



Code of Business Conduct

Revised January 2007



To: Employees of all RPC Inc. Companies:

RPC Incorporated has published a Code of Business Conduct (“Code”) to be utilized as a guide for every Company officer, employee in applying legal and ethical practices to their everyday work. The Code describes our core values along with specific principles and legal situations that are most likely to affect RPC and its employees. The most important quality discussed in the Code is integrity. If every individual applies integrity into every business decision, RPC can continue to build upon our reputation as an honest and forthright company.

Refer to the Code if a situation arises within your workday that raises a question in your mind about the proper course of action. It is quite possible that certain situations may arise which are not covered in our Code, if you have any questions concerning the legality or propriety of an action, or the meaning of the Code, you should contact a member of management or the Human Resources Department.

I ask that every employee read the Code, and acknowledge their understanding and intention to comply with the policies. The continued success of RPC will be achieved through compliance with the law, avoiding conflicts of interest, dealing fairly with others and a commitment to quality.

Sincerely,

Richard A. Hubbell
President and Chief Executive Officer
RPC Incorporated

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Introduction

The Code of Business Conduct should guide our decisions, actions and conduct in the business environment. This Code outlines applicable situations likely to be encountered by employees as they conduct the business on behalf of RPC Incorporated (the “Company”). The Code applies to all employees of RPC, its subsidiaries, and its various domestic and international business units, including but not limited to:

- Bronco Oilfield Services
- Cudd Pressure Control
- Cudd Pumping Services
- Energy Personnel International
- Patterson Rental Tools
- Patterson Services
- Thru Tubing Solutions
- Well Control School.

The Code does not attempt to specify every issue that employees will encounter; rather it is a guide to numerous issues that can impact employees daily in various situations. The omission of a specific act from this code does not mean that it is acceptable or legal; as a result, this code is not a substitute for our responsibility and accountability to exercise good judgment and obtain guidance on proper business conduct. This Code is intended to be utilized as a guide to the uniformly applicable standards of integrity in business conduct which we as a Company strive to achieve.

This Code, our corporate policies and procedures, and federal, state and local laws are all part of our corporate effort to facilitate employees to make the best possible choices and to perform our daily responsibilities in accordance with highest ethical standards. Inevitably, situations will arise where written guidance is not available. In such cases, the best course is to contact your supervisor or the Human Resources Department.

Finally, the purpose of this or any code of business conduct is to foster a working environment in which our employees know the Company’s expectations and requirements and are committed to the code while performing their daily responsibilities.

It is important that you read and understand this Code. You will be required to sign the acknowledgment form located at the end of the policy stating that you have read, understand and intend to follow the Code.

Core Values

RPC has adopted a set of core values that drive our business decisions, actions and conduct. By utilizing these core values we can create a successful business environment and lasting relationships with our clients, our stockholders and most importantly each other. The core values listed below embody the image and environment at RPC.

- **Integrity**
In the business environment we maintain high ethical standards, demonstrate honesty at all times and practice being forthright.
- **Quality**
We instill quality into every aspect of our business by setting and maintaining the highest standards.
- **Safety**
In our industry safety is always our number one priority; we ensure that we are always able to meet the standard safety requirements for our clients as well as being able to create an overall safe environment for our employees.
- **Accountability**
We demonstrate accountability by the successful execution of our commitments and standing behind our work.

Competition (Antitrust Laws)

Antitrust laws are intended to preserve and promote honest business competition and fair trade practices. RPC and its employees must comply with these laws and trade regulations. Violations can result in significant fines to the Company and prison terms for involved employees.

Key Points

Do Not Agree to Restrain Trade

We do not have conversations or make agreements with competitors that fix prices, rig bids, allocate markets or customers, boycott third parties or refrain or limit the sale of any product or service.

Avoid Unnecessary Contact with Competitors

Employees should avoid the appearance of inappropriate conduct by not discussing such topics with competitors. Any contact with competitors, formal or informal, should be for the purpose of accomplishing lawful and proper business objectives. Employees involved in trade associations or other situations allowing or facilitating communication among competitors, customers, or suppliers must be especially careful to avoid violating antitrust laws. If in doubt, contact a member of management.

Exercise Caution In Business Conduct

Legal guidance should be sought when considering exclusive dealing arrangements, territorial or customer restrictions, tying or reciprocal arrangements, acquisitions of companies, joint ventures, pricing changes and comparative advertising if there is any risk of violating competitor law or policy.

Competition (Antitrust Laws)

Key Points

By following the basic rules of the Antitrust Laws listed below, we can ensure that we are in compliance with the law as well as the standards set by RPC, Inc.

Follow the Basic Rules of Antitrust

1. Do not discuss pricing of our products or services with competitors.
2. Do not agree either verbally or in writing with competitors to restrict or increase levels of production or capacity.
3. Do not divide customers, markets or territories with competitors.
4. Do not require a customer to buy products or services only from the Company without consulting legal counsel.
5. Do not agree with competitors to boycott suppliers or customers.
6. Do not offer a customer prices or terms more favorable than those offered to competing customers unless justified by cost savings, the need to meet competition or changed market conditions.
7. Do not use one product or service as leverage to force or induce a customer to purchase another product.
8. Do not prepare documents or make a presentation without considering the antitrust implications.
9. Do not cover up any wrong doing, but instead report it promptly to a member of management or to the Business Abuse Hotline.

Business Accounting Practices

Shareholders, governments, employees, customers and suppliers rely upon the integrity of our accounting and business records. These records must be maintained in a complete, accurate and timely manner. Significant penalties may be imposed on the Company and involved employees, for failure to maintain required business records and for failure to comply with accounting procedures.

Key Points

Comply With Accounting Practices

All entries, reports, vouchers, bills, invoices, expense accounts, payroll, service and time records, or other data must be accurate and sufficiently descriptive of the underlying transaction and conform to accepted accounting principles and approval guidelines. Under no circumstances should false, fictitious or deceptive entries be made in any Company record.

Put Company Money In Company Bank Accounts

Except for approved petty cash funds, all Company, subsidiary and affiliate funds must be retained in properly authorized and identified Company bank accounts. The establishment and operation of unrecorded funds of cash or other assets for any purpose is prohibited.

Maintain Accurate Records of Travel And Business Entertainment Expenses

Records of reasonable and necessary out-of-pocket expenditures for business purposes, in accordance with established company policy, (such as transportation, lodging and meals) must be maintained in an orderly fashion and expense reports must be completed with accuracy and submitted on a timely basis with all properly documented receipts.

Do Not Provide False or Inaccurate Information

Employees are prohibited from making, causing others to make, or deceiving others into making, false or inaccurate statements or reports to government agencies or false or inaccurate or incomplete entries into the books and records financial or otherwise of the Company.

Conflicts of Interest

The Company respects the right of all employees to engage in personal activities outside the scope of their employment; however, to avoid situations that might conflict with the employee's responsibilities to RPC or with the interests of the Company and those with whom it does business.

Key Points

Do not Use Company Time or Assets For Personal Activities

Employees should not use, borrow or loan Company assets or property, or use Company time for personal activities.

Avoid Conflicts Of Interest

Employees and members of their families (which include spouses, children, stepchildren, parents, stepparents, brothers, sisters, grandparents, in-laws, and any persons living in the same household) must avoid conflicts of interest. Full time, regular employees or members of their families must not be employed by any competitor of the Company or have a significant financial interest in or provide services to any competitor of the Company. Employees or members of their families must not be employed by any customer or supplier with whom the employee (directly, indirectly or through subordinates) conducts business on behalf of the Company or have a significant financial interest in or provide services to any such customer or supplier. Employees can not conduct business (directly, indirectly or through subordinates) on behalf of the Company with a member of the employee's family. Further, any exempt employee must not be employed by any other employer than the Company, or have other significant outside business interests.

Avoid the Appearance Of A Conflict

The appearance of a conflict of interest may exist, for example, if the employee or family member has an investment interest in a customer or supplier of the Company. (The Company does not prohibit holding stock in publicly traded companies with which the Company does business.) An employee must disclose to the Human Resources manager or Internal Audit manager all interests that may conflict with those of the Company, even if the employee does not believe an actual conflict exists.

Conflicts of Interest

Key Points

Corporate Opportunities

You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. You should not take for yourself personally any opportunities that you discover through your position or through the use of Company property or information, or compete with the Company.

Do Not Allow Community Activities Conflict With Company Interests

The Company encourages employees to be involved in community activities. Such participation, however, carries with it the responsibility to avoid actual or apparent conflicts of interest. For example, using Company time or assets for community activities should not be done without prior authorization from management.

Exceptions

Exceptions to these rules must be approved by management or an executive officer of the Company, and will be limited to financial hardship.

Yearly Certification

Certain employees will be required to complete a yearly questionnaire on business ethics and certify compliance with the Company's policies concerning Conflicts of Interest and Business Ethics. Consult the Company's Human Resources Policy Manual for additional information.

Customer, Supplier and Competitor Relations

When dealing with or making decisions affecting customers, suppliers or competitors, employees must be careful not to inadvertently obligate either themselves or the Company to a customer, supplier or competitor. In conducting business with these parties, employees are also expected to act fairly and objectively and in the best interests of the Company at all times. Employees should not put themselves in a situation where their integrity or that of the Company may be compromised.

Key Points

Do Not Ask For Or Accept Gifts, Favors, Entertainment, or Payments From Customers, Suppliers or Competitors

You should not ask for or accept gifts, favors, entertainment or payments from customers, suppliers or competitors which could be construed as an attempt to influence your business judgment. Gifts of a nominal value may be accepted when clearly not intended to influence judgment, such as entertainment (e.g. meals, sporting, theatrical events or golf) or gifts of a promotional nature displaying the business name of the donor. Gifts received which are unacceptable under this Code must be returned to the donor or turned over to the Company. If you are unsure about what to do, contact you're a member of management or the Human Resources department.

Refuse Loans, Personal Services, Privileges and Trips

Do not accept cash, loans, favors or other personal services from customers, suppliers or competitors. Do not accept valuable privileges, vacations or pleasure trips without a business purpose. The approval of what constitutes a "business purpose" will be determined by your General Manager or an executive officer of the Company.

Do Not Give or Receive Kickbacks

A kickback is any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind which is provided for the purpose of improperly obtaining or rewarding favorable treatment. Kickbacks are not to be given or accepted in any form under any circumstances.

Exceptions

Exceptions to these rules must be approved by management or an executive officer of the Company.

Yearly Certification

Employees will be required to complete a yearly questionnaire on business ethics and certify

compliance with the Company's policies concerning Conflicts of Interest and Business Ethics.

Environment, Health and Safety

The Company is committed to conducting its business in an environmentally sound and responsible manner, and to provide a safe and healthy workplace for its employees and the public. The Company must comply with environmental health and safety laws and regulations - not only because failure to do so can result in substantial penalties - heavy fines for the Company and fines and imprisonment for employees responsible for violations - but because it is our social responsibility to help protect the environment and the health and safety of our employees, customers and the public.

Key Points

Know The Law

Employees have an obligation to learn and comply with all environmental, occupational health and safety laws and regulations applicable to their work. If you are uncertain about laws and regulations concerning your job, contact your supervisor or the Human Resources Department.

Safety Is Everyone's Job

Management and employees should work together to make the Company a safe and healthy place to work. All employees must use safety equipment in accordance with both Company and legal regulations, and everyone at the Company must observe all applicable safety and health procedures. Employees are encouraged to bring workplace health and safety hazards to the attention of their co-workers, their supervisor and/or the Human Resources Department, and to make suggestions about how to deal with these hazards.

Handle Hazardous Materials Properly

The handling, storage, manufacture, transportation, and disposal of any hazardous, toxic or radioactive material or waste must meet all applicable regulatory requirements. Failure to do so can pose serious harm to employees, the community and the environment, and can have serious legal consequences that may damage the Company's reputation and business.

Fair Employment Practices

Realizing that its continued success depends on the development and contribution of its employees, the Company is firmly committed to equal employment opportunity and a work environment that recognizes and respects employee contribution and diversity. It is the policy of the Company to afford equal employment opportunity to qualified individuals regardless of their race, color, religion, sex, national origin, age, or disability and to comply with applicable laws and regulations.

Key Points

Do not Engage In Discriminatory Conduct

Employees expect and should receive fair treatment on the basis of job performance and other business related criteria. This encompasses all aspects of the employment relationship, including application and hiring, promotion and transfer, selection for training, compensation, disciplinary action, termination and retirement.

Do not Engage In Harassment Of Others

Verbal or other harassment of any employee for any reason is strictly prohibited and will not be tolerated. Such conduct destroys the cohesiveness and teamwork so vital to the Company's success and is counter to the respectful work environment that the Company requires in all of its operations.

Treat Everyone With Respect

The Company's prohibitions against discrimination and harassment also apply to its selection of, and relationships with, contract personnel and vendors as well as its treatment of customers and others with whom employees deal with in the work environment.

Fair Employment Practices

Key Points

Do Not Engage In The Sexual Harassment Of Others

With respect to sexual harassment, the Company prohibits the following: Unwelcome sexual advances; requests for sexual favors; and all other verbal or physical conduct of a sexual or otherwise offensive nature, especially where:

- Submission to such conduct is made either explicitly or implicitly a term or condition of employment;
- Submission to or rejection of such conduct is used as the basis for decisions affecting an individual's employment or career development within the Company; or
- Such conduct has the purpose or effect of creating an intimidating, hostile, or offensive working environment.

The following types of behavior either on or off of Company property may be considered problems rising to the level of sexual harassment, depending upon the specifics of the situation:

- Sexually offensive language or profanity, sexual banter, sexual jokes and sexually suggestive materials (pictures, cartoons, etc.)
- Sexually suggestive or lewd comments or behavior
- Inappropriate touching, sexual advances or propositions,
- Sexual acts and/or requests or demands for sexual favors,
- Slurs, jokes and other verbal, graphic or physical conduct relating to an individual's sex.

Know The Policies, Practices And Applicable Law

Management employees have an additional responsibility to communicate, carry out and enforce the fair employment policies and practices of the Company including the Harassment Policy and the Equal Employment Opportunity Policy. Your supervisor, your General Manager, or the Human Resources Department can provide or obtain answers to questions regarding those policies and practices, or their application to specific circumstances.

Controlled Substance and Alcohol Policy

RPC intends to provide a working environment for all employees free of the abuse of controlled substances and alcohol. In order to provide quality customer service, the Company will make every reasonable effort to operate a drug-free workplace and will have zero tolerance for non-compliance.

Key Points

Drug Screening and Testing

The Company will require employees involved in any motor vehicle accident/incident or an on-the-job injury/incident while on Company business to submit to a drug screen within 24 hours. The Company will conduct random drug screens of its employees throughout the calendar year. Also, because this will be done randomly, it is possible that an individual or Company location could be selected more than once.

Maintain A Drug-Free Workplace

The Company will not tolerate the use, solicitation, consumption, possession, purchase, distribution or sale of any controlled substance while on Company business or on Company property. A controlled substance is:

- Any drug, the sale or consumption of which is illegal.
- A prescribed or over the counter substance, which is legally obtained but not being used for its intended purpose, or by the person for which it was prescribed.
- A prescribed over the counter substance which is legally obtained and used for its intended purpose, but the use of which causes the employee to be impaired or in an unfit condition for work.

The Company may report the prohibited use, solicitation, consumption, possession, purchase, distribution or sale of controlled substances while on Company business or on Company property to appropriate law enforcement officials.

Do Not Mix Work and Alcohol

The Company will not tolerate alcoholic beverages brought onto or consumed on Company property except as may be specifically permitted in connection with Company authorized events.

Controlled Substance and Alcohol Policy

Key Points

Do Not Work While Unfit Or Impaired

The Company will not tolerate any employee reporting to work or entering Company property in an unfit or impaired condition. An unfit or impaired condition exists when an employee's behavior and/or ability to work is adversely affected by a controlled substance or alcohol, or combination of the same. If, in the sole opinion of management, employees appear to be in an unfit or impaired condition and their actions involve a significant risk of personal injury or property damage, they will be required to be tested for alcohol and controlled substance use.

Trading in Stock

The buying and selling of stock or other Company securities by those possessing material inside information is forbidden. Substantial criminal and civil penalties against the Company and involved individuals can result from this type of activity.

Key Points

Do not Engage In "Insider Trading"

"Insider trading" is buying or selling the stock or other securities of the Company or any other corporation when in possession of material inside information about the business in question. No individual may engage in this type of stock trading.

Safeguard Material Inside Information

Material inside information is any information concerning the business or operations of the Company which has not been disclosed to the public, but which could influence reasonable investors to buy, sell, or hold stock or other securities. Common examples of information which may be material include: dividend and earnings announcements; financial results; financial forecasts, especially earnings estimates; changes in previously disclosed financial information; significant capital projects; mergers or acquisitions; proposed issuance of new securities; major marketing changes; significant new contracts; major litigation; governmental investigations; or significant changes in management. Such information should be exchanged only on a "need to know" basis with other employees and must be protected.

Do not Pass or "Tip" Material Inside Information

It is illegal to communicate material inside information to others even close family members - who could trade the stock or security in question, or give the information to others who might trade. If the individual receiving the tip purchases or sells stock or securities, both the person providing the tip and the individual receiving the tip may be liable for a violation of federal securities laws.

Report Disclosures Of Material Inside Information

If you think that material inside information has been disclosed, contact the Chief Financial Officer.

Trading in Stock

Key Points

Seek Advice

If you are considering trading in the Company's stock or other securities and you think you may possess material inside information, contact the Chief Financial Officer for guidance.

Insider Trading Policy

All directors, officers, and certain other designated employees are subject to the Company's Insider Trading Policy and are directed to consult that policy for further guidance.

Fraud, Bribes and Improper Conduct

It is the policy of the Company to abide by both the letter and the spirit of the laws where we conduct business. Compliance with such laws is required even when it could place the Company at a competitive disadvantage. The penalties for noncompliance can be severe, for the Company and employees.

Key Points

Do not Make Or Offer Unlawful Payments Or Bribes

Without exception, no bribes of any type may be paid to anyone. A bribe is defined as the payment or offering of anything of value to government officials or politicians, and others, to obtain or retain business. This includes payments or offers to any third party while knowing or disregarding circumstances tending to show that they will be paid to government officials or politicians.

Do not Improperly Use Company Resources Or Assets

An employee may not make improper use of Company resources or assets nor permit others to do so. Examples of improper use of Company resources include unauthorized appropriation, possession or personal use of Company or customer assets (such as Company checking accounts, customer lists, employee lists, stationery, software and computer), or the unauthorized possession, use, alteration, destruction or disclosure of sensitive Company data.

Do not Engage In Suspect Practices

The Company forbids practices such as industrial espionage, trespassing, burglary, wiretapping, and stealing, whether from the Company, customers, suppliers or competitors. Hiring a competitor's employees to obtain confidential information or improper solicitation of confidential data from a competitor's employees will not be tolerated.

Political Contributions and Political Activity

Although the Company encourages lawful political contributions and involvement by its employees, such activities must be conducted in strict compliance with all applicable federal, state and municipal laws, and must avoid even the appearance that the Company is seeking or receiving undue political advantage. The Company maintains a non-partisan position on political matters.

Key Points

Do Not Use Company Money For Political Contributions

Neither the Company nor any employee may use Company funds to make any direct or indirect political contribution to any political parties, candidates or lawful political groups. To the extent permitted by applicable federal and state laws and as authorized by the Board of Directors of the Company or by one or more members of the Executive Committee of the Company, contributions may be made through one or more political action committees.

Keep Personal Political Activities Separate From Company Business

The Company encourages all employees to participate in the political process on their own time and at their personal expense. Seeking or holding any public office may give rise to situations where an employee's obligations to the community and to the Company may conflict. In such situations, employees should avoid fellow employee solicitation or participating in decisions, whether as Company employees or public officeholders, which present such conflict.

Protection of Company Assets

The facilities, equipment, materials, real estate, and other assets of the Company, tangible and intangible, have been acquired through the hard work and investment of many stakeholders in the Company's success - employees, shareholders, lenders, customers and others. Such assets are intended to advance the many interests in the economic success of the Company. Employees have perhaps the largest and most immediate interest in that success, and the largest obligation to safeguard the assets necessary to achieve it.

Key Points

Protect Assets From Loss or Harm

Though it may not be your specific job to guard equipment, materials and other Company assets, you should report conditions, activities or individuals which threaten the security or condition of Company assets. Report damage, theft or attempted theft, or conditions or practices which might cause harm or loss, whether or not the property in question is entrusted to you. See also the following Section entitled "Protecting Confidential Information", as Company Confidential Information is also a Company Asset.

Report Business Abuse

The Company maintains a totally anonymous 800 number for employees to report any suspicious activity or any type of concern. The calls are taken by a third party vendor who interviews the caller to secure as much information about the activity as possible. The complaint is then forwarded to the appropriate management official to investigate and take any required corrective or disciplinary action. (Business Abuse Hotline 1-800-839-0254 in the US, 770-582-5260 for international collect callers).

Do not Appropriate, Borrow Or Loan Company Property Without Permission

Misappropriating Company property, or converting it to personal use for yourself or another, without express authorization, is regarded as seriously as outright theft and can result in disciplinary action up to and including termination. An employee's paid working time is also a Company asset, which should not be put to personal use without proper authorization.

Protection of Company Assets

Key Points

Follow All Security Regulations

Rules pertaining to security of facilities, material, information, and equipment may sometimes seem burdensome, but they are necessary. Do not ignore or override safeguards designed to protect computers. Do not fail to secure sensitive information, Internet access or easily transportable tools and equipment when you are done with them. Do not neglect fire and other safety precautions.

Use of Technology and the Internet

The Company's technical resources include desktop and laptop computers and related systems, fax machines, Internet and World Wide Web access, voice mail and electronic mail (e-mail). It is important to understand that these tools are to facilitate and support company business and are to be used only for business purposes. All usage must be in accordance with Company policy. The use of these tools to send or view material that is offensive or inappropriate in a business environment is strictly prohibited. See the Company's Human Resources Policy Manual for the Internet Use Policy, the Internet Code of Conduct, Electronic Mail Policy, and the Internal/External Electronic Communication Policy.

Cooperate With Inspections And Searches Designed To Protect Company Assets

Where it is determined that searches and inspections are appropriate in the interest of protecting Company assets, employee health and safety, governmental requirements or security, or the furtherance of this Code, to the extent permitted by law, Company personnel may inspect and search at any time all items and areas controlled by the Company and inspect the personal property of all individuals on Company-controlled premises.

Protecting Confidential Information

While the sharing of information is necessary to meet the needs of our business and employees, all employees are responsible for protecting information belonging either to the Company or entrusted to it by third parties. This information is considered "Company Confidential Information." Improper disclosure can create serious financial or competitive losses or disadvantages to the Company; and legal liabilities to the Company and individual employees.

Key Points

Know What Information is Confidential

Company Confidential Information can include financial, operating and marketing information (historical, current or projected); information concerning circumstances or events that could have a material financial impact on the Company; business plans; customer lists and profiles; budgets; information about employees; software; pricing policies; technical information; information related to litigation; and similar information entrusted to the Company by third parties. Because Company Confidential Information is not always marked as such, ask your supervisor if you are not sure.

Do not Disclose To Unauthorized People

Access to Company Confidential Information should be limited to employees who have a "need to know" in order to perform their duties. Release of such information outside of the Company, whether oral or written, is prohibited except when discussion of such information is necessary (and even then must be limited to only that information required in the normal course of conducting business on behalf of the Company). Proper authorization and, in some cases, an approved confidentiality agreement signed by the recipient, are required. If in doubt, do not disclose.

Disclosures To Analysts, Market Professionals, Shareholders, and Financial Community Need Prior Approval

Communications with analysts, market professionals and shareholders must only be through the Company's Chief Financial Officer, Chief Executive Officer or Investor Relations employees. All financial information or statistical operating information, whether written or oral, to be released to the news media or the financial community must have the prior written approval of one of the foregoing.

Protecting Confidential Information

Key Points

Dealing With Media Inquiries

If contacted by members of the media, do not attempt to answer their questions. Refer all media inquiries to your General Manager, the Sales and Marketing Department, or the Investor Relations Department.

Guard Against Inadvertent Disclosure

Care must be taken not to lose Company Confidential Information; disclose it through casual conversation, gossip or improper disposal; or leave it unattended on computers, desks, copiers, or fax machines. Even obsolete or prior versions of Company Confidential Information must be properly safeguarded.

Do Not Use For Personal Benefit

Company Confidential Information that employees learn through their employment with the Company shall not be used by employees for their personal benefit.

Disclosures By Former Employees

Employees leaving the Company must safeguard and turn Company Confidential Information in their possession, are not free to discuss business information with competitors or other parties, and must abide by confidentiality agreements they have signed. Current and former employees are not free to discuss Company business information with competitors or other third parties.

Compliance with This Code

Every employee has a responsibility to maintain and advance the business reputation of the Company and its employees, to act in compliance with this Code, and to maintain high business conduct standards and a work environment of trust and respect. It is management's responsibility to communicate and train employees in the values and requirements outlined in this Code, to lead by example and to establish and maintain processes to prevent, detect, report, and correct violations.

Key Points

Comply with the Law: Report Violations of the Law

It is your obligation to comply with all laws, not just those which have been outlined in this Code. You are obligated to report known or suspected violations of law.

Report Business Conduct Violations

Employees are obligated to report known or suspected violations of this Code.

Where to Report

Typically, reports may be made to your immediate supervisor. If you do not feel comfortable or appropriate doing so in a given situation, a report may be made to a higher level of management. Reports can also be made to:

- General Manager or RPC Manager,
- Human Resources Manager,
- Internal Audit Manager, or
- The Business Abuse Hot Line (800-839-0254)

To the extent possible, the Company will take appropriate measures to keep the identity of those reporting suspected violations confidential, though the release of certain limited information may be required to serve the purposes of this Code. There will be no retaliation against any employee for reporting a suspected violation. Frivolous reporting or reporting done for an improper purpose, however, will not be tolerated.

See Protection of Company Assets, Report Business Abuse for a discussion of the Business Abuse Hotline.

Ask Questions

Several sections of this Code are based upon various Company Policies located elsewhere. If you have questions, consult a member of management or the Human Resources Department. You may also contact any of the individuals listed above under the preceding section entitled "Report Business Conduct Violations."

Compliance with This Code

Key Points

Cooperate With Investigators And Auditors

Employees have a duty to cooperate fully with investigations and audits, and to answer questions truthfully to the best of their ability. Depending on the matter to be audited or investigated, those assigned to the task may include local and/or corporate personnel with the requisite skills or experience such as: auditors; Human Resources personnel, safety department personnel, particular managers, security personnel or other employees; contract investigators retained for a particular investigation; or one or more attorneys representing the Company who may personally conduct or supervise the audit or investigation.

Take Corrective Action

When an audit or investigation reveals the need to take corrective measures, employees have an obligation to cooperate in implementing changes in systems, practices or procedures to avoid future problems. It is management's obligation to determine, based on the facts and circumstances of each case, whether an infraction under this Code warrants disciplinary action. Such action may involve penalties up to and including termination of employment. Disciplinary action, or lack thereof, does not preclude criminal or civil action by government agencies or law enforcement authorities for suspected violations of applicable laws.

Never Cover Up Ethical Violations

Concealing a violation is itself a major violation of this Code. Where an audit or investigation clearly establishes that any employee has knowingly attempted to conceal a clear instance, pattern or practice of business conduct violation, or to have ordered or requested concealment. The penalty for such conduct, in the absence of significant mitigating circumstances, may be immediate discharge. No employee is authorized or required to carry out any

order or request to conceal a violation of the Code and any employee receiving such an order or directive is duty-bound to report it.

Code of Business Conduct Acknowledgement Form

PLEASE READ, SIGN & RETURN	I acknowledge that I have received and read a copy of the RPC Incorporated Code of Business Conduct (2007). I understand that this Code contains certain policies of the Company and I intend to comply as an employee of the Company in accordance with these policies. I know that if I have questions concerning my obligations under the provisions of the Code, or supplements or procedures related to the Code, I should promptly ask my supervisor, General Manager or the Human Resources Department for appropriate answers. I understand my obligations to report to the Company any suspected violations of this Code that I now know of or which may come to my attention in the future, and to cooperate with investigations regarding possible Code violations.
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Name (Please Print)

Signature

Date

Department/Location

Return a signed copy of this acknowledgement form to the attention of the RPC Human Resources Department.

Also additional copies of the Code can be obtained on the Company's intranet (VIPER) under the Human Resources section or you may ask your supervisor for assistance in obtaining a copy. If you are aware of any violations of this Code or other laws or regulations either now or in the future, report the violations to the Company either in writing now with your acknowledgement form, to the Business Abuse Hotline, or by the other means listed in the Code. Please understand that we encourage employees to report suspected violations of Company policies. In fact, concealing a violation of a Company policy is itself a major violation of our Code. There will be never be retaliation against any employee for reporting a suspected violation in good faith.