
DigitalGlobe Code of Ethics and Business Conduct

Policy

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Letter from our President and Chief Executive Officer

Dear DigitalGlobe Team Member:

Welcome to DigitalGlobe's Code of Ethics and Business Conduct (the "Code"). This Code reflects our core business values and principles, which are set forth in our Purpose, Vision, and Values ("PVV"). In the last few years, our company has evolved as we have expanded our presence in both the defense and commercial sectors; however, our values and the way we conduct ourselves in business have not changed and remain a constant everywhere we operate around the globe. We remain committed to acting with the highest business ethics and integrity. We are committed to our Purpose, Vision, and Values.

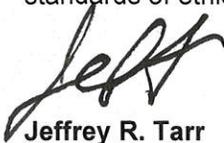
This Code sets forth DigitalGlobe's expectations regarding the conduct of all directors, officers, and employees. In addition, we expect our suppliers, vendors, contractors, and joint venture partners to develop ethics and compliance programs that are consistent with our values in all material respects and to conduct business with honesty and integrity.

The Code contains information, resources, and support to help you comply with laws, regulations, and policies that affect our business. Laws vary from country to country, and we must always comply with them, but as a trusted global company, we need to go further. At times, the Code may require conduct that exceeds the ethical and legal standards strictly required by law. In those situations, you should always follow the Code even if applicable law may permit a lower standard. We must strive to hold ourselves to a higher set of standards.

Of course, the Code may not have the answer to every ethical question or scenario you will encounter, but it serves as a guide as you navigate through potential difficult choices. The Code provides you with solid principles to follow, but if you are ever in doubt, ask for help.

Please read the Code very carefully. It reminds each of us of our shared responsibilities to our shareholders, our customers, our business partners, and each other. It calls on us to do the right thing and to seek guidance when needed. Remember, compliance with the Code and the obligation to act with integrity and in accordance with our Purpose, Vision, and Values come before all other business considerations.

Thank you for your help in upholding DigitalGlobe's reputation for adhering to the highest standards of ethics, integrity and conduct.



Jeffrey R. Tarr

President and Chief Executive Officer

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Guiding Principles

We are committed to our Purpose, Vision and Values. This Code reflects the core values of the Company that will enable us to realize our Vision and fully accomplish our Purpose.

We at DigitalGlobe, Inc. (the “Company”) are a global leader in geospatial information products and services. Our continued success depends on our ability to inspire confidence and trust in our customers, our shareholders, our communities and each other. This Code of Ethics and Business Conduct (“Code”) reflects our commitment to our Purpose, Vision and Values and in particular to conducting business with honesty, truthfulness and integrity at all times. This Code sets forth the expectations of the Company regarding the conduct of all directors, officers and employees of the Company, as well as the conduct of all consultants engaged by the Company.

This Code contains guidelines for a variety of situations in which ethical issues may arise, but it is not possible to cover every situation you may encounter. For additional information, please consult the policies and procedures referenced in this document. Please also remember that there are many resources available to help resolve ethical issues. Your supervisor is usually the best source of information and guidance, but you should never hesitate to contact the General Counsel, the Vice President of Compliance, the Senior Vice President and Chief Human Resources Officer, or any other member of the Company’s Senior Leadership Team for assistance.

About the Code of Ethics and Business Conduct

Our Company is committed to our Purpose, Vision and Values. The Code reflects the core values of the Company that will enable us to realize our Vision and fully accomplish our Purpose:

Our Purpose:

Seeing a Better World

By giving our customers the power to see the Earth clearly and in new ways, we enable them to make our world a better place.

Our Vision:

By 2020, be the indispensable source of information about our changing planet.

Our Values:

We are relentlessly committed to our customers and our purpose. Our values guide us as we help our customers save lives, resources and time:

- We act with integrity, always
- We treat people with respect in all dealings
- We put mission and team before self
- We inspire curiosity and harness innovation
- Our results matter

The Code contains information, resources and support necessary to help us each fulfill our obligation to act honestly, with integrity and in compliance at all times with the law, regulations, and policies that affect our business.

All directors, officers, employees and consultants of the Company (“Team Members”), regardless of location, are expected to:

- Be familiar with this Code and follow its requirements at all times.
- Comply with all applicable governmental laws, rules and regulations when engaging in any activity on behalf of the Company.
- Be aware of and avoid any situation that could lead to inappropriate business conduct or even the appearance of inappropriate conduct.
- At all times conduct Company business with the highest standards of ethics and integrity.

At times, this Code may require conduct that exceeds the ethical standards strictly required by law. All Team Members are required to conduct themselves in accordance with this Code even if applicable law may be accepting of a lower standard in certain situations. Compliance with this Code and the obligation to act in an honest and ethical manner come before all business considerations.

Making Ethical Decisions

We recognize that not all ethical questions are easy to resolve and it is impossible to address in this Code every situation that could possibly arise. Most situations, however, can be resolved by common sense application of some basic considerations. You should see a red flag if you hear, or think to yourself, things such as:

- No one will ever know.
- Everybody does it.
- It’s just how business is done here.
- No one will get hurt.
- We didn’t have this conversation.
- I could get in big trouble for this.
- Shred or delete it fast.

When in doubt about whether or not you should engage in a particular activity, ask yourself:

- Am I being fair and honest?
- What would I tell my child or someone I care about to do?
- What would my family, friends and neighbors think if they knew?
- How would this look in the newspaper?
- Would I like to be treated this way?
- When I look back on this decision at the end of my career, will I be proud of my behavior?

Keep asking until you are certain you are doing the right thing. For additional information and guidance, please consult the policies and procedures referenced in this Code and available on eGlobe. If you're unable to find the policy or procedure you need, contact the Human Resources Department for help.

Compliance with the Code

The obligation to conduct business in a legal and ethical manner is an obligation that is owned by all Team Members at every level of the Company. We must all take that obligation very seriously and respect our core values in the conduct of our business.

Compliance with this Code is mandatory. The Company takes very seriously any violations of law or Company policy, including this Code. It is the expectation of the Company that all Team Members will comply with the law and with their obligations under this Code. The failure to comply with this Code may result in disciplinary action, up to and including termination of employment and, in the case of consultants and other contractors, termination for default of the applicable consulting agreement.

This Code is a Company policy and is not a contract of employment.

Raising Concerns and Reporting Violations

It is the responsibility of each Team Member to follow this Code and to report potential or actual violations. The Company will promptly investigate your concerns and will not tolerate retaliation of any kind.

Reporting Concerns to Your Supervisor or Company Management

As part of the Company's commitment to conducting business in a legal and ethical manner, the Company expects all Team Members to accept the duty to report any potential violations to the Company so that these matters may be investigated and appropriately addressed. The Company is committed to promptly reviewing your concerns and will not tolerate threats or acts of retaliation against you.

If you know or have reason to believe that an unlawful or unethical situation exists, you are asked to violate the Code or the law, or you believe you are the victim of prohibited

workplace conduct, do NOT remain silent. Immediately report the matter through one of the Company's communication channels.

Your supervisor is normally the best place to start. You may, however, satisfy your obligation to report by contacting any of the following:

- Any Manager, Director, or Vice President within the Human Resources Organization
- Any attorney within the Legal Department, including the Vice President of Compliance
- Any Vice President, Senior Vice President, Executive Vice President, or the Chief Executive Officer
- Security (for loss or theft of personal information or Company assets, including proprietary or confidential information)
- Internal Audit (for business process violations)
- Any Director or Vice President within the Finance Organization (for violations related to financial recording and reporting)

Discouraging other employees from making a report or getting help is prohibited and could result in disciplinary action.

In addition to reporting violations, you are encouraged to contact the Legal Department to discuss any ethical or legal question or concern. When faced with an ethical or legal dilemma, it is always better to get guidance before you act.

Ethics Hotline

In addition, you may also report any concerns or violations through the Company's Ethics Hotline at 866-594-7164 or online at www.digitalglobe.ethicspoint.com. The Company will promptly review any report of unlawful or unethical conduct.

No Retaliation

The Company will not tolerate retaliation or threats of retaliation against you or any Team Member for reporting unlawful or unethical conduct or any violation of this Code or the law.

Compliance with Laws and Regulations

We expect all team members to comply with all applicable laws, rules, regulations and this Code.

We are all responsible for our own conduct and for complying with the law and with this Code. Violations by even one individual can have significant impacts on the

Company's ability to carry on its business, our reputation, and the hard work of our Team Members.

Familiarity with the Law

In order to comply with the law, you must know the law. In our business, this means that, among other things, Team Members must be familiar with the laws that are applicable to their function, which may include the general provisions of our NOAA Operating Licenses, applicable export control restrictions, including those imposed under the International Traffic in Arms Regulations and by the Office of Foreign Assets Control, and requirements of the Federal Acquisition Regulations, as well as requirements relating to access to and control of U.S. Government classified information. If you would like any additional training in these areas, please contact your supervisor or any member of the Legal Department, including the Vice President of Compliance.

Global Environment

Because we conduct business around the world, we are subject not only to the laws of the United States but also to the laws and regulations of all of the countries, states and municipalities where we do business, many of which vary significantly from the laws of the United States.

Familiarizing Yourself with the Law

There are many ways to familiarize yourself with the various laws and regulations that apply to the Company, including attending training, reviewing policies, participating in Company presentations and, most importantly, by asking for help. If you have questions about any legal obligation, don't hesitate to ask any member of the Legal Department. Ignorance of legal obligations is never a defense to misconduct, and penalties for failure to comply with the law can be severe, including fines, lawsuits, loss of business privileges and, in some cases, civil or criminal prosecution.

The DigitalGlobe Workplace

We are committed to providing our employees a healthy, safe and productive workplace.

Fair Treatment and Mutual Respect

Our Team Members are our most valuable resource. As a Company, we are committed to providing our employees with a healthy, safe, and productive workplace where they are treated with respect, appreciation, and dignity. We expect that all Team Members will act in a professional, business-like manner at all times and will not exhibit bias, prejudice, or engage in the harassment of others. It is our policy to ensure equal employment opportunity without discrimination or harassment on the basis of race, color, national origin, religion, sex, age, disability or any other status protected by law. The Company will not tolerate any type of harassment in the workplace, including

sexual harassment or any type of threatening conduct, racial or religious slurs, or any other comments or conduct that, in the judgment of Company management, creates, encourages or permits an offensive or intimidating work environment. Please refer to the DigitalGlobe Employee Handbook for additional guidance concerning the Company's employment practices.

If you encounter or observe discrimination or harassment in our workplace please report the matter immediately through any of the Company's communications channels, including reporting the matter to your supervisor or submitting a concern through the Ethics Hotline.

Your Personal Information

The Company acknowledges the importance of protecting the personal information of its employees. Except as otherwise required by law, only authorized Team Members with a valid, work-related reason may have access to employee personnel records kept by the Company. Those individuals with access are expected to keep all employee information in the strictest confidence and not to share such information except on a "need to know" basis associated with a legitimate business purpose. As a global business, however, you acknowledge that we may need to transfer personal information about you as a DigitalGlobe employee to any of the countries where we do business. Although not all countries have data protection laws, our policies are intended to protect your personal information wherever it may be stored or processed.

Safe and Healthy Environment

We are committed to providing a safe, healthy and drug free work environment for every employee. Team Members are expected to conduct business in full compliance with applicable environmental, health, and safety laws and regulations. In addition, because of the potential adverse impact to our work environment, the Company also prohibits the following conduct:

- Use, distribution, sale or possession of illegal drugs or any other controlled substance, including marijuana, except for approved medical purposes;
- Being under the influence of illegal drugs, controlled substances used for non-medical purposes, including marijuana, or alcoholic beverages in the workplace. Please note that consumption of alcohol on Company premises is only permitted, with prior senior management approval for Company-sponsored events;
- Threats or violent behavior; and
- Possession of weapons of any type.

The Company expects all Team Members to observe posted warnings and advisories and promptly report any work related accidents or injuries.

If you encounter, observe or become aware of any situation that threatens the health or safety of any Team Members, please immediately contact DigitalGlobe Security at

303.684.4107. If the situation is a life-threatening emergency, dial 911 before contacting internal personnel.

Protection and Proper Use of Company Resources

Proper use of Company resources, including our physical assets, systems, and intellectual property, is critical to DigitalGlobe's operations and reputational integrity. All Company assets are to be used for Company business only. As a general rule, Company resources are not to be used for any personal benefit or the personal benefit of anyone else. You may occasionally use Company resources (e.g. internet or email) for personal use, provided the use does not interfere with your productivity, anyone else's productivity, and is never for an improper purpose. Examples of such improper purposes include sexually explicit messages, cartoons, jokes, unwelcome propositions, ethnic or racial slurs; or any other message that could be construed as harassment or disparagement of others on the basis of sex, race, religion, national origin, age, sexual orientation, or disability. In addition, it is not permissible to use the Company's systems for visiting Internet sites that feature sexual content or gambling, that advocate intolerance of others, or that are inconsistent with our Values.

Remember, the Company's voice mail, e-mail systems, and networks, are the sole property of the Company and are expected to be used primarily for job-related communications. The Company reserves the right to access, inspect, and disclose at any time all aspects of those systems and networks, including messages transmitted via its e-mail and/or voice mail system regardless of content. The Company may also at any time verify internet sites visited by anyone using its systems, including its employees. Therefore, you should not place or keep any personal items, messages or information that you consider private anywhere in the DigitalGlobe workplace. If you do, please be aware that DigitalGlobe may at any time, consistent with legal obligations, monitor, recover, and review communications and other items the Company finds through or in its systems, assets or other areas, for any purpose. In addition, the Company may share outside of DigitalGlobe anything it finds with others, including with its outside legal or other advisors, or with government representatives.

In addition, DigitalGlobe may ask to search an employee's personal property located on or being removed from DigitalGlobe locations in order to protect its employees, assets and business interests. You are expected to cooperate with all such requests.

Protection of Company Confidential and Proprietary Information

Every day, you will have access to information the Company considers proprietary. Most of this information is confidential. Team Members must maintain in strict confidence all confidential and proprietary information of the Company, except where disclosure is expressly authorized by the Company or required by law, as this information is a valuable Company asset. Protecting this information plays a vital role in the Company's ability for continued growth. The Company's competitive advantage from this information could be jeopardized if the information is improperly disclosed, even if the disclosure is inadvertent. To help maintain the value of our confidential and

proprietary information, it is critical that you follow all Company guidelines for protecting our confidential and proprietary information.

In general, proprietary information is information that is owned by DigitalGlobe and confidential information is any non-public information that could provide DigitalGlobe with a competitive advantage or would be harmful to the Company or its customers, if improperly disclosed. Although it is not possible to list all information that may be considered confidential and/or proprietary, examples include:

- Business plans and projections, research projects, new product concepts, corporate objectives, corporate strategies, records, and databases;
- Personnel information, including salary and benefits data, and employee medical information;
- Customer, employee and supplier lists;
- Any unpublished financial or pricing information, including bid and proposal information; and
- Company intellectual property, such as trade secrets, patents, trademarks and copyrights.

Any questions regarding whether information is confidential and/or proprietary or regarding disclosure of information should be directed to your manager or the Legal Department.

Once it is determined that information is confidential, it must be handled appropriately and in accordance with the Company's policies and procedures relating to confidential information, including the following guidelines:

- Any Company proprietary information to which Team Members may have access should be discussed with others within the Company or with Company contractors and subcontractors only on a need-to-know basis.
- Disclosure of any Company confidential information to any individuals not employed by the Company should be done only in conjunction with appropriate confidential disclosure agreements, which can be provided by the Legal Department.
- All Team Members should be alert to inadvertent disclosures that may arise in either social conversations or in normal business relations with suppliers, including other subcontractors, and customers, any of which may be in person, by telephone, or on line.

The obligation to protect the Company's proprietary and business confidential information continues even after leaving the Company. Upon the termination of employment, Team Members are required to return all Company property, including all documents and other materials containing Company and third-party confidential information, and must not disclose confidential information to others after leaving the Company.

Confidential Information and Intellectual Property of Others

We are committed to respecting the rights of others in all our business dealings.

Protection of Third Party Confidential and Proprietary Information

Just as we value the protection of our own confidential and proprietary information and intellectual property, our suppliers, customers, and competitors value the protection of theirs. Accordingly, it is our policy to respect the confidential and proprietary rights of others as we would expect them to respect ours.

More specifically, the Company will not condone seeking to gain access to, or taking receipt of or in any way using, any confidential and proprietary information of a third party without their express written consent.

Doing business, however, often requires the rightful receipt and disclosure of information that others may consider confidential and proprietary. If you receive a third party's confidential information, even inadvertently, you need to take steps to avoid any accusation that the Company misused or misappropriated that information. Specifically, you should avoid receiving or using confidential and proprietary information owned by others unless (i) you are clearly authorized to do so, and (ii) an authorized confidentiality agreement is in place between the Company and the other party.

Protection of Government Customer Information and Property

In addition to the obligations regarding the confidential and proprietary information of the Company, our customers, suppliers and subcontractors, it is Company policy that special attention will be paid to use of information and property made available to the Company by U.S. Government customers. Specifically, no information regarding any U.S. Government customer, including use of the name of the customer may be released, without the approval of the customer. Any requests to release such information or to use the name of the customer(s) must be approved by the Legal Department.

In addition, Team Members will strictly comply with security requirements concerning access to and use of classified information. This includes complying with the Company's policy on Wikileaks and other websites or third party sources that may publish classified information. The fact that classified information has been illegally misappropriated and published does not make the information de-classified. The information remains classified and subject to all rules, regulations and criminal penalties associated with seeking to access this information, taking possession of this information, distributing or facilitating distribution, or using this information for any reason. Accordingly, DigitalGlobe prohibits, (i) the use of any DigitalGlobe asset,

including but not limited to, laptops, desktops, or smartphones, to access or attempt to access the Wikileaks site, directly or indirectly through sites providing links to the Wikileaks site; (ii) bringing any classified information from the Wikileaks website, or any other website or obtained in any other unauthorized manner, into any DigitalGlobe facility; (iii) providing any classified information from the Wikileaks website, or any other website or obtained in any other unauthorized manner, to any DigitalGlobe employee, contractor or agent or otherwise facilitating the unauthorized release and distribution of classified information; and (iv) using any classified information obtained from the Wikileaks site, or any other website or unauthorized source in any DigitalGlobe business activities, including, but not limited to, business plan development, product development, or sales opportunities.

Any questions or concerns relating to use and protection of classified information should be directed to the Facility Security Officer (FSO) or his designee.

Third Party Intellectual Property Rights

As part of our overall compliance commitment, the Company expects all Team Members to respect the rights of third parties, including third party trademarks and copyrights. Team Members should assume that all software used by the Company is copyrighted, and that the Company does not have the right to make copies of that software except for backup purposes. This includes not only the substantial software programs the Company may utilize, but also the smaller so-called shrink-wrap programs typically used for word processing, spreadsheets, and data management. In addition, the terms and conditions of any applicable license agreement must be strictly followed. You must also follow applicable Security and IT procedures before downloading any software on any DigitalGlobe device.

Representing DigitalGlobe

The Company's integrity, reputation and success are in your hands.

Conflicts of Interest

All Team Members have an obligation to act in the best interest of the Company. Team Members are expected to avoid any activity or situation that creates or appears to create a conflict between their personal interests and the interests of the Company. Although it is not possible to list every conceivable impermissible conflict, the following are some common examples of situations that should be avoided:

- Working, in any capacity, for a competitor, customer or supplier while employed by the Company;
- Accepting gifts of more than token value or receiving personal discounts or other benefits from a competitor, customer or supplier as a result of one's position with the Company without approval (please see the Section entitled Gifts, Amenities, and Bribes for additional Guidance);
- Competing with the Company for the purchase or sale of property, services or other interests;

- Having an interest (other than routine investments in publicly traded companies) in a transaction involving the Company, a competitor, a customer or supplier;
- Receiving a loan or guarantee of an obligation from a competitor, customer or supplier as a result of one's position with the Company; and
- Directing Company business to a supplier owned or managed by Team Members, or which employs, a relative or friend.

Situations involving a conflict of interest may not always be obvious or easy to resolve. Therefore, if there is any doubt as to whether a conflict of interest or a potential conflict of interest exists, or whether there may be the appearance of such a conflict of interest, you must consult your manager or the Legal Department. In order to avoid conflicts of interests, all Company directors, senior executive officers and senior financial officers must disclose to the General Counsel, in writing, any material transaction or relationship, including Board of Director memberships that reasonably could be expected to give rise to such a conflict. Please refer to the Company's [Conflict of Interest Policy](#) for additional guidance.

US Government Organizational Conflict of Interests

The Company is an important supplier of imagery and related services for the U.S. Government. Regulatory requirements governing U.S. Government procurement activity require that entities engaged in U.S. Government contracting avoid the creation of "organizational conflicts of interest" (OCI). OCI exists where, because of activities or relationships with other persons, a person is unable or potentially unable to render impartial advice or assistance to the Government, or the person's objectivity in performing the contract work is, or might be otherwise impaired, or a person has an unfair competitive advantage. To prevent the development of an OCI situation, Team Members may not use any information they have obtained by virtue of participation on one U.S. Government contract to support any proposal activity, solicited or unsolicited, on any other U.S. Government project, unless expressly approved by the Legal Department. In addition, all Team Members are expected to fully comply with any OCI Mitigation Plans that the Company may, from time to time, have in place.

Our Relationship with Shareholders, Customers and Regulatory Agencies

We are committed to acting with honesty and integrity in all our business dealings.

Accurate Communications

Accurate communications about the Company are critical to preserving the Company's reputation and fostering trust and goodwill in our shareholders, our customers and our community. It is the policy of the Company that all records, reports, and other documents prepared by the Company will be prepared in accordance with applicable law and will be accurate, truthful and clear. Written agreements must accurately

reflect the terms of the business deal to which they relate. No Team Members are authorized to make any non-contractual promises, or enter into “side agreements” or “side letters” without the written approval of the Legal Department.

All disclosures in any reports, documents or other filings submitted to the U.S. Securities and Exchange Commission or released in other public communications made by the Company must be complete, accurate, timely and readily understandable.

All invoices, certifications and other submittals to U.S. Government customers must be accurate and comply with the Company’s contractual obligations to the customer, the provisions of the Federal Acquisition Regulations and any other applicable law or regulation.

Accurate Books and Records

Maintaining accurate and complete books and records is not only required by law, but is required as a matter of integrity and to earn and keep the trust and respect of our customers, suppliers, shareholders, and members of our communities.

All financial and business transactions must be promptly and accurately recorded on the books of the Company in accordance with generally accepted accounting procedures (“GAAP”). Disbursement or receipt of funds outside the Company system of accounting is strictly prohibited. All revenue, costs, expenses, assets and liabilities must be recorded in accordance with the Company’s accounting system. Team Members responsible for preparing the Company’s financial records must do so in accordance with generally accepted accounting procedures and all applicable legal and financial regulations.

Accurate Recording of Labor and Material Costs

Accurate recording of labor and material costs holds special significance in U.S. Government contracts because of the cost reimbursable nature of such agreements. Consistent with the obligation to maintain accurate books and records, all labor and material costs to be charged on any U.S. Government contract shall be accurately identified and charged to the appropriate account, regardless of the status of the budget for that account. Costs shall be identified and charged as described in each applicable disclosure statement unless otherwise authorized or required by regulation or contract provisions (such as termination for the convenience of the government). In no event will any Team Members:

- Charge direct contract effort to an unallowable indirect account;
- Charge independent research and development (IR&D) and/or bid and proposal (B&P) efforts to overhead, other general and administrative (G&A) accounts, or another contract; or
- Improperly charge labor or materials or falsify any timecard.

Team Members charging time to any U.S. Government contracts are responsible for recording time using the proper charge numbers. If you are unsure about the proper account number to charge, you must ask your supervisor.

Commitments and Approvals

The Company's approval processes are designed to help protect the organization and maintain appropriate controls to run the business effectively. Making business commitments outside the Company's processes, delegation levels, or without appropriate approvals, is not acceptable.

Insider Trading

The federal securities laws and regulations, as well as Company policy, prohibit the purchase or sale of a security at a time when the person trading in that security possesses material non-public information concerning the issuer of the security. Communication of non-public information to a third party, under circumstances where improper trading can be anticipated (so-called "tipping"), is also prohibited. These prohibitions apply to any security, including options – not just stock.

Any Team Member who has material, non-public information relating to the Company or any other entity with which the Company does business, may not (i) buy or sell the securities of the Company or the other entity, (ii) pass along the information to others, or (iii) permit any member of his or her immediate family or anyone acting on his or her behalf, or anyone to whom he or she has disclosed the information, to purchase or sell such securities.

The Company also maintains "insider" lists for certain persons, including directors and senior officers, who routinely have access to material non-public information. Persons on the insider lists, which are maintained by the General Counsel's office, are subject to quarterly and special "blackout periods" during which all trading in Company securities is prohibited. The Company's General Counsel will advise you if you are on the insider list.

If you have any questions concerning the propriety of a proposed transaction or would like further information, please review the Company's Insider Trading Policy, which is available in the eGlobe Corporate Policies library in [Corporate DMS](#).

Our Relationship with Strategic Partners, Competitors and Suppliers

We are committed to competing fairly for all business opportunities and will treat our strategic partners and suppliers with respect.

Purchasing Goods and Selecting Suppliers

It is the Company's policy to purchase all of its supplies and requirements on the basis of price, quality, and service. The fact that a supplier or potential supplier is also a customer of the Company may not be considered in making purchasing decisions. In other words, reciprocity must not be a factor in our purchasing. This does not mean that we cannot purchase goods and services from a customer or potential customer. It simply means that our decision to buy goods and services from a supplier must be made independently from that supplier's decision to buy goods and services from DigitalGlobe.

We are committed to dealing with all of our suppliers fairly, honestly, and openly. Suppliers must be chosen without regard to the size of their company or the nationality of their shareholders, employees, or management, except insofar as specific legal requirements dictate that those factors be taken into consideration.

This policy extends to services such as banking, auditing, legal, advertising, and construction/maintenance, as well as to purchasing goods used by the Company.

Fair Competition and Antitrust Compliance

The Company is committed to achieving growth and success by providing our customers with the highest quality products and services, in a timely manner and at competitive prices. We will not tolerate unethical and manipulative practices to obtain business. When preparing or submitting proposals, do not seek to gain access to or take receipt of any information that is believed to be nonpublic information or information that is not authorized for release. When engaging in discussions with customers or suppliers, we will not tolerate false, misleading or unsubstantiated remarks about other customers or suppliers or about our competitors.

We are committed to fully complying with the Antitrust and Fair Competition Laws. Specifically, you may not enter into any agreements, formal or informal, with customers, suppliers, or competitors to (i) fix prices, including setting price floors or ceilings, or requiring resellers to sell at a specified retail price, (ii) divide markets or territories, (iii) require the purchase of one product on the condition of the purchase of another product, or (iv) boycott certain customers or suppliers. You must avoid engaging in or discussing any of the above activities with competitors, suppliers, or customers. The antitrust and fair competition laws are complex. If you have any questions about whether a topic for discussion or an agreement is potentially anticompetitive, contact the Legal Department before participating in a discussion or pursuing an agreement about which you have concerns.

Gathering Competitive Information

The Company utilizes various sources to properly obtain information about competitors, including market research studies, publicly available product and service information and other public documents. In no event, however, may you obtain or seek to obtain competitive information by improper or illegal means (e.g. industrial

espionage), including misrepresentation. Specifically, Team Members may not obtain or seek to obtain a competitor's confidential information from any current or former competitor employee, from Company business partners, suppliers or any other third party entrusted with such information. If you receive competitor information or become aware of information that you believe to be confidential or obtained by improper means, notify the Legal Department immediately.

Gifts and Amenities

We are committed to competing on the merits of our products and services and complying with all applicable laws and regulations.

Business Courtesies and Gifts

The Company is committed to competing on the merits of products and services, and will not tolerate the exchanging of business courtesies to potential or current customers in order to improperly influence their business judgment. In certain circumstances, however, gifts or entertainment of nominal value that are connected to a legitimate business purpose can foster constructive relationships and promote a company's products or services. When exchanging business courtesies, we must make sure they do not create the appearance of impropriety or worse. If you have any questions regarding offering or accepting a gift or other business courtesy, ask the Legal Department before taking action.

- **General Guidelines.** A business courtesy is defined broadly to include a present, gift, hospitality, favor, or discount for which market value is not paid by the recipient. It can be tangible or intangible, such as cash (or cash equivalents) meals, drinks, recreation, transportation, door prizes, promotional items, etc. As a general rule, no Team Member, or any member of his or her respective family, may give or offer to give to any customer or prospective customer any business courtesy, except those courtesies specifically allowed under the Code and the Company's [Anti-Bribery and Anti-Corruption Policy](#).

The offering or receipt of any business courtesy or gift must (i) be permitted by law and regulation; (ii) not violate the recipient organization's rules; (iii) be in accordance with generally accepted customs, and (iv) not adversely impact the reputation of or embarrass the Company.

You may never give a customer or prospective customer cash for any reason.

The value of all permissible business courtesies must be properly recorded in the Company's books and records. Before giving or offering to give any business courtesy or anything of value, you must always consult the Company's **Anti-Bribery and Anti-Corruption Policy**

(<https://eglobe/DMS/CorporatePolicies/CorpIntlBusEthics.doc>) for more detailed guidelines and requirements.

- **Receipt of Business Courtesies.** The general rule is that Team Members should not accept gifts, meals or entertainment from those with whom we do business, unless the business courtesy is of nominal value, serves a legitimate business purpose, and is appropriate for the relationship. Employees who are involved in a procurement or financial role (including those who work with or evaluate vendors, suppliers, etc.) with a particular business relation may not accept any business courtesy from that business relation, except promotional items valued at less than \$20.00. All other employees may accept unsolicited business courtesies, provided the courtesy is:
 - Extended to a general audience (not offered only to that employee);
 - Infrequent and presented openly and transparently;
 - Avoids the intent and appearance of impropriety;
 - Not in the form of expense-paid travel or travel discount; and
 - Under a fair market value of \$100.00 (US Dollars).
- **U.S. Government Officials and Representatives.** There are specific laws and regulations regarding the offering of business courtesies to U.S. government officials, employees, and representatives. All Federal, state, and local government departments and agencies have their own rules governing acceptance by their employees of gifts, gratuities, meals and entertainment from firms and persons with whom those government departments and agencies do business or over whom they have regulatory authority. We must strictly comply with all of these laws and regulations. Because of the wide variation in and frequency of changes to the laws and regulations governing receipt of gifts by Federal, State and Local employees, the Company's policy is that nothing of value may be given to or accepted from these entities without specific prior consultation with the Legal and Government Relations Departments.

International Business

Our commitment to honesty, integrity, and legal compliance extends to our global operations.

Anti-Corruption Laws, Foreign Government Officials, and Bribes

As with U.S. government personnel, most foreign governments have laws and regulations prohibiting their government officials and employees from accepting gifts and other business courtesies. In addition, the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act specifically restrict the Company from offering or giving business courtesies to "foreign officials", which is defined very broadly. We must strictly follow all of these laws wherever we do business. All Team Members must be

knowledgeable of and must fully comply with the Company's [Anti-Bribery and Anti-Corruption Policy](#) at all times. Because extending a business courtesy to a foreign government official may implicate many jurisdictions' anti-corruption laws, you should also consult with the Legal Department and ensure compliance with all applicable anti-corruption laws prior to entertaining or giving anything of value to a foreign government official.

The Company will not tolerate bribery or corruption in any form, whether in the private or public sector. You may never offer, promise, or pay any bribe, kickback, or similar payment to anyone, including the agents of our customers or members of their families, in connection with the sale of our products and services. You may also never solicit or accept any bribe or improper payment.

In general terms, the Company's policy prohibits (i) the payment, directly or indirectly, of anything of value, (ii) to any person or entity, including, but not limited to, any foreign official, (iii) for the purpose of influencing that person, official, or entity's conduct, or encouraging that person, official, or entity to abuse his, her, or its position, (iv) in order to obtain or retain business or any other improper benefit for the Company or any other person.

'Facilitating' or 'grease' payments are small payments made to a government official to secure or speed up a routine, non-discretionary government action, such as issuing a permit or providing a government utility service. The Company strictly prohibits the making of a facilitation or grease payment, no matter how small the amount.

Because the Company may be held liable for the bribes or corrupt acts of consultants and other representatives acting on our behalf, we must do everything we can to ensure that our international partners share our commitment to act in accordance with this Code, the Company Anti-Bribery and Anti-Corruption Policy, and all applicable laws. It is the policy of the Company to conduct due diligence before engaging any international agent, consultant, contractor, joint venture partner, or other business partner or service provider. In addition, all relationships and contracts with global partners must be reviewed and approved by the Legal Department.

Again, the Company prohibits commercial or private sector bribery. No form of bribery is permitted, regardless of whether the recipient is a government official or a private business person. Any violations or suspected violations of the Company's anti-corruption policies or procedures by a Company employee or third party must be immediately reported to the General Counsel.

International Trade Compliance

In our globally integrated enterprise, regardless of your responsibilities or location, your activities may have export compliance implications. As a U.S. company, our products, services and technology are subject to both U.S. and non-U.S. export laws and regulations. Before our products, services and technology can be exported, re-

exported, or delivered anywhere, we must validate that we have any required authorization to export. In our case, the export laws primarily affect the technologies and services relating to the Company's satellites and ground stations.

Export laws and regulations cover more than just physical shipments. They also cover:

- Electronic transfers of, and remote access to, software, technology, or technical data;
- Provision of services;
- Design, development and delivery of hardware, software and solutions;
- Travel outside the U.S. with DigitalGlobe products, technology, or technical data;
- Providing technical specifications and performance requirements to suppliers;
- Disclosures of DigitalGlobe technology to recipients that are not citizens or permanent residents of the U.S. (e.g., where the recipient is a non-U.S. person located in the U.S.); and
- The transfer of personal knowledge or technical assistance outside the U.S.

Please refer to the Company's **Trade Compliance Policy Manual** located at <https://eglobe/DMS/CorporatePolicies/CorpTrade.doc> for more detailed information regarding the Company's Trade Compliance Program and export control procedures.

Antiboycott

The Company is prohibited from following or supporting a foreign country's boycott of a country that is friendly to the United States. Accordingly, you may not enter into an agreement, provide any information, or take any action that would cause the Company to refuse to deal with potential or actual customers, suppliers, or others in support of an illegal boycott, or otherwise engage in or support restrictive international trade practices or boycotts not sanctioned by the U.S. government. If you hear of or receive a request to engage in any such activity, whether written or oral, immediately report it to your manager, the Export Compliance Office, or the Legal Department.

Other Public Sector Matters

We are committed to participating in Government and in our communities with a commitment to integrity and social responsibility.

Political Activities and Campaign Contributions

The Company encourages all Team Members to vote and be active in the political process. However, federal laws restrict any use of corporate funds in connection with federal elections, and there are similar laws in many states. Accordingly, all Company participation in political activities must be directed through the Company's Governmental Relations office in Washington, D.C. and, as appropriate, through the

DigitalGlobe Political Action Committee (DGPAC), and, in any event, coordinated with the Legal Department. In addition, Team Members are strictly prohibited from:

- Including, directly or indirectly, any political contribution that any Team Members may desire to make on an expense account or in any other way cause the Company to reimburse the individual for that expense. Note that the cost of fund-raising tickets for political functions is considered a political contribution. Therefore, including the cost of any such fund-raising dinner on an expense account, even if business is discussed at the event, is against Company policy and possibly illegal. Team Members may reference the [DigitalGlobe Guidance on Gifts to Government Officials and Sponsorship of Events with Government Officials in Attendance](#) for additional guidance.
- Using any Company property or facilities, or time of any Company employee, for any political activity, except that which is for explicit purposes of DG-PAC. Examples of prohibited conduct include using Company secretarial time to send invitations for political fund-raising events, using the Company telephone to make politically motivated solicitations, allowing any candidate to use any Company facilities, such as meeting rooms, for political purposes, loaning any Company property to anyone for use in connection with a political campaign.

Employees may volunteer their services for political purposes, but such services must be rendered on their own time. It is against Company policy and potentially unlawful for the Company's employees to use Company paid working hours for any political purpose, except that in support of DG-PAC.

The political process is highly regulated and highly scrutinized. Any Team Members with any question about what is or is not proper should consult with the Legal and Government Relations Departments before agreeing to do anything that could be construed as involving the Company in any political activity at either the federal, state, or local levels, or in any foreign country. You may also refer to the Company's Anti-Bribery and Anti-Corruption Policy for guidance on political contributions outside the United States.

Our Relationship with our Communities

We are committed to supporting the communities in which we live, work, and operate.

Corporate Citizenship

The Company is privileged to do business in many communities in the U.S. and around the world. With this privilege comes responsibility. We recognize that the Company plays a critical role in the diverse communities where we have a presence, and we strive to make a positive difference wherever we do business.

Community Participation

We are committed to making contributions to the communities where we live and work. Our sustained involvement in our communities, including our work with the DigitalGlobe Foundation, is an important element of the Company's culture and an integral part of the way we do business. The Company has developed a Charitable Giving Policy to provide funds to local groups supporting the needs of the communities, including food, shelter and rescue from abuse.

The Company also encourages all Team Members to volunteer in their neighborhoods and communities on their own time. We take pride in our Team Members who use their skills and talents to make profound positive impacts in lives and communities.

Investigations, Communications, and Records Management

Government Investigations

It is the policy of the Company to reasonably cooperate with any government investigation. A condition of such cooperation is that the Company be adequately represented by counsel. Therefore, if you learn of any government investigation or obtain any knowledge that would lead one to reasonably believe a government investigation or inquiry is underway, you must immediately notify the General Counsel. You must also contact the General Counsel prior to speaking with a government representative. Please note that routine dealings with the government, such as scheduled tax audits or scheduled labor, environmental and Occupational Safety and Health Administration (OSHA) inspections, are not intended to be included in this policy.

In regard to any government investigation, including routine audits and inspections, you may never, under any circumstances, do any of the following:

- Destroy any Company documents or electronic records that may be relevant to a government inquiry in anticipation of a request for those documents or records from any government agency or a court;
- Alter Company documents or records;
- Lie or make any misleading statements to any government investigator; or
- Attempt to cause any other Team Members, or any other person, to fail, upon proper legal request, to provide relevant, non-privileged information to any government investigator or to provide any false or misleading information.

Internal Investigations

All complaints received by Company management personnel, the ethics hotline, and the silent whistle reporting system will be referred to and reviewed by the Legal Department and/or the Human Resources Department, depending on the nature of the

allegation. If the Human Resources Department and/or the Legal Department determine that an allegation requires an investigation, the Company will assign appropriate internal and/or external resources to ensure a full and fair investigation is promptly completed and any necessary disciplinary or corrective action is taken. Similarly, the audit committee may on occasion conduct an internal investigation. You are required to cooperate in any internal investigation. Just as with government investigations, once an internal investigation is underway (or when an internal investigation is anticipated), you must never destroy or alter any documents or electronic records, lie or mislead an investigator, or obstruct the collection of information relating to the investigation or any legal action brought on behalf of, or against, the Company.

Public Communications

It is very important to the reputation and credibility of the Company that all communications with the public are accurate and consistent. Accordingly, all requests from the media, including requests for interviews and participation on public forum panels, must be forwarded to the Senior Director of Communications and approved in advance of the requested interview or event.

In addition, all requests from financial analysts, industry analysts, shareholders or bondholders must be directed to the Vice President of Investor Relations, the Chief Financial Officer, or the Chief Executive Officer. If you are ever asked to provide information about the Company's financial or business performance, you must decline to comment and refer the requesting party to the Vice President of Investor Relations.

Record Management and Retention

To ensure legal compliance, the Company has established a Record Management and [Record Retention Policy](#) to govern the retention, protection and disposition of Company records. Records must be maintained and disposed of in accordance with this Policy. Any questions concerning the Record Retention Policy should be directed to your manager or to the Legal Department.

General Provisions

Application

This Code of Conduct applies to all Team Members regardless of location or position within the Company. Compliance with this Code is expected to be a requirement in all consulting contracts and this Code should be incorporated into all consulting contracts by specific reference.

Distribution

Every director, officer, and employee of the Company and certain independent contractors engaged by the Company must be given a copy of this Code of Conduct and asked to sign a statement acknowledging its receipt.

Changes or Amendments

In the event of any changes or amendments to this Code of Conduct, such changes or amendments will be provided to all Team Members in the most expeditious way possible.

Appendix 1.0 Additional References and Resources

- DigitalGlobe Employee Handbook located in eGlobe, <https://eglobe/DMS/CorporatePolicies/CorpEmpHand.doc> or available from the Human Resources Department
- Ethics Hotline: 866-594-7164
- Ethics Reporting: www.digitalglobe.ethicspoint.com
- General Counsel: 303-684-1221
- Vice President of Compliance: 303-684-1273
- Senior Vice President & Chief Human Resources Officer: 303-684-1175
- DigitalGlobe Security: 303-684-4107 or 4108
- Senior Director of Communications: 703-480-9580
- Vice President, Investor Relations: 303-684-4210
- Senior Vice President, Government Relations: 703-292-5833