairman and CEO makes a public statement in support of high ethical standards. There is clear evidence that this individual supports and endorses the company's Code of Conduct, which contains the company's policy to prohibit all forms of bribery and corruption within the organisation.
Evidence
<p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.2] Foundational to our success is integrity and our commitment to corporate responsibility and sustainability. High ethical standards is the core of Leidos, and I am proud that we were once again recognized this year as one of the 2019 World's Most Ethical Companies by the Ethisphere Institute. We are continuing to evolve our diversity and inclusion efforts as part of our overall focus on our human capital.</p> <p>[...]</p> <p>Sincerely,</p> <p>Roger A. Krone Chairman and Chief Executive Officer</p> <p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.4] Message from the Chairman and Chief Executive Officer</p> <p>Colleagues,</p> <p>The history of Leidos is one of innovation anchored in integrity. Our diverse and talented employees have created a culture that allows us to be successful while preserving and maintaining a focus on trust and transparency with our fellow employees, customers, external partners, and shareholders. Our Leidos Code of Conduct (our Code) guides us in sustaining this strong ethical culture, and it is a foundational resource for us in our day-to-day roles as Leidos employees. It is essential that we all read our Code, reflect on how it should guide our behavior, and ask questions about anything that we do not understand. At Leidos, we lead by example, and we are all responsible for upholding the standards established in our Code.</p> <p>We do not cut corners on ethics or quality in pursuit of our business objectives, and we do not tolerate misconduct. We are all accountable. This means that we must all speak up when we have a question or concern. Our Code discusses several reporting options; make sure you are familiar with the resources available to you, and do not hesitate to use them if you need to seek answers or report misconduct. Leidos does not tolerate retaliation against those who report concerns. If you experience retaliation, you should report it, and those who engage in retaliation will be subject to discipline.</p> <p>Thank you for reading our Code and sustaining our ethical culture at Leidos. We are a better company because of your efforts.</p> <p>Roger Kone, Chairman and CEO</p>

[p.17] We Comply with All Applicable Anti-Bribery Laws and Regulations We do not engage in bribery. Leidos employees and our third-party business partners must not provide anything of value to, nor accept anything of value from, our commercial partners or any government officials to obtain business, secure any advantage or favorable treatment, or to influence any decisions.

We act in accordance with all of our ethics policies and procedures wherever we operate. In addition, we must not retain a third party to engage in such activity on our behalf. We also do not solicit or accept kickbacks from any parties, including our customers, vendors, or subcontractors. Even in difficult circumstances, we hold ourselves accountable, remember our commitment to each other, and demonstrate the courage and integrity to refuse to participate in corrupt activity.

TAKE A NOTE

ANYTHING OF VALUE is very broad and can include money, fees, commissions, credit, cash equivalents (such as gift cards), gifts, favors, food, entertainment, a promise of employment, and other opportunities.

GOVERNMENT OFFICIAL means any government department or agency, any government-controlled organization or entity, and any political party or international organization, as well as any government employee or person acting on behalf of a government or other such entity.

We must record all expenses and transactions accurately and abide by all internal controls pertaining to Leidos' anti-bribery and anti-corruption policy and procedures, and we must never provide facilitating or "grease" payments (typically small amounts paid to government officials for routine, non-discretionary services, e.g., processing a visa or clearing goods through customs). Please refer to our International Anti-Bribery and Anti-Corruption policy if you have questions. You can also contact one of the resources listed in this Code and speak up if you have concerns.

QUESTION

JOSIAH WORKED ON A WINNING PROPOSAL for a government contract. The government customer is now demanding that Josiah hire a former government official as a Leidos subcontractor under the contract. The former government official was engaged in pre-contract negotiations for the contract. What should Josiah do?

ANSWER

Josiah should immediately report the incident to his supervisor or one of the other reporting resources in the Code. A job offer is certainly something "of value" and clearly implicates bribery

Question
1.2. Does the company have a comprehensive anti-bribery and corruption policy that explicitly applies to both of the following categories: a) All employees, including staff and leadership of subsidiaries and other controlled entities; b) All board members, including non-executive directors.
Score
2
Comments
<p>There is evidence that the company publishes a clear anti-bribery and corruption policy, which specifically prohibits bribery, payments to public officials, commercial bribery, and facilitation payments. This policy clearly applies to all employees and directors, and there is evidence to indicate that this extends to all individuals as listed in (a) and (b) in the question.</p>
Evidence
<p>[9] Corporate Governance Guidelines (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/corporate-governance-guidelines/default.aspx Ethics Policie</p> <p>All of the Company's employees, including executive officers, are required to comply with the Company's <i>Code of Conduct</i>, which describes our standards for protecting the Company's and it customer's assets, fostering a safe and healthy work environment, dealing fairly with customers and others, conducting international business properly, reporting misconduct and protecting employees from retaliation. This code forms the foundation of the Company's corporate policies and procedures designed to promote ethical behavior in all aspects of the Company's business.</p> <p>Directors also are required to comply with a Code of Business Conduct of the Board of Directors intended to describe areas of ethical risk, provide guidance to directors and help foster a culture of honesty and accountability. This code addresses areas of professional conduct relating to service on the Company's Board, including conflicts of interest, protection of confidential information, fair dealing and compliance with all applicable laws and regulations.</p> <p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.17] Codes of Conduct</p> <p>All of our employees, including our executive officers, are required to comply with our Code of Conduct, which describes our standards for protecting company and customer assets, fostering a safe and healthy work environment, dealing fairly with customers and others, conducting international business properly, reporting misconduct and protecting employees from retaliation. This code forms the foundation of our corporate policies and procedures designed to promote ethical behavior in all aspects of our business. Our directors also are required to comply with our Code of Business Conduct of the Board of Directors intended to describe areas of ethical risk, provide guidance to directors and help foster a culture of honesty and accountability.</p> <p>This code addresses areas of professional conduct relating to service on our Board, including conflicts of interest, protection of confidential information, fair dealing and compliance with all applicable laws and regulations. These documents are available on our website at www.leidos.com by clicking on the links entitled "Investors" followed by "Corporate Governance."</p> <p>[p.18] Moreover, directors are expected to act ethically at all times and adhere to our Code of Business Conduct of the Board of Directors.</p> <p>[7] Director Code of Conduct (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf [p.2] Gifts, Gratuities and Bribes.</p>

Directors should not offer or give a gift or gratuity to any customer or U.S. or foreign government official or create a perception that favourable treatment is being sought, received or given, except as permitted by law.

[1] Code of Conduct (Document)**Accessed 10/10/2019**<https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf>

[p.7] Our Leidos Code of Conduct (our Code) is a foundational resource we must all use to ensure that our decisions and actions are consistent with our values, our policies, and the law. Our Code provides information on some of the risks we may encounter in our work for Leidos and suggests appropriate resources to use when questions or concerns arise. Our Code applies to every employee, and we must all be familiar with the topics it covers.

[p.17] We Comply with All Applicable Anti-Bribery Laws and Regulations We do not engage in bribery. Leidos employees and our third-party business partners must not provide anything of value to, nor accept anything of value from, our commercial partners or any government officials to obtain business, secure any advantage or favorable treatment, or to influence any decisions.

We act in accordance with all of our ethics policies and procedures wherever we operate. In addition, we must not retain a third party to engage in such activity on our behalf. We also do not solicit or accept kickbacks from any parties, including our customers, vendors, or subcontractors. Even in difficult circumstances, we hold ourselves accountable, remember our commitment to each other, and demonstrate the courage and integrity to refuse to participate in corrupt activity.

TAKE A NOTE

ANYTHING OF VALUE is very broad and can include money, fees, commissions, credit, cash equivalents (such as gift cards), gifts, favors, food, entertainment, a promise of employment, and other opportunities.

GOVERNMENT OFFICIAL means any government department or agency, any government-controlled organization or entity, and any political party or international organization, as well as any government employee or person acting on behalf of a government or other such entity.

We must record all expenses and transactions accurately and abide by all internal controls pertaining to Leidos' anti-bribery and anti-corruption policy and procedures, and we must never provide facilitating or "grease" payments (typically small amounts paid to government officials for routine, non-discretionary services, e.g., processing a visa or clearing goods through customs). Please refer to our International Anti-Bribery and Anti-Corruption policy if you have questions. You can also contact one of the resources listed in this Code and speak up if you have concerns.

QUESTION

JOSIAH WORKED ON A WINNING PROPOSAL for a government contract. The government customer is now demanding that Josiah hire a former government official as a Leidos subcontractor under the contract. The former government official was engaged in pre-contract negotiations for the contract. What should Josiah do?

ANSWER

Josiah should immediately report the incident to his supervisor or one of the other reporting resources in the Code. A job offer is certainly something "of value" and clearly implicates bribery

[2] Ethics & Compliance Page (Webpage)**Accessed 10/10/2019**<https://www.leidos.com/company/ethics-and-compliance#code>

We set the highest professional and personal expectations.

Leidos is known for maintaining the highest standards of integrity and ethical behavior. Our robust policies, procedures, training, and communications creates a comprehensive program, cultivating a culture of integrity that touches every aspect of employee conduct.

We have a strong history of performance resting on our foundation of integrity.

[...]

ETHICS PROGRAM STRUCTURE

[...]

Policies and Procedures

The Code of Conduct is the basis of Leidos corporate policies and practices and is designed to promote ethical business conduct and compliance with the law. All employees are required to conduct all business affairs ethically and to comply with the Code. The Leidos core values of integrity, innovation, agility, collaboration, and commitment are emphasized in the Code and are the foundation of our culture.

The Standards of Business Ethics and Conduct at Leidos is the foundational policy of the Ethics and Compliance Program.

[...]

Code of Conduct

Leidos has a strong culture of ethics and integrity. Our Code of Conduct is a broad statement of principles for conducting business according to the highest ethical standards. It applies to all Leidos subsidiaries and is available in five languages.

- English
- Arabic
- French
- German
- Spanish

Question
1.3. Does the board or a dedicated board committee provide oversight of the company's anti-bribery and corruption programme?
Score
2
Comments
<p>There is evidence that the company's Ethics and Corporate Responsibility Committee is ultimately responsible for oversight of the anti-bribery and corruption programme. There is clear evidence that this committee engages in formal oversight functions, including reviewing reports from management and audits, and that it has the authority to require that any necessary changes to the programme are made.</p>
Evidence
<p>[9] Corporate Governance Guidelines (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/corporate-governance-guidelines/default.aspx Committee Matters Key Committees and Structure of Committees</p> <p>The principal committees of the Board of Directors are the Audit and Finance Committee, Human Resources and Compensation Committee, Ethics and Corporate Responsibility Committee, and Nominating and Corporate Governance Committee.</p> <p>[...]</p> <p>Reports to the Board</p> <p>Each committee will report material issues to the Board and will provide meeting minutes or oral reports of its activities to the Board of Directors at the Board's regularly scheduled meetings.</p> <p>[8] Corporate Governance and Ethics Committee Charter (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf [p.1] <u>Statement of Purpose</u></p> <p>The purpose of the Corporate Governance and Nominating Committee (the "Committee") shall be to:</p> <p>[...]</p> <p>(v) oversee the evaluation of the Board and Board committees (vi) review the effectiveness of the Company's ethics and compliance program; and (vii) review matters of corporate responsibility and public policy that may impact the Company's business or public image.</p> <p><u>Composition, Membership and Operation</u></p> <p>1. Composition of Committee. All members of the Committee shall be directors, each of whom shall be determined by the Board to be "independent" under the rules of the New York Stock Exchange. Members shall be appointed to, and may be removed from, the Committee, by the Board.</p> <p>[...]</p> <p>[p.3] 6. Ethics and Compliance</p> <ul style="list-style-type: none"> Periodically review the Company's policies, procedures and practices regarding ethical responsibilities and conduct and the effectiveness of the Company's ethics

[p.4] and compliance program, including training and the processes for the reporting and resolution of compliance issues and ethics investigations.

- Review, and advise management on the Company's response to, significant concerns or reports of actual or alleged violations that arise under the Code of Conduct and the Company's other ethics policies and procedures.
- Review the adequacy of the Company's Code of Business Conduct of the Board of Directors and Code of Conduct for employees and approve any request for waivers of any provisions of the Company's Code of Conduct made by or on behalf of any executive officer.

7. Corporate Responsibility and Public Policy

- Review such environmental, social and governance issues that may significantly impact the Company's business operations, reputation or relations with employees, customers, stockholders and other constituents.
- Review legislative and regulatory trends and public policy developments that may affect the Company's business, including government relations activities.

[...]

[p.4] Communications with the Committee

The Executive Vice President and General Counsel or designee shall communicate personally and promptly to the Chair of the Committee or to all members of the Committee on any matter involving criminal conduct or potential criminal conduct. In addition, the Senior Vice President, Chief Ethics and Compliance Officer (or such other individual or individuals with operational responsibility for the Company's compliance and ethics program) shall report to the Committee no less than annually on the implementation and effectiveness of the Company's compliance and ethics program.

[3] 2019 Proxy Statement (Document)

Accessed 11/10/2019

https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf

[p.19] The Board's Role in Risk Oversight As part of its oversight function, the Board and its committees monitor risk as part of their regular deliberations throughout the year. When granting authority to management, approving strategies, making decisions and receiving management reports, the Board considers, among other things, the risks facing the company. The Board also oversees risk in particular areas through its committee structure.

The Ethics and Corporate Responsibility Committee oversees risks associated with unethical conduct and political, social, environmental and reputational risks.

[...]

[p.21] Ethics & Corporate Responsibility Committee

Number of Meetings in Last Fiscal Year: 2

- Reviews ethical responsibilities of employees, directors, subcontractors, suppliers, joint venture partners and consultants under our policies and procedures;
- Reviews policies and procedures addressing the resolution of conflicts;
- Reviews and evaluates procedures for the receipt, retention and treatment of complaints regarding alleged violations of our policies, procedures and standards related to ethical conduct and legal compliance;
- Monitors the effectiveness of our ethics, compliance and training programs and related policies; and
- Reviews policies and practices in the areas of corporate responsibility including such political, social and environmental issues that may affect our business operations, performance, public image or reputation.

[2] Ethics & Compliance Page (Webpage)**Accessed 10/10/2019**
<https://www.leidos.com/company/ethics-and-compliance#code>

Leidos is also unique in its long history of Board-level ethics oversight. In 1988, the Board of Directors created the Ethics and Corporate Responsibility Committee (ECRC), comprised of board members responsible for reviewing and recommending policies and procedures that maintain a business environment committed to high standards of ethics, integrity, sustainability, and legal compliance.

The Board's close oversight of the company's Ethics and Compliance Program is now considered to be a best practice in the defense industry.

In 2005, Leidos created a senior management position to oversee the Ethics and Compliance Program. Today, the Senior Vice President, Chief Ethics & Compliance Officer, reports to the Chief Executive Officer and the Board Chair of the ECRC. Through comprehensive training, continuous communications and leadership actions, these efforts help to embed a values-based program into everyday activities across the enterprise.

[...]

ETHICS PROGRAM STRUCTURE

[...]

The Standards of Business Ethics and Conduct at Leidos is the foundational policy of the Ethics and Compliance Program. The Ethics Review Board (ERB), an executive management committee, meets quarterly in conjunction with an Audit Review Board and Enterprise Risk Management Committee, to review significant enterprise ethics and compliance matters and strengthen the ability to review risks across the company.

The Chief Ethics and Compliance Officer reports to the ERB on a range of issues, including significant ethics cases, trends, disciplinary actions, remedial measures, compliance risks, policy issues, training, communications, and new developments and initiatives. Members of the ERB include the CEO, Chief Financial Officer, General Counsel, Chief Ethics and Compliance Officer, Chief Human Resources Executive, Group Presidents and corporate functional executives

Ethics and Corporate Responsibility Committee

The Chief Ethics and Compliance Officer reports quarterly to the Ethics and Corporate Responsibility Committee (ECRC), a long-standing Leidos Board of Directors committee. The ECRC charter establishes its oversight of ethics policies and practices, including ethics training, case trends disciplinary actions, and conflicts of interest. In order to provide effective oversight, the ECRC keeps itself knowledgeable about ethics and compliance conditions and trends in the broader industry and within Leidos.

The ECRC also reviews policies and practices in the areas of sustainability, including the safety and protection of the environment; charitable contributions; and political, social and environmental issues that may affect the company's business operations, performance, public image or reputation.

[...]

History of Ethics at Leidos**2000-2009**

- Created the position of senior vice president of ethics and compliance (SVP E&C) in response to revised federal sentencing guidelines. Federal government ethics officers applaud Leidos (legacy SAIC) case resolution process

[...]

2010 - 2017

- Elevated SVP of Ethics & Compliance (E&C) to report directly to CEO, strengthening commitment to ethics.

[7] Director Code of Conduct (Document)

Accessed 14/10/2019

https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf

[p.3] Reporting Misconduct and Seeking Guidance

Directors should promptly inform the Chair of the Ethics and Corporate Responsibility Committee of any violations of this Code that come to their attention. Violations will be investigated, and the Board will take appropriate action. Directors may consult with the Chair of the Ethics and Corporate Responsibility Committee, the General Counsel or the Senior Vice President, Ethics and Compliance if they have any questions about this Code.

No code or policy can anticipate every situation that may arise, or replace thoughtful and ethical behaviour. Directors are encouraged to bring questions about particular circumstances that may implicate one or more of the provisions of this Code to the attention of the Chair of the Ethics and Corporate Responsibility Committee, the General Counsel or the Senior Vice President, Ethics and Compliance.

Question
1.4. Is responsibility for implementing and managing the company's anti-bribery and corruption programme ultimately assigned to a senior executive, and does he or she have a direct reporting line to the board or board committee providing oversight of the company's programme?
Score
2
Comments
<p>There is evidence that the company's Chief Ethics and Compliance Officer is responsible for managing its anti-bribery, corruption and ethics programme. It is clear that this individual has a direct reporting line to the Ethics and Corporate Responsibility Committee, which provides oversight of the anti-bribery and corruption programme. There is evidence of reporting and feedback activities between the Chief Ethics and Compliance Officer and the board as part of the company's reporting structure.</p>
Evidence
<p>[22] Chief Ethics Officer Biography (Webpage) Accessed 15/10/2019 https://www.leidos.com/company/leadership/brown Michele Brown</p> <p>Michele M. Brown is a Senior Vice President and the Chief Ethics & Compliance Officer for Leidos. She is responsible for administering the company's Ethics and Compliance Program. This includes development of corporate policies, procedures, and training to ensure that Leidos complies with applicable laws and regulations and that employees act in accordance with the values and standards in the company's Code of Conduct. Brown manages a comprehensive investigative process that assures appropriate resolution of compliance issues and concerns. She also serves as Deputy General Counsel, providing legal, investigative, and litigation support on issues involving government and commercial contracting and regulatory compliance.</p> <p>[8] Corporate Governance and Ethics Committee Charter (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf [p.4] Communications with the Committee</p> <p>The Executive Vice President and General Counsel or designee shall communicate personally and promptly to the Chair of the Committee or to all members of the Committee on any matter involving criminal conduct or potential criminal conduct. In addition, the Senior Vice President, Chief Ethics and Compliance Officer (or such other individual or individuals with operational responsibility for the Company's compliance and ethics program) shall report to the Committee no less than annually on the implementation and effectiveness of the Company's compliance and ethics program.</p> <p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code</p> <p>Leidos is also unique in its long history of Board-level ethics oversight. In 1988, the Board of Directors created the Ethics and Corporate Responsibility Committee (ECRC), comprised of board members responsible for reviewing and recommending policies and procedures that maintain a business environment committed to high standards of ethics, integrity, sustainability, and legal compliance.</p> <p>The Board's close oversight of the company's Ethics and Compliance Program is now considered to be a best practice in the defense industry.</p> <p>In 2005, Leidos created a senior management position to oversee the Ethics and Compliance Program. Today, the Senior Vice President, Chief Ethics & Compliance Officer, reports to the Chief Executive Officer and the Board Chair of the ECRC. Through comprehensive training, continuous communications and leadership actions, these efforts help to embed a values-based program into everyday activities across the enterprise.</p> <p>[...]</p>

ETHICS PROGRAM STRUCTURE

[...]

The Standards of Business Ethics and Conduct at Leidos is the foundational policy of the Ethics and Compliance Program. The Ethics Review Board (ERB), an executive management committee, meets quarterly in conjunction with an Audit Review Board and Enterprise Risk Management Committee, to review significant enterprise ethics and compliance matters and strengthen the ability to review risks across the company.

The Chief Ethics and Compliance Officer reports to the ERB on a range of issues, including significant ethics cases, trends, disciplinary actions, remedial measures, compliance risks, policy issues, training, communications, and new developments and initiatives. Members of the ERB include the CEO, Chief Financial Officer, General Counsel, Chief Ethics and Compliance Officer, Chief Human Resources Executive, Group Presidents and corporate functional executives

Ethics and Corporate Responsibility Committee

The Chief Ethics and Compliance Officer reports quarterly to the Ethics and Corporate Responsibility Committee (ECRC), a long-standing Leidos Board of Directors committee. The ECRC charter establishes its oversight of ethics policies and practices, including ethics training, case trends disciplinary actions, and conflicts of interest. In order to provide effective oversight, the ECRC keeps itself knowledgeable about ethics and compliance conditions and trends in the broader industry and within Leidos.

The ECRC also reviews policies and practices in the areas of sustainability, including the safety and protection of the environment; charitable contributions; and political, social and environmental issues that may affect the company's business operations, performance, public image or reputation.







[3] 2019 Proxy Statement (Document)



Accessed 11/10/2019

https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf

[p.20]

Listed below are the members of each of the six standing committees as of the date of this proxy statement:

	Audit & Finance	Classified Activities Oversight	Ethics & Corporate Responsibility	Human Resources & Compensation	Innovation & Technology	Nominating & Corporate Governance
Gregory R. Dahlberg		●	●			
David G. Fubini 	●			●		
Miriam E. John		●		●	●	●
Frank Kendall III		●			●	●
Robert C. Kovarik, Jr. 	●					
Harry M.J. Kraemer, Jr. 	●		●			
Roger A. Krone		●	●			
Gary S. May			●	●	●	
Surya N. Mohapatra				●	●	●
Lawrence C. Nussdorf 	●					●
Robert S. Shapard 	●					●
Susan M. Stalnecker 	●					
Noel B. Williams			●	●		

 Committee Chair
 Audit Committee Financial Expert

[7] Director Code of Conduct (Document)

Accessed 14/10/2019

https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf

[p.3] Reporting Misconduct and Seeking Guidance

Directors should promptly inform the Chair of the Ethics and Corporate Responsibility Committee of any violations of this Code that come to their attention. Violations will be investigated, and the Board will take appropriate action. Directors may consult with the Chair of the Ethics and Corporate Responsibility Committee, the General Counsel or the Senior Vice President, Ethics and Compliance if they have any questions about this Code.

No code or policy can anticipate every situation that may arise, or replace thoughtful and ethical behaviour. Directors are encouraged to bring questions about particular circumstances that may implicate one or more of the provisions of this Code to the attention of the Chair of the Ethics and Corporate Responsibility Committee, the General Counsel or the Senior Vice President, Ethics and Compliance.

[6] General Counsel Biography (Webpage)

Accessed 14/10/2019

<https://www.leidos.com/company/leadership/howe>

Jerald S. Howe, Jr. is a Leidos executive vice president and the company's general counsel. Howe has responsibility for legal, contracts, corporate governance, environmental health and safety, and administrative oversight of the ethics and compliance and internal audit functions.

2. Internal Controls

Question
2.1. Is the design and implementation of the anti-bribery and corruption programme tailored to the company based on an assessment of the corruption and bribery risks it faces?
Score
1
Comments
<p>There is evidence that the company's Ethics Review Board meets quarterly with an Enterprise Risk Management Committee to discuss ethics matters and compliance matters. The company indicates that purpose of the meetings is to review and strengthen the programme and that this committee is composed of senior individuals.</p> <p>However, there is no clear publicly available evidence that this review process specifically includes a bribery and corruption risk assessment procedure that informs the design of the ethics and anti-corruption programme. It is also not clear from publicly available information that the results of risk assessments are reviewed by the board.</p>
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code</p> <p>The Ethics Review Board (ERB), an executive management committee, meets quarterly in conjunction with an Audit Review Board and Enterprise Risk Management Committee, to review significant enterprise ethics and compliance matters and strengthen the ability to review risks across the company.</p>

Question
2.2. Is the company's anti-bribery and corruption programme subject to regular internal or external audit, and are policies and procedures updated according to audit recommendations?
Score
1
Comments
<p>There is evidence that the company's internal audit department periodically reviews the anti-bribery and corruption programme. There is evidence that the results of audits are shared with the Corporate Governance and Ethics Committee of the board of directors.</p> <p>However, the company receives a score of '1' because it is not clear from publicly available information that its entire anti-corruption and ethics programme is audited to ensure that it is consistent with high standards of best practice and the specific business risks facing the company. There is also not clear evidence that a specific individual or department holds ownership and responsibility for implementing recommended changes from audits.</p>
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code</p> <p>The Ethics Review Board (ERB), an executive management committee, meets quarterly in conjunction with an Audit Review Board and Enterprise Risk Management Committee, to review significant enterprise ethics and compliance matters and strengthen the ability to review risks across the company.</p> <p>[...]</p> <p>Compliance and Audit</p> <p>Leidos ethics programs are audited by our Internal Audit Department. The scope of these audits includes assessing compliance with key aspects of the policies and procedures encompassed in our Code of Conduct. These audits generally include, but are not limited to:</p> <ul style="list-style-type: none"> • Compliance with contractual requirements • Financial performance • Internal Controls and cultural environment • Supplier Management • Prior, recurring and current ethics concerns and investigations <p>[8] Corporate Governance and Ethics Committee Charter (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf</p> <p>[p.3] 6. Ethics and Compliance</p> <ul style="list-style-type: none"> • Periodically review the Company's policies, procedures and practices regarding ethical responsibilities and conduct and the effectiveness of the Company's ethics <p>[p.4] and compliance program, including training and the processes for the reporting and resolution of compliance issues and ethics investigations.</p> <ul style="list-style-type: none"> • Review, and advise management on the Company's response to, significant concerns or reports of actual or alleged violations that arise under the Code of Conduct and the Company's other ethics policies and procedures. • Review the adequacy of the Company's Code of Business Conduct of the Board of Directors and Code of Conduct for employees and approve any request for waivers of any provisions of the Company's Code of Conduct made by or on behalf of any executive officer. <p>[...]</p>

Communications with the Committee

The Executive Vice President and General Counsel or designee shall communicate personally and promptly to the Chair of the Committee or to all members of the Committee on any matter involving criminal conduct or potential criminal conduct. In addition, the Senior Vice President, Chief Ethics and Compliance Officer (or such other individual or individuals with operational responsibility for the Company's compliance and ethics program) shall report to the Committee no less than annually on the implementation and effectiveness of the Company's compliance and ethics program.

[3] 2019 Proxy Statement (Document)

Accessed 11/10/2019


https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf

[p.21] Ethics & Corporate Responsibility Committee

Number of Meetings in Last Fiscal Year: 2

[...]

- Monitors the effectiveness of our ethics, compliance and training programs and related policies;

Question
2.3. Does the company have a system for tracking, investigating and responding to bribery and corruption allegations or incidents, including those reported through whistleblowing channels?
Score
1
Comments
<p>There is evidence that the company publicly commits to investigating and resolving incidents, including any whistleblowing reports received via its independent third party operator. The company also commits to providing whistleblowers and employees who submit reports with information on the conclusion of investigations. There is clear evidence that the company's investigations are documented.</p> <p>However, the company receives a score of '1' because, although there is clear evidence that the company collects summary data on investigations, it is not clear from publicly available information that this data is reviewed by a central body, or that a central body reviews the status of investigations on a regular basis.</p>
Evidence
<p>[22] Chief Ethics Officer Biography (Webpage) Accessed 15/10/2019 https://www.leidos.com/company/leadership/brown Brown manages a comprehensive investigative process that assures appropriate resolution of compliance issues and concerns. She also serves as Deputy General Counsel, providing legal, investigative, and litigation support on issues involving government and commercial contracting and regulatory compliance.</p> <p>[23] Leidos EthicsPoint Website (Webpage) Accessed 15/10/2019 https://secure.ethicspoint.com/domain/media/en/gui/38316/index.html ATTENTION! This webpage is hosted on EthicsPoint's secure servers and is not part of the Leidos website or intranet.</p> 
<p>[...]</p> <p>We encourage you to approach your supervisor or management if you have questions or believe a violation of the Code of Conduct, corporate policies, laws or regulations, or any ethics or conduct concerns, have occurred.</p> <p>If you would like to seek guidance on an ethics or compliance issue or report suspected misconduct to the Ethics and Compliance Office, you may use this page — which is hosted by an independent, third-party provider, EthicsPoint — to submit an online report. You may report anonymously if you choose. Please review the EthicsPoint FAQs to learn more about anonymous reporting. The information you provide to EthicsPoint is received and transmitted to Leidos on a confidential basis, respecting anonymity requests.</p>

At Leidos, we take every report seriously and have zero tolerance for retaliation of any kind against individuals who, in good faith, raise questions or report concerns.

[24] EthicsPoint FAQ – Where Do These Reports Go (Webpage)

Accessed 15/10/2019

<https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html>

Where do these reports go? Who can access them?

Reports are entered directly on the EthicsPoint secure server to prevent any possible breach in security. EthicsPoint makes these reports available only to specific individuals within the company who are charged with evaluating the report, based on the type of violation and location of the incident. Each of these report recipients has had training in keeping these reports in the utmost confidence.

[25] EthicsPoint FAQ – Adding Detail to a Report (Webpage)

Accessed 15/10/2019

<https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html>

What if I remember something important about the incident after I file the report? Or what if the company has further questions for me concerning my report?

When you file a report at the EthicsPoint Web site or through the EthicsPoint Call Center, you receive a unique user name and are asked to choose a password. You can return to the EthicsPoint system again either by Internet or telephone and access the original report to add more detail or answer questions posed by a company representative and add further information that will help resolve open issues. We strongly suggest that you return to the site in the time specified to answer company questions. You and the company now have entered into an “anonymous dialogue” where situations are not only identified but can be resolved, no matter how complex.

[26] EthicsPoint FAQ – On Possible Identification (Webpage)

Accessed 15/10/2019

<https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html>

If you feel uncomfortable making a report on your work PC, you have the option of using a PC outside our work environment (such as one located at an Internet café, at a friend’s house, etc.) through the EthicsPoint secure website. Many people choose this option, as EthicsPoint’s data shows that fewer than 12% of reports generated during business hours.

[1] Code of Conduct (Document)

Accessed 10/10/2019

<https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf>

[p.9] We Ask Questions and Report Concerns

You should feel free to speak up and encourage others to do the same when you have questions or concerns about violations or suspected violations of our Code, our policies, or the law. If you are ever uncomfortable coming forward, you always have the option of reporting a concern anonymously.

[...]

Individuals may make such reports without fear of reprisal. For further information on whistleblowing and relevant rules, contact the Ethics and Compliance Office

[2] Ethics & Compliance Page (Webpage)

Accessed 10/10/2019

<https://www.leidos.com/company/ethics-and-compliance#code>

History of Ethics at Leidos

2010 – 2017

[...] Expanded Ethics and Compliance Program to include group ethics directors, senior investigators, and a dedicated communications lead.

- Strengthened forensic capabilities to better investigate reported cases.
- Implemented root cause analysis as part of every substantiated investigation.

[...]

- Promoted quality control and coordinated investigators through bi-weekly meetings with investigators from all investigative functions: Ethics and Compliance, Legal, Internal Audit, Security and Human Resources.

[...]

Reporting Channels and Case Management

Leidos has an established process for reporting observed or suspected misconduct or any employee grievance that is widely advertised and promotes eight separate channels for employees and others to report a concern or simply to ask for guidance.

[...]

Independent case management of every assigned ethics and compliance case is crucial to the successful execution of the program's goals. This bedrock concept ensures that all issues are appropriately investigated and impartially adjudicated. Before closure, all reported cases are thoroughly reviewed by an independent and objective subject matter expert. If, at any point, an employee does not believe their grievance is being properly addressed, they are encouraged to escalate their concern through another reporting channel.

[22] Chief Ethics Officer Biography (Webpage)

Accessed 15/10/2019

<https://www.leidos.com/company/leadership/brown>

Brown manages a comprehensive investigative process that assures appropriate resolution of compliance issues and concerns.

[3] 2019 Proxy Statement (Document)

Accessed 11/10/2019

https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf

[p.21] Ethics & Corporate Responsibility Committee

Number of Meetings in Last Fiscal Year: 2

- Reviews ethical responsibilities of employees, directors, subcontractors, suppliers, joint venture partners and consultants under our policies and procedures;
- Reviews policies and procedures addressing the resolution of conflicts;
- Reviews and evaluates procedures for the receipt, retention and treatment of complaints regarding alleged violations of our policies, procedures and standards related to ethical conduct and legal compliance;

[7] Director Code of Conduct (Document)

Accessed 14/10/2019

https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf

[p.3] Reporting Misconduct and Seeking Guidance

Directors should promptly inform the Chair of the Ethics and Corporate Responsibility Committee of any violations of this Code that come to their attention. Violations will be investigated, and the Board will take appropriate action.

Question
2.4. Does the company have appropriate arrangements in place to ensure the quality of investigations?
Score
2
Comments
<p>There is evidence that the company assures itself of the quality of its internal investigations, including those reported through whistleblowing channels and states that its investigative process is reviewed on a continuous basis. The company also clearly states that staff tasked with conducting investigations are properly qualified and trained to perform the function. The company states that the Corporate Governance and Ethics Committee handles complaints related to the company's investigative procedure and states that if unsatisfied employees are able to escalate complaints on the investigative process through other reporting channels.</p>
Evidence
<p>[24] EthicsPoint FAQ – Where Do These Reports Go (Webpage) Accessed 15/10/2019 https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html Where do these reports go? Who can access them?</p> <p>Reports are entered directly on the EthicsPoint secure server to prevent any possible breach in security. EthicsPoint makes these reports available only to specific individuals within the company who are charged with evaluating the report, based on the type of violation and location of the incident. Each of these report recipients has had training in keeping these reports in the utmost confidence.</p> <p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.21] <u>Ethics & Corporate Responsibility Committee</u></p> <p>Number of Meetings in Last Fiscal Year: 2</p> <p>[...]</p> <ul style="list-style-type: none"> • Reviews and evaluates procedures for the receipt, retention and treatment of complaints regarding alleged violations of our policies, procedures and standards related to ethical conduct and legal compliance; • Monitors the effectiveness of our ethics, compliance and training programs and related policies; and • Reviews policies and practices in the areas of corporate responsibility including such political, social and environmental issues that may affect our business operations, performance, public image or reputation. <p>[8] Corporate Governance and Ethics Committee Charter (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf [p.3] 6. Ethics and Compliance</p> <ul style="list-style-type: none"> • Periodically review the Company's policies, procedures and practices regarding ethical responsibilities and conduct and the effectiveness of the Company's ethics <p>[p.4] and compliance program, including training and the processes for the reporting and resolution of compliance issues and ethics investigations.</p> <p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code History of Ethics at Leidos</p>

2010 – 2017

[...]

- Expanded Ethics and Compliance Program to include group ethics directors, senior investigators, and a dedicated communications lead.
- Strengthened forensic capabilities to better investigate reported cases.
- Implemented root cause analysis as part of every substantiated investigation.

[...]

- Promoted quality control and coordinated investigators through bi-weekly meetings with investigators from all investigative functions: Ethics and Compliance, Legal, Internal Audit, Security and Human Resources.

[...]

Independent case management of every assigned ethics and compliance case is crucial to the successful execution of the program's goals. This bedrock concept ensures that all issues are appropriately investigated and impartially adjudicated. Before closure, all reported cases are thoroughly reviewed by an independent and objective subject matter expert. If, at any point, an employee does not believe their grievance is being properly addressed, they are encouraged to escalate their concern through another reporting channel.

Question
2.5. Does the company's investigative procedure include a commitment to report material findings of bribery and corruption to the board and any criminal conduct to the relevant authorities?
Score
1
Comments
<p>There is evidence that either the company's Chief Ethics and Compliance Officer or General Counsel are responsible for informing the board-level Corporate Governance and Ethics Committee of any identified instances of potential criminality.</p> <p>However, the company receives a score of '1' because there is no clear publicly available evidence that an appropriate senior individual is responsible for ensuring that the disclosure of criminal offences to relevant authorities is evaluated and acted upon if necessary.</p>
Evidence
<p>[8] Corporate Governance and Ethics Committee Charter (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf [p.4] Communications with the Committee</p> <p>The Executive Vice President and General Counsel or designee shall communicate personally and promptly to the Chair of the Committee or to all members of the Committee on any matter involving criminal conduct or potential criminal conduct.</p> <p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code ETHICS PROGRAM STRUCTURE</p> <p>[...]</p> <p>The Standards of Business Ethics and Conduct at Leidos is the foundational policy of the Ethics and Compliance Program. The Ethics Review Board (ERB), an executive management committee, meets quarterly in conjunction with an Audit Review Board and Enterprise Risk Management Committee, to review significant enterprise ethics and compliance matters and strengthen the ability to review risks across the company.</p> <p>The Chief Ethics and Compliance Officer reports to the ERB on a range of issues, including significant ethics cases</p>

Question
2.6. Does the company publish high-level results from incident investigations and disciplinary actions against its employees?
Score
0
Comments
There is no evidence that the company publishes any data on ethical or bribery and corruption investigations or disciplinary actions involving its employees.
Evidence
No evidence found.

3. Support to Employees

Question
3.1. Does the company provide training on its anti-bribery and corruption programme to all employees across all divisions and geographies, and in all appropriate languages?
Score
2
Comments
<p>There is evidence that the company provides training that outlines the principles of the Code of Conduct and anti-corruption policy, including the whistleblowing options available to employees. The company states that employees are required to undertake refresher anti-corruption training every year.</p>
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code We set the highest professional and personal expectations.</p> <p>Leidos is known for maintaining the highest standards of integrity and ethical behavior. Our robust policies, procedures, training, and communications creates a comprehensive program, cultivating a culture of integrity that touches every aspect of employee conduct.</p> <p>[...]</p> <p>In 2005, Leidos created a senior management position to oversee the Ethics and Compliance Program. Today, the Senior Vice President, Chief Ethics & Compliance Officer, reports to the Chief Executive Officer and the Board Chair of the ECRC. Through comprehensive training, continuous communications and leadership actions, these efforts help to embed a values-based program into everyday activities across the enterprise.</p> <p>[...]</p> <p>ETHICS PROGRAM STRUCTURE</p> <p>The Leidos Ethics and Compliance Program seeks to continuously strengthen our culture of uncompromising integrity by promoting ethics through a variety of initiatives.</p> <p>Combining policies, procedures, training and communications, the Leidos Ethics and Compliance Program is comprehensive and touches every aspect of employee conduct</p> <p>[...]</p> <p>Ethics Communications</p> <p>The Ethics and Compliance Office promotes a culture of integrity at Leidos. The office provides ethics and compliance training, communications, and guidance to create a transparent environment and informed employee population. Each year, the Ethics and Compliance Office endeavors to find new and innovative ways to underscore the importance of ethical decision-making for all employees. Using robust communications campaigns, the program routinely publishes a variety of ethics and compliance-related information by email directly to employees and also on the Leidos intranet.</p> <p>The Code of Conduct and annual Ethics Awareness training reinforce Leidos' core values and provides important information related to many key compliance and risk areas. The Code and training are updated annually and Chairman and CEO, Roger Krone, delivers strong messages in both regarding ethical behavior and accountability. Leidos has consistently achieved a Code of Conduct certification and Ethics Awareness training completion rate of 100 percent. This exceptionally high rate demonstrates the company's focus on and prioritization of employee ethics training. Ethics Awareness training must be undertaken by all employees, including part-time employees, every year.</p>

Notably, Leidos engages in an ongoing ethics and awareness campaign to focus all employees on the necessity of ethical behavior and to emphasize its commitment that ethics concerns will reach the right people, that swift corrective action will be taken in valid ethics cases, and that the company has zero tolerance for retaliation of any kind.

The campaign message is simple and clear: Protect Leidos and customer assets; foster a safe and healthy work environment; deal fairly and honestly with customers, third parties and public officials; conduct international business properly; report misconduct; and protect colleagues from retaliation. In sum, do the right thing every day. Leidos leadership and the Ethics and Compliance Office remain focused on increasing employees' understanding of how the Code of Conduct translates into day-to-day work experiences.

[...]

History of Ethics at Leidos

2010 - 2017

- Launched an enterprise-wide campaign supporting the company's values-based culture and emphasizing that ethics is not only the responsibility of the (E&C) Office, but also the responsibility of every employee- every employee is an ethics officer at Leidos.

[4] 2018 Annual Report (Document)

Accessed 11/10/2019

https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/2018-Annual-Report.pdf

[p.19] Regulation

We are heavily regulated in most of the fields in which we operate. We provide services and products to numerous U.S. government agencies and entities, including to the DoD, the U.S. Intelligence Community and the DHS. When working with these and other U.S. government agencies and entities, we must comply with various laws and regulations relating to the formation, administration and performance of contracts.

[...]

The U.S. government may revise its procurement practices or adopt new contract rules and regulations at any time. In order to help ensure compliance with these complex laws and regulations, all of our employees are required to complete ethics and other compliance trainings relevant to their position.

Question
3.2. Does the company provide tailored training on its anti-bribery and corruption programme for at least the following categories of employees: a) Employees in high risk positions, b) Middle management, c) Board members.
Score
0
Comments
There is no evidence that the company tailors its anti-bribery and corruption training to employees based on an assessment of their role and exposure to corruption risk.
Evidence
No evidence found

Question
3.3. Does the company measure and review the effectiveness of its anti-bribery and corruption communications and training programme?
Score
1
Comments
<p>There is evidence that the company reviews its anti-corruption training programme on an annual basis, and that it uses the results of such reviews to update the programme where necessary. The company indicates that it measures training completion rates.</p> <p>However, the company receives a score of '1' because there is no publicly available evidence that it has further procedures in place to measure and review the effectiveness of its anti-corruption training and communications programme specifically, for example by conducting staff surveys or targeted audits of these aspects of its programme at least every three years.</p>
Evidence
<p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.21] <u>Ethics & Corporate Responsibility Committee</u></p> <p>Number of Meetings in Last Fiscal Year: 2</p> <p>[...]</p> <ul style="list-style-type: none"> Monitors the effectiveness of our ethics, compliance and training programs and related policies; <p>[8] Corporate Governance and Ethics Committee Charter (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf [p.3] 6. Ethics and Compliance</p> <ul style="list-style-type: none"> Periodically review the Company's policies, procedures and practices regarding ethical responsibilities and conduct and the effectiveness of the Company's ethics <p>[p.4] and compliance program, including training and the processes for the reporting and resolution of compliance issues and ethics investigations.</p> <p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Ethics Communications</p> <p>The Ethics and Compliance Office promotes a culture of integrity at Leidos. The office provides ethics and compliance training, communications, and guidance to create a transparent environment and informed employee population. Each year, the Ethics and Compliance Office endeavors to find new and innovative ways to underscore the importance of ethical decision-making for all employees. Using robust communications campaigns, the program routinely publishes a variety of ethics and compliance-related information by email directly to employees and also on the Leidos intranet. Articles and announcements posted to the intranet include sections for employees to provide comments and feedback.</p> <p>[...]</p> <p>The Code of Conduct and annual Ethics Awareness training reinforce Leidos' core values and provides important information related to many key compliance and risk areas. The Code and training are updated annually and Chairman and CEO, Roger Krone, delivers strong messages in both regarding ethical behavior and accountability. Leidos has consistently achieved a Code of Conduct certification and Ethics Awareness training completion rate of 100 percent. This exceptionally high rate demonstrates the company's focus on and prioritization of employee</p>

ethics training. Ethics Awareness training must be undertaken by all employees, including part-time employees, every year.

Question
3.4. Does the company ensure that its employee incentive schemes are designed in such a way that they promote ethical behaviour and discourage corrupt practices?
Score
0
Comments
<p>There is no publicly available evidence that the company's incentive schemes for employees incorporate ethical or anti-corruption principles to promote behaviour in line with the company's values. The company provides some publicly available information on its compensation structures for incentives, which includes a portion of an annual incentive based on adherence to the company's ethics principles; however it is not clear from publicly available information that the company adopts a similar approach to incentives for all employees.</p>
Evidence
<p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf</p> <p>[p.28] The following table summarizes the elements of our executive compensation program for 2018:</p> <p>[...]</p> <p>Annual Cash Incentive</p> <p>[...]</p> <p>Personal (20%) Personal Achievements - Adjustment factor of 0% to 200% applied based on evaluation of leadership values such as ethics and integrity, personal development and engagement.</p> <p>[p.36] Personal performance goals and leadership behaviors relate to ethics and integrity, maintaining a top-tier workplace environment, collaboration, customer satisfaction and retention, business development in strategic areas and other financial and operating goals as appropriate.</p> <p>[p.38] Assessment of Risks in Our Compensation Programs</p> <p>During fiscal 2018, management undertook a risk assessment of our compensation programs, which FW Cook, the Committee's independent compensation consultant, reviewed. In conducting the assessment, we reviewed our pay practices and incentive programs to identify any potential risks inherent in our compensation programs.</p> <p>[...]</p> <ul style="list-style-type: none"> • leadership behaviors, such as ethics and integrity, that are specifically addressed in our short-term incentive programs;

Question
3.5. Does the company commit to and assure itself that it will support and protect employees who refuse to act unethically, even when it might result in a loss of business?
Score
0
Comments
There is no evidence that the company publicly commits to support and protect employees who refuse to act unethically in situations which result in a loss of business for the company.
Evidence
<p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.4] Message from the Chairman and Chief Executive Officer</p> <p>[...]</p> <p>We do not cut corners on ethics or quality in pursuit of our business objectives, and we do not tolerate misconduct.</p>

Question
3.6. Does the company have a clear policy of non-retaliation against whistleblowers and employees who report bribery and corruption incidents?
Score
1
Comments
<p>There is evidence that the company promotes a clear policy of non-retaliation against both whistleblowers and employees who report bribery and corruption incidents. There is evidence that this non-retaliation policy extends to all employees, including those engaged by the group as third parties, suppliers and joint venture partners.</p> <p>However, the company receives a score of '1' because it is not clear from publicly available information that it commits to assure itself of employees' confidence in its non-retaliation commitment through surveys or other clearly stated means. This could include monitoring the usage statistics of whistleblowing channels across different parts of the organisation or conducting independent anonymised employee surveys.</p>
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Report an Ethics Concern</p> <p>We take every report seriously and have zero tolerance for retaliation of any kind against individuals who, in good faith, raise questions or report concerns.</p> <p>[...]</p> <p>The company has zero tolerance for retaliation in any form. Leidos supports those who speak up and the company has always encouraged its employees to report any legal or ethical misconduct without fear of retaliation. Those who engage in retaliation will face disciplinary action, up to and including termination of employment. Anyone who asks questions or reports concerns in good faith will be protected. We are committed to complying with the employee whistleblower protections contained in the Federal Acquisition Regulation (FAR) and the Department of Defense FAR Supplement (DFARS) as well as the anti-retaliation provisions of all applicable laws that prohibit discrimination in the workplace.</p> <p>[9] Corporate Governance Guidelines (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/corporate-governance-guidelines/default.aspx The Company's Code of Conduct prohibits any retaliation or adverse action being taken against anyone for raising an integrity concern.</p> <p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.4] Leidos does not tolerate retaliation against those who report concerns. If you experience retaliation, you should report it, and those who engage in retaliation will be subject to discipline.</p> <p>[...]</p> <p>[p.13] We Do Not Tolerate Retaliation</p> <p>Leidos has zero tolerance for retaliation of any kind. Those who engage in retaliation will face disciplinary action, up to and including termination of employment. Anyone who asks questions or reports concerns in good faith will be protected. If you are concerned about retaliation or believe that you or others have been subject to retaliation, you should immediately contact the Chief Ethics and Compliance Officer, the General Counsel, or the Chief Human Resources Officer.</p> <p>A GOOD FAITH report is based on the reporter's honest belief that the information relayed in association with a concern is true.</p>

RETALIATION can include any negative job-related action, such as demotion, discipline, firing, salary reduction, exclusion from projects or meetings, or job or shift reassignment. It can also include other behaviors meant to punish someone for speaking up or cooperating with an investigation.

[21] For Suppliers (Webpage)

Accessed 14/10/2019

<https://www.leidos.com/suppliers>

If you believe that Leidos or any of its employees or agents has acted improperly or unethically, please report such behavior to the Leidos Ethics Hotline (800) 760-4332. Leidos provides its Code of Conduct for informational purposes only, and makes no representations as to its appropriateness for use outside of Leidos.

Question
3.7. Does the company provide multiple whistleblowing and advice channels for use by all (e.g. employees and external parties), and do they allow for confidential and, wherever possible, anonymous reporting?
Score
2
Comments
<p>There is evidence that the company provides multiple channels for its employees to report instances of suspected corrupt activity and seek advice on its anti-bribery and corruption programme. The company indicates that these channels are sufficiently varied to allow the employee to raise concerns across the management chain and to a third party operated whistleblowing service. These channels are available in relevant foreign languages and additionally allow for confidential and, wherever possible, anonymous reporting.</p> <p>In addition, there is evidence that the company's reporting channels are available to all employees in all jurisdictions where the company operates, and there is nothing to suggest that the reporting channels are not available for third parties and joint ventures. There is clear evidence that the company's reporting channels are available to suppliers.</p>
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Report an Ethics Concern</p> <p>We take every report seriously and have zero tolerance for retaliation of any kind against individuals who, in good faith, raise questions or report concerns.</p> <p>[...]</p> <p>ETHICS PROGRAM STRUCTURE</p> <p>[...]</p> <p>Employee Ethics Council</p> <p>The Employee Ethics Council (EEC) continues to be an important resource and a strong part of the Leidos Ethics and Compliance organization. The EEC includes representatives from each group across the enterprise who work closely with line managers to identify and resolve ethics and compliance issues in their organization. EEC members also serve as one of the eight channels for employees to report violations of the Leidos Code of Conduct and other ethics concerns. The EEC discusses best practices and presents concerns of interest to the company. EEC members take their responsibilities seriously and are a key component of our overall Ethics and Compliance Program.</p> <p>[...]</p> <p>Reporting Channels and Case Management</p> <p>Leidos has an established process for reporting observed or suspected misconduct or any employee grievance that is widely advertised and promotes eight separate channels for employees and others to report a concern or simply to ask for guidance.</p> <p>The available reporting options are:</p> <p>Their supervisor or other individual in the management chain. Their Human Resources representative, the Workforce Solutions Director or the Chief Human Resources Officer. The Employee Ethics Council. The Leidos Hotline at 855-7-LEIDOS (855.753.4367), which connects employees to an independent third-party provider, EthicsPoint, or by online submission of their concern at HTTPS://LEIDOS.ETHICSPPOINT.COM (international hotline numbers are available to employees on our Ethics and Compliance intranet hub).</p>

The General Counsel; Chief Ethics and Compliance Officer; or Chief Security Officer.

The CEO or Chairman of the Leidos Board.

The Ethics and Corporate Responsibility Committee (ECRC) Chair or the Audit Committee Chair of the Leidos Board of Directors.

The Board or Lead Director.

Independent case management of every assigned ethics and compliance case is crucial to the successful execution of the program's goals. This bedrock concept ensures that all issues are appropriately investigated and impartially adjudicated. Before closure, all reported cases are thoroughly reviewed by an independent and objective subject matter expert. If, at any point, an employee does not believe their grievance is being properly addressed, they are encouraged to escalate their concern through another reporting channel.

[...]

History of Ethics at Leidos

2010 - 2017

[...]

- Launched independent, third-party ethics hotline to further enhance reporting confidentiality.

[...]

- Created international hotline numbers and ability callers to request a translator to support an expanded international presence.

[23] Leidos EthicsPoint Website (Webpage)

Accessed 15/10/2019

<https://secure.ethicspoint.com/domain/media/en/gui/38316/index.html>

العربية Deutsch English Español Français (France)

Home / Code of Conduct / FAQs

ATTENTION! This webpage is hosted on EthicsPoint's secure servers and is not part of the Leidos website c

Welcome to the Leidos Hotline

If you would like to seek guidance on an ethics or compliance issue or report suspected misconduct to the Ethics and Compliance Office, you may use this page — which is hosted by an independent, third-party provider, EthicsPoint — to submit an online report. You may report anonymously if you choose. Please review the EthicsPoint FAQs to learn more about anonymous reporting. The information you provide to EthicsPoint is received and transmitted to Leidos on a confidential basis, respecting anonymity requests.

At Leidos, we take every report seriously and have zero tolerance for retaliation of any kind against individuals who, in good faith, raise questions or report concerns.

See the EthicsPoint FAQs for more information.

[27] EthicsPoint FAQ – On Reporting Methods (Webpage)

Accessed 16/10/2019

<https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html>

If I see a violation, shouldn't I just report it to my manager, security, or human resources and let them deal with it?

When you observe some behavior that you believe violates our code of conduct, we expect you to report it. Ideally, you should bring any concerns forward to your direct manager, or other member of our management team. We recognize, however, that there may be circumstances when you are not comfortable reporting the issue in this manner. It is for such circumstances that we have partnered with EthicsPoint. We would rather you report anonymously than keep the information to yourself.

[The webpage contains a list of similar questions and answers reaffirming that those submitting reports are able to remain anonymous if they wish to]

[1] Code of Conduct (Document)

Accessed 10/10/2019

<https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf>

[p.4] It is essential that we all read our Code, reflect on how it should guide our behavior, and ask questions about anything that we do not understand.

[...]

We are all accountable. This means that we must all speak up when we have a question or concern. Our Code discusses several reporting options; make sure you are familiar with the resources available to you, and do not hesitate to use them if you need to seek answers or report misconduct.

[p.7] Is this legal?

Is this consistent with our values?

Does this comply with our Code and policies?

Would I want this to be made public?

If you can't answer "yes," you should examine why your answers are "no" or why you don't know the answer. Remember there are resources available to guide you, and when you are unsure about a course of action, you can always ask your manager, consult this Code, refer to our policies, contact the Ethics and Compliance Office, or call the Leidos Hotline at 855-753-4367.

[p.8] When making decisions and taking action in our roles at Leidos, we must always:

- Speak up and ask questions
- Report misconduct

We are bound not only by our Code, policies, and values. We must also be aware of and comply with all applicable laws and regulations that relate to our roles and responsibilities. Violations of our Code, our policies, or the law may result in disciplinary action, up to and including termination. If you have any questions about the laws and regulations that apply to your role or responsibilities, or if you are unsure if any laws or regulations might apply, contact the Ethics and Compliance Office.

[p.9] We Ask Questions and Report Concerns You should feel free to speak up and encourage others to do the same when you have questions or concerns about violations or suspected violations of our Code, our policies, or the law. If you are ever uncomfortable coming forward, you always have the option of reporting a concern anonymously. When your role includes work for federal agencies, you have special reporting responsibilities. If you become aware of or suspect a violation of the Federal Acquisition Regulation (FAR), Defense Federal Acquisition Regulation Supplement (DFARS), or any other government contracting regulation, you must report it immediately. Leidos supports those who speak up and does not allow retaliation, but those who wish to file a complaint directly with the relevant agency's Office of Inspector General pursuant to the whistleblower provisions in the FAR and DFARS can always do so. Violations or suspected violations can also be reported directly to the Department of Defense (DoD) by calling the DoD Hotline at 800-424-9098.

Individuals may make such reports without fear of reprisal. For further information on whistleblowing and relevant rules, contact the Ethics and Compliance Office.

[21] For Suppliers (Webpage)

Accessed 14/10/2019

<https://www.leidos.com/suppliers>

We would like to take this opportunity to remind our suppliers of our commitment to conduct business with uncompromising integrity. This commitment is clearly established in Code of Conduct.

[...]

If you believe that Leidos or any of its employees or agents has acted improperly or unethically, please report such behavior to the Leidos Ethics Hotline (800) 760-4332. Leidos provides its Code of Conduct for informational purposes only, and makes no representations as to its appropriateness for use outside of Leidos.



When you need to seek guidance or report a concern, you have many options available to you:

Your supervisor or other individuals in your management chain

Your Human Resources representative, the Workforce Solutions Director, or the Chief Human Resources Officer

Your Employee Ethics Council representative

Our Leidos Hotline at



855-7-LEIDOS (855-753-4367)



or by online submission at <https://leidos.ethicspoint.com>, which connects you to an independent third-party provider, EthicsPoint

International Hotline numbers, available on the Ethics and Compliance page on Prism

Our General Counsel, Chief Ethics and Compliance Officer, or Chief Security Officer

Our Chairman and CEO

Our Ethics and Corporate Responsibility Committee Chair or the Audit and Finance Committee Chair of the Leidos Board of Directors

Our Lead Director of the Leidos Board of Directors

[...]

[p.10] We Recognize Managers Have a Special Role Managers have a special role in our Ethics and Compliance program at Leidos. They are often the first point of contact when employees have a question or concern, so managers must encourage communication, educate themselves on our compliance resources and processes, and be prepared to escalate concerns when necessary. Managers must also model ethical behavior and embody our values. Managers are required to report any violation or suspected violation of our Code, our policies, or the law to the Ethics and Compliance Office as soon as possible. Managers, like everyone else, should speak up when they have concerns. Organization leaders, group presidents, chief financial officers, controllers, and certain functional area leads must certify quarterly that they are not aware of any violation or suspected violation involving our Code or company policies that has not been reported to the Ethics and Compliance Office.

[p.16] CONFLICTS OF INTEREST can be difficult to spot and negotiate. Be sure to speak up and ask questions when you are confronted with a potential conflict

[p.43]



When you need to seek guidance or report a concern, you have many options available to you:

Your supervisor or other individuals in your management chain

Your Human Resources representative, the Workforce Solutions Director, or the Chief Human Resources Officer

Your Employee Ethics Council representative

Our Leidos Hotline at



855-7-LEIDOS (855-753-4367)



or by online submission at <https://leidos.ethicspoint.com>, which connects you to an independent third-party provider, EthicsPoint

International Hotline numbers, available on the Ethics and Compliance page on Prism

Our General Counsel, Chief Ethics and Compliance Officer, or Chief Security Officer

Our Chairman and CEO

Our Ethics and Corporate Responsibility Committee Chair or the Audit and Finance Committee Chair of the Leidos Board of Directors

Our Lead Director of the Leidos Board of Directors

INDIVIDUALS MAY REPORT CONCERNS USING THE PHONE NUMBERS LISTED BELOW.

These numbers are hosted by an independent, third-party provider, EthicsPoint. You may choose to make a report by identifying yourself or anonymously. If your country is not listed below, you may contact any of the reporting channels listed in this Code. Concerns may also be reported by emailing the Leidos Ethics and Compliance Office at hotline@leidos.com or by calling 571-526-7200.

Country	Phone Number	Access Code
United States	855-7-LEIDOS/ (855-753-4367)	N/A
Afghanistan	503-268-5701	N/A
Australia	1-800-339-276	N/A
Bahrain	(U.S. Military Bases) 800-000-00 800-00-001 (Cellular) 800-000-05	844-316-5261
Canada	1-800-225-5288	844-316-5261
Israel	(Golden Lines) 1-80-922-2222 (Barak) 1-80-933-3333 (Bezeq) 1-80-949-4949	844-316-5261
Jordan	1-880-0000	844-316-5261
Marshall Islands	503-268-5702	N/A
Puerto Rico	1-855-753-4367	N/A
Qatar	800100416	N/A
Saudi Arabia	1-800-10	844-316-5261
Taiwan	00-801-102-880	844-316-5261
United Arab Emirates	8000-021 (du) 8000-555-66 (Military-USO and cellular) 8000-061	844-316-5261
United Kingdom	0808-234-8803	N/A

VISIT: [www.leidos.ethicspoint.com](https://leidos.ethicspoint.com) | **EMAIL:** hotline@leidos.com

[7] Director Code of Conduct (Document)

Accessed 14/10/2019

https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf

[p.3] Reporting Misconduct and Seeking Guidance

Directors should promptly inform the Chair of the Ethics and Corporate Responsibility Committee of any violations of this Code that come to their attention. Violations will be investigated, and the Board will take appropriate action. Directors may consult with the Chair of the Ethics and Corporate Responsibility Committee, the General Counsel or the Senior Vice President, Ethics and Compliance if they have any questions about this Code.

No code or policy can anticipate every situation that may arise, or replace thoughtful and ethical behaviour. Directors are encouraged to bring questions about particular circumstances that may implicate one or more of the provisions of this Code to the attention of the Chair of the Ethics and Corporate Responsibility Committee, the General Counsel or the Senior Vice President, Ethics and Compliance.

4. Conflict of Interest

Question
4.1. Does the company have a policy defining conflicts of interest – actual, potential and perceived – that applies to all employees and board members?
Score
2
Comments
<p>There is evidence that the company formally addresses conflict of interest as a corruption risk, and that it has a clear policy that defines conflicts of interest, including actual, potential and perceived conflicts. The company's policy clearly covers conflicts of interest concerning government relationships, outside employment opportunities and employee relationships. This policy applies to all company employees and board members.</p>
Evidence
<p>[9] Corporate Governance Guidelines (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/corporate-governance-guidelines/default.aspx Conflicts of Interest</p> <p>The codes of conduct and other related policies of the Company provide that all employees, executive officers and directors must act in the best interests of the Company and refrain from engaging in any activity or having a personal interest that presents or creates the appearance of a "conflict of interest." The Board of Directors recognizes that actual or perceived conflicts of interest may raise questions among stockholders and others as to whether such transactions are consistent with good corporate governance and are in the best interests of the Company and its stockholders. Accordingly, as a general matter, the preference of the Board is to avoid situations involving actual or perceived conflicts of interest. Nevertheless, it is also recognized that there are certain transactions and situations that may be in, or may not be inconsistent with, the best interests of the Company and its stockholders.</p> <p>[...]</p> <p>With respect to members of the Board of Directors, because of the business relationships that a director may have outside of the Company, it is possible that actual or potential conflicts of interest may develop as a result of actions contemplated by the Company or another person. If a director becomes aware of an actual or potential conflict of interest with the Company, he or she should promptly inform the Chair of the Ethics and Corporate Responsibility Committee.</p> <p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.15] We Avoid Conflicts of Interest</p> <p>Being transparent and respectful of our team and our company means doing everything we can to avoid conflicts of interest and disclosing any issues as soon as they become apparent. We must also avoid any appearance of a conflict and address all potential conflict issues. The decisions you make in your role at Leidos must be impartial, and you must put the needs of the company above any personal interests.</p> <p>TAKE NOTE</p> <p>A CONFLICT OF INTEREST can arise when an individual's personal interests interfere, or appear to interfere, with the interests of Leidos.</p> <p>AVOIDING BUSINESS CONFLICTS</p>

We cannot allow any personal activity or business to conflict, or appear to conflict, with our responsibilities to the company. We owe Leidos our best efforts, and we cannot allow obligations to outside business activities or other personal activities to impact our responsibilities to the company. Our obligations to the company extend to the procurement process. To ensure its integrity, employees may not be involved in a procurement if there is a possible conflict, such as when a potential supplier is a relative of or has a close personal relationship with an employee.

[...]

AVOIDING FAMILIAL CONFLICTS

Our team is diverse and made up of talented people who have been selected to collaborate with us on our mission because of their performance and not because of their family connections or relationships with Leidos employees. To prevent potential conflict situations, an employee is not permitted to hire or have a direct or indirect reporting relationship with a closely related individual as defined by our Staffing policy.

AVOIDING OUTSIDE ACTIVITY CONFLICTS

From time to time, you may consider participating in activities with outside organizations. Sometimes these activities might involve our customers, including government customers, our suppliers, and our competitors. These activities can create conflicts of interest or the appearance of a conflict. You must be transparent about these relationships, and if you have an outside opportunity, such as serving on a federal advisory board or running for political office, you must obtain approval from your manager and the Ethics and Compliance Office before participating in the activity. Please also refer to our policy.

AVOIDING OUTSIDE WORK CONFLICTS

Outside work that could potentially conflict with your role at Leidos requires prior approval. You must avoid outside work that could appear to conflict with your role until you have fully disclosed the situation and received guidance and approval from your manager and the Ethics and Compliance Office. If you have questions about any outside business or work opportunity, such as an offer to work for a customer, competitor, or supplier, speak with your manager and the Ethics and Compliance Office. Please also refer to our Personal Conflict of Interest Request Review and Approval Process.

[...]

[p.16] AVOIDING ORGANIZATIONAL CONFLICTS

You should also always be aware of potential organizational conflicts of interest (OCI). Be cautious when:

- Potential work includes scope where Leidos would provide systems engineering and technical direction, prepare specifications or work statements, provide evaluation services, or obtain access to third-party proprietary information.
- We would be setting or influencing the requirements or terms for a future opportunity on which Leidos might have an interest in bidding.
- We would be evaluating or recommending our own products and services or those of our competitors.
- We would have access to proprietary or other non-public information about our competitors.

If these situations occur, or if you have any questions about a potential OCI, contact the Contracts Department, which must review and approve all situations that could raise OCI concerns. You can also contact the Legal Department.

TAKE NOTE

An ORGANIZATIONAL CONFLICT OF INTEREST occurs when Leidos has an actual or potential conflict because of other activities or prior relationships with a customer that may compromise our objectivity in performing any work or might create the impression that we have an unfair competitive advantage.

AVOIDING RECRUITMENT CONFLICTS We are required to comply with all applicable laws and restrictions when hiring current and former U.S. government employees. We do not discuss, even informally, potential employment at Leidos with current U.S. government employees, including military personnel, unless those government employees either have disqualified themselves from any involvement in Leidos contracts or matters or have received an explicit waiver from their agency. Our commitment to ensuring recruitment integrity continues even after leaving the company. While employed by Leidos and for one year thereafter, Leidos employees must not solicit or attempt to solicit any other employees to leave their employment with Leidos. Please refer to our Staffing policy or your Proprietary Information, Inventions, and Non-Solicitation Agreement (PIIN) if you have questions.

[7] Director Code of Conduct (Document)

Accessed 14/10/2019

https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf

[p.1] This Code is intended to describe areas of ethical risk, provide guidance to directors and help foster a culture of honesty and accountability.

Directors should avoid any conflicts between their own personal or business interests and the interests of Leidos. A conflict of interest can arise when a director takes actions or has interests that may make it difficult to perform his or her work for Leidos objectively and effectively, or when a director, or a member of his or her immediate family* receives improper personal benefits as a result of his or her position as a director of Leidos. Even the appearance of a conflict of interest should be avoided.

[...]

Some of the more common conflicts that directors should avoid are listed below:

- Relationship with third parties doing business with Leidos.

Directors may not receive a personal benefit from a person or firm that is seeking to do business with Leidos. A director should recuse himself or herself from any Board decision involving another firm or company with which the director has a business relationship.

- Organizational conflicts of Interest

Directors involved with multiple organizations should avoid situations that are, or appear to be, organizational conflicts of interests. Such situations may arise, for example, when a director simultaneously serves on the board of directors of a customer, supplier or competitor.

- Compensation from non Leidos sources.

Directors may not accept payment for services performed for Leidos from any source other than Leidos.

- Personal use of Leidos assets.

Directors may not use Leidos information or assets (including employee labor) for their own personal benefit unrelated to their role as an Leidos director.

- Gifts.

Directors may not offer, give or receive gifts from those who deal with Leidos where the gift is being made to influence the directors' actions as members of the Board, or where acceptance of the gift could create the appearance of a conflict of interest.

[3] 2019 Proxy Statement (Document)

Accessed 11/10/2019

https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf

[p.17] Our directors also are required to comply with our Code of Business Conduct of the Board of Directors intended to describe areas of ethical risk, provide guidance to directors and help foster a culture of honesty and accountability. This code addresses areas of professional conduct relating to service on our Board, including conflicts of interest, protection of confidential information, fair dealing and compliance with all applicable laws and regulations.

Question
4.2. Are there procedures in place to identify, declare and manage conflicts of interest, which are overseen by a body or individual ultimately accountable for the appropriate management and handling of conflict of interest cases?
Score
1
Comments
<p>There is evidence that the company has procedures in place to identify, declare and manage conflicts of interest, actual, potential and perceived. The company indicates that potential or actual conflict of interest declarations are reviewed and overseen by its ethics and compliance department, which is ultimately accountable for the handling and implementation of individual cases and mitigations. The company also provides examples of potential conflicts of interest which would lead to recusals. In addition, the company states that in the event that an identified conflict of interest concerning a director cannot be mitigated then the director would be required to resign.</p> <p>However, the company receives a score of '1' because it is not clear from publicly available information that all employee and board member declarations of actual and potential conflicts of interest are recorded in a dedicated central register or database that is accessible to those responsible for oversight of the process. There is also no publicly available evidence that the company provides a description of potential punitive measures that may be applied for breaches of its conflicts of interest policy.</p> <p>It is noted that the company indicates that it has separate policies on conflicts of interest and their review processes, which may contain further information, but these documents are not publicly available.</p>
Evidence
<p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.17] Director Independence</p> <p>[...]</p> <p>Each year, our directors are obligated to complete a questionnaire which requires them to disclose any transactions with us in which the director or any member of his or her immediate family might have a direct or potential conflict of interest.</p> <p>Based on its review of an analysis of the responses, the Board determined that all directors are independent under its guidelines and free from any relationship that would interfere with the exercise of their independent judgment, except for Roger A. Krone because of his role as our Chief Executive Officer.</p> <p>[...]</p> <p>[p.21] <u>Ethics & Corporate Responsibility Committee</u></p> <p>Number of Meetings in Last Fiscal Year: 2</p> <ul style="list-style-type: none"> Reviews ethical responsibilities of employees, directors, subcontractors, suppliers, joint venture partners and consultants under our policies and procedures; Reviews policies and procedures addressing the resolution of conflicts <p>[...]</p> <p>[p.25] Related Party Transactions</p> <p>There were no transactions during fiscal 2018 in which any related party had a direct or indirect material interest. The Board has adopted written policies and procedures for the review and approval of transactions between us and certain "related parties," which are generally considered to be our directors and executive officers, nominees for director, holders of five percent or more of our outstanding capital stock and members of their immediate families.</p>

The Board has delegated to

[p.26] the Ethics and Corporate Responsibility Committee the authority to review and approve the material terms of any proposed related party transaction.

[9] Corporate Governance Guidelines (Webpage)

Accessed 14/10/2019

<https://investors.leidos.com/corporate-governance/overview/corporate-governance-guidelines/default.aspx>

In the event that an executive officer of the Company has an unavoidable conflict of interest or seeks a waiver of a provision of the Code of Conduct, the officer shall notify the Secretary and/or the Ethics Department, who shall arrange for the Ethics and Corporate Responsibility Committee or Audit and Finance Committee of the Board, as appropriate, to consider the request. It is the policy of the Board generally not to waive a conflict of interest or a requirement of the Code of Conduct applicable to any executive officer. The waiver shall be granted only if such approval is obtained. The Ethics and Corporate Responsibility Committee or Audit and Finance Committee shall advise the Board whenever a request for a waiver of the Code of Conduct or conflict of interest issue has been considered by the committee and the results of the committee's evaluation of the issue.

With respect to members of the Board of Directors, because of the business relationships that a director may have outside of the Company, it is possible that actual or potential conflicts of interest may develop as a result of actions contemplated by the Company or another person. If a director becomes aware of an actual or potential conflict of interest with the Company, he or she should promptly inform the Chair of the Ethics and Corporate Responsibility Committee. If the director's independence could be impaired, the should also notify the Chair of the Board and the Chair of the Nominating and Corporate Governance Committee to consider what action, if any, may be required. In the case of a material conflict of interest, the director may be required to tender his or her resignation.

[7] Director Code of Conduct (Document)

Accessed 14/10/2019

https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf

[p.1] If a director becomes aware of an actual or potential conflict of interest with Leidos, he or she should promptly inform the Chair of the Ethics and Corporate Responsibility Committee. If the director's independence could be impaired, the director should also notify the Chair of the Board and the Chair of the Nominating and Corporate Governance Committee to consider what action, if any, may be required. In the case of a material conflict of interest, the director may be required to tender his or her resignation.

[1] Code of Conduct (Document)

Accessed 10/10/2019

<https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf>

[p.15] AVOIDING OUTSIDE ACTIVITY CONFLICTS

From time to time, you may consider participating in activities with outside organizations. Sometimes these activities might involve our customers, including government customers, our suppliers, and our competitors. These activities can create conflicts of interest or the appearance of a conflict. You must be transparent about these relationships, and if you have an outside opportunity, such as serving on a federal advisory board or running for political office, you must obtain approval from your manager and the Ethics and Compliance Office before participating in the activity. Please also refer to our policy.

AVOIDING OUTSIDE WORK CONFLICTS

Outside work that could potentially conflict with your role at Leidos requires prior approval. You must avoid outside work that could appear to conflict with your role until you have fully disclosed the situation and received guidance and approval from your manager and the Ethics and Compliance Office. If you have questions about any outside business or work opportunity, such as an offer to work for a customer, competitor, or supplier, speak with your manager and the Ethics and Compliance Office. Please also refer to our Personal Conflict of Interest Request Review and Approval Process.

[...]

[p.16] AVOIDING ORGANIZATIONAL CONFLICTS

You should also always be aware of potential organizational conflicts of interest (OCI). Be cautious when:

- Potential work includes scope where Leidos would provide systems engineering and technical direction, prepare specifications or work statements, provide evaluation services, or obtain access to third-party proprietary information.
- We would be setting or influencing the requirements or terms for a future opportunity on which Leidos might have an interest in bidding.
- We would be evaluating or recommending our own products and services or those of our competitors.
- We would have access to proprietary or other non-public information about our competitors.

If these situations occur, or if you have any questions about a potential OCI, contact the Contracts Department, which must review and approve all situations that could raise OCI concerns. You can also contact the Legal Department.

[p.17] QUESTION

FRANCES, A LEIDOS PROJECT MANAGER, assisted a federal agency with drafting the statement of work for an upcoming procurement, known as "INSCOPE." A short time after the contract was completed, the agency issued a solicitation for the INSCOPE program, and it included the statement of work that Leidos personnel, including Frances, prepared. The project is not that large, and Frances believes that the company's past performance will likely enhance its relationship with this key customer. Frances intends to prepare a response to the solicitation. Is this okay?

ANSWER

No. Even if the contract would enhance Leidos' relationship with a key customer, Leidos would have an unfair competitive advantage as a result of having drafted the statement of work for the government. Upon becoming aware of the potential for an OCI, Frances should contact the Contracts Department to seek ways to avoid, mitigate, or neutralize the potential conflict.

Question
4.3. Does the company have a policy and procedure regulating the appointment of directors, employees or consultants from the public sector?
Score
1
Comments
<p>There is evidence that the company has a policy and accompanying procedures which include controls to assess and regulate employment and offers of employment or consultancy engagement to current and recently departed public officials. The company states that officials cannot discuss employment opportunities unless they have disqualified themselves from responsibilities in which they would be active in work concerning the company.</p> <p>However, the company receives a score of '1' because it is not clear from publicly available information that its policy regulating the hiring of former government officials also applies to former and current politicians, including non-US government officials, nor that any discussion of employment opportunities with former or current public officials requires senior ethics and compliance officer sign off.</p>
Evidence
<p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf <p>[p.16] AVOIDING RECRUITMENT CONFLICTS We are required to comply with all applicable laws and restrictions when hiring current and former U.S. government employees. We do not discuss, even informally, potential employment at Leidos with current U.S. government employees, including military personnel, unless those government employees either have disqualified themselves from any involvement in Leidos contracts or matters or have received an explicit waiver from their agency.</p> <p>Our commitment to ensuring recruitment integrity continues even after leaving the company. While employed by Leidos and for one year thereafter, Leidos employees must not solicit or attempt to solicit any other employees to leave their employment with Leidos. Please refer to our Staffing policy or your Proprietary Information, Inventions, and Non-Solicitation Agreement (PIIN) if you have questions.</p> <p>[...]</p> <p>[p.39] During the procurement process, we must abide by all of the provisions of the Procurement Integrity Act, which generally prohibits the following:</p> <p>Knowingly obtaining—other than as provided by law, bid, proposal, or source-selection—information related to an ongoing federal procurement</p> <p>Disclosing such information to unauthorized persons</p> <p>Engaging in employment discussions with, employing, or providing compensation to certain current or former government procurement or contract officials</p> <p>Please refer to our policy if you have questions.</p> </p> <p>[7] Director Code of Conduct (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf <p>[p.2] Communications with Government Personnel. A director's discussions with current or former federal government employees, including military personnel, must comply with applicable restrictions on recruiting them to work for Leidos or serve on Leidos' board.</p> </p>

Question
4.4. Does the company report details of the contracted services of serving politicians to the company?
Score
0
Comments
There is no evidence that the company publishes details of the contracted services of serving politicians.
Evidence
No evidence found

5. Customer Engagement

5.1 Contributions, Donations and Sponsorships

Question
5.1.1. Does the company have a clearly defined policy and/or procedure covering political contributions?
Score
0
Comments
<p>There is evidence that the company does not make corporate contributions to support political organisations, and this policy applies company-wide to all employees. There is evidence that the company is associated with a voluntary Political Action Committee (PAC) in the United States, which is managed and overseen by a board of directors.</p> <p>Since the company is associated with a PAC in the United States, it receives a score of '0' in line with the scoring criteria.</p>
Evidence
<p>[10] Leidos Political Activities (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/leidos-political-activities/default.aspx</p> <p>Leidos participates in the U.S. political process to ensure that the company's interests — as a leading provider of mission-oriented solutions for national security, energy and environment, health, and cybersecurity, and as a large employer — are appropriately represented. The company maintains a detailed oversight process to make certain that political activities and lobbying expenditures are conducted in a legal, ethical, and transparent manner.</p> <p>Board Oversight Leidos's political activities are overseen by the Leidos Board of Directors, the Leidos Government Affairs Committee, and senior company leaders. The Board of Directors, through the Ethics and Corporate Responsibility Committee, annually reviews the political activities of the corporation and the Leidos Voluntary Political Action Committee.</p> <p>Leidos Voluntary Political Action Committee The Leidos Voluntary Political Action Committee (VPAC) is a separate, segregated fund established by Leidos in accordance with federal law in 1994. It is funded by voluntary contributions from eligible Leidos employees, shareholders, and directors. The VPAC strengthens the political voice of those Leidos employees by combining separate donations into larger contributions and assisting in electing candidates supportive of Leidos's business and its interests. The VPAC is nonpartisan and is managed by the VPAC Committee, which consists of members representing Leidos's major business segments, and is chaired by the senior vice president, Legislative Affairs. The VPAC only makes contributions to federal congressional candidates. It does not make contributions for the presidential elections or at the state or local level. In accordance with the VPAC bylaws and with federal law, all contributions made by the VPAC are reported to the Federal Election Committee (FEC) and a full listing of them can be found on the FEC website at www.fec.gov.</p> <p>Corporate Political Expenditures Leidos has a policy against the use of corporate funds to support political contributions or independent expenditures associated with candidate elections at the local, state or federal level except when in support of the administration and operation of the Leidos Voluntary Political Action Committee.</p> <p>[7] Director Code of Conduct (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf [p.2] Participation in the Political Process.</p>

Directors are expected to conduct their political activities and interactions with government officials in accordance with applicable law.

Certain states and localities have “pay-to-play” laws, which may restrict and/or require disclosure of political donations by Leidos, its employees, or its directors. These laws may also apply to political contributions by certain family members of directors. The scope of family members covered depends on the jurisdiction and circumstances, but generally covers spouses and dependent children. Directors should avoid, and should attempt to ensure that their covered family members avoid, making political contributions that could restrict Leidos’ business or violate these laws.

[1] Code of Conduct (Document)

Accessed 10/10/2019

<https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf>

[p.38] We Participate in the Political Process Responsibly

Our Government Affairs Compliance Handbook describes how Leidos participates in the political process. Under federal law, Leidos is prohibited from making direct political contributions in connection with federal elections. In jurisdictions with “pay-to-play” laws, all contributions, including personal contributions and contributions by certain family members, must be approved and disclosed in accordance with Leidos policy.

Additionally, while Leidos encourages employees to engage in the political process, you must obtain approval from the Government Affairs Committee via the Outside Activity Request approval process before running for any political office or accepting an appointment to any government office.

[3] 2019 Proxy Statement (Document)

Accessed 11/10/2019

https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf




[p.19] The Ethics and Corporate Responsibility Committee oversees risks associated with unethical conduct and political, social, environmental and reputational risks.

[p.21] Ethics & Corporate Responsibility Committee


Number of Meetings in Last Fiscal Year: 2

[...]

Reviews policies and practices in the areas of corporate responsibility including such political, social and environmental issues that may affect our business operations, performance, public image or reputation.

Question												
5.1.2. Does the company publish details of all political contributions made by the company and its subsidiaries, or a statement that it has made no such contribution?												
Score												
2												
Comments												
There is evidence that the company publishes information on the indirect donations made through its Political Action Committee (PAC) in the United States, by providing a direct link to the Federal Election Commission website where full details of such expenditure can be found. There is evidence that the company does not make corporate political contributions through direct expenditures.												
Evidence												
<p>[10] Leidos Political Activities (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/leidos-political-activities/default.aspx Leidos Voluntary Political Action Committee [...] The VPAC only makes contributions to federal congressional candidates. It does not make contributions for the presidential elections or at the state or local level. In accordance with the VPAC bylaws and with federal law, all contributions made by the VPAC are reported to the Federal Election Committee (FEC) and a full listing of them can be found on the FEC website at www.fec.gov.</p> <p>Corporate Political Expenditures Leidos has a policy against the use of corporate funds to support political contributions or independent expenditures associated with candidate elections at the local, state or federal level except when in support of the administration and operation of the Leidos Voluntary Political Action Committee.</p> <p>[30] United States FEC – Leidos Inc. Political Action Committee Accessed 03/02/2021 https://www.fec.gov/data/committee/C00546234/</p> <p>Committee information</p> <hr/> <table><tr><td>Committee name:</td><td>LEIDOS INC. POLITICAL ACTION COMMITTEE</td></tr><tr><td>Mailing address:</td><td>301 LABORATORY ROAD OAK RIDGE, TN 37830</td></tr><tr><td>Treasurer:</td><td>COUNCILL, JAMES LEAK</td></tr><tr><td>Committee type:</td><td>Corporation PAC - Qualified</td></tr><tr><td>Connected organization:</td><td>LEIDOS, INC.</td></tr><tr><td>Statement of organization:</td><td> Current version (PDF) FEC-1471284 Filed 11/03/2020</td></tr></table>	Committee name:	LEIDOS INC. POLITICAL ACTION COMMITTEE	Mailing address:	301 LABORATORY ROAD OAK RIDGE, TN 37830	Treasurer:	COUNCILL, JAMES LEAK	Committee type:	Corporation PAC - Qualified	Connected organization:	LEIDOS, INC.	Statement of organization:	 Current version (PDF) FEC-1471284 Filed 11/03/2020
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Committee type:	Corporation PAC - Qualified											
Connected organization:	LEIDOS, INC.											
Statement of organization:	 Current version (PDF) FEC-1471284 Filed 11/03/2020											

Total spent

 Browse disbursements

Coverage dates: 01/01/2019 to 12/31/2020

TOTAL DISBURSEMENTS	\$1,015,677.47
OPERATING EXPENDITURES	\$0.00
Allocated operating expenditures - federal	\$0.00
Allocated operating expenditures - non-federal	\$0.00
Other federal operating expenditures	\$0.00
TRANSFERS TO AFFILIATED COMMITTEES	\$0.00
CONTRIBUTIONS TO OTHER COMMITTEES	\$992,500.00
INDEPENDENT EXPENDITURES	\$0.00
PARTY COORDINATED EXPENDITURES	\$0.00
LOANS MADE	\$0.00
LOAN REPAYMENTS MADE	\$0.00
TOTAL CONTRIBUTION REFUNDS	\$0.00
Individual refunds	\$0.00
Political party refunds	\$0.00
Other committee refunds	\$0.00
OTHER DISBURSEMENTS	\$23,177.47
TOTAL FEDERAL ELECTION ACTIVITY	\$0.00
Allocated federal election activity - federal share	\$0.00
Allocated federal election activity - Levin share	\$0.00
Federal election activity - federal only	\$0.00
TOTAL FEDERAL DISBURSEMENTS	\$1,015,677.47

Newly filed summary data may not appear for up to 48 hours.

Question
5.1.3. Does the company have a clearly defined policy and/or procedure covering charitable donations and sponsorships, whether made directly or indirectly, and does it publish details of all such donations made by the company and its subsidiaries?
Score
1
Comments
<p>There is evidence that the company has policies and procedures regulating its charitable activities, including set criteria for donations. There is also evidence that the company publishes some high-level data on the total amount of money donated to charitable and philanthropic initiatives, with a percentage breakdown of the amount donated to each focus area.</p> <p>However, the company receives a score of '1' because there is no publicly available evidence that it publishes further details of its charitable donations on an annual basis, such as details of the recipient, amount, country of recipient and which corporate entity made the payment. It is also not clear that the company's policy includes further controls to reduce the risk of bribery and corruption, such as conducting due diligence on recipients or requiring senior approval.</p>
Evidence
<p>[12] Community Support (Webpage) Accessed 14/10/2019 https://www.leidos.com/company/responsibility-and-sustainability/community</p> <p>Leidos actively supports the communities where our employees live and work, providing some of the most inspired and passionate examples of how we are working to make the world safer, healthier, and more efficient. Through our philanthropic efforts, we strive to create a sustainable future, including working side-by-side with community organizations providing critically important services and opportunities to those most in need. United together, our efforts help individuals and families succeed today, as well as position our future generations for success. We focus on the following four broad categories with an overarching goal of combining charitable giving with employee volunteerism whenever possible:</p> <ul style="list-style-type: none"> • Education (Science, Technology, Engineering, and Mathematics, or STEM, focus): We continue to focus on STEM education and skills development, from kindergarten through college and beyond. • National security personnel and their families: We support active-duty and veteran service members, as well as the broader defense and intelligence communities, and their families. Our employees are passionate about making a difference for the men and women who serve our nation. • Basic needs/wellness: We help sustain our local communities by providing food, clothing, and housing and by helping to tackle major health challenges of our time, including opioid addiction, heart disease, cancer and diabetes, among others. • Ethics/leadership: We collaborate with chambers of commerce and schools to develop ethics and leadership programs to help build the next generation workforce. <p>Our Management Approach The purpose of our philanthropic efforts is to enrich our communities, helping to tackle some of the most significant challenges of our time. From increasing the availability of STEM education at all levels, to supporting our men and women in uniform and their families, to helping end the stigma surrounding opioid addiction, to providing basic necessities to those who are most vulnerable, to instilling the importance of integrity in our youth, Leidos strives to improve its communities.</p> <p>Our philanthropy is grounded in the following standing policies:</p> <ul style="list-style-type: none"> • Organizations must be tax-exempt under Section 501(c)(3) of the Internal Revenue Service (IRS) Code to receive a charitable donation. • Leidos does not support organizations that practice discrimination based on race, gender, age, color, religion, national origin, sexual orientation, gender identity, disability, veteran or marital status, or any other protected characteristics as established by applicable law. • Donations are not made to sectarian or religious organizations (except for programs which are broadly promoted and available to anyone, regardless of religious orientation), political parties, political candidates, or partisan political organizations

Annually, we commit to allocating our charitable resources (both budget, time, and talent) to a variety of cause areas and in conjunction with a series of both long-standing and new non-profit relationships. Our goals are to continue to spend our available charitable budget and encourage our employees to contribute their time consistent with prior year levels, increasing contributions in both areas to the greatest extent possible.

[18] Corporate Philanthropy (Webpage)

Accessed 14/10/2019

<https://www.leidos.com/company/responsibility-and-sustainability/community/corporate-responsibility>

Our corporate philanthropy serves the communities where we operate as well as aligns with our business objectives.

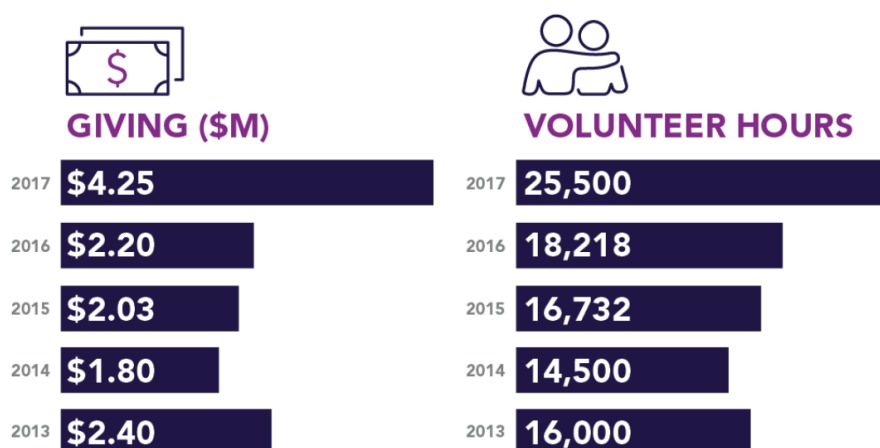
Leidos philanthropy improves the lives of our employees and residents of the communities where we live and work. Marshaling resources to this aim, we identify causes and organizations that align with our specific priorities and the unique needs of the communities where Leidos does business.

Specifically, we focus on:

- Building strong non-profit partnerships focused on overcoming important challenges of our time.
- Making charitable donations to qualified non-profits and also providing in-kind services and materials.
- Organizing company-sponsored volunteer opportunities for employees and also promoting their personal volunteerism interests.
- Supporting our internal Employee Resource Groups (ERGs) and their community outreach priorities.
- Collaborating with other stakeholders (e.g., chambers of commerce, academic institutions, and government agencies) to improve our local communities.

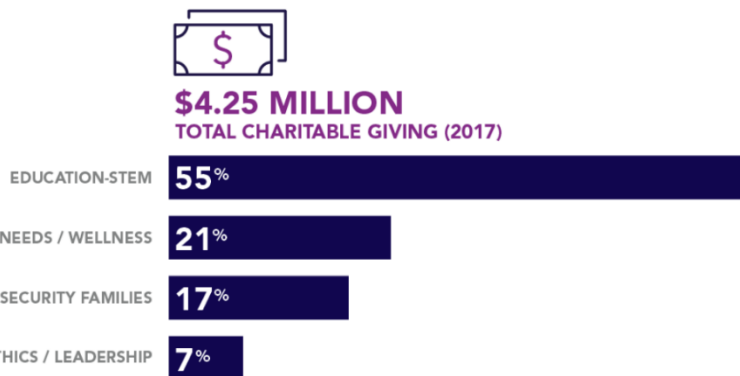
Charitable Giving & Volunteerism

During calendar year 2017, we donated \$4.25 million to charitable organizations. The graph below illustrates the distribution of our enterprise-wide charitable giving since calendar year 2013 and demonstrates a nearly doubling in giving over the most recent prior reporting period in large part owing to the company's Lockheed Martin Information Systems and Global Solutions (IS&GS) acquisition (completed in August, 2016). We expect go-forward charitable spending to be consistent with the 2017 spend.



Leidos does not have a foundation and does not generally accept unsolicited requests for grants, sponsorships or donations. To execute our philanthropic strategy, we identify and reach out to those organizations that best align with our giving priorities and objectives as a company.

Specific to cause area, the following graph illustrates total Leidos 2017 charitable giving broken down by the company's focus areas:



Volunteering continues to be an important component of the overall Leidos philanthropic profile and we recognize the unique value it brings to our employees, communities, customers, and workplace. Our ongoing commitment continues to drive notable changes in our culture, reflected in how we select non-profit partners, plan outreach activities, and recognize the successes of our passionate employee volunteers.

Employees contributed approximately 25,500 hours to company-sponsored outreach activities in 2017 (shown below), a consistent increase over prior calendar years. In addition to supporting company-sponsored efforts (reported), Leidos employees also pursue numerous other cause areas, reflecting their varied passions and interests. [...]

At Leidos, we regularly highlight employee volunteer accomplishments. This helps to increase employee engagement by incentivizing new volunteer projects and ultimately contributes to improved retention and hiring, respectively. Every day, our employees are change agents in their communities. By combining corporate giving with passionate and inspired employee participation, Leidos is making a meaningful difference to those in need.

[19] Leidos UK Article on Sponsorship (Webpage)

Accessed 14/10/2019

<https://www.leidos.com/insights/leidos-uk-sponsor-university-education-under-new-fund-disabled-veterans>

Leidos UK to sponsor university education under new fund for disabled veterans

As part of our initiative to engage new talent and invest in our UK defence business, Leidos UK and the Open University have agreed to fully fund one scholarship under the Disabled Veterans' Scholarships Fund. Leidos UK will sponsor the education of a student through the life of a university degree at the Open University.

The Disabled Veterans' Scholarships Fund is in its second year, but the fund is already having a profound impact on the lives of disabled veterans. The fund's first year enabled 55 students to study a wide range of subjects, from sport to business, to STEM fields, and social sciences.

Increased interest in social sciences is partially due to a correlation between students with PTSD choosing to study psychology, demonstrating a desire from veterans to help others in the same situation as themselves. One student imparts that it is "my drive to get qualified and help other veterans who have been in the same situation as me," with another stating that "opportunities like this are giving access to education that we just wouldn't get otherwise, and it is an absolute godsend."

Leidos UK's support of the fund not only provides free education through the university degree, but also delivers support services such as employment advice, including helping with placements and other work experience opportunities.

[The company's website contains further, similar articles describing the company's sponsorships.]

5.2 Lobbying

Question
5.2.1 Does the company have a policy and/or procedure covering responsible lobbying?
Score
1
Comments
<p>There is some evidence that the company has a company-wide policy and procedures covering lobbying. However, the company receives a score of '1' because the policy regarding lobbying is unclear and does not provide a general description of standards of conduct and desired behaviours that lobbyists must adhere to. No specific control mechanisms are described. It is also unclear if the company's policies covering lobbying also apply to board members and third parties.</p>
Evidence
<p>[4] 2018 Annual Report (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/2018-Annual-Report.pdf [p.24] Misconduct of employees, subcontractors, agents and business partners could cause us to lose existing contracts or customers and adversely affect our ability to obtain new contracts and customers and could have a significant adverse impact on our business and reputation.</p> <p>Misconduct could include fraud or other improper activities such as falsifying time or other records and violations of laws, including the Anti-Kickback Act. Other examples could include the failure to comply with our policies and procedures or with federal, state or local government procurement regulations; regulations regarding the use and safeguarding of classified or other protected information; legislation regarding the pricing of labor and other costs in government contracts, laws and regulations relating to environmental, health or safety matters; bribery of foreign government officials; import-export control; lobbying or similar activities and any other applicable laws or regulations. Any data loss or information security lapses resulting in the compromise of personal information or the improper use or disclosure of sensitive or classified information could result in claims, remediation costs, regulatory sanctions against us, loss of current and future contracts and serious harm to our reputation. Although we have implemented policies, procedures and controls to prevent and detect these activities, these precautions may not prevent all misconduct, and as a result, we could face unknown risks or losses.</p> <p>Our failure to comply with applicable laws or regulations or misconduct by any of our employees, subcontractors, agents or business partners could damage our reputation and subject us to fines and penalties, restitution or other damages, loss of security clearance, loss of current and future customer contracts and suspension or debarment from contracting with federal, state or local government agencies, any of which would adversely affect our business, reputation and our future results.</p> <p>[8] Corporate Governance and Ethics Committee Charter (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf [p.4] 7. Corporate Responsibility and Public Policy</p> <ul style="list-style-type: none"> • Review such environmental, social and governance issues that may significantly impact the Company's business operations, reputation or relations with employees, customers, stockholders and other constituents. • Review legislative and regulatory trends and public policy developments that may affect the Company's business, including government relations activities. <p>[10] Leidos Political Activities (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/leidos-political-activities/default.aspx</p> <p>Lobbying Expenditures</p>

Leidos participates in industry associations and interacts directly with various stakeholders throughout government in an effort to educate, inform, and advocate on behalf of the corporation, our employees and our shareholders. These communications are often regulated by federal, state, and local laws. In accordance with applicable laws, such activity and associated expenses are reported on a regular basis. In compliance with the Lobbying Disclosure Act (LDA), Leidos's lobbying activities and expenses, as defined by Section 162(e) of the Internal Revenue Code, are disclosed to the U.S. Congress on a quarterly basis. Federal reports disclosing lobbying activity and expenses, including activity at the state level and grassroots efforts, are available to the public via the Office of the Clerk of the U.S. House of Representatives at the following website: <http://lobbyingdisclosure.house.gov/>.

The company also files periodic reports with state and local agencies reflecting lobbying activities regulated by relevant state and local laws.

Question
5.2.2 Does the company publish details of the aims and topics of its public policy development and lobbying activities it carries out?
Score
1
Comments
<p>The company publishes details of the topics on which it lobbies in the United States, without making a clear statement on lobbying activities in other jurisdictions. The information provided is accurate up to the last quarter of the previous reporting year. Also, the company does not provide supporting details of the aims and significant topics or the activities that it has carried out in support of specific legislative acts or campaigns.</p>
Evidence
<p>[10] Leidos Political Activities (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/leidos-political-activities/default.aspx</p> <p>Leidos participates in the U.S. political process to ensure that the company's interests — as a leading provider of mission-oriented solutions for national security, energy and environment, health, and cybersecurity, and as a large employer — are appropriately represented. The company maintains a detailed oversight process to make certain that political activities and lobbying expenditures are conducted in a legal, ethical, and transparent manner.</p> <p>[...]</p> <p>Lobbying Expenditures</p> <p>Leidos participates in industry associations and interacts directly with various stakeholders throughout government in an effort to educate, inform, and advocate on behalf of the corporation, our employees and our shareholders. These communications are often regulated by federal, state, and local laws. In accordance with applicable laws, such activity and associated expenses are reported on a regular basis. In compliance with the Lobbying Disclosure Act (LDA), Leidos's lobbying activities and expenses, as defined by Section 162(e) of the Internal Revenue Code, are disclosed to the U.S. Congress on a quarterly basis. Federal reports disclosing lobbying activity and expenses, including activity at the state level and grassroots efforts, are available to the public via the Office of the Clerk of the U.S. House of Representatives at the following website: http://lobbyingdisclosure.house.gov/.</p> <p>The company also files periodic reports with state and local agencies reflecting lobbying activities regulated by relevant state and local laws.</p> <p>[16] Q1 Federal Lobbying Disclosure (Webpage) Accessed 14/10/2019 http://disclosures.house.gov/ld/ldxmlrelease/2018/Q1/300961517.xml LOBBYING ACTIVITY</p> <p>[...]</p> <p>16. Specific lobbying issues</p> <p>H.R. 3353/S. 1655; Transportation, Housing and Urban Development, and Related Agencies Appropriations Act, 2018; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development funding.</p> <p>H.R. 6072/S. 3023; Transportation, Housing and Urban Development, and Related Agencies Appropriations Act, 2019; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development funding.</p> <p>[...]</p> <p>LOBBYING ACTIVITY</p>

[...]

16. Specific lobbying issues

H.R. 4; FAA Reauthorization Act of 2018; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development authorization.

H.R. 2997; 21st Century AIRR Act; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development authorization.

S. 1405; Federal Aviation Administration Reauthorization Act of 2017; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development authorization.

[17] Q2 Federal Lobbying Report (Webpage)

Accessed 14/10/2019

<http://disclosures.house.gov/ld/ldxmlrelease/2018/Q2/300976135.xml>

LOBBYING ACTIVITY

[...]

16. Specific lobbying issues

H.R. 195/P.L. 115-120; Making further continuing appropriations for the fiscal year ending September 30, 2018, and for other purposes; All provisions.

H.R. 3353/S. 1655; Transportation, Housing and Urban Development, and Related Agencies Appropriations Act, 2018; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development funding.

H.R. 6072/S. 3023; Transportation, Housing and Urban Development, and Related Agencies Appropriations Act, 2019; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development funding.

H.R. 6258/S. 3107; Financial Services and General Government Appropriations Act, 2019; 2d bar codes for federal paper tax returns (IRS).

[...]

LOBBYING ACTIVITY

[...]

16. Specific lobbying issues

H.R. 2997/S. 1405; 21st Century AIRR Act; Provisions related to FAA NextGen, Facilities and Equipment, Operations, and Research, Engineering and Development authorization.

[11] Office of the Clerk – Leidos Lobbying Disclosures (Webpage)**Accessed 14/10/2019**

[https://disclosurespreview.house.gov/?index=%22lobbying-disclosures%22&size=10&keyword=%22leidos%22&sort=\[{%22_score%22:true},{%22field%22:%22registrant.name%22,%22order%22:%22asc%22}\]](https://disclosurespreview.house.gov/?index=%22lobbying-disclosures%22&size=10&keyword=%22leidos%22&sort=[{%22_score%22:true},{%22field%22:%22registrant.name%22,%22order%22:%22asc%22}])

LOBBYING DISCLOSURES							
HOUSE IDENTIFICATION NUMBER	SENATE ID	REGISTRANT NAME	CLIENT NAME	LOBBYISTS	REPORT TYPE	FILING YEAR	FILE
317490276	1171	ALPINE GROUP, INC.	Leidos	Johnson, Courtne +	Registration	2019	View Report
317490276	1171-1006361	ALPINE GROUP, INC.	Leidos	Johnson, Courtne +	4th Quarter Report	2019	View Report
328250372	2194-1005460	American Defense International, Inc.	Leidos	Harmer, Todd +	1st Quarter Report	2015	View Report
328250372	2194-1005460	American Defense International, Inc.	Leidos	Harmer, Todd +	2nd Quarter Report	2016	View Report
328250372	2194-1005460	American Defense International, Inc.	Leidos	Herson, Michael +	3rd Quarter Report	2017	View Report
328250372	2194-1005460	American Defense International, Inc.	Leidos	Khatcha +	4th Quarter Report	2015	View Report
328250372	2194-1005460	American Defense International, Inc.	Leidos	Harmer, Todd +	3rd Quarter Report	2014	View Report

[Page indicates that the company files lobbying disclosures for the last reporting year on a quarterly basis]

Question																																																								
5.2.3 Does the company publish full details of its global lobbying expenditure?																																																								
Score																																																								
1																																																								
Comments																																																								
The company provides limited details of lobbying expenditure, correct up to the last reported financial year. The company receives a score of '1' because it provides no clear summary of total global lobbying expenditure or a summary of its expenditures on lobbying activities within the United States. Its global lobbying expenditure or lobbying activities outside of the United States are unclear.																																																								
Evidence																																																								
<p>[16] Q1 Federal Lobbying Disclosure (Webpage) Accessed 14/10/2019 http://disclosures.house.gov/ld/ldxmlrelease/2018/Q1/300961517.xml INCOME OR EXPENSES - YOU MUST complete either Line 12 or Line 13</p> <p>EXPENSE relating to lobbying activities for this reporting period were: [...]</p> <ul style="list-style-type: none">\$20,000 <p>[17] Q2 Federal Lobbying Report (Webpage) Accessed 14/10/2019 http://disclosures.house.gov/ld/ldxmlrelease/2018/Q2/300976135.xml INCOME OR EXPENSES - YOU MUST complete either Line 12 or Line 13</p> <p>EXPENSE relating to lobbying activities for this reporting period were: [...]</p> <ul style="list-style-type: none">\$20,000 <p>[11] Office of the Clerk – Leidos Lobbying Disclosures (Webpage) Accessed 14/10/2019 https://disclosurespreview.house.gov/?index=%22lobbying-disclosures%22&size=10&keyword=%22leidos%22&sort={%22_score%22:true},{%22field%22:%22registrant.name%22,%22order%22:%22asc%22}}</p>																																																								
<table><tr><th colspan="8">LOBBYING DISCLOSURES</th></tr><tr><th>HOUSE IDENTIFICATION NUMBER</th><th>SENATE ID</th><th>REGISTRANT NAME</th><th>CLIENT NAME</th><th>LOBBYISTS</th><th>REPORT TYPE</th><th>FILING YEAR</th><th>FILE</th></tr><tr><td>317490276</td><td>1171</td><td>ALPINE GROUP, INC.</td><td>Leidos</td><td>Johnson, Courtne +</td><td>Registration</td><td>2019</td><td>View Report</td></tr><tr><td>317490276</td><td>1171-1006361</td><td>ALPINE GROUP, INC.</td><td>Leidos</td><td>Johnson, Courtne +</td><td>4th Quarter Report</td><td>2019</td><td>View Report</td></tr><tr><td>328250372</td><td>2194-1005460</td><td>American Defense International, Inc.</td><td>Leidos</td><td>Harmer, Todd +</td><td>1st Quarter Report</td><td>2015</td><td>View Report</td></tr><tr><td>328250372</td><td>2194-1005460</td><td>American Defense International, Inc.</td><td>Leidos</td><td>Harmer, Todd +</td><td>2nd Quarter Report</td><td>2016</td><td>View Report</td></tr><tr><td>328250372</td><td>2194-1005460</td><td>American Defense International, Inc.</td><td>Leidos</td><td>Herson, Michael +</td><td>3rd Quarter Report</td><td>2017</td><td>View Report</td></tr></table>	LOBBYING DISCLOSURES								HOUSE IDENTIFICATION NUMBER	SENATE ID	REGISTRANT NAME	CLIENT NAME	LOBBYISTS	REPORT TYPE	FILING YEAR	FILE	317490276	1171	ALPINE GROUP, INC.	Leidos	Johnson, Courtne +	Registration	2019	View Report	317490276	1171-1006361	ALPINE GROUP, INC.	Leidos	Johnson, Courtne +	4th Quarter Report	2019	View Report	328250372	2194-1005460	American Defense International, Inc.	Leidos	Harmer, Todd +	1st Quarter Report	2015	View Report	328250372	2194-1005460	American Defense International, Inc.	Leidos	Harmer, Todd +	2nd Quarter Report	2016	View Report	328250372	2194-1005460	American Defense International, Inc.	Leidos	Herson, Michael +	3rd Quarter Report	2017	View Report
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[Page indicates that the company files lobbying disclosures for the last reporting year on a quarterly basis]																																																								

5.3 Gifts and Hospitality

Question
5.3.1 Does the company have a policy and/or procedure on gifts and hospitality to ensure they are bona fide to prevent undue influence or other corruption?
Score
1
Comments
<p>There is evidence that the company has a policy and procedures on the giving and receipt of gifts and hospitality, which specifically addresses risks associated with gifts and hospitality given to/received from domestic or foreign public officials.</p> <p>However, the company receives a score of '1' because it does not clearly specify different financial or proportional limits or different approval procedures for different types of promotional expenses. Additionally, there is no clear evidence that all gifts and hospitality above a certain threshold are recorded in a dedicated register or central depository that is accessible to those responsible for oversight of the process.</p>
Evidence
<p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.16] AVOIDING CONFLICTS REGARDING GIFTS</p> <p>Giving and receiving gifts can create the perception of a conflict and potentially compromise our decision-making or the decision-making of our partners. Our government customers and often our suppliers have strict prohibitions on receiving gifts, so to ensure we do not create even the appearance of a conflict, we do not give gifts to customers nor accept any gifts from suppliers except as permitted by our policy.</p> <p>[7] Director Code of Conduct (Document) Accessed 14/10/2019 https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf [p.2] Gifts, Gratuities and Bribes.</p> <p>Directors should not offer or give a gift or gratuity to any customer or U.S. or foreign government official or create a perception that favourable treatment is being sought, received or given, except as permitted by law.</p> <p>[10] Leidos Political Activities (Webpage) Accessed 14/10/2019 https://investors.leidos.com/corporate-governance/overview/leidos-political-activities/default.aspx</p> <p>Our work often brings us into close collaboration with public officials. Our employees familiarize themselves with applicable laws regarding gifts and lobbying, including procurement lobbying laws, and coordinates with the Leidos Government Affairs Office to ensure proper disclosure.</p>

6. Supply Chain Management

Question
6.1. Does the company require the involvement of its procurement department in the establishment of new supplier relationships and in the oversight of its supplier base?
Score
1
Comments
<p>There is evidence that the company has a specialist procurement programme that oversees its supplier relationships. There is clear evidence that this department is ultimately responsible for providing oversight of the company's supplier base and that this is the main body responsible for all supplier relationships.</p> <p>However, the company receives a score of '1' because there is no clear evidence that the company assures itself that proper procedures regarding the onboarding of suppliers are followed through clearly stated means, such as an audit, at least every three years.</p>
Evidence
<p>[20] Supplier Relationships (Webpage) Accessed 14/10/2019 https://www.leidos.com/company/responsibility-and-sustainability/supplier-and-small-business-relationships Supply Chain Management Approach</p> <p>It is the mission of Leidos' Strategic Sourcing program to utilize our robust mix of people, leadership practices and tools to enhance the value for Leidos customers while keeping Leidos competitive in the marketplace. Our sourcing practices allow our programs to drive and deliver innovative solutions and services that matter most for meeting tomorrow's demands. Our Strategic Sourcing program enables us to find the right products and services at the right price, all while ensuring that our suppliers meet our ethical standards. Our supplier expectations with regards to sustainability, social responsibility, and ethics are outlined on our supplier portal and at leidos.com/suppliers, and are included in our standard contract terms and conditions.</p>

Question
6.2 Does the company conduct risk-based anti-bribery and corruption due diligence when engaging or re-engaging with its suppliers?
Score
0
Comments
There is no publicly available evidence that the company conducts risk-based anti-bribery and corruption due diligence on its suppliers. The company indicates that it conducts due diligence on third party intermediaries, but it is not clear from publicly available information that similar standards are in place for suppliers.
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Anti-Corruption Leidos implements risk-based due diligence for any third party intermediaries engaged in international business activities. In addition to initial background investigations conducted by recognized anti-corruption investigation firms, Leidos requires audit rights and additional, more frequent background checks of intermediaries during performance, the frequency and depth of which are determined by numerous risk factors, including but not limited to country risk, industry risk, the intermediary's history and business profile.</p>

Question
6.3 Does the company require all of its suppliers to have adequate standards of anti-bribery and corruption policies and procedures in place?
Score
1
Comments
<p>There is some evidence that the company ensures that all suppliers have adequate anti-bribery and corruption policies and procedures in place. The company indicates that suppliers must adhere to its code of conduct and encourages suppliers to have anti-corruption policies which mirror those of the company's and an equivalent ethics and anti-corruption programme.</p> <p>However, the company receives a score of '1' because there is no publicly available evidence that its policy provides further details of the practical measures that it takes to ensure that suppliers have robust anti-corruption programmes in place. There is also no clear evidence that the company carries out audits or assessments of its suppliers' anti-corruption programmes, nor that it assures itself of suppliers' adherence to anti-corruption standards and principles during the onboarding stage or on a regular basis thereafter.</p>
Evidence
<p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.21] <u>Ethics & Corporate Responsibility Committee</u></p> <p>Number of Meetings in Last Fiscal Year: 2</p> <ul style="list-style-type: none"> Reviews ethical responsibilities of employees, directors, subcontractors, suppliers, joint venture partners and consultants under our policies and procedures; <p>[21] For Suppliers (Webpage) Accessed 14/10/2019 https://www.leidos.com/suppliers We would like to take this opportunity to remind our suppliers of our commitment to conduct business with uncompromising integrity. This commitment is clearly established in Code of Conduct. Leidos requires suppliers to conduct themselves in a manner consistent with the principles of our Code of Conduct. In addition, we strongly encourage our suppliers to have proactive and meaningful ethics and compliance programs established within their organizations. We want our suppliers to understand, foster, and mirror the ethical conduct we expect from our employees in all business transactions.</p> <p><u>CODE OF CONDUCT</u> [hyperlink]</p> <p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.7] Our Leidos Code of Conduct (our Code) is a foundational resource we must all use to ensure that our decisions and actions are consistent with our values, our policies, and the law. Our Code provides information on some of the risks we may encounter in our work for Leidos and suggests appropriate resources to use when questions or concerns arise. Our Code applies to every employee, and we must all be familiar with the topics it covers.</p> <p>[...]</p> <p>[p.17] We Comply with All Applicable Anti-Bribery Laws and Regulations We do not engage in bribery. Leidos employees and our third-party business partners must not provide anything of value to, nor accept anything of value from, our commercial partners or any government officials to obtain business, secure any advantage or favorable treatment, or to influence any decisions.</p>

We act in accordance with all of our ethics policies and procedures wherever we operate. In addition, we must not retain a third party to engage in such activity on our behalf. We also do not solicit or accept kickbacks from any parties, including our customers, vendors, or subcontractors. Even in difficult circumstances, we hold ourselves accountable, remember our commitment to each other, and demonstrate the courage and integrity to refuse to participate in corrupt activity.

TAKE A NOTE

ANYTHING OF VALUE is very broad and can include money, fees, commissions, credit, cash equivalents (such as gift cards), gifts, favors, food, entertainment, a promise of employment, and other opportunities.

GOVERNMENT OFFICIAL means any government department or agency, any government-controlled organization or entity, and any political party or international organization, as well as any government employee or person acting on behalf of a government or other such entity.

We must record all expenses and transactions accurately and abide by all internal controls pertaining to Leidos' anti-bribery and anti-corruption policy and procedures, and we must never provide facilitating or "grease" payments (typically small amounts paid to government officials for routine, non-discretionary services, e.g., processing a visa or clearing goods through customs). Please refer to our International Anti-Bribery and Anti-Corruption policy if you have questions. You can also contact one of the resources listed in this Code and speak up if you have concerns.

QUESTION

JOSIAH WORKED ON A WINNING PROPOSAL for a government contract. The government customer is now demanding that Josiah hire a former government official as a Leidos subcontractor under the contract. The former government official was engaged in pre-contract negotiations for the contract. What should Josiah do?

ANSWER

Josiah should immediately report the incident to his supervisor or one of the other reporting resources in the Code. A job offer is certainly something "of value" and clearly implicates bribery

Question
6.4 Does the company ensure that its suppliers require all their sub-contractors to have anti-corruption programmes in place that at a minimum adhere to the standards established by the main contractor?
Score
0
Comments
<p>There is evidence to indicate that the company expects its suppliers to conduct all business ethically and with integrity and. However, there is no clear publicly available evidence that the company takes steps to ensure that the substance of its anti-bribery and corruption programme and standards are required of subcontractors throughout the supply chain, for example through clear audits, contractual clauses or dedicated training.</p>
Evidence
<p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.40] To further these goals and reinforce human rights, Leidos has implemented policies to:</p> <p>Support the health, wellness, and safety of our employees Foster an inclusive work environment that is free from harassment and discrimination</p> <p>Combat human trafficking and the use of forced labor Prevent the use in our products of “conflict minerals” that benefit armed groups in covered countries Promote integrity and fairness in our relationships with employees, customers, and suppliers Protect the environment and support our communities</p> <p>[21] For Suppliers (Webpage) Accessed 14/10/2019 https://www.leidos.com/suppliers We would like to take this opportunity to remind our suppliers of our commitment to conduct business with uncompromising integrity. This commitment is clearly established in Code of Conduct. Leidos requires suppliers to conduct themselves in a manner consistent with the principles of our Code of Conduct. In addition, we strongly encourage our suppliers to have proactive and meaningful ethics and compliance programs established within their organizations. We want our suppliers to understand, foster, and mirror the ethical conduct we expect from our employees in all business transactions.</p>

Question
6.5 Does the company publish high-level results from ethical incident investigations and disciplinary actions against suppliers?
Score
0
Comments
There is no evidence that the company publishes any data on ethical or anti-bribery and corruption investigations or the associated disciplinary actions involving its suppliers.
Evidence
No evidence found

7. Agents, Intermediaries and Joint Ventures

7.1 Agents and Intermediaries

Question
7.1.1 Does the company have a clear policy on the use of agents?
Score
1
Comments
<p>There is evidence to indicate that the company states has implemented policies and measures to regulate agent conduct and to mitigate against and control the corruption risks associated with agents.</p> <p>However, the company receives a score of '1' because there is no publicly available evidence that its policy contains details of specific measures used to control and regulate agent conduct. In addition, it is not clear from publicly available information that its policies include measures to verify that the in each instance the use of an agent is used to perform a legitimate business function. It is also not clear that the company's policies covering agent behaviour apply to its subsidiaries and joint ventures.</p>
Evidence
<p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.21] <u>Ethics & Corporate Responsibility Committee</u></p> <p>Number of Meetings in Last Fiscal Year: 2</p> <ul style="list-style-type: none"> Reviews ethical responsibilities of employees, directors, subcontractors, suppliers, joint venture partners and consultants under our policies and procedures; <p>[4] 2018 Annual Report (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/2018-Annual-Report.pdf [p.24] Misconduct of employees, subcontractors, agents and business partners could cause us to lose existing contracts or customers and adversely affect our ability to obtain new contracts and customers and could have a significant adverse impact on our business and reputation.</p> <p>Misconduct could include fraud or other improper activities such as falsifying time or other records and violations of laws, including the Anti-Kickback Act. Other examples could include the failure to comply with our policies and procedures or with federal, state or local government procurement regulations; regulations regarding the use and safeguarding of classified or other protected information; legislation regarding the pricing of labor and other costs in government contracts, laws and regulations relating to environmental, health or safety matters; bribery of foreign government officials; import-export control; lobbying or similar activities and any other applicable laws or regulations. Any data loss or information security lapses resulting in the compromise of personal information or the improper use or disclosure of sensitive or classified information could result in claims, remediation costs, regulatory sanctions against us, loss of current and future contracts and serious harm to our reputation. Although we have implemented policies, procedures and controls to prevent and detect these activities, these precautions may not prevent all misconduct, and as a result, we could face unknown risks or losses.</p> <p>Our failure to comply with applicable laws or regulations or misconduct by any of our employees, subcontractors, agents or business partners could damage our reputation and subject us to fines and penalties, restitution or other damages, loss of security clearance, loss of current and future customer contracts and suspension or debarment from contracting with federal, state or local government agencies, any of which would adversely affect our business, reputation and our future results.</p>

Question
7.1.2 Does the company conduct risk-based anti-bribery and corruption due diligence when engaging or re-engaging its agents and intermediaries?
Score
1
Comments
<p>There is evidence that the company has formal procedures in place to conduct risk-based anti-bribery and corruption due diligence both prior to engaging third parties and agents and on an ongoing basis throughout the business relationship. The company indicates that, based on a prevalence of high-risk factors, certain high-risk agents and intermediaries are subject to enhanced due diligence.</p> <p>However, the company receives a score of '1' because it is not clear from publicly available information that it will not engage or terminate its engagement with an agent if a red flag identified during due diligence cannot be mitigated.</p>
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Anti-Corruption</p> <p>Leidos implements risk-based due diligence for any third party intermediaries engaged in international business activities. In addition to initial background investigations conducted by recognized anti-corruption investigation firms, Leidos requires audit rights and additional, more frequent background checks of intermediaries during performance, the frequency and depth of which are determined by numerous risk factors, including but not limited to country risk, industry risk, the intermediary's history and business profile.</p>

Question
7.1.3 Does the company aim to establish the ultimate beneficial ownership of its agents and intermediaries?
Score
0
Comments
There is no publicly available evidence that the company aims to establish the ultimate beneficial ownership of agents and intermediaries.
Evidence
No evidence found

Question
7.1.4 Does the company's anti-bribery and corruption policy apply to all agents and intermediaries acting for or on behalf of the company, and does it require anti-bribery and corruption clauses in its contracts with these entities?
Score
1
Comments
<p>There is some evidence that the company's third parties are prohibited from engaging in bribery and corruption, as outlined in its Code of Conduct. There is also clear evidence that the company includes audit rights in contracts with agents and third parties to detect, prevent and control breaches.</p> <p>However, the company receives a score of '1' because there is no clear publicly available evidence that the company's contracts with such entities include clear termination rights.</p>
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Anti-Corruption</p> <p>Leidos implements risk-based due diligence for any third party intermediaries engaged in international business activities. In addition to initial background investigations conducted by recognized anti-corruption investigation firms, Leidos requires audit rights and additional, more frequent background checks of intermediaries during performance, the frequency and depth of which are determined by numerous risk factors, including but not limited to country risk, industry risk, the intermediary's history and business profile.</p> <p>[1] Code of Conduct (Document) Accessed 10/10/2019 https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf [p.37] We Comply with All Applicable Anti-Bribery Laws and Regulations</p> <p>We do not engage in bribery. Leidos employees and our third-party business partners must not provide anything of value to, nor accept anything of value from, our commercial partners or any government officials to obtain business, secure any advantage or favorable treatment, or to influence any decisions. We act in accordance with all of our ethics policies and procedures wherever we operate. In addition, we must not retain a third party to engage in such activity on our behalf.</p>

Question
7.1.5 Does the company ensure that its incentive schemes for agents are designed in such a way that they promote ethical behaviour and discourage corrupt practices?
Score
0
Comments
There is no publicly available evidence that the company addresses incentive structures as a risk factor in agent behaviour, nor that it has procedures in place to mitigate such risks.
Evidence
No evidence found

Question
7.1.6 Does the company publish details of all agents currently contracted to act with and on behalf of the company?
Score
0
Comments
There is no evidence that the company publishes any details of the agents currently contracted to act for or and on behalf of the company.
Evidence
No evidence found

Question
7.1.7 Does the company publish high-level results from incident investigations and sanctions applied against agents?
Score
0
Comments
There is no evidence that the company publishes any data on ethical or bribery and corruption related investigations, incidents or the associated disciplinary actions involving agents.
Evidence
No evidence found

7.2 Joint Ventures

Question
7.2.1 Does the company conduct risk-based anti-bribery and corruption due diligence when entering into and operating as part of joint ventures?
Score
0
Comments
There is no evidence that the company clearly states that it conducts anti-bribery and corruption due diligence on its joint ventures.
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Anti-Corruption</p> <p>Leidos implements risk-based due diligence for any third party intermediaries engaged in international business activities. In addition to initial background investigations conducted by recognized anti-corruption investigation firms, Leidos requires audit rights and additional, more frequent background checks of intermediaries during performance, the frequency and depth of which are determined by numerous risk factors, including but not limited to country risk, industry risk, the intermediary's history and business profile.</p>

Question
7.2.2 Does the company commit to incorporating anti-bribery and corruption policies and procedures in all of its joint venture partnerships, and does it require anti-bribery and corruption clauses in its contracts with joint venture partners?
Score
0
Comments
There is evidence that the company has policies requiring joint venture partners to adhere to high ethical standards but receives a score of '0' because there is no evidence that the company makes a clear commitment to establishing and implementing anti-bribery and corruption policies in all of its joint ventures. It also makes no clear statement that it includes audit or termination rights in joint venture contracts.
Evidence
<p>[3] 2019 Proxy Statement (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf [p.21] <u>Ethics & Corporate Responsibility Committee</u></p> <p>Number of Meetings in Last Fiscal Year: 2</p> <ul style="list-style-type: none"> Reviews ethical responsibilities of employees, directors, subcontractors, suppliers, joint venture partners and consultants under our policies and procedures;

Question
7.2.3 Does the company commit to take an active role in preventing bribery and corruption in all of its joint ventures?
Score
0
Comments
There is no evidence that the company makes a clear commitment to take an active role in preventing bribery and corruption in all of its joint ventures.
Evidence
No evidence found

8. Offsets

Question
8.1 Does the company explicitly address the corruption risks associated with offset contracting, and is a dedicated body, department or team responsible for oversight of the company's offset activities?
Score
0
Comments
There is no evidence that the company makes a clear statement regarding offset contracting activities. There is no clear evidence that the company has a dedicated department overseeing and managing offset commitments.
Evidence
No evidence found

Question
8.2 Does the company conduct risk-based anti-bribery and corruption due diligence on all aspects of its offset obligations, which includes an assessment of the legitimate business rationale for the investment?
Score
0
Comments
There is no evidence that the company clearly states that it conducts anti-bribery and corruption due diligence on all aspects of its offset obligations.
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Anti-Corruption</p> <p>Leidos implements risk-based due diligence for any third party intermediaries engaged in international business activities. In addition to initial background investigations conducted by recognized anti-corruption investigation firms, Leidos requires audit rights and additional, more frequent background checks of intermediaries during performance, the frequency and depth of which are determined by numerous risk factors, including but not limited to country risk, industry risk, the intermediary's history and business profile.</p>

Question
8.3 Does the company publish details of all offset agents and brokers currently contracted to act with and/or on behalf of the company?
Score
0
Comments
There is no evidence that the company publishes details of offset agents and brokers involved in its offset activities.
Evidence
No evidence found

Question
8.4 Does the company publish details about the beneficiaries of its indirect offset projects?
Score
0
Comments
There is no evidence that the company publishes details of the beneficiaries of indirect offset projects.
Evidence
No evidence found

9. High Risk Markets

Question
9.1 Does the company have enhanced risk management procedures in place for the supply of goods or services to markets or customers in countries identified as at a high risk of corruption?
Score
1
Comments
There is evidence to indicate that the company performs enhanced due diligence checks on intermediaries in high risk markets. The company, however, receives a score of '1' because it does not clearly state that it uses corruption risk assessments more broadly to inform its operations in high risk markets.
Evidence
<p>[2] Ethics & Compliance Page (Webpage) Accessed 10/10/2019 https://www.leidos.com/company/ethics-and-compliance#code Anti-Corruption Leidos implements risk-based due diligence for any third party intermediaries engaged in international business activities. In addition to initial background investigations conducted by recognized anti-corruption investigation firms, Leidos requires audit rights and additional, more frequent background checks of intermediaries during performance, the frequency and depth of which are determined by numerous risk factors, including but not limited to country risk, industry risk, the intermediary's history and business profile.</p> <p>[28] 2019 Q2 Quarterly Report (Document) Accessed 17/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2019/q2/10-Q.pdf [p.17] The Company's international business operations, primarily located in Australia and the U.K., are subject to additional and different risks than its U.S. business. Failure to comply with U.S government laws and regulations applicable to international business, such as the Foreign Corrupt Practices Act or U.S. export control regulations, could have an adverse impact on the Company's business with the U.S. government.</p>

Question
9.2 Does the company disclose details of all of its fully consolidated subsidiaries and non-fully consolidated holdings (associates, joint ventures and other related entities)?
Score
1
Comments
<p>There is evidence that the company publishes a list of its subsidiaries, which provides information on the country or jurisdiction/state in which the company is incorporated. There is evidence that the company publishes this information on an annual basis.</p> <p>However, the company receives a score of '1' because there is no publicly available evidence that it publishes information on its percentage ownership of each subsidiary or holding, nor information on the country of operation of each company. It is also not clear that the data published represents all of its holdings nor does it indicate which companies are significant subsidiaries or joint venture partners.</p>
Evidence
<p>[13] Leidos Subsidiaries (Webpage) Accessed 11/10/2019 https://www.leidos.com/company/subsidiaries Leidos Subsidiaries</p> <p>Our wholly-owned and majority-owned subsidiaries attract and retain top talent motivated to deliver results for clients.</p> <p>Aranea Solutions, Inc. Providing a wide array of technical services and solutions, both to U.S. Government and commercial customers. These offerings span the information management discipline, which include systems analysis, design, integration, product/system fielding, cybersecurity, program and asset management, and more.</p> <p>MORE FROM ARANEA SOLUTIONS, INC.</p> <p>Leidos Biomedical Research Developing and applying advanced technologies to help translate research discoveries into treatments for cancer and AIDS, Leidos Biomedical Research, Inc. is a wholly-owned subsidiary that operates the Frederick National Laboratory for Cancer Research under a contract with the National Cancer Institute.</p> <p>MORE FROM LEIDOS BIOMEDICAL RESEARCH</p> <p>Leidos Digital Solutions, Inc. Innovative IT solutions for elected officials and government offices across the United States. Flagship product, Intranet Quorum (IQ), delivers industry-leading digital communications and citizen services tools to more than 60% of Congress and 40% of U.S. governors.</p> <p>MORE FROM INTRANET QUORUM</p> <p>BEONTRA Forecasts are helping airports with capacity planning, revenue planning, route development, resource management, and long-term planning. Our BEONTRA™ suite delivers highly detailed, schedule-based air traffic forecasts from hours ahead through the next 20 years.</p> <p>MORE FROM BEONTRA</p> <p>QTC With a 30-year history, marked by a focus on delivering technology-driven examination solutions, QTC is the largest provider of government-outsourced occupational health and disability examination services in the United States.</p> <p>MORE FROM QTC</p>

Leidos Engineering, LLC

Serving commercial and industrial, government, lender and developer, oil and gas, and utility clients with engineering solutions that cover the full spectrum of energy, infrastructure, and environmental stewardship challenges.

MORE FROM LEIDOS ENGINEERING**Systems Made Simple**

Delivering the services needed, from professional services and business strategy through user-centred requirements, design, development, implementation, and sustainment, to transform systems improving outcomes, increasing efficiencies, and reducing costs.

MORE FROM SYSTEMS MADE SIMPLE**Varec, Inc.**

A leading innovator in the petroleum and chemical sectors for more than 80 years, delivering automated systems and professional services for most of the world's biggest oil companies.

MORE FROM VAREC, INC.**[29] 10-K Form 2019 (Document)**

Accessed 17/10/2019

<http://d18rn0p25nwr6d.cloudfront.net/CIK-0001336920/45000324-7ba4-46c7-8142-a8715fbc8702.pdf>

[p.118]

Exhibit 21**Subsidiaries**

Name	Jurisdiction of Formation
Leidos, Inc.	Delaware
Leidos Biomedical Research, Inc.	Delaware
Leidos Consulting Engineers, Inc.	California
Leidos Engineering, LLC	Delaware
Leidos Global Technology Corporation	Delaware
Leidos Services, Inc.	Delaware
Reveal Imaging Technologies, Inc.	Delaware
Varec Holdings, Inc.	Delaware
Varec, Inc.	Georgia
Leidos Europe, Limited	United Kingdom
Leidos Supply, Limited	United Kingdom
Benham Military Communities, LLC	Oklahoma
Leidos Health Holdings, LLC	Delaware
Leidos Health, LLC	Delaware
Leidos Arabia Company Limited	Saudi Arabia
Leidos Intermediate Holdings, Inc.	Delaware
Leidos Federal Healthcare, Inc.	Maryland
Leidos Government Services, Inc.	Maryland
Leidos Integrated Technology, LLC	Delaware
Mission Support Alliance, LLC	Delaware
QTC Holdings, Inc.	Delaware
QTC Management, Inc.	California
QTC Medical Services, Inc.	California
Leidos Cyber, Inc.	Delaware
Leidos Digital Solutions, Inc.	Virginia
Leidos Management Systems Designers, Inc.	Virginia
Systems Made Simple, Inc.	New York
The Sytex Group, Inc.	Pennsylvania
Sytex, Inc.	Pennsylvania
Leidos Innovations Global, Inc.	Delaware
Leidos Australia Pty Ltd.	Australia
Leidos New Zealand Limited	New Zealand

Question**9.3 Does the company disclose its beneficial ownership and control structure?****Score****2****Comments**

There is evidence that the company is publicly traded on the New York Stock Exchange (NYSE) and therefore it is not required to disclose information on its beneficial ownership. The company also discloses information of all its shareholders holding a stake greater than 5% in its annual reporting documents.

Evidence**[14] Financial Times Securities Data (Webpage)****Accessed 11/10/2019**
<https://markets.ft.com/data/equities/tearsheet/summary?s=LDOS:NYQ>

Leidos Holdings Inc

LDOS:NYQ ▼

Technology > Software & Computer Services

PRICE (USD)	TODAY'S CHANGE	SHARES TRADED	1 YEAR CHANGE	BETA
83.16	↑ 0.11 / 0.13%	1.07m	↑ 28.43%	1.5105

Data delayed at least 15 minutes, as of Oct 11 2019 21:10 BST.

[3] 2019 Proxy Statement (Document)**Accessed 11/10/2019**
https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf
[p.57] Stock Ownership of Certain Beneficial Owners

The following table provides information regarding the beneficial ownership of each person known by us to beneficially own more than five percent of Leidos common stock.

Stock Ownership of Certain Beneficial Owners

The following table provides information regarding the beneficial ownership of each person known by us to beneficially own more than five percent of Leidos common stock.

Name and address of beneficial owner	Amount and nature of beneficial ownership	Percent of class
The Vanguard Group 100 Vanguard Blvd., Malvern, PA 19355	14,007,207 shares ⁽¹⁾	9.35%
BlackRock, Inc. 55 East 52nd Street, New York, NY 10022	13,848,515 shares ⁽²⁾	9.20%
FMR LLC 245 Summer Street, Boston, MA 02210	9,479,844 shares ⁽³⁾	6.33%
Vanguard Fiduciary Trust Company 500 Admiral Nelson Boulevard, Malvern, PA 19355	8,065,426 shares ⁽⁴⁾	5.39%

[...]

[p.128] Stock Listing Leidos Holdings, Inc. common stock is traded on the New York Stock Exchange (NYSE) under the trading symbol LDOS.



[15] Open Ownership Page – Leidos Holdings (Webpage)

Accessed 11/10/2019


<https://register.openownership.org/entities/59b9ab4967e4ebf3404a8b0d>

LEIDOS HOLDINGS, INC.

 Delaware (United States of America)  [Legal entity](#)

OPTIONS | Transliterate  | Report incorrect data 

Beneficial owners of LEIDOS HOLDINGS, INC.


 View as graph

UNKNOWN

Interests unknown

Details >

Companies controlled by LEIDOS HOLDINGS, INC.

 View as graph

Displaying 1 company

 LEIDOS INNOVATIONS UK GROUP LIMITED United Kingdom (2008-09-12 -)

Skypark 18, Elliot Place, Glasgow, G3 8EP

Started on 2016-04-06

Other significant influence or control

Details >

Question
9.4 Does the company publish a percentage breakdown of its defence sales by customer?
Score
1
Comments
<p>There is some evidence that the company publishes information on its major customers, to indicate that the United States government accounted for 85% of its total sales for the most recently reported financial year. However, the company receives a score of '1' because it is clear from public available information whether these figures represent defence sales or overall company sales in commercial or other areas.</p>
Evidence
<p>[4] 2018 Annual Report (Document) Accessed 11/10/2019 https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/2018-Annual-Report.pdf [p.19] Regulation</p> <p>We are heavily regulated in most of the fields in which we operate. We provide services and products to numerous U.S. government agencies and entities, including to the DoD, the U.S. Intelligence Community and the DHS. When working with these and other U.S. government agencies and entities, we must comply with various laws and regulations relating to the formation, administration and performance of contracts.</p> <p>[29] 10-K Form 2019 (Document) Accessed 17/10/2019 http://d18rn0p25nwr6d.cloudfront.net/CIK-0001336920/45000324-7ba4-46c7-8142-a8715fbc8702.pdf [p.3] Defense Solutions represented 48%, 49% and 55% of total revenues for fiscal 2018, 2017 and 2016 respectively.</p> <p>[...]</p> <p>[p.13] Risks Relating to Our Business</p> <p><u>We depend on government agencies as our primary customer and if our reputation or relationships with these agencies were harmed, our future revenues and growth prospects would be adversely affected.</u></p> <p>We generated 85%, 84% and 81% of our total revenues during fiscal 2018, 2017 and 2016 respectively, from contracts with the U.S. government including all branches of the U.S. military), either as a prime contractor or a subcontractor to other contractors engaged in work for the U.S. government. We generated more than 10% of our total revenues during fiscal 2018, 2017 and 2016 from the U.S. Army. We expect to continue to derive most of our revenues from work performed under U.S. government contracts. Our reputation and relationship with the U.S. government, and in particular with the agencies of the DoD and the U.S. Intelligence Community, are key factors in maintaining and growing our revenues. Negative press reports or publicity, which could pertain to employee or subcontractor misconduct; conflicts of interest; poor contract performance; deficiencies in services, reports, products or other deliverables; information security breaches or other aspects of our business, regardless of accuracy, could harm our reputation, particularly with these agencies. If our reputation is negatively affected, or if we are suspended or debarred from contracting with government agencies for any reason, the amount of business with government and other customers would decrease and our future revenues and growth prospects would be adversely affected.</p> <p><u>A decline in the U.S. government budget, changes in spending or budgetary priorities or delays in contract awards may significantly and adversely affect our future revenues and limit our growth prospects.</u></p> <p>Revenues under contracts with the DoD, either as a prime contractor or subcontractor to other contractors, represented approximately 47% of our total revenues for fiscal 2018 and 2017 and 56% of our total revenues for fiscal 2016. Levels of U.S. government and DoD spending are difficult to predict and subject to significant risk.</p>

10. State-Owned Enterprises (SOEs)

Question
10.1 Does the SOE publish a breakdown of its shareholder voting rights?
Score
N/A
Comments
N/A
Evidence

Question
10.2 Are the SOE's commercial and public policy objectives publicly available?
Score
N/A
Comments
N/A
Evidence

Question
10.3 Is the SOE open and transparent about the composition of its board and its nomination and appointment process?
Score
N/A
Comments
N/A
Evidence

Question
10.4 Is the SOE's audit committee composed of a majority of independent directors?
Score
N/A
Comments
N/A
Evidence

Question
10.5 Does the SOE have a system in place to assure itself that asset transactions follow a transparent process to ensure they accord to market value?
Score
N/A
Comments
N/A
Evidence

List of Evidence & Sources

N o.	Type (Webpage or Document)	Name	Download Date	Link
01	Document	Code of Conduct	10/10/19	https://www.leidos.com/sites/g/files/zoouby166/files/2019-02/Leidos-Code-of-Conduct-2018.pdf
02	Webpage	Ethics & Compliance Page	10/10/19	https://www.leidos.com/company/ethics-and-compliance#code
03	Document	2019 Proxy Statement	11/10/19	https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/Proxy-Statement.pdf
04	Document	2018 Annual Report	11/10/19	https://s22.q4cdn.com/107245822/files/doc_financials/2018/annual/2018-Annual-Report.pdf
05	Webpage	Political Activities	14/10/19	https://www.leidos.com/company/responsibility-and-sustainability/political-activities
06	Webpage	General Counsel Biography	14/10/19	https://www.leidos.com/company/leadership/howe
07	Document	Director Code of Conduct	14/10/19	https://s22.q4cdn.com/107245822/files/doc_downloads/governance_documents/LeidosDirectorCodeofConduct.pdf
08	Document	Corporate Governance and Ethics Committee Charter	14/10/19	https://s22.q4cdn.com/107245822/files/doc_downloads/2019/Corporate-Governance-Ethics-Committee-Charter.v2-April-26-2019-Final.pdf
09	Webpage	Corporate Governance Guidelines	14/10/19	https://investors.leidos.com/corporate-governance/overview/corporate-governance-guidelines/default.aspx
10	Webpage	Leidos Political Activities	4/10/19	https://investors.leidos.com/corporate-governance/overview/leidos-political-activities/default.aspx
11	Webpage	Office of the Clerk – Leidos Lobbying Disclosures	14/10/19	https://disclosurespreview.house.gov/?index=%22lobbying-disclosures%22&size=10&keyword=%22leidos%22&sort={%22_score%22:true},{%22field%22:%22registrant.name%22,%22order%22:%22asc%22}}
12	Webpage	Community Support	14/10/19	https://www.leidos.com/company/responsibility-and-sustainability/community
13	Webpage	Leidos Subsidiaries	11/10/19	https://www.leidos.com/company/subsidiaries

14	Webpage	Financial Times Securities Data	11/10/19	[https://markets.ft.com/data/equities/tearsheet/summary?s=LDOS:NYQ]
15	Webpage	Open Ownership Page – Leidos Holdings	11/10/19	[https://register.openownership.org/entities/59b9ab4967e4ebf3404a8b0d]
16	Webpage	Q1 Federal Lobbying Disclosure	14/10/19	[http://disclosures.house.gov/ld/ldxmlrelease/2018/Q1/300961517.xml]
17	Webpage	Q2 Federal Lobbying Report	14/10/19	[http://disclosures.house.gov/ld/ldxmlrelease/2018/Q2/300976135.xml]
18	Webpage	Corporate Philanthropy	14/10/19	[https://www.leidos.com/company/responsibility-and-sustainability/community/corporate-responsibility]
19	Webpage	Leidos UK Article on Sponsorship	14/10/19	[https://www.leidos.com/insights/leidos-uk-sponsor-university-education-under-new-fund-disabled-veterans]
20	Webpage	Supplier Relationships	14/10/19	[https://www.leidos.com/company/responsibility-and-sustainability/supplier-and-small-business-relationships]
21	Webpage	For Suppliers	14/10/19	[https://www.leidos.com/suppliers]
22	Webpage	Chief Ethics Officer Biography	15/10/19	[https://www.leidos.com/company/leadership/brown]
23	Webpage	Leidos EthicsPoint Website	15/10/19	[https://secure.ethicspoint.com/domain/media/en/gui/38316/index.html]
24	Webpage	EthicsPoint FAQ – Where Do These Reports Go	15/10/19	[https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html]
25	Webpage	EthicsPoint FAQ – Adding Detail to a Report	15/10/19	[https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html]
26	Webpage	EthicsPoint FAQ – On	15/10/19	[https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html]

		Possible Identifica tion		
27	Webp age	EthicsPo int FAQ – On Reportin g Methods	16/10/19	[https://secure.ethicspoint.com/domain/media/en/gui/38316/faq.html]
28	Docu ment	2019 Q2 Quarterl y Report	17/10/19	[https://s22.q4cdn.com/107245822/files/doc_financials/2019/q2/10-Q.pdf]
29	Docu ment	10-K Form 2019	17/10/19	[http://d18m0p25nwr6d.cloudfront.net/CIK-0001336920/45000324-7ba4-46c7-8142-a8715fbc8702.pdf]
30	Webp age	United States FEC – Leidos Inc. Political Action Committ ee	03/02/2021	https://www.fec.gov/data/committee/C00546234/