



**SUBJECT:** Conflict Minerals Policy

**DATE:** 5/29/2018

## **I. POLICY**

KeyW fully supports the goals and objectives of Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act, which aims to prevent the use of certain “Conflict Minerals” (as defined below) that directly or indirectly finance or benefit armed groups in the Democratic Republic of the Congo or adjoining countries (including Angola, Burundi, The Central African Republic, The Republic of Congo, Uganda, Rwanda, South Sudan, Tanzania, and Zambia). KeyW is committed to responsible sourcing of Conflict Minerals as well as full compliance with the requirements of the Conflict Minerals Rule. KeyW is committed to identifying the potential Conflict Minerals which are necessary to the functionality or production of a product manufactured by KeyW or for KeyW by a contract manufacturer and determining the country of origin of any potential conflict minerals.

In furtherance of the foregoing, we have adopted and communicated to our suppliers and the public this company policy (the “Conflict Minerals Policy”) for the supply chain of Conflict Minerals. As used herein and in the Conflict Minerals Policy, “Conflict Minerals” are columbite-tantalite (coltan), cassiterite, gold, wolframite and derivatives tantalum, tin and tungsten, without regard to the location of origin.

KeyW is committed to conducting its business activities in accordance with the highest legal and ethical standards. This commitment is reflected in the Company’s Business Conduct Policy, which is provided on KeyW’s website, corporate intranet, and is updated from time to time to conform with changes to laws, regulations, and industry standards. Thus, the Company is committed to sourcing materials from suppliers that share KeyW values, and KeyW expects suppliers to also comply with applicable legislation and regulations related to ethical sourcing of materials in an effort to prevent contributing to human rights abuses.

KeyW is engaged in creating a comprehensive process to meet the obligations, including taking steps to increase the Company’s supply chain due diligence measures and internal controls for Conflict Minerals.

## **II. PROCEDURE**

KeyW established a cross-functional Conflict Minerals Committee (the “Committee”) to administer efforts to support the goals and objectives of the Act. The Committee consists of the Chief Financial Officer, General Counsel, Director of Ethics & Compliance, and Vice President of Corporate Contracts and Purchasing. The Committee may consult with other relevant KeyW personnel and groups as necessary. The Committee is responsible for identifying and assessing risks in the supply chain as well as designing and implementing company-planned strategies to reduce the risks in the future. KeyW Purchasing Department is responsible for Supplier management.



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KeyW is committed to working with the Company's suppliers to determine whether the materials KeyW purchases for incorporation into KeyW end products contain Conflict Minerals from a Covered Country. KeyW expects suppliers that report the use of Conflict Minerals sources from Covered Countries to confirm that the use of such minerals complies with the SEC reporting requirements. KeyW's suppliers are required to provide one of the following certifications:

- Supplier certifies that it has not provided nor will it provide any Conflict Minerals to KeyW;
- Supplier certifies that it has provided Conflict Minerals to KeyW and has determined that such Conflict Minerals do not originate in the Democratic Republic of Congo (DRC) or adjoining countries;
- Supplier certifies that it has provided Conflict Minerals to KeyW and has determined that such Conflict Minerals originate from a recycler or scrap supplier; or
- Supplier certifies that it has provided Conflict Minerals to KeyW and has determined that such Conflict Minerals do originate in the DRC or adjoining countries.

To the extent that a supplier certifies that it has provided Conflict Minerals, it is required to identify the Conflict Minerals and their origin.

Supplier responses are tracked and analyzed so that follow-up requests can be issued as necessary.

KeyW has adopted a Conflict Minerals provision for its purchase orders and agreements with suppliers that requires their compliance with the Act and one of the certifications above.