

SkyVision Service Provider Code of Business Conduct and Ethics Policy Statement

This Service Provider Code of Business Conduct and Ethics Policy Statement (the “**Statement**”) helps ensure SkyVision’s contractors, agents, resellers, suppliers and vendors and other third parties hired by SkyVision as independent contractors (together “**Service Providers**”) comply with legal requirements and SkyVision’s standards of business conduct. All Service Providers are expected to have upheld and to continue to uphold these standards in their day-to-day activities and to ensure that all their agents, representatives and employees are aware of, understand, have adhered and continue to adhere to these standards.

1. Introduction

Ethical business conduct is critical to SkyVision’s business, and often reflects legal or regulatory requirements. Local laws may in some instances be less restrictive than the principles set forth in this Policy. In those situations, Service Providers are expected to comply with the Policy, even if the conduct would otherwise be legal under applicable laws. If local laws are more restrictive than the Statement, Service Providers are expected to, at a minimum, comply with applicable local laws.

2. Ethical Conduct

Service Providers must at all times conduct their business in a professional and ethical way and must not partake in any illegal or morally questionable business practices.

3. Applicable Laws

Service Providers must comply with all applicable laws, regulations, rules and regulatory orders, including, without limitation, the U.S. Foreign Corrupt Practices Act of 1977, legislation enacting the OECD’s Convention on Combating Bribery of Foreign Officials in International Business Transactions and other applicable local laws. Service Providers must acquire sufficient knowledge of these legal obligations to enable them to recognize potential dangers and, at the least, to know when to seek advice from their own legal counsel (which advice must be sought in cases where the Service Provider is in doubt).

4. Equal Opportunity, Non-Discrimination and Anti-Harassment

Service Providers are required to prohibit harassment of any kind (verbal, physical, visual or sexual) or discrimination, including harassment or discrimination on the basis of race, religious creed, color, national origin, ancestry, physical disability,

and mental disability, medical condition including genetic characteristics, marital status, sex, age, sexual orientation, veteran status, or any other characteristics protected by law. Under no circumstance shall a Service Provider retaliate against any of its employees for reporting any incidents of harassment or perceived harassment, discrimination or for participating in any investigation of incidents of discrimination or harassment or perceived harassment.

5. Prohibition of Inducements

Under no circumstances may Service Providers offer to pay, make payment, promise to pay, or issue authorization to pay any money, gift, entertainment or anything of value to SkyVision customers or employees, or other Service Providers, that is, or is perceived as, intended, directly or indirectly, to improperly influence any business decision, any act or failure to act, any commitment of fraud, or opportunity for the commission of any fraud.

Service Providers must not make any unlawful contribution, gift, entertainment or other unlawful expense relating to political activity or make any direct or indirect unlawful payment to any foreign or domestic government official or employee, whether in the form of a bribe, rebate, payoff, influence payment, kickback or otherwise. No contract or agreement may be made with any business in which a government official or employee holds a significant interest, without the prior written approval of SkyVision.

6. Antitrust and Competition

Many countries have laws and regulations, usually referred to as antitrust or competition laws, that prohibit unlawful restraint of trade and generally, prohibit agreements or actions that unreasonably restrain trade, are deceptive or

misleading or unreasonably reduce competition with no beneficial effect to consumers. These laws are designed to protect consumers and competitors against unfair business practices and to promote and protect healthy competition. Service Providers are required to strictly adhere to all such laws and regulations.

7. Government Contracts

It is SkyVision's policy that Service Providers comply fully with all applicable laws and regulations that apply to government contracting. Service Providers providing services under government contracts must strictly adhere to all terms and conditions of such contracts and all local, state, federal, foreign or other applicable government laws and regulations which apply to such contracts.

8. Conflict of Interest

A conflict of interest describes any circumstance that could cast doubt on a Service Provider's ability to act with total objectivity with regard to the supply of products and services to SkyVision. In the event a Service Provider feels there may exist a conflict of interest or potential conflict of interest with SkyVision or any of SkyVision's directors, officers or employees, all pertinent details must be immediately reported to SkyVision.

9. Violations and Reporting

Service Providers executing this Statement: (i) confirm that they have conducted their activities in accordance with the terms of this Statement; and (ii) agree to be bound by, and to continue to fully comply with, the terms of this Statement. Service Providers acknowledge and agree that any breach of a provision of this Statement will be deemed a material breach of the agreement(s) with SkyVision and SkyVision will be entitled to take any action available to it under such agreement(s) or at law in connection with such breach including, without limitation, by terminating any or all agreements between SkyVision and such Service Providers or denying any rights or entitlements owing to such Service Providers, all as SkyVision shall deem fit and without limiting any other right or remedy available to SkyVision. Without limiting the immediately preceding sentence, where SkyVision has suffered a loss, it may also pursue its remedies against the individuals or entities responsible.

Service Providers must promptly report any violations of this Statement or any conduct believed in good faith to be an actual, apparent, or potential violation to:

SkyVision Legal Department

by mail: Kinetic Business Centre, Theobald Street Borehamwood Hertfordshire WD6 4PJ

by fax +44 (20) 8387 4004

by phone: +44 (20) 8387 1750

or by email:

LegalDepartment@skyvision.net

Reports will be handled as confidentially as possible. Reprisal, threats, retribution or retaliation against any person who has in good faith reported a violation or a suspected violation of law, or against any person who is assisting in any investigation or process with respect to such a violation, is strictly prohibited.

The Statement will be posted on SkyVision's website at www.sky-vision.net and is subject to change at SkyVision's discretion, without notice at anytime. Service Providers must periodically check the SkyVision website for amendments.

Each Service Provider is required to indicate its acceptance of, and agreement to comply with, the above terms, as may be amended from time to time, by returning this document to SkyVision, duly executed by an authorized signatory, in the space provided below.

Signature

Date

Name of Service Provider

Name of Authorized Signatory

Execution Copy