

VOLT INFORMATION SCIENCES, INC. AND SUBSIDIARIES CODE OF BUSINESS CONDUCT AND ETHICS

TO: All Employees
FROM: Steven A. Shaw, President & Chief Executive Officer
DATE: Updated August 3, 2010

Volt Information Sciences, Inc. has always been committed to operating with honesty and integrity. I am proud of our image and I am confident that we will continue to maintain our high standards in all that we do.

Volt faces new challenges and demands every day. This Code of Business Conduct and Ethics (“Code of Conduct” or “Code”) has been adopted by Volt and each of its subsidiaries and provides information about the ethical standards and legal responsibilities that Volt expects all employees to follow, and provides basic guidelines for conducting business on behalf of Volt.

In meeting the challenges and demands of our business, we will be judged by our customers, colleagues and shareholders, not only by what we do, but how we do it. Each of us is responsible for his or her own actions with respect to proper business conduct and ethical behavior. **Violation of any of the standards contained in this Code can result in disciplinary action by Volt, including termination of employment, as well as possible civil liability and criminal prosecution for an illegal act.**

The standards in this Code of Conduct are designed to deter wrongdoing and illegal conduct and to support honest and ethical conduct. However, the Code cannot address every situation. All employees are encouraged to seek input and advice from Volt management, the Volt Human Resources Department, the Volt Internal Audit Department or the Volt Legal Department as you face new and difficult situations. Contact information for the senior members of these and certain other Volt departments, is included in Section III of this Code.

Further, any employee who observes or becomes aware of unethical or unlawful activity by another employee, is required to report such activity immediately to Volt’s Legal Department, Human Resources Department or Internal Audit Department. Volt prohibits actual or threatened retaliation, harassment or discrimination due to good faith reports of misconduct.

As in the past, I ask each person in the Volt community to make a personal commitment to follow our Code of Business Conduct and Ethics. All Volt employees must comply not only with the letter of this Code, but also its spirit. By working together we will maintain Volt’s reputation for integrity and our success as a corporation.

BASIC PRINCIPLES OF THIS CODE

Scope

This Code applies to all directors, officers, employees and agents of Volt Information Sciences, Inc., its subsidiaries, affiliates or controlled entities throughout the world (collectively “Employees” or “you”). Note that what you may not do directly under this Code, you also may not do indirectly, such as by having your spouse, cohabitant, family member, friend, business partner or associate do it.

Honest and Ethical Conduct

Volt requires honest and ethical conduct. This Code requires each Employee to act in good faith, with honesty and integrity, with due care and without misrepresenting facts or allowing independent judgment to be subordinated to personal interests. Employees are personally responsible for their own conduct. Employees have a moral and, in some cases, a legal obligation to call to Volt’s attention violations of this Code by others.

Additional Managerial Responsibility

Managers (defined as Employees who supervise others) are expected to exemplify the highest standards of ethical business conduct; to set a “tone of integrity” for their operations. Managers are responsible for creating a work environment that promotes honest and ethical behavior and are expected to be familiar with the policies and legal requirements applicable to their organization to ensure Employees receive appropriate training and guidance and understand and comply with this Code.

Duty to Seek Assistance

Volt’s success in achieving legal and ethical compliance depends on each Employee seeking advice before problems occur and reporting incidents that could raise compliance issues. It makes no difference if the Employee engages in illegal or unethical conduct to benefit the Employee and others, or whether they do so in a misguided attempt to benefit Volt. Good intentions do not justify improper conduct. Violations of law or company policy for any purpose are unauthorized and unacceptable.

Compliance with Laws, Rules and Regulations

Simply put, Employees may not violate the law. Employees are required to comply with all applicable governmental laws, rules and regulations, both in letter and in spirit. Employees are not expected to know the details of all applicable laws governing business conduct worldwide, but are expected to seek guidance from Volt’s Legal Department regarding compliance with this Code.

This Code is divided into 3 sections. These sections do not contain a complete description of every applicable law with which Employees are required to comply. Volt’s Legal Department is responsible for applying this Code to specific situations, and any questions regarding interpretation should be addressed to Volt’s Legal Department.

This Code does not vary or supersede the regular terms and conditions of any Employee’s employment. Although compliance with this Code is a condition of employment, **IT IS NOT A CONTRACT OF EMPLOYMENT AND DOES NOT CHANGE ANY PERSON’S STATUS AS AN AT-WILL EMPLOYEE.**

Any Employee who violates any of these policies shall be subject to discipline, which can include discharge for cause. Volt may also have a legal obligation to report violations of these policies to appropriate enforcement authorities.

In some cases, compliance with these policies will be monitored by periodic audits. These may be done by any designated Volt department. Employees are required to cooperate fully with audits and to provide truthful and accurate information to Volt investigators.

Changes or Amendments

This Code is subject to unilateral change by Volt at any time in Volt’s sole discretion. Changes or amendments will be provided to Employees in the most expeditious way possible.

I. Working with Customers, Suppliers and Competitors

No matter how high the stakes, no matter how great the “stretch”, Volt will do business only by ethical and lawful means. When working with customers, suppliers and competitors in every aspect of our business, we

will not compromise our commitment to integrity. Employees may not use a contractor, consultant, agent or other third party to do anything they themselves are prohibited from doing. Pressure from supervisors, co-workers or demands of the business are no excuse for violating the law.

This section offers a summary of seven policies that relate to the ways that Volt interacts with customers, suppliers and competitors:

- Antitrust Laws
- Foreign Corrupt Practices Act
- Antiboycott Laws
- Export Controls
- Imports into the United States
- Fair Dealing
- Copyrights/Computer Software

Antitrust Laws The competition laws (commonly known as the antitrust laws) are a critical part of the environment in which Volt operates. They govern a wide range of Volt's business, including setting prices, purchasing, selling and marketing goods and services.

The basic idea behind the antitrust laws is that all companies should compete individually. The antitrust laws prohibit competitors from joining in business agreements to set prices, consolidate their market power or otherwise restrain trade. The following general guidelines should be followed to avoid violations of the antitrust laws:

(a) No Employee should ever discuss pricing or pricing practices or costs with a competitor (except in the limited situation where that particular competitor may also be a customer or supplier, and the discussion is in conjunction with a specific transaction in the normal course of Volt's business, and permission has been obtained from the Legal Department);

(b) No Employee should ever discuss with a competitor the territories in which each company will sell its products or services, the customers to which each company will offer its products or services, or the types of products or services or the amount of any product or service that Volt will produce or offer in the marketplace.

Any Employees, who find themselves in one of the situations listed above, must promptly remove themselves from the situation and report it as set forth in this Code.

Be aware that there is NO exemption in the antitrust laws for joint activity occurring at a trade association meeting.

Foreign Corrupt Practices Act The Foreign Corrupt Practices Act ("FCPA") prohibits Employees from offering, paying, promising to pay money or giving anything of value, directly or indirectly, to officials of any foreign government, candidates for foreign political office, or foreign political parties or party officials (collectively "Foreign Official") for the purposes of obtaining, retaining or directing business. In other words, Employees cannot make a payment or gift or give anything of value to influence a Foreign Official in some official act, such as failing to perform an official duty or to use influence with their government or business for Volt's business benefit. Even an offer or a promise of a payment violates the law.

Volt Employees may never utilize or allow agents or distributors to make payments which violate the FCPA. Payments that we make to our agents or distributors should always be strictly for services rendered, and the amount stated should be reasonable given the nature of those services.

The concept of "payment" under the FCPA is not limited to money. Payment includes "anything of value", including non-monetary gifts, free trips and other forms of non-cash favors.

Under the FCPA, there are two very limited circumstances when a person may provide money or something of value to a Foreign Official, but it is Volt policy that this be done only with the approval of Volt's Legal Department. First, payments may be made to a Foreign Official to facilitate "routine government actions", such as obtaining permits, licenses or other government documents or processing government papers such as visas or work orders. Second, a person is permitted to incur reasonable expenditures on behalf of a

Foreign Official which are directly related to promoting, demonstrating or explaining products or services, or executing or performing a contract with a foreign government or agency.

The scope of laws concerning corruption of public officials is very broad. Use caution and discretion in any business dealing with a Foreign Official. Before any payments are offered or made or expenses incurred, Employees must receive written approval from the Legal Department.

We cannot impress upon you enough the severe consequences of violating any laws governing payments to public officials. You can see from this general summary of the laws that they are quite broad in scope. We also realize that in dealing with public officials many situations may arise, which may give you concern where there do not appear to be any clear-cut answers. You must consult with Volt's senior management and Volt's Legal Department in advance to resolve any questions of appropriate conduct in the event that the situation should arise.

Antiboycott Laws United States antiboycott laws prohibit companies from participating in or supporting economic boycotts that are not sanctioned by the United States government.

Additionally, a company must report to the United States government any request to participate in or support an economic boycott not sanctioned by the United States government, whether received orally or in the form of bid invitations, purchase orders, contracts, letters of credit, shipping documents, or other written communications. All oral and written boycott requests must be reported immediately to the Legal Department. No Employee should provide information, statements, certificates or any other communication that will violate United States antiboycott laws and regulations.

Export Controls Export control laws govern the shipment of commodities and technical information from one country to another, as well as the disclosure of technical information to any non-United States individual, whether the disclosure is made inside or outside the United States. Export laws control the distribution of hardware, software, and technical information, no matter how shipped, personally carried, mailed or transmitted.

Employees are required to comply with all applicable export laws and regulations. Export control regulations are complex, and an Employee involved in any export transaction must review it with the Volt Export/Import Compliance Officer.

Additionally, all Employees must observe two rules:

- (a) Employees should satisfy themselves that there is some regulation or specific export license that covers the export they want to make. This includes exports of technology (which includes sending an Employee overseas who has possession, either in paper, on Employee's computer, or in the Employee's mind), as well as exports of goods and services;
- (b) Any information that any Employee furnishes either to other Volt Employees, to the government, or to companies hired to facilitate our export transactions must be truthful and accurate. This includes both information regarding the technology in question and information regarding the economic value of the imports/exports.

Additional Rules for Staffing If a foreign national is allowed access to technology, it is "deemed" to be an export of that technology to the foreign national's country of birth or citizenship. Therefore, when filling an order for temporary personnel, if a customer anticipates that the position could result in access to information/technology that is subject to United States Export Control Laws, Volt will be required to staff the assignment with an individual that meets certain legal requirements. In other cases, depending on the person's country of origin/citizenship, the customer may be required to have an appropriate export license. Contact the Export/Import Compliance Officer for assistance.

Volt Employees involved in export business also have an obligation to be reasonably alert to situations in which inaccurate information may have been furnished, either to Volt or to any of our agents, involving the ultimate destination or use of the goods. This is particularly important for goods of the type that are not permitted to be shipped to certain countries. If any Employee feels that there is any doubt as to the accuracy of the information being furnished regarding the ultimate destination or use of anything Volt exports, the Employee should contact his or her immediate supervisor and the Volt Export/Import Compliance Officer.

Imports into the United States United States import laws govern the import of commodities into the United States. These laws control what can be imported into the United States, how these commodities should be marked, and the amount of duty to be paid. The amount of that duty is based upon the classification and value of the goods. Volt policy is to be accurate and truthful as to both of these. All information furnished to any Customs official or to any agent hired to facilitate our imports must be accurate and truthful.

Fair Dealing Volt seeks to outperform its competitors fairly and honestly. Volt seeks competitive advantage through superior performance, never through unethical or illegal business practices. Employees should deal fairly with Volt's suppliers, competitors and other persons with whom Volt does business. Volt's advertising should always be truthful. If specific claims are made about products or services, or their performance, there should be evidence to support those claims. Volt should not disparage any of the products, services or employees of any of our competitors. If we do engage in any comparison of our products or services against those of a competitor, the comparison should be fair.

Copyrights/Computer Software Copyright laws protect the original expression in written materials, including computer software. Under current law, even if there is no copyright notice, the item is still probably subject to the copyright laws.

In most cases, software used by Employees is copyrighted, and Volt does not have the right to duplicate the software except for backup purposes. This includes not only the substantial proprietary software programs Volt may license, but also the smaller "shrink-wrap" programs used for desktop applications. It is Volt's policy to use copyrighted software and its supporting documentation only as permitted by the license agreement for that software.

Copyright laws also generally prohibit duplication of books, manuals and other printed material which may have been purchased. Employees should not make copies, duplicate all or parts of, resell, or transfer such printed material without written permission from the publisher and the use of any requested credit line.

II. Protecting Volt Assets

As Employees, each of us has a direct role in helping to maintain Volt's financial integrity by keeping accurate company records. Employees must also safeguard company property, whether it is a piece of equipment, an electronic file, a Volt trademark or confidential information about an upcoming deal or a development project. Additionally, we have a fundamental obligation to make sound business decisions on behalf of Volt that are undistorted by our individual, family, financial or other interests.

The following policies, summarized in this section, concern our responsibilities for protecting Volt assets:

- Accurate Books and Records/Public Disclosures
- Protection and Proper Use of Volt Assets
- Confidentiality
- Conflicts of Interest
- Insider Trading
- Corporate Opportunities

Accurate Books and Records/Public Disclosures A company's credibility is judged in many ways. One very important way is the integrity of its books, records and accounting. It is Volt's policy to comply with all financial and accounting regulations that apply to it. All of Volt's books, records, accounts and financial statements must be maintained in reasonable detail, must accurately and fairly reflect the true nature of Volt's transactions, must conform to legal requirements and Volt's policy of internal controls and must also comply with Generally Accepted Accounting Practices when applicable ("GAAP").

Employees may not create records that are misleading or artificial nor allow anyone else to do so. Examples would include:

- making records appear as though payments were made to one person when, in fact, they were made to another;
- submitting expense accounts that do not accurately reflect the true nature of the expense; or
- establishing an unrecorded or an "off the books" fund.

All Employees have the responsibility to ensure that false or intentionally misleading entries that hide or disguise the true nature of the transaction are not made in Volt's accounting records. Dishonest and unethical reporting within Volt, or to organizations or people outside Volt, is strictly prohibited. Employees uncertain about the validity of an entry or process are expected to consult the appropriate financial officer and to report suspected accounting irregularities and false entries to Volt's internal auditing department.

Financial officers, Employees in Volt's Accounting Department and other managers responsible for accurate books and records and disclosure of financial information, have an added professional responsibility and a special duty to ensure that these standards are met.

In addition, it is Volt's policy to provide full, fair, accurate, timely and understandable disclosure in all documents filed with the Securities and Exchange Commission and the New York Stock Exchange, and in all other public communications. Only designated corporate officers of Volt Information Sciences, Inc. may make disclosures to the SEC, the NYSE or the public.

Protection and Proper Use of Volt Assets Volt assets are to be used only for legitimate business purposes. This includes both tangible and intangible assets. Examples of tangible assets include office equipment, such as telephones, copy machines, computers, furniture, supplies and production equipment. Examples of intangible assets include intellectual property, such as pending patent information, trade secrets and other confidential information.

Volt assets also include all technology, new works of authorships, discoveries, ideas, creations, and inventions created, developed, invented or used by an Employee during the Employee's employment, whether or not during regular working hours. These are the sole and absolute property of Volt for any and all purposes, and each Employee, as a condition of employment, agrees to assign to Volt all right, title and interest in and to them, except if prohibited by applicable law.

Employees are responsible for ensuring that appropriate measures are taken to safeguard Volt's assets. In addition, Employees should take appropriate measures to ensure the efficient use of Volt's assets only for valid business purposes, since theft, carelessness and waste have a direct impact on Volt's profitability. Volt Employees may not allow others to use or have access to any Volt property, unless specifically authorized by their management and necessary for the conduct of Volt's business.

While Volt respects the individual privacy of Employees, these privacy rights do not extend to the Employee's work-related conduct or the use of Volt-provided equipment or facilities. Volt's computers, facsimile, telephone, voicemail, internet, instant messaging and e-mail, voice mail and messaging systems (collectively "Volt Systems") are the property of Volt, and, are only to be used for job-related communications. **The contents of any of Volt's Systems are accessible at all times. Volt reserves the right to monitor, access and disclose as necessary any data stored on the Volt Systems with or without the Employee's knowledge or consent.**

Where an Employee is assigned to a customer's premises, use of the customer's systems, is subject to periodic unannounced inspections with or without the Employee's knowledge or consent. A customer may have its own computer/systems policy that may be more restrictive than Volt's. Employees assigned to a customer must abide by that customer's policies.

All packages, including shopping bags, briefcases, handbags or other containers brought onto or taken away from Volt premises are subject to inspection at any time with or without notice.

Desks, file cabinets and other related business equipment are owned by Volt. Volt reserves the right to enter or inspect work areas and facilities, with or without notice.

Volt's policy permits any lawful method of investigation necessary to determine whether any Employee has engaged in any conduct that interferes or adversely affects Volt's business, or theft of any Volt property or property of any Employee or visitor, and all Employees are required to cooperate with designated Volt investigators. Volt policy also permits any lawful method of investigation for suspicion of possession of drugs, alcohol, firearms or anything else that is prohibited on Volt property.

Confidentiality Confidential information is information or knowledge that Volt has determined must not be disclosed to others. Confidential information includes, but is not limited to: work being performed by any

Employee, research and development information, such as inventions and patent applications; customer and employee information; technical information and know-how; business strategies; business results; products or services; marketing plans; pricing and financial data; non-public information about products or services; and any non-public information that is useful or helpful to Volt, that if disclosed would be useful or helpful to competitors of Volt. Confidential information also includes information made available to Employees by Volt customers and other employees.

Any Volt confidential information should be discussed with other Employees only on a need-to-know basis. Employees should always be alert to avoid inadvertent disclosures during social conversations or in normal business relations with suppliers or customers or other employees.

Confidential information shall be kept at Volt's premises unless an Employee has special permission to temporarily remove the information. Employees may not use or disclose confidential information in any way, either during employment or at any time thereafter. The prohibition against disclosing confidential information extends indefinitely beyond an Employee's period of employment. At termination of employment, or at the request of Volt at any time, all original and copies of confidential information in an Employee's possession shall be returned.

Conflicts of Interest Conflict of interest generally describes situations where an Employee's own interest may influence the way he or she handle company business. It usually involves a situation where an Employee or an Employee's family member or cohabitant can benefit personally from transactions involving Volt. While a possible conflict between personal interests and Volt business does not always result in damage to Volt, its very existence creates an inappropriate condition. Even the appearance of a conflict of interest should be avoided. If an Employee thinks he or she may have a direct or indirect conflict of interest, the Employee must immediately disclose such potential conflict to his or her division management who should communicate with Volt's Legal Department. After an Employee has disclosed a potential conflict, a determination must be made regarding the course of action to follow, and whether the Employee should divest himself or herself of the interest or realign job functions.

It is not possible to describe all instances where a conflict of interest could occur. The following situations are considered to have the potential to be a conflict of interest, and should be avoided by all Employees and their family members:

An Employee should not engage in any outside employment or activity to the extent that activity would conflict with Volt's business or interests or interfere with the Employee's responsibilities on behalf of Volt or Volt's business.

Employees shall not have any material financial or other interest in any company or venture (i) with which Volt is doing business, or (ii) with which Volt is seeking to do business, or (iii) which is seeking to do business with Volt, or (iv) which is competing with Volt, whether for business, real estate, financing or otherwise (except for ownership of an interest in a publicly-held company, which is the lesser of either: (i) two percent (2%) or (ii) one (\$1,000,000) million dollars.

Employees shall not engage in any business activities or transactions with any entity that is a competitor of Volt or seeks to be a competitor of Volt or which does business with Volt or seeks to do business with Volt, nor with officers or employees of such entities.

Employees shall not lend money to or borrow money from a competitor of Volt, its customers or from individuals or firms with which Volt does any business, nor with officers or employees of such entities (except borrowing from banks and financial institutions which offer those services to the public).

Employees shall not buy or sell materials or services similar to those purchased, produced, used, provided or sold by Volt.

Bribes or kickbacks in any form to or from a supplier, subcontractor, customer or to any other party involving any Employee are not to be given or accepted under any circumstances.

Employees who make purchasing or contracting decisions for Volt have a responsibility for independence and objectivity of judgment that must not be compromised, nor appear to be compromised. Employees who make purchasing or contracting decisions are responsible to seek the most technically efficient and cost-

effective products and services, and evaluate those using unbiased standards. Accordingly, Employees should not solicit gifts, services, benefits or hospitality from any entity with which Volt is doing business, or is seeking to do business. Additionally, Employees should not accept gifts, services, benefits or hospitality from any entity with which Volt is doing business, or is seeking to do business, in excess of fifty (\$50.00) dollars. Business-related gifts in excess of fifty (\$50.00) are discouraged, but if received, they must be reported, in writing, to the Principal Compliance Officer within ten days of receipt. If, in the sole discretion of the Principal Compliance Officer, a business-related gift creates or appears to create a conflict of interest, the Principal Compliance Officer reserves the right to have the business-related gift returned to its donor, or another disposition made.

Please be aware that many other companies with whom Volt deals have established more formal or specific guidelines regarding their employees' business activities and acceptance by their employees of any meals, trips, entertainment, gifts or favors because of sensitive relationships or business needs. Volt's Employees must comply with such guidelines when dealing with such other companies.

Periodically, Employees may be asked to submit a formal statement to Volt asking for disclosure of any information relating to the possibility of a conflict of interest. Information relating to financial interests and outside work as described herein must be reported in writing to Volt, either on such statements or in any other appropriate way.

Insider Trading Insider trading is the use of non-public information for personal financial benefit or to "tip" others who might make an investment decision on the basis of the information.

The prohibition on insider trading applies not only to Volt's securities, but also to securities of other companies if you learn of material non-public information about these companies in the course of your duties to Volt.

Insider trading is illegal and unethical, and may subject you to criminal or civil liability, in addition to disciplinary action by Volt, up to and including discharge for cause. All non-public information concerning Volt should be considered confidential information.

Volt's complete Insider Trading Policy and the Addition to Insider Trading Policy, which applies to officers and corporate Employees of Volt and its subsidiaries and others who have particular access to Volt information, are available on www.volt.com and Highways.

Corporate Opportunities Employees have a duty to advance Volt's legitimate interest when the opportunity to do so arises. Therefore, Employees are prohibited from using for personal gain or taking for themselves opportunities that properly belong to Volt, which are discovered through the use of Volt property or information or their position at Volt.

Employees are also prohibited from using Volt property, information or position for personal gain, or for competing with Volt in any way.

III. In the Volt Community

Beyond Volt's specific responsibilities to customers and suppliers, all of us have important responsibilities to each other and to the communities in which we work. We must strive to provide safe and discrimination/harassment free environments for Employees and the communities in which we do business.

Throughout Volt, we must ensure that Employees are encouraged to report violations of this Code and illegal or unethical behavior. It is likewise Volt policy to fully cooperate with any appropriate government investigation.

These principles are reflected in the following policies summarized in this section:

- Equal Employment Opportunity Policy
- Environmental, Health and Safety
- Reporting any Illegal or Unethical Behavior
- Government Investigations
- No Retaliation

- Compliance Standards and Procedures
- Interpretations and Waivers of Code of Conduct and Business Ethics
- Requests for Exception

Equal Employment Opportunity Policy Volt encourages diversity and workplace harmony among our Employees, Vendors and Customers. Volt's Equal Employment Opportunity Policy and Volt's Harassment Policy prohibit discrimination and/or harassment by any Employee, Customer or Vendor.

Environmental, Health and Safety Volt is committed to conducting its business with the highest regard for quality of the environment and in compliance with all applicable environmental workplace health and safety laws and regulations. Volt strives to provide a safe and healthy environment for Employees and to avoid adverse impact and injury to the environment. Achieving this goal is the responsibility of all Employees. If an Employee notices anything that he or she believes poses a safety risk, the Employee should report it immediately to the Employee's Supervisor, or to the Volt Human Resources Department or the Volt Risk Management Department.

Reporting any Illegal or Unethical Behavior Employees are urged to promptly report illegal or unethical behavior, including financial misconduct and other violations of this Code. Any report or allegation of violation of law or this Code need not be signed and may be sent anonymously. All reports of violations of this Code, including reports made anonymously, will be promptly investigated and, if found to be accurate, acted upon in a timely manner.

Government Investigations Volt cooperates with appropriate government investigations. Volt's Legal Department or Human Resources Department should immediately be made aware of, and must be involved in, any government investigation, to determine which information is appropriate to supply to investigators. No branch office or Employee other than professional members of the Legal Department or Human Resources Department should ever attempt to handle such matters alone.

Volt prohibits any Employee from altering, destroying, mutilating or concealing any record, document or other object, or attempting to do so, with the intent to impair the object's integrity or availability for use in an official proceeding. Furthermore, Volt prohibits any Employee from lying or making misleading statements to any government investigator, or from otherwise obstructing or improperly influencing any government investigation.

If an Employee is approached at home or at work by government regulatory or law enforcement officials investigating Volt, the Employee can insist that any interview take place at the Employee's office or other location away from the Employee's home. No government official can require an Employee to provide information without providing the Employee an opportunity to consult with Volt's Legal Department or with personal legal counsel.

Government agencies generally do not conduct business over the telephone. If you receive a call from someone claiming to be a government agent, insist that the caller send you written proof of who the caller is and what the caller wants. You should return the call to caller's telephone number only after consulting with Volt's Legal Department or with personal legal counsel. At all times be polite and indicate your willingness to cooperate with the government agent and meet with the government agent either in the government agent's office or in a Volt office.

No Retaliation Volt does not allow actual or threatened retaliation, harassment or discrimination due to reports of misconduct made in good faith by Employees. Employees are required to cooperate in internal investigations.

Whistleblower Volt's Whistleblower Policy provides details for reporting illegal or unethical conduct. The Whistleblower Policy is available on Volt's website. Every effort will be made to keep a reporting Employee's identity confidential, but this cannot be guaranteed in all cases.

Compliance Standards and Procedures This Code is intended as a statement of basic principles and standards and does not anticipate all situations that Employees may encounter. When faced with a business decision with ethical implications, Employees should ask the following questions:

- Are my actions legal? If legal, are they also ethical? Are my actions fair and honest in every respect?
- Would my actions inspire trust?
- Can I defend this action with a clear conscience before my supervisor, fellow Employees and the general public?
- Would I want my actions reported in the newspaper?

This Code is for the benefit of Volt, and no other person is entitled to enforce it. This Code does not, and should not be construed to, create any private cause of action or remedy in any person based upon its violation.

The names, addresses, telephone numbers, facsimile numbers and e-mail addresses of the Departments identified in this Code are set forth below:

<u>Title</u>	<u>Name</u>	<u>Location</u>	<u>e-mail</u>
Chief Executive Officer	S. Shaw	New York*	Published For Internal Use
General Counsel	H. Weinreich	New York*	Published For Internal Use
Associate General Counsel	J. Simpson	Orange**	Published For Internal Use
Assistant General Counsel	T. Cameron	Orange**	Published For Internal Use
Assistant General Counsel	L. Valentino	New York*	Published For Internal Use
Associate General Counsel	G. Nendel	Orange**	Published For Internal Use
Vice President, Human Resources	L. Ross	New York*	Published For Internal Use
Vice President	R. Kochman	New York***	Published for Internal Use
Director, Human Resources	K. Bellman	Orange **	Published For Internal Use
Director of Internal Audit	M. Gleason	New York*	Published For Internal Use
Risk Manager	G. Penebre	New York*	Published For Internal Use
Export/Import Compliance Officer	D. Buthmann	New York*	Published For Internal Use

* 1065 Avenue of the Americas, 20th Floor, New York, NY 10018; **Tel.# 212-704-2400; Fax.# 212-704-2417**

** 2401 North Glassell Street, Orange, CA 92865; **Tel.# 714-921-8800; Fax.# 714-921-7496**

*** 1065 Avenue of the Americas, 20th Floor, New York, NY 10018; **Tel.# 888-877-VOLT**

If an Employee prefers to report violations of this Code anonymously, Volt has set up a toll-free corporate governance hotline where a report can be left. The toll-free telephone number is Published For Internal Use and available from your Human Resources Department. An alternative number is also available for calls originating outside the United States. The corporate governance hotline is hosted by CCBN.com, Inc., an independent private organization not affiliated with Volt. The corporate governance hotline is accessible at all times, providing a confidential way for Employees to report problems. In order to be better able to investigate a complaint or report, it is preferred (but not required), that Employees 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 with utmost confidence. If you wish to remain anonymous, it is not necessary that you give your name or position in any notification, and caller ID will not be activated on the line. Whether you identify yourself or not, in order that a proper investigation can be conducted, please give as much information as you can about the incident you are reporting, including where and when the incident occurred, who was involved and as much other detail as may be necessary to understand and respond to the reported violation.

Any information communicated to the CCBN corporate governance hotline will be treated with utmost confidence.

Interpretations and Waivers of this Code of Business Conduct and Ethics

If you are uncertain whether a particular activity or relationship is improper or requires a waiver of this Code, you should disclose it in writing to Volt's Legal Department. If you are an executive officer or a director of

Volt Information Sciences, Inc., disclosure should be made to the audit committee of the Board of Directors of Volt Information Sciences, Inc. A determination will be made whether a waiver is required, and if so, if the waiver will be granted. You may be required to agree to conditions before a waiver or a continuing waiver is granted.

Any waiver of this Code for an executive officer or a director may be made only by the Board of Directors or the audit committee of the Board of Directors of Volt Information Sciences, Inc., and will be disclosed to the extent required by applicable law, rule or regulation, and maintained by the Legal Department.

Requests for Exception While some of these Volt policies must be strictly adhered to and no exceptions will be allowed, in some other cases, exceptions may be possible. For example, a minor conflict of interest situation can sometimes be resolved simply by disclosure of the possible conflict to all interested parties.

Any Employee who believes that an exception to any of these policies is appropriate in his or her case, should first contact his or her immediate supervisor in writing, requesting an exception and explaining the reason why an exception should be granted. If the immediate supervisor agrees that an exception is appropriate, the written approval of a Senior Vice President or higher level officer should be obtained. The written request for an exception and the written approval must be filed with the General Counsel.

Any request for an exception to any of these policies by any officer or a director of Volt Information Sciences, Inc. or by any officer of any Volt subsidiary or division must be made in writing directly to Volt's General Counsel. In the case of requests for exception made by any executive officer or director of Volt Information Sciences Inc, the permission of that corporation's board of directors or the audit committee of the board of directors must be obtained.

This Code of Conduct does not vary or supersede the regular terms and conditions of any Employee's employment. **THIS CODE SHOULD NOT BE CONSTRUED AS A CONTRACT OF EMPLOYMENT AND DOES NOT CHANGE ANY PERSON'S STATUS AS AN AT-WILL EMPLOYEE.**

Changes or Amendments This Code of Conduct is subject to unilateral change by Volt at any time at Volt's sole discretion. In the event of any changes or amendments, such changes or amendments will be provided to all Employees in the most expeditious way possible. If there are interpretations of the policy of broad application to Employees, those will also be appropriately distributed.

Non-exclusivity No representation is expressed or implied that the policies stated herein are all the relevant policies or that they are a comprehensive, full or complete explanation of the laws that are applicable to Volt and its Employees. All Employees have a continuing obligation to familiarize themselves with applicable law and Volt policy.

Every director, officer, Employee and agent is responsible for reading and complying with this Code. Periodically, Employees will be asked to reaffirm in writing their commitment to the principles contained in this Code as it then exists. In addition, every director, officer, employee and agent is responsible for reading and complying with Volt's governance policies, listed on both www.volt.com and Highways.