

amdocs

A blue and white flag on a white pole stands in a green stadium field. The flag is positioned on the left side of the frame, with the white top half and blue bottom half. The pole is white and stands on a green field with white lines. In the background, a large stadium filled with spectators is visible, though out of focus.

# Code of Ethics and Business Conduct

November 2010



# Code of Ethics and Business Conduct

Dear Colleague,

At Amdocs, we pride ourselves on our commitment to uphold the highest professional and ethical standards at all times. The trust and confidence of our customers, shareholders, suppliers and employees is one of our greatest assets. Our success depends on maintaining our reputation for integrity in everything we do.

We pledge to maintain the highest ethical standards, not only out of our legal obligation, but because we believe that it is the right thing to do. It is imperative that we all conduct ourselves honestly, fairly and with integrity in our dealings with customers, suppliers and co-workers.

Please take the time to read our Code and use it in guiding your day-to-day behavior on the job. As a valued member of the Amdocs team, you represent the company and are personally responsible for full adherence to these standards.

Sincerely,

**Eli Gelman**

President and Chief Executive Officer  
Amdocs Management Limited

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# Introduction

## > Amdocs' Code applies to:

- > Employees, Directors and Officers of Amdocs
- > Amdocs subsidiaries
- > Other business entities controlled by Amdocs

## > Involved in a situation that just doesn't feel right?

- > Discuss it with your VP
- > Speak with your HR representative
- > Contact the [Compliance Officer](#)
- > Access the [Amdocs Ethics Hotline](#)

## Why Amdocs Has a Code

If you think of integrity as a destination, our company's Code of Ethics and Business Conduct is the map we use to get there. It provides information to help us work fairly and honestly wherever we conduct business in the world, and it outlines the steps we need to take for making ethical decisions along the way.

Amdocs' Code helps us to stay on the right track, pointing us in the right direction when we're not sure of what to do. It also represents our shared commitment to the highest standards of integrity. By working for Amdocs, you are agreeing to follow its Code.

### ? If everyone is committed to doing the right thing, why do we need a Code?

Most people do not knowingly violate a law or policy. Violations usually occur because you're faced with a difficult choice, where the "right thing" is not clear. Our company's Code doesn't address every possible ethical situation you might face on the job, but it's designed to guide you through the gray areas and direct you to people who can help you.

## What's Your Responsibility?

As a valued member of the Amdocs team, we rely on you to:

- > Read the Code, be familiar with it and make sure you comply with it.
- > Check the Code when you're not sure of what to do.
- > Do the right thing and be alert to activities going on around you.
- > Report any violations – or suspected violations – of the Code. We want you to feel comfortable coming forward, without any apprehension. That's why we strictly prohibit anyone from "getting back at" or retaliating against anyone who speaks up and reports any violation – or suspected violation – of the Code. Amdocs will address and investigate all claims of retaliation.

## Amdocs' Ethics Hotline

If you don't feel comfortable in approaching your VP, HR representative, or the [Compliance Officer](#) (Amdocs' General Counsel), you can contact the [Amdocs' Ethics Hotline](#) anonymously. The Ethics Hotline offers you a confidential way to ask questions or share concerns about possible unethical or illegal behavior. The Ethics Hotline is operated by an independent, third-party organization that provides reporting services to companies like Amdocs around the world.

# Introduction

## > To access the Ethics Hotline:


Click [here](#) to submit an anonymous and confidential report about any unethical behavior, theft or fraud in the workplace.

## > You can find the Amdocs Code of Ethics and Business Conduct on:

- > The Amdocs intranet homepage, under [Corporate Governance Policies](#)
- > [Amdocs.com](#)

When you access the hotline, you will be able to talk to a specially trained representative who will document your concern in detail and relay the information to Amdocs for action.

Depending on the nature of your concern, the information will be forwarded to either the Amdocs' Human Resources or Internal Audit departments for investigation. All Code violations and the results of any investigations are reported to the Audit Committee of the Amdocs Board of Directors on at least a quarterly basis.

 **Tip:** If you report a concern, it's a good idea to keep all relevant documents (including computer discs, tapes, hard drive and audiotapes) in case there is an investigation.

## You Are in Charge of Your Decisions and Actions

Always act legally and ethically even if someone tells you to do otherwise. Remember, no one has the authority to cause you to violate the law or the Amdocs Code of Ethics and Business Conduct.

If you suspect illegal or unethical activities, share your

concerns. By speaking up, you are helping us uphold an honest and ethical Amdocs.

Amdocs' Code complements the company's policies, procedures and employment agreements. If you encounter an inconsistency or conflict, discuss it with your VP or Human Resources representative, or contact the [Compliance Officer](#) to determine the proper course of action.

## What if a local law where I work conflicts with the Code?

As a company operating in a global marketplace, we experience a wide range of social customs, rules and regulations, cultures and laws. We have an obligation to comply with all applicable laws wherever we operate. If a local law conflicts with the Code, you should follow the law, but please advise the [Compliance Officer](#) of the conflict. If you find, however, that a local business practice conflicts with the Code, you should follow the Code. Not sure? Ask for help.

It's important to know and follow the Code at all times. Anyone who violates the Code will be subject to disciplinary action, which may include termination and, in some cases, legal action.

# Introduction

## > What You Might Be Concerned About:

- > **Retaliation.** Everyone can raise their concerns about illegal or unethical behavior without fear of retaliation. Amdocs doesn't tolerate retaliation against employees who speak up.
  - > **Reporting Concerns about Your Manager.** Use the [Amdocs Ethics Hotline](#). It's a confidential way to share your concerns.
- 

## > What You Need to Do:

- > Read, understand and comply with the Code.
  - > Share your concerns if you see or suspect violations of the Code.
  - > Ask for help whenever you have questions.
- 

## We Look to Managers to Lead with Integrity

Managers have a special responsibility:

- > **Set a good example.**  
Serve as a role model for your employees. Model ethical behavior on the job and work according to Amdocs' values, policies and procedures.
- > **Support the annual signing campaign.**  
Be sure members of your team receive a copy of our company's Code of Ethics and Business Conduct and that every year they certify that they have received and understand its importance.

- > **Be there for your employees.**  
Help them understand the Code. Encourage them to come to you with any questions or concerns they may have and guide them when they need it.
- > **Stand by the Code.**  
In your day-to-day business, make sure policies and procedures you develop fit into the framework of the Code. Take action to report any Code violations.

# Introduction

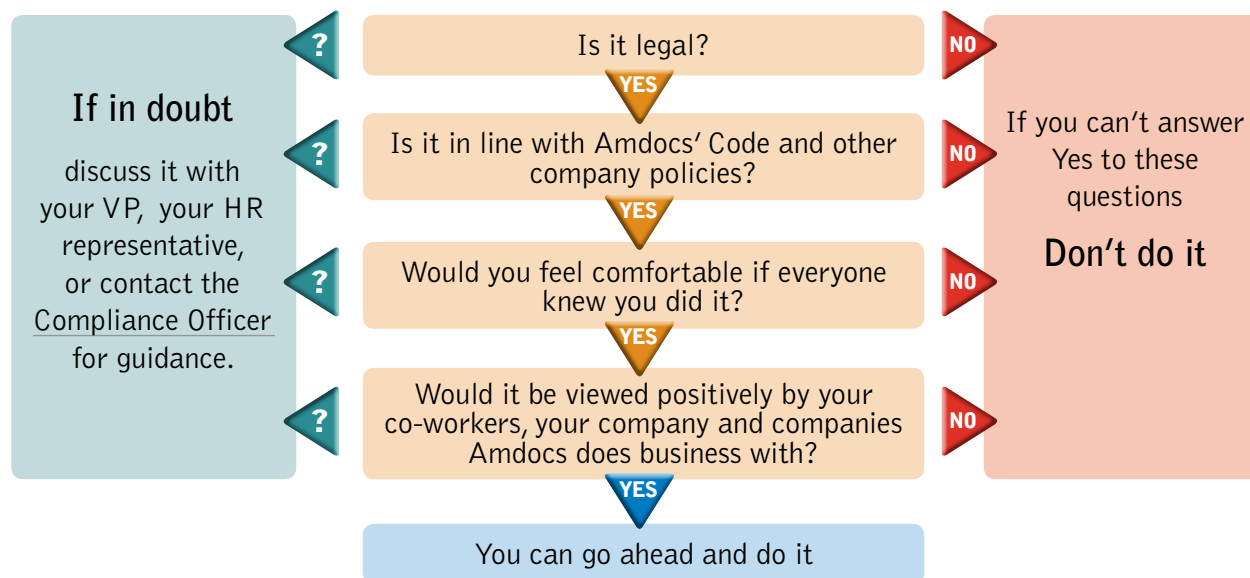
## Make Good Choices

Amdocs counts on you to use good judgment in your decision-making. But if you are ever faced with a complex ethical situation and the right course of action is unclear, ask yourself the following questions:

- > Is it legal?
- > Is it in line with Amdocs' Code and other company policies?

- > Would you feel comfortable if everyone knew you did it?
- > Would it be viewed positively by your co-workers, your company and companies Amdocs does business with?

If you are in doubt as to any of the above or if you feel uncomfortable about a situation, discuss it with your VP or your Human Resources representative, or contact the Compliance Officer for guidance.





# Employment Principles

## Respect for Amdocs' Employees

Amdocs' employees are the company's greatest asset. This section of the Code includes policies that ensure that every employee is treated with dignity and respect.

## Celebrate Amdocs' Diversity

Amdocs is committed to providing employment opportunities for all qualified candidates and does not discriminate on the basis of race, color, religion, gender, sexual orientation, age, national origin, disability or veteran status or any other status that is protected by law.

With thousands of employees serving customers in more than 60 countries, Amdocs is proud of the diversity of cultures, experiences and talents we each represent.

## Speak Out Against Discrimination

Amdocs' commitment to a diverse workforce is reflected in all its employment practices, including decisions about recruiting and hiring, working conditions, appraisals, compensation and benefits, training, promotions and

demotions, transfers, layoffs and terminations, and disciplinary actions.

These kinds of decisions are based solely on an individual's performance, experience, training, work history and overall job suitability.

**? I think I may have been denied an off-site training opportunity because of my sexual orientation. What should I do?**

All employment decisions must be made without regard to sexual orientation or any other status that is protected by law. If you feel you were treated unfairly, contact your Human Resources representative, the [Compliance Officer](#) or the [Amdocs Ethics Hotline](#).

## Harassment: Recognize it, Report it.

As employees, we value and respect each other. We do not harass others based on their race, color, religion, gender, sexual orientation, age, national origin, disability or veteran status or other status that is protected by law.



# Employment Principles

## > What You Might Be Concerned About:

**Speaking Out on Behalf of Others.** You have a responsibility to act when you see or suspect a threat or risk to anyone at Amdocs. Notify your VP, your Human Resources representative or the [Compliance Officer](#) or access the [Amdocs Ethics Hotline](#).

## > What You Need to Do:

- > Treat others with dignity and respect.
- > Support and promote a workplace that values all people, regardless of culture, background and life experience.
- > If you know or suspect that others are being harassed or discriminated against, report it immediately.
- > Know Amdocs Sexual Harassment Policy.

## ? What is harassment?

Harassment is when words or actions are used in a way that interferes with someone's work or creates a work environment that is intimidating, hostile or offensive. Harassment can take many forms including words, derogatory statements, signs, offensive jokes, cartoons, pictures, posters, e-mails, pranks, intimidation, physical contact or assault.

## ? What if the person harassing me is my manager? I'm afraid that if I complain, I'll lose my job.

You are a valued member of Amdocs and you have a right to work without fear of intimidating, hostile or offensive behavior from anyone, including your manager. If you feel you are being harassed, contact your Human Resources representative, the [Compliance Officer](#) or the [Amdocs Ethics Hotline](#).

## Sexual Harassment

Any form of sexual harassment, including unwelcome sexual advances of either a physical or verbal nature, is strictly prohibited. Sexual harassment can cross age and

gender boundaries and involve people of the opposite sex or the same sex.

To ensure the protection of every employee, Amdocs has a sexual harassment policy that provides details about the kinds of behaviors that are considered to be harassment. The policy also provides information on how to file a sexual harassment complaint.

Be sure you know, understand and follow Amdocs' sexual harassment policy. Details of the policy vary according to local laws, but remember, Amdocs will discipline any employee who is found to be guilty of harassment. This may include dismissal.

## ! Sexual harassment includes...

Requests for sexual favors, graphic verbal comments about a person's body or sexually degrading descriptions of a person. Sexual harassment also includes the display of sexually suggestive objects or pictures at work or anything that creates an uncomfortable environment that prevents someone from focusing on his or her job.

# Employee Health, Safety and Privacy

## Ensure a safe Amdocs

- > Comply with all health and safety rules.
- > Report any unsafe conditions, accidents or injuries.
- > Do not use or abuse alcohol or drugs on Amdocs' property or when working on Amdocs business.
- > Report any threatening behavior or weapons in the workplace.

## Health and Safety are Everyone's Responsibility

Amdocs aims to provide a safe workplace for all employees and visitors. The company counts on you to follow all health and safety rules and notify your VP immediately of an accident, injury or illness you may experience on the job.

## Know Amdocs' Policy on Substance Abuse

You may not use, possess, purchase, manufacture, sell or distribute illegal drugs or controlled substances while on Amdocs property or when working on Amdocs business. Alcohol or other substances that can affect your job performance or good judgment are also prohibited.

## Keep Amdocs Violence-Free

Threats or violence of any kind (including physical violence, intimidation, harassment or coercion) are not tolerated at Amdocs. Weapons are also prohibited while working on Amdocs business, whether you are working on-site, off-site or traveling on behalf of Amdocs.



## Be aware that...

You may be required to undergo drug testing as a condition of employment. If you are charged with a drug-related crime – or, in fact, any crime – while on Amdocs business, you must report the incident to your VP immediately.

## Protect Employee Privacy

Our company works to balance its employees' need for privacy with the need to gather essential information. Personal information about Amdocs employees - gathered for business, legal and contractual reasons, such as your home address and phone number, salary information, benefits information - is kept strictly confidential and shared only with those who have a legal right or a legitimate business need to know.

If you have access to personal information about co-workers you must take every precaution to ensure it is not misused or improperly disclosed.

## Employee Health, Safety and Privacy

### > What You Might Be Concerned About:

- > **Sharing Private Information about Employees.** If you are ever unsure about what kind of employee data is considered private, ask.

### > What You Need to Do:

- > Know and abide by Amdocs policies regarding drugs and alcohol.
- > Report any unsafe conditions, violent acts or threats.
- > Protect personal data from unauthorized access, misuse or improper disclosure.

Amdocs respects the privacy of your personal information and the workspace you use as an Amdocs employee. Be aware, however, that if the company suspects an employee of illegal behavior, it has the authority to search and monitor company property without notification in advance. Amdocs also reserves the right to search employee property, such as briefcases, bags and private vehicles on Amdocs' premises.



**Tip:** "Company property" includes, for example, desks, cupboards, computers, telephones, mail, voicemail, e-mail and Internet access.

# Conflicts of Interest

## Think you may have a conflict of interest?

- > Talk to your manager.
- > Document the facts in writing.
- > Submit the information to the [Compliance Officer](#)

## Respect for the Company

Each of us has a responsibility to watch over our co-workers, our company and our reputation. Policies in this section of the Code will help you understand how to protect Amdocs' interests and use Amdocs' resources wisely.

## Avoid Conflicts of Interest

Amdocs respects your right to conduct activities and pursue interests outside of work. But a "conflict of interest" can occur whenever those activities or interests begin to interfere with your job responsibilities or affect the way you make decisions as an Amdocs employee.



### Conflicts of interest can happen when you...

- > Have a financial interest in an Amdocs competitor, customer, supplier or vendor
- > Take on a second job
- > Hire (or work with) family or friends at Amdocs
- > Take advantage of a business opportunity that rightfully belongs to Amdocs
- > Serve on the board of another company

Amdocs counts on you to make fair, objective decisions based on good business practices and not let personal interests, associations or investments interfere—or appear to interfere—with Amdocs' interests.

What's the best way to avoid a conflict of interest? Be open and honest about your actions on and off the job. Inform your VP about any outside activities or relationships (with customers, suppliers, competitors, friends or family) that could influence your job responsibilities or the decisions you make at Amdocs.

Together, you and your VP will document the facts in writing and submit them to the [Compliance Officer](#) for review, who will then provide you with advice on how to proceed.

## Conflicts of Interest Can Take Many Forms

Being aware of possible conflicts of interest can help you avoid them. Make sure you're familiar with the following situations which can present potential conflicts of interest:

### Improper Investments

Ask yourself: Do I or does any member of my immediate family own or have a "financial interest" in an Amdocs' competitor, customer or vendor?

## Conflicts of Interest

**!** As an Amdocs employee, you and your immediate family are prohibited from owning or having a financial interest in one of our company's competitors, customers or vendors. A "financial interest" is anything other than:

- > Less than 1% ownership of a public company
- > Less than 5% ownership of a private company
- > Less than 20% of your annual Amdocs base salary.

**!** "Immediate family" includes...

Your spouse or partner and anyone living in your household, parents, brothers, sisters, children and children's spouses as well as your spouse's parents, brothers, sisters, children and children's spouses.

**?** My brother-in-law has a financial interest in a company that just recently became an Amdocs vendor. Could this be a conflict of interest?

It depends. If your brother-in-law is financially dependent on you, then it may represent a conflict of interest. If your brother-in-law is not financially dependent on you, this may not represent a conflict of interest. The best approach? Notify your VP, in writing, to avoid even the appearance of a conflict of interest and determine the best approach.

**?** If I invest in a mutual fund—is that considered a "financial interest?"

No, an investment in a mutual fund is called an indirect investment and not considered a conflict of interest as long as the fund is not managed or controlled by you, a member of your immediate family or a business that one of you owns.

### A Second Job

If you have a job in addition to your employment with Amdocs, you must request approval from your VP and the Global VP of Human Resources. As an Amdocs employee, you may not work for any of our competitors, customers, suppliers, vendors or companies that do (or want to do) business with us.

### Working with a Friend or Family Member

Advise your VP about any personal relationships you share with people at work. Depending on your individual job responsibilities and the areas in which you each work, your VP can take the proper steps to make sure that there are no conflict of interest situations you two might experience on the job.

# Conflicts of Interest

## > What You Need to Do:

- > If you think you might have a conflict of interest, act promptly. **Notify your VP, your Human Resources representative or the Compliance Officer.**

### ? Is it okay for my neighbor to apply for a job opening in the department I manage?

There is nothing to stop your neighbor from working for you, but think about it carefully. Even if you try to be objective in your business dealings, the very fact that you share a personal relationship can suggest the appearance of a conflict of interest. Before proceeding, discuss the situation with your VP.

### ? What about family and friends who work for Amdocs' competitors, customers, suppliers, vendors?

Sometimes, family members or friends may work for Amdocs competitors or for companies that do (or want to do) business with our company. These kinds of situations can affect your ability to make objective decisions on behalf of Amdocs, so you must let your VP know about them in order to avoid a conflict of interest.

### Taking Advantage of a Potential Business Opportunity

You are not permitted to invest in an outside business opportunity in which Amdocs has an interest without the prior written approval of the Global VP of Human

Resources. As an employee of Amdocs, you may sit in meetings with customers or suppliers or read Amdocs company documents and learn about opportunities to invest in Amdocs' customers, competitors or suppliers. You may not take advantage of this information for personal gain.

### ! Before participating in any business venture or investing in any project...

Get the written approval of the Global VP of Human Resources. If you are an officer at Amdocs, you must obtain prior written approval from Amdocs' Chief Executive Officer before proceeding.

### Serving on the Board of Another Company

You may serve on the board of a community or nonprofit organization as long as it does not interfere with your work. However, if you wish to serve on the Board of Directors of another company, you must first obtain approval from the Compliance Officer.

### ! As an Amdocs employee, you may not serve on the board of:

- > Amdocs' competitors
- > Amdocs' suppliers
- > Amdocs' customers
- > Other business associates



## Gifts and Entertainment - Payments and Contributions

### > Did You Know?

You cannot offer payment to get (or keep) a government contract, nor can you pay an official to obtain a government license or permit. You also cannot pay a government official or an employee of a government-owned company, through a third-party arrangement, such as agents or consultants.

### > Did You Know?

We can be liable for our agents' acts. If you want to hire a consultant, agent or representative, you must first get prior approval from the Compliance Officer and other departments, as set out in Amdocs' Agents Policy. This way we will ensure that we do not violate any laws or regulations.

### Is it OK to Give or Receive Gifts and Entertainment?

Giving or receiving something of value can be considered bribery, compromise our objectivity, create the appearance of a conflict of interest and harm the reputation of our company. To help you understand the rules, Amdocs has a Gifts and Hospitality Policy. You may only exchange gifts as described in this policy. Make sure you know and understand the policy and that you always consult and seek the approval of the Compliance Officer before giving – or receiving – any gifts or entertainment.



#### Keep in mind...

This policy applies not only to you, but also to agents, consultants or other representatives that you may engage on behalf of Amdocs.

### Gifts and Entertainment Involving Government Officials: Stricter Rules Apply

No gifts, gratuities, favors, entertainment or travel expenses may be offered or paid to any government official or to any employee of a government-owned company, unless you have obtained written approval from

the Compliance Officer in advance. Conducting business with government officials and employees of government-owned companies is not the same as conducting business with other companies. Special rules apply, such as the FCPA, to make sure that there are no improper attempts to influence business.

### What is the FCPA?

The U.S Foreign Corrupt Practices Act (FCPA) and similar laws and regulations make it a crime to offer payment or a promise of payment, or to offer or give anything of value to government officials in exchange for business.



#### A "government official" includes...

The employee of any government-owned or controlled entity or any public international organization, political party, party official or candidate for public office.



## Gifts and Entertainment - Payments and Contributions

### > What You Might Be Concerned About:

Violating the U.S. FCPA. Never pay, promise to pay, give, or promise to give anything of value to a government official in exchange for business.

### > What You Need to Do:

- > Know and comply with Amdocs' [Gifts and Hospitality Policy](#). Remember the rules are stricter for interactions with government officials.
- > Never give or accept bribes.
- > If you want to hire a consultant, agent or representative, be sure you comply with Amdocs' [Agents Policy](#)

**?** After months of waiting, we finally closed the deal we'd been working on. Is it okay to take the employee of the government-owned customer - who approved the request - out to lunch to thank him for his help?

No, you can't offer lunch—or anything of value—to a government official, unless you have received prior approval from the [Compliance Officer](#).

### Bribes and Kickbacks are Illegal

Never give or accept bribes. As a company that's committed to fair and honest business practices, we trust you to never offer payment or accept payment from an Amdocs' customer or supplier in exchange for gaining or keeping business. In all Amdocs' transactions, our company must make sure that business is won strictly on the products and services we offer.

**?** Executives of one of our company's customers expect us to pay special fees to do business in the country where I operate. What should I do?

Special payments made directly, or indirectly, to a customer, even if considered okay under local custom, could violate the U.S. FCPA or other laws or regulations. Before making any kind of payment to a customer, contact the [Compliance Officer](#) for approval.

### ! Keep in Mind...

"Anything of value," under the FCPA or other anti-bribery legislation can include tangible and intangible items such as: preferential treatment, discounts, a promise of future employment, charitable contributions, payment for travel expenses or entertainment.

# Protecting Amdocs Assets

## > Make sure Amdocs' books, records and accounts:

- > Are clear, truthful, complete and accurate
- > Follow Amdocs policies, procedures and controls
- > Comply with all applicable laws, regulations and standards
- > Accurately reflect the true nature of the transactions they represent

## > Did You Know?

Financial statements must conform to U.S. generally accepted accounting principles (GAAP). Do your part to ensure that all entries that should be made are made, that they are honest and accurate and that they include the proper supporting documentation.

Each of us has a responsibility to protect Amdocs' assets from damage, loss, fraud, misuse and theft. Amdocs assets are the means for us to successfully carry out our company's business every day. Amdocs' assets include:

- > **Financial Assets:** cash assets, bank accounts and credit standing
- > **Information Assets:** confidential information, proprietary information and intellectual property
- > **Physical Assets:** our company's facilities and equipment
- > **Technology Assets:** computer hardware, software and information systems

By safeguarding these assets, we help safeguard our company's competitive advantage in the marketplace.

## Honesty Always

Fraud and dishonest acts are not tolerated at Amdocs, whether they occur while you're employed at Amdocs or occurred before you accepted a job with us. To preserve an honest and ethical workplace, we promptly investigate all suspected acts of fraud.

## ? What are some examples of "fraud and dishonest acts"?

- > Forgery of checks or business records
- > Lying on your timesheet or expense report
- > Dishonest accounting practices
- > Stealing company property
- > Identity theft
- > Embezzlement

Remember, if you are charged with any crime, you must report the incident to your VP immediately.

## Financial Assets – Be Accurate in Recordkeeping

You are responsible for ensuring the honesty, completeness and accuracy of all company records, books, information and accounts, including expense reports, time sheets, payments and other business transactions. Accurate and complete recordkeeping is essential to the successful operation of our company and its ability to meet its legal and regulatory obligations.



## Protecting Amdocs Assets

### > Did You Know?

If you are responsible for controlling funds or records, including cash, checks, money orders, credit cards or electronic media, make sure Amdocs is getting what it is paying for and that amounts are appropriate and valid. If you have any questions on the appropriate use of Amdocs funds, contact your VP.

As a public company, Amdocs is required to file periodic reports and issue certain public communications. If your job requires you to prepare or maintain these reports or relay these communications, make sure any company information provided, including financial results and financial condition, is full, fair, accurate, timely and understandable.

Remember, feel free to come forward and report any accounting or auditing concerns. Amdocs doesn't tolerate retaliation against anyone who speaks up about unethical or illegal behavior. Discuss your concerns with:

- > Your VP
- > Your HR representative
- > The [Compliance Officer](#) or
- > The [Amdocs Ethics Hotline](#)

### Working with Independent Auditors

We insist on the same standard of honesty and accuracy when working with independent auditors (certified public accountants who are not employees of Amdocs). Being dishonest, coercing, manipulating, fraudulently influencing or misleading auditors in any way is not only a violation

of our company's Code but may also be a violation of the law. If you have any questions about an auditor's request, contact your VP or the [VP Corporate Finance](#).

**? My manager asked me to hold an invoice for posting until the next quarter—is that okay?**

No, all expenses should be reported and recorded in the period in which they are spent. If you believe that goods or services are not being accounted for in the proper period, document and report it. Contact your Human Resources representative, the [Compliance Officer](#) or the Amdocs Ethics Hotline.

### Information Assets

Amdocs information assets are among our company's most valuable assets and must be handled with care. Information assets include Amdocs' confidential information, proprietary information and intellectual property (IP).



# Protecting Amdocs Assets



## Did You Know?

Your responsibility to protect confidential information applies to work you did before coming to Amdocs and to any work you will do after you leave Amdocs. If you have any pre- or post-employment restrictions, such as confidentiality agreements, Amdocs requires you to abide by them.

## Confidential Information

Use confidential information only as needed to do your job and never share it with people who do not have a need for it. Confidential information is information you may be exposed to as part of your job: about Amdocs, its employees, customers, suppliers or other third parties. It can be verbal, written or electronic information.



### What are some examples of "confidential" information?

Such information includes employment and personnel information (such as health, salary or performance information), product specifications, designs and pricing, business strategies, technical information and data, customer lists, trade secrets, government classified information, marketing plans and nonpublic financial information.

You have an obligation to protect Amdocs' confidential information:

- > **DO**  
Use it only as necessary to do your job and never for your own personal benefit.
- > **DO**  
Share it only with those Amdocs employees who need access to it in order to do their jobs.
- > **DO**  
Notify your VP if you receive confidential information that you should not have received.
- > **DO**  
Secure information properly, by protecting papers and documents from view, safeguarding your password and blocking electronic access on computers, PDAs, phones or other mobile devices.
- > **DON'T**  
Discuss it with anyone outside of Amdocs (including family and friends) except as required to do your job.
- > **DON'T**  
Discuss Amdocs' business in public places where others can hear, such as in elevators, planes, trains and restaurants.

# Protecting Amdocs Assets

Disclosing confidential information about Amdocs' customers and activities can seriously damage our company and put current—and future—business opportunities at risk. It can also expose you and Amdocs to legal penalties. For any questions on confidential information, contact your VP or your Human Resources representative, or contact the [Compliance Officer](#).

## Proprietary Information

Proprietary information is information that is unique to our company and our business. It includes things like the processes our company creates, strategies it develops, specifications it designs, and sales lists it generates. All proprietary information about Amdocs is confidential information and should be handled and protected in the same way. If you leave your job at Amdocs, you must return all proprietary information.

**? What if an ex-colleague of mine asks me for some documentation on key processes we worked on? Can I forward it to them?**

No, all documentation is Amdocs property and should not be shared with your ex-colleague. If you are in any doubt, contact your VP.

## Intellectual Property

Amdocs' intellectual property is one of our company's most valuable assets. Intellectual Property includes, but is not limited to, patents, trademarks, trade names, copyrights, proprietary routines, computer programs, documentation, trade secrets, systems, methodology, know-how, marketing and other commercial and business information, techniques, specifications and plans.

Remember, just as Amdocs expects others to respect the legal rights our company has in its brand, our company has a responsibility to respect the brands, designs, software and legally protected intellectual property of other companies. Never copy, borrow, publish or use copyrighted information without proper authorization.

## Protect Customer, Prospective Customer and Supplier Privacy

If you work with data belonging to Amdocs' customers or suppliers—including written, voice and electronic communications—you have a duty to protect it from others who are not authorized to see it or use it. Business associates trust us to maintain the privacy of their information and records and to use them only for legitimate business purposes.

# Protecting Amdocs Assets



## Did You Know?

Security procedures, product development information, locations of physical plant facilities, financial information—this kind of information is highly valued by individuals who wish to harm our company or take unfair advantage of our company's success. If someone requests any sensitive information and they are not authorized to see it, contact your VP immediately.

If you ever see or suspect that information has been improperly used or disclosed, report it immediately to your VP.



### Disclosing confidential information about Amdocs' customers and suppliers can:

- > Harm our company's business relationships
- > Cause current projects to be cancelled
- > Put future opportunities at risk
- > Endanger the job security of all Amdocs employees
- > Expose you and Amdocs to significant risk with the SEC and other legal bodies

Don't take chances. Do your part to keep information confidential.

## Protecting Amdocs' Customers' Information is Critical

Keep information on Amdocs' customers' customers confidential too. Due to the nature of Amdocs' business, many of us have access to the personal and private information of millions of Amdocs' customers' customers. This information is not only considered proprietary to Amdocs and highly confidential, but is also protected by numerous laws and regulations. Be aware that sharing this data can result in serious consequences both for you and for Amdocs.

## Physical Assets

Occasional personal use of physical assets such as phones and fax machines is permitted, but Amdocs counts on you to do so in moderation. Amdocs' physical assets include things like office supplies and equipment, phones, copiers and fax machines, inventory, facilities and company vehicles. You are provided with physical assets in order to carry out Amdocs' business.

Since these physical assets are owned by Amdocs, you may not sell, loan, give away or dispose of them, regardless of their condition or value.



**Is it okay to use the office copier to make a few copies of my daughter's school paper?**

Yes, limited personal use such as this is allowed.

## Technology Assets

Each of you has an obligation to use Amdocs' technology assets with care. Amdocs' computer hardware, software and information systems, including computer files, e-mail and Internet access, are valuable company assets and are intended to support Amdocs' business objectives.

# Protecting Amdocs Assets

## > What You Might Be Concerned About:

Not Recognizing Confidential Information. If you are ever unsure about what information is considered confidential or how it should be handled, contact your VP.

## > What You Need to Do:

- > Protect all Amdocs' assets – financial, information, physical and technology.
- > Keep all confidential information safe and comply with non disclosure obligations.
- > Do your part to ensure Amdocs' books, records and accounts are clear, complete, truthful and accurate.
- > Ensure the privacy of Amdocs' customers' and supplier's information.
- > If you see or suspect any violations of computer security measures, report your concerns
- > Don't speak on behalf of Amdocs unless you're authorized to do so.

Occasional, personal use of internet and e-mail access and voicemail, is permitted but make sure you do so in moderation.

To protect Amdocs' technology assets:

- > **DO**  
Use extreme caution when opening e-mail attachments from unknown or suspicious senders.
- > **DO**  
Use only software that is legally licensed to Amdocs.
- > **DO**  
Contact the systems administrator before installing data or software not provided by Amdocs.
- > **DO**  
Protect your individually assigned passwords and personal IDs.
- > **DON'T**  
Download files from unknown or suspicious sources.
- > **DON'T**  
Send e-mails that contain offensive, harassing, illegal or otherwise inappropriate content.

**✓ Tip:** Make sure any portable storage devices, systems, data and magnetic media are used only in compliance with customer contracts and, where used in the office or at home for the storage of Amdocs data, are physically and logically secured and used for Amdocs business only.

**!** Be aware that any information you create, send, receive, download or store on Amdocs' systems belongs to the company.

Amdocs reserves the right to review and monitor its use at any time without notifying you and to the extent permitted by law. If you see or suspect any violations of computer security measures, report your concerns to your VP.

## Communicating About Amdocs

Don't speak on behalf of Amdocs unless you're authorized to do so. If you are contacted by a member of the media, financial analysts, stockholders, government entities or law enforcement for information about Amdocs, please refer them to the contacts below:

Contacted by:	Refer them to:
Representative of the media or other outside group	<u>Public Relations Manager</u>
Financial analysts and stockholders	<u>Head of Investor Relations</u>
Government entities and law enforcement	<u>Compliance Officer</u>

# Respect for the Marketplace

## > Fair competition means we...

- > Never interfere in contracts between a prospective customer and an Amdocs competitor
- > Don't engage in industrial espionage or offer bribes
- > Don't say disrespectful, or untruthful things about Amdocs' competitors' products or services
- > Never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information or misrepresentation of facts.

Amdocs is committed to conducting its business fairly, honestly and in accordance with the highest ethical principles. Amdocs provides you with the information you need to do your job with integrity and expects you to observe ethical business practices everywhere Amdocs operates in the world.

### Good Corporate Citizens

Amdocs recognizes that our company has a responsibility to respect individuals, the environment and the global community in developing its corporate strategies. Amdocs' [Corporate Responsibility Report](#) describes our company's commitment and the steps it is taking to measure our company's economic, environmental and social performance. Do your part to support these initiatives.

### Amdocs is a Fair and Honest Competitor

Our company competes against other companies based only on the merits of our products and services and our ability to support our clients. We depend on you to be truthful in all customer interactions and accurately represent Amdocs' product and service quality, features and availability.

By following good business practices, we maintain the respect of Amdocs customers and Amdocs competitors and ensure future Amdocs business. If you have questions about fair competition practices, contact your VP.



### What is "industrial espionage?"

Someone who is involved in industrial espionage is using illegal means to try to obtain information about a company's plans, products, clients or trade secrets.

## Insider Trading

### Never Trade on Inside Information

As an employee of Amdocs, you may not use inside information for personal gain or "tip" others about the information. "Inside Information" – which is also referred to as "material non-public information" is any information about Amdocs, its customers, suppliers or other companies that is not known to the public, but if known, could influence someone to buy, sell or hold stock in a company. No inside information should be considered "public" until a formal external announcement is made either through a press release or through a document filed with the SEC.

# Respect for the Marketplace

## > Did You Know?

Passing on Inside Information to any other person is illegal.

### ? What is the U.S. Securities and Exchange Commission (SEC)?

The SEC is a U.S. government agency that is responsible for enforcing U.S. federal securities laws.

### ? What kinds of information may be considered Inside Information?

“Inside Information” includes information about new products or services, financial information (such as pricing, budgets and revenues), earnings, proposed mergers or acquisitions, the gain or loss of a major customer or supplier, organizational changes, anticipated layoffs, and any other material non public information.

### ? What happens if someone trades on Inside Information?

Think about all of the sensitive information about our company and other companies that you see and work with every day. If someone uses this information or shares it with individuals outside the company to buy or sell stock, it could potentially affect the market value of those stocks.

Amdocs has a detailed [Insider Trading policy](#) to help you determine what’s appropriate and what’s not. If you have any questions about Inside Information, talk to your VP or your Human Resources representative. If you believe someone may have improperly shared Inside Information with others, contact the [Chief Financial Officer](#).

## Respect for the Marketplace

### > What You Might Be Concerned About:

Violating Insider Trading Laws. If you are ever unsure about what information is considered “inside information” or how it should be handled, contact your VP.

### > What You Need to Do:

- > Know Amdocs’ [Insider Trading policy](#)
- > Be familiar with Amdocs’ [Corporate Responsibility Report](#)
- > Compete fairly and honestly for business—always be truthful and accurate.
- > Report any suspected acts of fraud or dishonesty.
- > Never buy or sell stock (or tip off others to do so) based on “inside information.”

**?** I have information about the release of a new mobile technology by one of Amdocs’ vendors that has not yet been announced. Is it okay to buy stock in that company?

No, this would violate the law and our policies because the trading would be on the basis of inside information. In addition, it may also present a conflict of interest as Amdocs prohibits employees from investing in an Amdocs vendor under many circumstances.

# Code of Ethics and Business Conduct

## Asking Questions and Voicing Concerns

Questions or concerns about Amdocs' Code of Ethics and Business Conduct may be brought to:

- > Your VP
- > Your Human Resources representative
- > The Compliance Officer
- > The Amdocs Ethics Hotline

Remember, you can feel comfortable coming forward. Amdocs strictly prohibits retaliation against anyone who speaks up to protect our company.

## Waivers of the Amdocs' Code

Any employee, other than an executive officer, requesting an exception to the Code must first contact his or her VP. If the VP agrees that an exception is appropriate, then the approval of the Global VP of Human Resources and the Compliance Officer must be obtained. The Global VP of Human Resources is responsible for maintaining a complete record of all exception requests and the handling of those requests.

Any executive officer or director who seeks an exception to the Code must first contact the Compliance Officer. Waivers may only be granted by the Board of Directors and must be disclosed as required by law or regulation.

## This Code is Not an Employment Agreement between Amdocs and Any of its Employees

Your rights as an employee and Amdocs rights as an employer are governed by the laws of the country of employment, the work rules at your location and your individual written employment contract, if any. To the extent that the terms of your employment are more specific than those contained in this Code, the more specific terms shall govern. This Code shall not modify the term of employment of any employee of Amdocs, including, but not limited to, any employee employed at-will.