

VOLT INFORMATION SCIENCES, INC. WHISTLEBLOWER POLICY

Purpose

Volt Information Sciences, Inc. (the “Company” or “Volt”) is committed to high standards of ethical, moral and legal business conduct. In line with this commitment, and Volt’s commitment to open communication, this Whistleblower Policy provides an avenue for employees and others to communicate their questions and concerns about suspected or known instances of misconduct, and reassurance that they will be protected from retaliation for whistleblowing.

This policy is particularly intended to cover protections for raising concerns regarding misconduct. “Misconduct” includes both financial misconduct and non-financial misconduct, including any violation of the Company’s Code of Business Conduct and Ethics and any other Company policy or rule.

Financial misconduct includes: any manipulation of financial results by management or employees, misappropriation of assets by management or employees, intentional circumvention of internal controls, inappropriate influence on related party transactions by related parties, intentionally misleading an external auditor, or other illegal acts or fraud that could result in a misstatement of the financial statements or otherwise affect financial reporting. Fraud is a materially false or misleading statement or failure to state a fact necessary to make a statement not misleading which is made with intent to deceive, manipulate or defraud.

Non-financial misconduct includes: violation of any applicable law, rule, regulation or Company policy or rule, including but not limited to Volt’s Code of Business Conduct and Ethics; destruction, alteration or concealment of a business record; discharging or taking adverse action against an employee who reports a concern or belief about misconduct; and any other unethical business conduct.

Safeguards

Statement of Non-Retaliation – The Company will not retaliate, or permit any retaliation against, any person who reports misconduct in good faith, even if the report is mistaken. The Company will not tolerate any retaliation to be taken against any person who assists in the investigation of a complaint of misconduct. Any act of alleged retaliation should be reported immediately to the Principal Compliance Officer and will be promptly investigated.

Statement of Confidentiality – The Company will treat all communications under this policy in confidence, except to the extent necessary: (a) to conduct an appropriate investigation, or (b) to assist review of Company operations by the Company’s Board of Directors, its Audit Committee, the Company’s independent public accountants, government investigators and the Company’s counsel. While the Company will endeavor to keep a reporting employee’s identity confidential, this may not be possible in all circumstances.

Statement of Immunity in Certain Disclosures of Trade Secrets – Pursuant to 18 USC Section 1833(b), an individual shall not be held criminally or civilly liable under any Federal or State trade secret law for the disclosure of a trade secret that is made in confidence to a Federal, State, or local government official or to an attorney solely for the purpose of reporting or investigating a suspected violation of law. An individual who files a lawsuit for retaliation for reporting a suspected violation of law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court proceeding, if the individual files any document containing the trade secret under seal; and does not disclose the trade secret, except pursuant to court order.

Reporting

This policy encourages individuals to communicate questions and/or concerns to:

- Their Direct Manager;
- Their Business Unit President; or
- Their Business Unit CFO or Controller.
- *If an individual prefers to report questions or concerns anonymously, Volt has set up a governance hotline administered by an independent third party where an anonymous report can be made by calling the toll-free telephone number at **833-976-2072** or online at www.whistleblowerservices.com/voltwb. The governance hotline is accessible at all times, providing a confidential way for individuals to report problems.*
- To best investigate a complaint or report it is requested (but not required) that individuals identify themselves and furnish a telephone number or other contact information in case further questions come up or additional information is needed to permit a comprehensive investigation of the reported complaint. Any information will be treated as confidentially as practicable. *If an individual prefers to remain anonymous, it is not necessary to identify oneself and caller ID is not activated on the hotline.*
- Individuals are requested to give as much information as possible, including where and when the matter occurred, who was involved and as much other detail as possible to help the Company understand and respond.

Duty to Cooperate

All Volt personnel have a duty to cooperate fully with any inquiry or investigation concerning a complaint of misconduct.

Questions about this Policy should be directed to the Volt Corporate Legal Counsel.

Protected Disclosures

Nothing in this Policy or any agreement between you and the Company:

a) will preclude, prohibit or restrict you from (i) responding to any inquiry, or otherwise communicating with, any federal, state or local administrative or regulatory agency or authority; (ii) participating or cooperating in any investigation conducted by any governmental agency or authority; or (iii) filing a charge of discrimination with the United States Equal Employment Opportunity Commission or any other federal state or local administrative agency or regulatory authority.

b) prohibits, or is intended in any manner to prohibit, you from (i) reporting a possible violation of federal or other applicable law or regulation to any governmental agency or entity, including but not limited to the Department of Justice, the Securities and Exchange Commission (the "SEC"), the U.S. Congress, and any governmental agency Inspector General, or (ii) making other disclosures that are protected under whistleblower provisions of federal law or regulation. Nothing in this Code or any agreement between you and the Company is intended to limit your right to receive an award (including, without limitation, a monetary reward) for information provided to the SEC. You do not need the prior authorization of anyone at the Company to make any such reports or disclosures, and you are not required to notify the Company that you have made such reports or disclosures.

c) is intended to interfere with or restrain the immunity provided under 18 U.S.C. §1833(b). You cannot be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret that is made (i) (A) in confidence to federal, state or local government officials, directly or indirectly, or to an attorney, and (B) solely for the purpose of reporting or investigating a suspected violation of law; (ii) in a complaint or other document filed in a lawsuit or other proceeding, if filed under seal; or (iii) in connection with a lawsuit alleging retaliation for reporting a suspected violation of law, if filed under seal and does not disclose the trade secret, except pursuant to a court order.

The foregoing provisions regarding Protected Disclosures are intended to comply with all applicable laws. If any laws are adopted, amended or repealed after the date hereof, this Code shall be deemed to be amended to reflect the same.