

VIAVI Solutions

Code of Business Conduct

Our success is the result of many factors - the collective knowledge, experience, and performance of our employees, our dedication to our customers, and our relentless drive for technological innovation. Importantly, our success is also the result of our commitment to uncompromising integrity and values, which serves as the foundation of our successful relationships with our customers, suppliers and colleagues.

VIAVI's commitment to uncompromising integrity and values is built upon a shared culture of core beliefs and behaviors. Our Code of Business Conduct is an expression of these beliefs and behaviors and provides a context for the principles of legal and ethical conduct that guide our decisions and actions everyday.

The trust of our colleagues, customers and the marketplace is challenging to win, yet easy to lose. That is why each of us must be personally responsible and accountable to each other and our business partners to act and behave in a manner that complies with our Code of Business Conduct. Our growth and success depend on it, and I count on your support.

Sincerely,



Oleg Khaykin

Oleg Khaykin
President and Chief Executive Officer

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1 Introduction

VIAVI conducts its business affairs with uncompromising integrity and values – and this is the responsibility of every member of the VIAVI community including our board of directors, executives, managers, employees, and business partners. Conducting our business with uncompromising integrity means acting ethically, complying with all applicable laws and regulations of the countries in which VIAVI does business, and complying with Company policies that apply to our roles.

These values articulate the cultural identity for VIAVI and provide shared understanding of expectations across the Company: Exhibit Business Acumen; Manage Complexity and Ambiguity; Take Informed Risks; Cultivate Innovations; Foster a Winning Culture and Drive Vision and Purpose. These values were identified through global workshops to understand the foundational components of working at VIAVI, as well as the guiding principles that will help us to achieve our objectives globally. They clarify the desired operating environment of the employees and management and reflect our belief that serving our stakeholders will drive commercial success.

Our Code of Business Conduct outlines the broad principles of legal and ethical business conduct embraced by the Company as part of this commitment to integrity and our values. VIAVI expects that all employees will act in a manner that complies both with the letter and spirit of the Code.

Although the Code endeavors to address a wide range of business practices and procedures, we cannot anticipate every issue that may arise. It is the responsibility of every employee to conduct themselves in a manner consistent with the Code and our commitment to uncompromising honesty, respect, fairness, integrity and business values. The Code provides a framework of the beliefs and behaviors that are fundamental to VIAVI's success and depends upon each employee to consistently demonstrate these behaviors and promote an environment of which we all can be proud.

This Code should be read in conjunction with other applicable Company policies and procedures. It is your responsibility to familiarize yourself with all Company policies and procedures applicable to your role.

Although there can be no better course of action than to apply common sense and sound judgment, employees should not hesitate to use all available Company resources whenever it is necessary to seek clarification about any conduct that raises concerns. Section 3 – Standard of Care and Reporting Concerns provides guidance on how to raise any concerns.

Q: What should I do if I encounter a situation that is not covered by the Code of Business Conduct?

A: Consult other VIAVI policies, talk to your manager, company legal counsel, or company human resources representative, and use your common sense.

2 Responsibilities

Every Employee's Responsibility

Compliance. Ethics. Integrity. These are all just words unless every employee at VIAVI owns and accepts accountability for them. As a Company employee, you are expected to comply with our Code, VIAVI policies and procedures and with the law.

Employees must:

- Read, understand and pledge to act in compliance with our Code and the policies, laws and regulations that apply to your job.
- Speak up when you observe, learn about or suspect violations of our Code or related policies.
- Cooperate in any internal investigations.
- Complete all assigned mandatory training on compliance and ethics issues.

Every Manager's Responsibility

As a VIAVI manager, you are held to an even higher standard, and you have a special responsibility to lead with integrity. You must model ethical behavior and take active measures to make certain your team does, too. If you communicate and listen to your team and handle concerns and different opinions with ethical compassion and understanding, you will build trust, promote productivity, and protect the Company.

Managers are expected to understand the risks associated with their organization's business activities and actively seek to mitigate them. These risks arise from the global nature of our business and include areas covered in our Code. Your comprehensive understanding will enable you and your team to take actions that minimize those risks and contribute to overall success.

Managers must:

- Identify the risks relevant to your work, regularly discuss them with your team and implement mitigation measures.
- Clearly communicate and demonstrate that efforts to win business must never be compromised by unethical or illegal actions, even if it means losing a business opportunity.
- Complete your compliance training on time, and make sure your team does, too.
- Be approachable – make sure your team knows that you will listen and that they can ask questions and raise concerns without fear of retaliation.
- Know how to identify and manage suspected misconduct – refer the matter to the Compliance Group for investigation, and do not attempt to investigate or resolve the issue yourself.

3 When in Doubt

The Code is not intended to be a complete list of legal and ethical issues an employee might face. If you are uncertain about whether an action or certain behavior is consistent with the Code, you should seek guidance before you act. You should not hesitate to consult your supervisor, any other manager, human resource representatives, the Company's legal department, or other appropriate personnel. Often your own judgment and common sense will be a proper guide: if something seems unethical or improper, it probably is.

In applying your own judgment and common sense, asking yourself the following questions may help you determine whether a situation is or is not consistent with the Code:

- Would I feel uncomfortable describing this conduct at a staff meeting? To my family? To the media?
- Could this conduct cause long term harm to VIAVI, even if the short-term impact seemingly is neutral or positive?
- Could it cause VIAVI to lose credibility or the trust of our customers, business partners or investors?
- Could this conduct hurt others, including my co-workers, Company shareholders, or Company customers?
- Could this conduct subject me, my co- workers or the Company to legal fines or criminal charges?
- Could this conduct violate any laws applicable to the operations of the Company in the many countries where we do business?

If the answer to <u>any</u> of these questions is ''yes'' or even ''maybe,'' you should raise your concerns as discussed in the next section of the Code.

Q: One of my team members is disabled and in a wheelchair. I am planning an off-site at a location that is not equipped to accommodate someone in a wheelchair. Do I need to change the venue?

A: Yes. Providing reasonable access and facilitating full participation in the meeting, whether by establishing reasonable accommodations or alternative arrangements, is appropriate and is most likely required by law.

4 Standard of Care and Reporting Concerns

Maintaining the highest ethical standards is the responsibility of every member of the VIAVI community. Early identification of potential ethical or compliance related issues often will allow for their prevention or rapid resolution, minimizing adverse repercussions, and frequently providing opportunities for us to learn new ways to improve our business practices.

Conversely, the longer we wait to address an issue, the worse it may become and opportunities for learning and improvement may be lost. Accordingly, the rapid identification and reporting of concerns is a key component of our commitment to integrity.

Code Compliance and Raising Concerns

As employees, you have a responsibility to speak up if you suspect or have a concern regarding a possible violation of a law or of this Code. If you have any questions regarding the most appropriate and ethical course of action in a situation, you must promptly discuss the matter with others. VIAVI has an Open Door Policy that allows you to report concerns to any level of management, typically you should first raise the concern with your immediate supervisor who may be able to provide valuable context, insights or perspectives pertaining to the conduct in question. If, however, you are not comfortable raising concerns with a supervisor or if a supervisor has not responded to the matter appropriately, you should bring your concerns to the attention of any of the following:

- Any other supervisor or manager
- Your human resources representative
- Any member of our internal audit or legal groups
- **General Counsel**
  Kevin Siebert
  20250 Century Boulevard, 5th Floor
  Germantown, MD 20874
  Tel: +1 (240) 404-2112
  kevin.siebert@viavisolutions.com
- **Chief Financial Officer**
  Ilan Daskal
  1445 South Spectrum Blvd, Suite 102
  Chandler, AZ 85286
  Tel: +1 (408) 404-3600
- **Audit Committee Chairman**
  Donald Colvin
  auditcommittee@viavisolutions.com

Toll-free Ethics Hotline Service

In addition to the contacts above, concerns may be reported through our toll-free ethics hotline, which is managed by our third-party provider, The Network. More information about The Network is available on their website at http://viavihotline.tnwreports.com/. Toll free numbers for over 25 countries and territories are listed in **Annex A**. This service is available 24 hours a day, 7 days a week. Specially trained interviewers will document concerns and provide a report to the appropriate contacts within the Company. Callers do not have to provide their identity. English and Spanish speaking interview specialists are always available. In addition, interview specialists have translators available to enable reports to be provided in more than 150 additional languages. Information provided to the hotline by callers located outside of the United States will be transmitted to the U.S. in a manner consistent with applicable data privacy regulations.

Confidentiality of Reported Concerns

Reports will be kept as confidential as possible under the circumstances presented and the Company's obligations under applicable law.

You may choose to remain anonymous when reporting a concern, but we encourage you to identify yourself so that we may follow up and provide feedback. If you nonetheless believe it necessary to submit an anonymous report, you may:

- do so in writing to the office of the General Counsel, the Chief Financial Officer or the Chair of the Audit Committee ("Compliance Group"). In addition, you may communicate directly with the members of the Audit Committee at: auditcommittee@viavisolutions.com. Any communication sent using this address will be delivered directly to each member of the Audit Committee but will not be delivered to any member of Company management or any other employee of the Company. Submissions to the Audit Committee using this e-mail address generally will not be anonymous, except if sent from an anonymous external email address; or
- call the Company's toll-free hotline service.

Supervisors, managers, and Company officers who receive a report of a concern or possible violation of this Code are required to bring the matter to the attention of a member of the Compliance Group immediately. The Compliance Group will in conjunction with the Company's Internal Audit, Legal, HR and other appropriate functional departments, promptly investigate concerns and possible violations. All material violations of the Code or matters otherwise involving financial or legal misconduct will be reported to the Audit Committee of the Board of Directors on at least a quarterly basis, or more frequently depending on the severity of the violation.

Q: If I become aware that my supervisor falsified information that is to be included in a quarterly filing. What should I do?

A: Since you cannot report the incident to your supervisor, you should report it to another supervisor, human resources representative, company legal counsel, any member of our internal audit team, or report it via the toll-free ethics hotline.

While an employee reporting a concern or activity concerning that employee's own conduct that is found to violate the Code may be appropriately disciplined for the violation consistent with local law and regulations, a voluntary disclosure may be given favorable consideration during the discipline process.

Employees who violate this Code will be subject to discipline up to and including termination of employment. It is important to note that discipline also may be imposed upon any supervisor or manager whose lack of supervision, diligence or awareness of the provisions of this Code directly or indirectly contributed to a violation, who does not respond appropriately to a report of a concern, or who does not cooperate with any investigation of a reported concern. Disciplinary action will be taken in a manner that complies with applicable law and regulations. Additionally, any violation of this Code that is also a violation of law may result in criminal prosecution of the employee(s) involved.

No Retaliation

VIAVI does not tolerate retaliation. It can be uncomfortable to act with integrity, and speaking up can take courage. VIAVI is not legally permitted to and will not retaliate or threaten to retaliate against any employee who in good faith reports concerns or a possible violation of this Code or who participates in or cooperates with any investigation by the Company or any law enforcement agency, whether it is determined that an actual violation has occurred. Anyone who retaliates against an employee for reporting concerns in good faith or participating in an investigation will be subject to disciplinary action, up to and including termination of employment.

Specific Expectations of Supervisors and Managers

If you are a supervisor or manager, in addition to the compliance, notification and cooperation obligations described in the Code, you have the responsibility to:

- Inform and train those reporting to you about the laws and aspects of the Code that are applicable to their work;
- Take proactive steps to prevent violations of laws and the Code;
- Use diligent efforts to detect and support the investigation of any reported concerns or potential violations of applicable laws;
- Support appropriate corrective actions to address violations of applicable legal requirements and/or VIAVI conduct standards;
- Ensure that any employee who reports a suspected violation of law or ethical concern is protected from any form of retaliation for doing so.

Approvals and Waivers

Although rare, there are occasions when an employee might seek a waiver from a provision of the Code. Any request for a waiver of any provision of this Code relating to the Company's Chief Executive Officer, Chief Financial Officer, Corporate Controller and persons performing similar functions, must be obtained from the Company's Audit Committee. Any other request for a waiver of any portion of this Code must be submitted to the Company's General Counsel or the General Counsel's designee. Material changes to this Code may only be made by the Company's Board of Directors. The current version of the Code will be posted on VIAVI's website www.viavisolutions.com along with any substantive amendments or waivers of the Code.

Investigations

VIAVI takes all reports made in good faith seriously and investigates them promptly, fairly, and confidentially. Employees must: cooperate fully with any appropriately authorized internal or external investigations, answer questions truthfully, and promptly provide all information requested; and never investigate matters yourself. Making false statements to or otherwise misleading internal or external auditors, VIAVI counsel, representatives or regulators is grounds for immediate termination of employment and may also be a criminal act that can result in severe penalties. You must never withhold information about actual or potential ethical issues.

Q: A potential Code concern was reported that involves a few team members in my group. A representative from internal audit has requested a meeting with me. I'm nervous about this because I don't want to get my team members in trouble. Do I need to meet with him?

A: Yes. You are required to cooperate fully with any authorized internal or external investigations. All reports will be kept as confidential as possible under the circumstances.

4 Avoiding Conflicts of Interest

What is a Potential Conflict of Interest?

A conflict of interest arises any time your personal interests or activities may influence your ability to act in the best interests of VIAVI.

Similarly, a conflict of interest exists when your loyalties or actions are divided between the Company's interests and the interests of another person or organization, such as a competitor, supplier, customer, service provider or business partner. You are expected to perform your responsibilities at VIAVI solely based on what is in the best interest of the Company and independent of your personal considerations or relationships. You are also expected to avoid the potential for and any appearance of a conflict of interest. If you are unsure as to whether a certain transaction, activity or relationship constitutes a conflict of interest, you should discuss it with your supervisor, your human resource representative, or the legal department.

If you, or someone with whom you have a close relationship (an immediate family member or close companion), have a financial, employment or other relationship with an existing or potential competitor, customer, supplier, service provider or business partner, that relationship also may create a conflict of interest.

While it is not feasible to describe all possible conflicts of interest that could occur, some of the more common conflict-creating activities that must be avoided include the following.

Gifts

Accepting or giving personal gifts or entertainment from or to existing or potential competitors, customers, suppliers, service providers or business partners (other than in connection with the ordinary course of business development or customer relations activities) could present a conflict of interest. In general, you may not accept or give gifts, including entertainment and services, from or to current or prospective customers or suppliers, especially when it could appear to others that your business judgment has been compromised. VIAVI understands that sometimes gifts are given and received as a common part of business custom. Gifts may be accepted when permitted under applicable law and if they are (a) of nominal value; or (b) customary and reasonable meals and entertainment at which the giver is present. Similarly, you should not permit a close family member to accept gifts, entertainment, or services from anyone if in exchange for past, present, or future business with VIAVI. If a gift, including the provision of entertainment, could be viewed as a bribe or consideration for business or a specific act, then it should not be given. The purpose of business entertainment and gifts in a commercial setting is to create goodwill and a sound working relationship, not to gain advantage with customers or suppliers.

Q: I am dating a team member who is being considered for a promotion to group leader. Do we need to bring this to the attention of our supervisor?

A: Yes. The situation would create a conflict of interest in your group since an inappropriate reporting relationship between you and the other employee may develop as a result of the promotion.

Q: A customer has been invited to visit our headquarters at VIAVI expense, but also wants to add a personal weekend side trip. Can we fund the whole trip?

A: It depends on many factors, including whether your customer is a government official, applicable law, the customer's policies and other facts. You should consult with the legal team and your manager to determine whether the trip is acceptable. Reasonable and limited expenditures for gifts are not always considered improper payments.

Q: During a business trip a co-worker suggests that we upgrade to a five- star hotel that is clearly beyond the guidance provided in the company's travel and expense policies. When I point this out, he suggests we can just "pass through" the expense and no one will notice. Is this OK?

A: No. The fact that you are asking this question suggests you would not be comfortable discussing the situation at a staff meeting.

Appropriate entertainment, consistent with good taste and VIAVI expense reimbursement policies may be provided by authorized VIAVI employees.

Many countries have laws and regulations restricting gifts that may be provided to government employees. For example, the United States Foreign Corrupt Practices Act ("FCPA") provides for severe penalties for companies and individuals who engage in direct or indirect bribery of foreign officials.

Many countries have similar laws and extend anti-bribery restrictions to the private sector. VIAVI expects all employees to strictly abide by all such laws and regulations.

Absolutely no gifts of any kind may be offered to any United States government employee. In this context, "gifts" include business meals and standard promotional items of nominal value. U.S. government employees include all employees of government agencies and units in the U.S., whether federal, state or local.

Furthermore, employees may not, directly or indirectly, give or agree to give, offer or receive any money, gift or item of value to or from any corporate officer, director or employee or its representative, or any foreign government employee, as an inducement or reward for favorable action or forbearance from action the exercise of influence. Employees are strongly encouraged to consult with their manager before giving any gift. Additionally, employees should contact the legal department before giving any gift to a non-U.S. government official, including employees of state-owned or state majority-owned companies.

Competing with VIAVI

Engaging in employment or providing other services in competition with the Company creates a conflict of interest. Employees and officers of VIAVI are expected to devote their full attention to the business of the Company and are prohibited from engaging in any activity that interferes with their performance or responsibilities to the Company. VIAVI also prohibits any employee from taking part in any activity that enhances or supports a competitor's business position. In addition, you may not hold any material financial interest, including stock or bond ownership or any other direct financial relationship, in any outside concern that might create a conflict of interest with your responsibilities to the Company without prior approval of the legal department.

Q: My wife manages a training consulting firm. Can she submit a proposal to become a VIAVI vendor?

A: Possibly. You should report this relationship to your supervisor and refrain from participating in VIAVI's dealings with your wife or her firm.

Q: What if my wife and I own the training consulting firm (I am a silent partner)?

A: You and your wife's company may not sell goods or services to VIAVI without the specific authorization of upper management or the VIAVI legal department.

Use of Company Assets

Company assets (including, without limitation, the Company's name, reputation or goodwill) are to be used for the benefit of the Company and its shareholders. Inappropriate use of VIAVI assets for personal benefit or gain, or in any other manner detrimental to the Company will not be tolerated. Using VIAVI facilities in association with non-VIAVI related work activities without full disclosure to the Company could be perceived to be against Company policies and should be avoided.

Business Conduct

You should avoid conducting Company business with a relative or with a business in which a relative is in an executive management or other significant role. If this type of transaction is unavoidable, you must fully disclose the nature of the related party transaction to the Chief Financial Officer prior to any commitment being made. Likewise, acquiring any interest in property or assets of any kind for the purpose of selling or leasing them to the Company creates a conflict of interest and should be avoided.

Bribes and Kickbacks

The use of Company funds, facilities or property for any illegal or unethical purpose is strictly prohibited. No VIAVI employee or agent is permitted to offer, give, or cause others to give, any payments or anything of value for the purpose of influencing the recipient's business judgment or conduct other than facilitating payments. You may not solicit or accept a kickback or bribe, in any form, for any reason.

Loans

You may not accept loans from any person or entities having or seeking business with the Company. Executive officers and directors may not receive loans from the Company, nor may the Company facilitate or otherwise support any such loan.

5 Engaging in Fair, Honest, and Accurate Business Practices

VIAVI seeks to outperform its competition fairly and honestly and seeks competitive advantages through superior performance and service to our customers, not unethical or illegal business practices. Employees should always deal fairly and honestly with the Company's customers, suppliers, competitors, and other employees.

Employees should never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any unfair business practice.

Company Opportunities, Resources & Communications

Employees are prohibited from taking for themselves personal opportunities that are discovered using corporate property, information, or position without approval. You may not use corporate property, information or position for improper personal gain nor compete with the Company directly or indirectly except as otherwise specifically permitted by Company policies. You may not steal or unlawfully use the information, material, product, intellectual property, or proprietary or confidential information of anyone, including VIAVI, its suppliers, customers, business partners or competitors.

All employees should protect the Company's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's profitability. All Company assets should be used only for legitimate business purposes, with the exception that Company resources (such as telephone and Internet access) may be used for minor personal uses so long as such use is reasonable, does not interfere with the employee's duties, is not done for financial gain, does not conflict with the Company's business and does not violate any other Company policy.

VIAVI's information communication systems, including telephone, email, voicemail and computer systems are primarily for business purposes. You should never use these systems in a manner that could be harmful or embarrassing to VIAVI.

External Company communications are handled by designated employees.

Requests for interviews or commentary of any kind should be directed to your group's marketing team, the corporate communications group or investor relations.

Fair Competition

Satisfied customers are essential to the Company's success, and they make a substantial commitment when they place an order with us. In return for their commitment, customers and potential customers are entitled to honesty and integrity in all their dealings with the Company.

Similarly, VIAVI products are sold based on the Company's reputation for superior products and service. All claims made about products and competitors' products should be accurate and supportable. Our marketing, sales and advertising activities must always be truthful. The Company does not permit its advertising or promotions for its products and services to be false or misleading. You should not make a substantive claim about a Company product or service, or a competitor's product or service that has not been properly substantiated. Similarly, employees should be alert to any situation where a competitor may be attempting to mislead customers, or potential customers, about VIAVI products or services. You should inform your manager and email the Company's legal department if you become aware of any such practices.

Supporting VIAVI's Reputation and Image

VIAVI maintains an image of unwavering integrity and respect for others. As a VIAVI employee, it is important that you always maintain this image. The Company understands the importance of building good business relationships, and that part of creating trust and confidence with customers, suppliers and business constituents involves some level of socialization. VIAVI asks that when engaging in social interactions as a representative of the Company, or engaging with other VIAVI employees, you do so in a tasteful manner. Some guidelines include ensuring that all members of your team, and your guest or hosts' team, feel welcome and comfortable. Avoid meeting with other VIAVI employees or other business constituents in venues at which you would not host a staff meeting. If you are unsure as to whether a certain venue is appropriate, consult with your supervisor or a member of the human resources department.

Accuracy of Reports, Records, and Accounts

Accurate information is essential to the Company's ability to meet legal and regulatory obligations and to compete effectively. The Company's records and books of account shall meet the highest standards and accurately reflect the true nature of the transactions they record.

All VIAVI employees are responsible for the accuracy of their respective records, time sheets and reports. You must not create false or misleading documents or accounting, financial or electronic records for any purpose and no one may direct any employee to do so.

No undisclosed or unrecorded account or fund shall be established for any purpose. No disbursement of corporate funds or other corporate property shall be made without adequate supporting documentation or for any purpose other than as described in the documents and then only in accordance with the Company's disbursements and approvals policies. All employees shall comply with generally accepted accounting principles and the Company's internal controls.

The Company's public filings must represent a full, fair, accurate, timely and understandable disclosure of material information. Accordingly, if you participate in the preparation of such filings, you have the responsibility to ensure that your contributions are complete, accurate and timely.

6 Maintaining an Inclusive and Healthy Work Environment

VIAVI's commitment to integrity is supported by a diverse, productive work environment that is free from unlawful discrimination or harassment. VIAVI is devoted to creating this type of environment as we believe it brings out the full potential within each of us, which in turn contributes directly to our success. VIAVI's Statement on Diversity, Equity and Inclusion is available on our website.

This commitment is reflected in our employment practices and decisions regarding recruiting, developing and retaining a highly qualified, diverse and dedicated work force, the promotion of equal employment opportunities, and by compliance with the letter and spirit of fair employment practices, working conditions, working hours and nondiscrimination laws. VIAVI's Statement on Pay Equity is available on our website.

Harassment, intimidation or discrimination, whether based upon age, ancestry, race, color, mental or physical disability or medical condition, gender, gender identity, gender expression, genetic information, family or marital status, registered domestic partner status, military and veteran status, religious creed, language, national origin, citizenship status, sex (including pregnancy, childbirth, breastfeeding and any related medical conditions), sexual orientation socio-economic status, or any other protected category under applicable laws is inconsistent with our ability to provide a diverse and productive working environment and will not be tolerated. We also prohibit retaliation for raising or supporting claims of discrimination or harassment. VIAVI's Unlawful Harassment, including Sexual Harassment Policy is available here.

VIAVI's Global Human and Labor Rights policy, available here, sets forth our core commitments to universal human rights and labor rights. VIAVI recognizes the importance of maintaining, respecting and promoting fundamental human rights and dignity of labor in all our operations and throughout our supply chain.

VIAVI complies with all laws permitting freedom of association and prohibiting child labor, human trafficking and forced labor and expects our business partners and suppliers to do the same. VIAVI's Statement Against Slavery and Human Trafficking is available on our website and is updated annually.

Our values, Code, talent, sustainability strategies and employment policies work together to support our commitment to ethical business practices and good corporate citizenship. Company policies pertaining to discrimination and harassment are available from our Human Resources department. More information is available on the Social section of our Environment, Social and Governance website.

Q: I am concerned that my co-worker is being harassed by her supervisor, but she has not complained to me about it. Should I report my concerns even though she has not asked me to and I am not involved?

A: Yes. If you are concerned about harassment, intimidation or discrimination directed to a co-worker, you should speak with Human Resources

7 Environmental Awareness

VIAVI is committed to meet or exceed all applicable environmental legal and regulatory requirements that apply to our facilities, products and services.

Providing a productive work environment also means ensuring that our facilities and practices are safe and comply with all applicable environmental laws and regulations that govern workplace health and safety. As an employee of VIAVI you are required to read and comply with all VIAVI policies. Questions about these polices should be directed to the Company's Environmental Health and Safety Department. VIAVI's Global Human and Labor Rights Policy is available here.

We assess our environmental performance with a focus on continuous improvement. Employees are expected to support our commitment to the environment by focusing upon ways to recycle, reuse, and reduce waste, as well as avoid environmental risks and endeavor to use sustainable manufacturing principles whenever possible. VIAVI's Global Environmental Policy is available here.

More information is available on the Environmental section of our Environment, Social and Governance website.

8 Respecting Privacy and Confidentiality

While working for VIAVI and continuing after you cease your employment or association with VIAVI, you must maintain the confidentiality of information entrusted to you by the Company and its customers and suppliers, except when disclosure is authorized or legally mandated.

Confidential information includes all non-public information, including information that might be of use to competitors, or harmful to the Company or its customers and suppliers if disclosed. You must not disclose proprietary or confidential information about VIAVI or its employees, or confidential information about a customer, supplier or distributor, to anyone who is not authorized to receive it or has no need to know the information (even other VIAVI employees). The only exceptions to this standard are when such disclosure is authorized by the customer, supplier or distributor, or by applicable law, appropriate legal process (i.e., subpoena) or appropriate VIAVI authorities. If you must disclose confidential information to a third party, you should ensure that appropriate protections, such as a non-disclosure agreement has been put in place prior to the disclosure.

One of our most important assets is the trust of our customers, who share with us their own confidential information so that we may serve their needs. Keeping customer confidential information secure and using it only for appropriate purposes is critical to maintaining that trust. If you possess confidential information of our customers, you must exercise special care at all times to ensure it is protected from disclosure without authorization and used only for appropriate purposes.

Just as the trust of our customers is critical to our success, the trust of our coworkers likewise is imperative to our ability to work together to serve our customers. VIAVI respects and observes the laws, regulations and rules pertaining to the privacy of employee data in the countries in which we operate.

The confidentiality agreement you signed with the Company when you started working for VIAVI and Company's confidential and proprietary information policy provide greater detail regarding your obligations regarding the protection and use of confidential information.

Nothing in this Code prevents or discourages you from having lawful correspondence with any U.S. governmental official or representative.

Q: I am working on a small project team that is negotiating an agreement with a customer. While working with the customer employees, they discuss their product roadmap. Should I discuss this information with VIAVI co-workers who are not on the project team?

A: No. You should only discuss customer and supplier confidential information with people at VIAVI who have a legitimate business need to know. If your co-worker has a legitimate need to know, you should advise that the information is confidential to the customer.

Q: I know that VIAVI is about to acquire a small company with interesting product offerings that a current customer I am talking to might want to hear about. Can I discuss the imminent acquisition in order to lay the foundation for future sales?

A: No. This is VIAVI confidential information that should not be disclosed unless you have received authorization from the legal department, or until the acquisition has been completed and publicly announced. If the information is disclosed without authorization prior to the acquisition becoming public knowledge, it could harm both VIAVI and the company we seek to acquire.

9 Insider Trading and Investments

Employees, officers and directors who have access to confidential information are not permitted to use or share that information for stock trading purposes or for any other purpose except to conduct our business. To assist in complying with this policy, VIAVI has adopted its Policy regarding Insider Trading and Securities Transactions and its Confidential and Proprietary Information Policy. While a short overview of these topics is included in this Code, all employees are responsible for familiarizing themselves with the applicable provisions of both critical policies.

Inside information is material information about a publicly traded company that is not known by the public. Information is deemed "material" if it could affect the market price of a security or if a reasonable investor would attach importance to the information in deciding whether to buy, sell or hold a security. Inside information typically relates to financial conditions, such as progress toward achieving revenue and earnings targets or projections of future earnings or losses of the Company. Inside information also includes changes in strategy regarding a proposed merger, acquisition or tender offer, new products or services, contract awards and other similar information. Inside information is not limited to information about VIAVI; rather, it also includes material non-public information about others, including the Company's customers, suppliers, and competitors.

Insider trading is prohibited by law and Company policy. It occurs when an individual with material, non-public information trades securities or communicates such information to others who trade. The person who trades or "tips" information violates the law if he or she has a duty or relationship of trust and confidence not to use the information.

Trading or helping others trade while aware of inside information has serious legal consequences, even if the insider does not receive any personal financial benefit. Insiders may also have an obligation to take appropriate steps to prevent insider trading by others.

As a VIAVI employee you must always comply with the Company's policy and applicable laws. If you have any questions about the applicability of VIAVI policy or law to your own activities, you should consult with the legal department before you act.

Q: Shortly before VIAVI is scheduled to release its quarterly earnings, I learn that the results from the quarter are better than publicly anticipated. Can I share this information with my uncle if he assures me that he will not buy or sell any VIAVI stock?

A: No. You should never disclose confidential information without authorization to anyone, especially a relative, if the information can be used to trade or help others trade.

10 Political Contributions and Lobbying

Company employees are welcome to participate in the political process on an individual basis, and to support the candidate(s) or issue(s) of individual choice. However, Company contributions to any political parties, candidates or political action committees are strictly forbidden. “Contributions” include direct or indirect payments, distributions, loans, advances, deposits, or gifts of money, services or anything of value in connection with an election or to an organization or group formed to support or defend a referendum or ballot issue. In addition, no Company employee may make a political contribution on behalf of VIAVI or its subsidiaries, or in a manner that may suggest that such contribution is being made on behalf of VIAVI or its subsidiaries.

Q: If I receive a request for VIAVI to make a contribution to a political campaign, what should I do?

A: While your involvement in the political process is purely up to you, you may not make any political contributions on behalf of VIAVI. VIAVI does not make political contributions of any kind.

11 Social Media

Social media is of growing importance in the marketplace. It enables us to learn from and share information with our stakeholders, as well as communicate with the public about our company. Only designated employees are authorized to speak on behalf of VIAVI with external parties like the media and analysts; others are prohibited from doing so without permission from the CEO, CFO or General Counsel. In addition to following all company policies, a general rule to remember when utilizing social media is to think about the effect of statements that you make. Keep in mind that these transmissions are permanent and easily transferable and can affect VIAVI's reputation and relationships with coworkers, customers and suppliers.

Your employment posting on internet sites and social media sites such as Facebook or Twitter may include the fact that you work for VIAVI, your job title, a high- level job description (e.g., no specific project / initiative details, no proprietary application or software names) and your general office location. Be mindful not to disclose confidential and/or proprietary information, about our business, employees, our customers or our suppliers.

12 Complying with Legal and Regulatory Standards

Company employees are required to strictly observe all laws and regulations applicable to the Company and our operations. Violations by even one employee can harm the Company's reputation and ability to carry on business and can compromise the hard work of other employees. Accordingly, all employees have an obligation to be familiar with the basic legal requirements that pertain to his or her duties and responsibilities.

Employees may familiarize themselves with the laws and regulations that apply to their work through on-the-job training, review of applicable Company policies, attending Company courses and presentations and, of course, asking questions of supervisors, human resources and the legal department. While the following highlights several areas of law and issues of particular concern to the Company, it is not intended to provide a comprehensive analysis of the laws and regulations that apply to all global business transactions, nor does it examine the laws and regulations governing transactions in specific countries. These are complex subjects, which at times are subject to rapid change. When in doubt, you are urged to consult with the legal department.

Antitrust Compliance

In many countries, VIAVI is subject to complex laws and regulations (known in some countries as "antitrust" laws) designed to preserve competition among enterprises and to protect consumers from unfair business arrangements and practices. You are always expected to comply with these laws. Many situations create the potential for unlawful anti-competitive conduct and should be avoided. These include:

- Proposals from competitors to share price or other competitive marketing information or to allocate markets or customers;
- Attempts by customers or potential customers to preclude VIAVI from doing business with, or contracting with, another customer;
- Discussions at industry trade association meetings on competitively sensitive topics, such as prices, pricing policies, costs and marketing strategies.

If a competitor or a customer tries to discuss subjects with you that raise concerns about anticompetitive conduct, you should refuse to do so and ask the person to stop immediately. If necessary, you should leave or otherwise terminate the conversation and report the matter to your supervisor or the General Counsel.

Q: I have established good relationships with the account executives of some of our competitors. At trade shows and conferences, we often catch up on industry trends, customer deals, etc. Is this appropriate?

A: Use caution in these situations and do not discuss the price or terms of any VIAVI contracts or gain competitive information from a competitor. You should refuse to discuss any issues that could be construed as anti-competitive, such as those involving market share, conditions of sale, price or margins and leave such conversations immediately.

Tied Business Dealings

"Tying" arrangements, whereby customers are required to purchase or provide one product or services as a condition for another being made available, are unlawful in certain instances. You should consult with the legal department for advice on tying restrictions.

Anti-Boycott Laws

United States law prohibits U.S. persons from taking actions or entering into agreements that have the effect of furthering any unsanctioned boycott of a country that is friendly to the U.S.

These prohibitions apply to companies located in the U.S., such as VIAVI, and the activities of subsidiaries and other business partners of U.S. companies located in other countries.

13 International Compliance

The ability to freely conduct international business is critical to VIAVI. Consequently, VIAVI conducts business to ensure compliance with international import and export laws and regulations knowing that violations of these laws can have a material impact on our success. Many departments within VIAVI can impact the company's Trade compliance. Employees are trained and expected to adhere to, not only the U.S. regulations, but the regulations of any other country involved in any transaction. More information is available in our Global Trade Policy.

If you work in our supply chain, you need to make sure you (and our vendors) provide accurate product descriptions, correct tariff classifications, valuation information and country of origin statements for all items we import or export, whenever required. VIAVI also expects all vendors to know and understand the laws that apply to their products, including those of customs and any other U.S. government agencies. These laws include:

- Custom laws – declaring and marking correct countries of origin, valuations and product classifications.
- Export Control laws – remembering exports include physical export of product or software, granting system access to a foreign person or even sharing information with a foreign person within the U.S., no exports will be conducted unless they are in full compliance with U.S. and any other applicable export regulations. This includes the securing of any export licenses, if required, prior to export.
- Embargoes and Sanctions – VIAVI fully complies with U.S. embargoes and sanctions whether of counties or restricted individuals and entities. To ensure compliance, VIAVI must know all parties to every transaction and all transactions are screened through an automated export screening tool multiple time prior to export.
- Anti-boycott – VIAVI will not participate in any business which violates U.S. Anti-boycott laws and regulations.

If you have any questions about whether economic sanctions may apply to a transaction you are contemplating, please contact Global.Trade@viavisolutions.com.

14 Conclusion

It is and always will be VIAVI's intent to represent and operate within the highest standards of ethics and integrity. This Code was developed to articulate and reinforce these values and to ensure that they are clear to all Company employees, our customers, suppliers and shareholders.

VIAVI appreciates the commitment of all involved to apply these ethical standards and behaviors in every situation.

No policy or code can be all-inclusive, and the Company recognizes that issues will arise that may not be specifically clearly addressed in this Code.

Accordingly, all employees should feel comfortable discussing these issues with their supervisors and human resource representatives. VIAVI trusts that all employees will continue to observe the Company's commitment to the beliefs and behaviors embodied in this Code and will continue to reinforce the Company's reputation for the highest standards of ethics and integrity.

Annex A

International Toll-Free Ethics Hotline Numbers

Location	Access Code	Toll-Free Number
USA		800-884-1043 / 770-776-5663
Canada		800-884-1043
United Arab Emirates	8000-021 / 8000-555-66 / 8000-061	800-884-1043
Austria	0800-200-288	800-884-1043
India	000-117	800-884-1043
Russia	8^10-800-110-1011	800-884-1043
Turkey	0811-288-0001	800-884-1043
Denmark		80-887753
Australia		1-800-07-4226
United Kingdom (C&W)		0800-051-7298
France		0800-90-0388
Switzerland		0800-56-3631
Germany		0800-182-6936
Italy		800-788525
Slovakia		800-884-1043
Korea (DACOM)		00-309-11
Malaysia		1-800-81-2718
Singapore		800-110-1547
Taiwan		00801-10-4096
Poland		0-0-800-111-1649
Brazil		0800-891-4258
Mexico		001-800-884-1043
Spain		900-97-1071
Sweden		020-79-9867
China		800-884-1043
Japan		800-884-1043
Hong Kong		800-96-6317

Glossary of Terms and Definition

Term	Definition
Bribe	Means promising, offering, or giving anything of value with the corrupt intent of improperly influencing an act or decision of the recipient or obtaining an improper advantage in order to obtain or retain business.
Harassment	VIAVI considers the following conduct to be harassment under our Code of Business Conduct: verbal, physical and visual conduct that creates an intimidating, offensive, or hostile environment in the workplace that interferes with work performance, even if it is not unlawful.
Human Trafficking	Human Trafficking is defined as (1) the act of recruiting, harboring, transporting, providing, or obtaining a person for labor services or commercial sex acts (2) by means of force, fraud, or coercion (3) for the purpose of exploitation, involuntary servitude, peonage, debt bondage, slavery, or any commercial sex act.
Privacy	Privacy is defined as an individual's right to keep aspects of his or her personal life secret. This includes an organization's responsibility to respect an individual's privacy rights and to manage personal information appropriately, including collection, use, storage, or disclosure of an individual's personal information.

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