

STRATOS GLOBAL CORPORATION

Code of Ethics and Business Conduct

Revised: 02/24/2009

I. Introduction

At Stratos, we are dedicated to upholding the highest legal and ethical standards with regard to the way we conduct business. Whether competing for new business, working on behalf of customers, or performing any of our daily functions, all Stratos employees are obligated to exercise good judgment and to conduct themselves with the utmost integrity and honesty.

The following Code of Ethics and Business Conduct has been endorsed by Stratos' senior management, and adopted by our Board of Directors, as a guideline for all employees, officers and directors. It is your responsibility to familiarize yourself with the contents of this code and to adhere to it in all instances. Failure to do so is a serious matter that may result in corrective action up to and including termination of employment. Managers are also responsible for ensuring that employees under your supervision are familiar with this code and for promoting compliance. Employees, officers and directors who are aware of suspected misconduct, illegal activities, fraud, abuse of the Company's assets or violations of the standards outlined in the Code are responsible for reporting such matters.

Stratos has issued this Code to deter wrongdoing and to promote:

- honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- avoidance of conflicts of interest with the interests of the Company, including disclosure to an appropriate person of any material transaction or relationship that reasonably could be expected to give rise to such a conflict;
- confidentiality of corporate information;
- protection and proper use of corporate assets and opportunities;
- compliance with applicable laws, rules and regulations;
- the prompt internal reporting of any violations of this Code to an appropriate person or person identified in the Code; and
- accountability for adherence to the Code.

This document cannot address every situation that you may encounter. Because rapid changes in our industry and regulatory environment constantly pose new ethical and legal considerations, no set of guidelines should be considered to be the absolute last word under all circumstances. However, we hope that a careful review will provide the general guidance necessary for you to determine what is appropriate conduct. Should you ever be in doubt as to what is legal and ethical in a given situation, you are encouraged to speak with your immediate manager or a senior manager.

Although laws and customs will vary in the many different countries in which we operate, our basic ethical responsibilities are global. In some instances, there may be a conflict between the laws of countries that apply to the operations of the Company. When you encounter such a conflict, you should consult the Company's Chief Legal Counsel to understand how to resolve that conflict properly.

II. Guiding Principles

A corporation's reputation is one of its most valued assets and a direct reflection of the way in which individuals representing the corporation conduct themselves. At Stratos, it is our fundamental policy to conduct all business with honesty and integrity, and in accordance with the highest legal and ethical standards.

As part of the Company's efforts to be a good corporate citizen, Stratos complies with all laws and government regulations of the jurisdictions in which we operate. Moreover, the use of any funds or assets of the company for any unlawful or improper purpose is strictly prohibited. In addition, Stratos is committed to open, fair and lawful competition in the marketplace.

As individuals, Stratos employees are committed to the honest use of time, funds and property, to avoiding situations where personal interests are, or appear to be, in conflict with the Company's interests, and to fair and courteous dealings with customers, partners, coworkers, suppliers, competitors and others. As we strive to attain favorable business results, we will devote as much care to how those results are achieved as to the results themselves.

III. Promoting a Safe and Welcoming Work Environment

1. Occupational Health and Safety

Stratos regards the health and safety of its employees as an important corporate value and has implemented policies and practices in this regard. We are committed to maintaining a work environment that safeguards the well-being of employees, contractors and visitors.

Stratos complies with all applicable laws and regulations relating to safety and health in the workplace. We expect each employee to be mindful of safety in the course of their daily activities and to promote a positive working environment for all. You are expected to consult and comply with all Company rules regarding workplace conduct and safety. You should immediately report any unsafe or hazardous conditions or materials, injuries, and accidents connected with our business and any activity that compromises Company security to your immediate manager or Human Resources representative.

Stratos does not tolerate violence of any kind or the threat of violence in the work place.

2. Discrimination and Harassment

Stratos does not tolerate discrimination or harassment of any kind in the workplace. Our policy is that all applicants for employment and all employees will be considered and treated in all terms, conditions, and privileges of employment without regard to race, color, sex, religion, age, national origin, disability, veteran status and any other factor protected by applicable law.

Stratos also makes reasonable and necessary accommodation for employees with disabilities, provided that the individual can properly perform the duties of the job.

Stratos prohibits abusive or harassing conduct by our employees and officers toward others, such as unwelcome sexual advances, comments based on ethnicity, religion or race, or other non-business, personal comments or conduct that make others uncomfortable in their employment with us.

Any concerns regarding discrimination or harassment should be directed to your immediate manager or confidentially to your Human Resources representative.

3. Drugs and Alcohol

Stratos is concerned about the dangers of substance abuse in the workplace. Substance abuse poses a serious threat to the health and safety of employees, customers, contractors, vendors and visitors, and can negatively affect the company's productivity and liability.

In this regard, Stratos prohibits the unlawful or unauthorized manufacture, distribution, dispensation, possession, or use of a controlled substance, drug or alcohol on company time and company premises. Appropriate use of alcohol may be authorized in the workplace on certain specific occasions. Alcohol and drug use outside of the workplace, where it could adversely affect your job performance, jeopardize the safety of others, or have a negative impact on the company, is also not tolerated. In this regard, some employees and contractors may also be required to submit to alcohol or drug testing where required by law, or by a contractor or business associate, for specific job locations.

IV. Safeguarding Information and Assets

1. Use of Equipment and Computing Services

Stratos provides a wide variety of equipment and computing services to allow you to carry out your job functions safely and effectively. This includes mail, e-mail, instant messaging, courier services, photocopiers, fax machines, telephones, voice mail, computer networks, computer files, video equipment and tapes, tape recorders and recordings, mobile telephones and other wireless devices, as well as access to outside resources such as the Internet, online services and bulletin board services.

All of the equipment and computing services made available to you, including information transmitted or stored on communications equipment, are the sole property of Stratos and should only be used for company business. Occasional and reasonable personal use is permitted, provided it does not interfere with performance of work duties and responsibilities or in any way compromise or disrupt company's computer networks and systems. You may also use Stratos facilities for personal improvement, outside of scheduled hours of work, provided that such use is consistent with professional conduct and is not for your personal financial gain.

In all cases, you should be aware that some facilities – particularly e-mail – are not secure, and that other individuals inside or outside the company may gain access to transmitted or stored information. Caution should be exercised in communicating and working with private and confidential information.

2. Employee and Customer Privacy

At Stratos, we are committed to ensuring that we meet the expectations of our employees and customers with regard to privacy and confidentiality. To this end, Stratos has established a privacy policy that outlines our practices with regard to the collection, use and disclosure of personal information.

It is Stratos' policy to collect only the information necessary to effectively operate our business and to take all reasonable precautions to safeguard the privacy of this information. We use personal information only for appropriate business purposes and our policy is not to share personal information with outside entities, except where the sharing of such information is reasonably required.

For employees, personal information includes information found in your personal employment files, performance and salary reviews, and health, benefits and payroll information. For customers, this information can include personal addresses and phone numbers, credit information, billing records and other information pertaining to the customer's relationship with the company.

It is the responsibility of every Stratos employee to protect against the theft, loss, misuse or inadvertent disclosure of personal and confidential information, and to limit the use of this information to appropriate, permissible and necessary business purposes.

3. Confidentiality and Corporate Assets

It is essential that you safeguard company information, particularly given the competitive environment in which we operate. Unless specifically developed for external use, all company records, information, data, projects, plans and processes, including both paper and electronic documents, are proprietary company information. This information is confidential and should not be shared without proper authorization. In situations where there is a business requirement to share confidential information, a non-disclosure agreement should be considered, and corporate legal counsel should be consulted.

At the end of your employment, you must return all company property, including confidential information, to the company. Further, your obligation to safeguard confidential information continues after you leave.

4. Intellectual Property

Intellectual property is among the most valuable assets that a company possesses. This refers to such things as patents, copyrights, trademarks, domain names, trade secrets, confidential information, business methods and processes, and computer software.

All intellectual property conceived of or made during or after working hours in the course of your employment with Stratos, or which is within the scope of the company's business interests, is the property of Stratos.

In connection with the non-disclosure agreement signed upon being hired, you are prohibited from disclosing proprietary information and intellectual property outside of the company without authorization from your immediate manager and without ensuring that appropriate safeguards and legal documentation are in place.

5. Books and Records

Maintaining complete, accurate and reliable records is essential for the effective operation of our business and for ensuring we meet our legal, regulatory and financial obligations. All books, records, plans, and other data should fairly reflect Stratos' transactions in reasonable detail and in accordance with relevant practices and policies.

Stratos employees will not make unauthorized, false or deliberately inaccurate entries in books or records. No payments will be made with the intention or understanding that all or some of the payment is to be used for any purpose other than that described by the documents supporting payment. No undisclosed or unrecorded funds or assets will be established for any purpose. And, no false or misleading statements, written or oral, will be made to any internal or external accountant or auditor with respect to Stratos' financial statements or documents filed with securities exchange organizations.

V. Business Practices and Conflicts

1. Gifts and Entertainment

Generally, you should not accept or give gratuities, gifts, favors or unusual hospitality where it may be perceived that the goods or services are being provided or received in exchange for special treatment. Employees are permitted to accept and provide commercial business entertainment, which is reasonable in nature, frequency and cost. Reasonable business entertainment includes, for example, a lunch, dinner, or occasional sports or cultural event, and gifts of nominal value, as well as promotional events sponsored by the company.

You must be careful in all situations to avoid the inference or appearance that any gifts or entertainment are being provided in exchange for special treatment and you should consult with your immediate manager if you have any questions.

2. Foreign Corrupt Practices Act

All Stratos directors, officers and employees, regardless of their residency, their nationality or their work location, must abide by various legislation relating to corruption of foreign public officials, including the Foreign Corrupt Practices Act of the United States of America, 15 U.S.C., §§78dd-1, et seq.

Specifically, nothing of value (including payments in cash or in kind, charitable contributions, donations, political contributions, gifts, favors, meals, entertainment or other gratuities) shall be given, offered, promised, or authorized, if the payments or other things of value are intended for or benefit any official of any country in order to influence any act or decision of the official, or to induce the official to use his influence in any way, for the purpose of obtaining or retaining any commercial or financial benefit. "Official" of any country includes any representative or employee of any: (a) domestic or foreign government (whether local, state or province, or national, and regardless of the

position in government), (b) state owned or controlled enterprise, (c) labor union, (d) entity acting on behalf of a government or carrying out a public function, (e) political party or candidate for office, or (f) public international organization. In addition, nothing of value should be given, offered, promised or authorized to an official's close relative or business associate. The prohibition is intended to prevent bribes, kickbacks, or any other form of payoff. In addition, Stratos directors, officers and employees should not accept payments of the kinds described above.

Stratos understands that there are instances where small gifts of little value, modest meals, reimbursement of legitimate travel costs, and inexpensive entertainment may be appropriate for legitimate business purposes, such as making an introduction of Stratos, demonstrating company capabilities to an official responsible for evaluating suppliers, or building good will with a government agency. Any such gifts, travel expense reimbursement, meals or entertainment must be reasonable in cost and frequency, must be clearly permitted by all applicable local laws (and are not generally permitted with respect to U.S. government personnel), and must be given under circumstances in which providing these benefits is widely practiced and transparent. Lavish gifts, meals, travel arrangements, or entertainment activities are not permitted.

None of the prohibited payments, etc. described above may be made directly or indirectly through third parties. Stratos and Stratos personnel can be held criminally liable for anything of value provided to or by third parties (such as agents) if some or all of the value is given to or benefits an official. Prior to entering into an agreement with any distributor, agent, reseller, consultant, partner, subcontractor, supplier, vendor, or other representative with regard to actual or possible business involving a government or international institution, Stratos will perform appropriate FCPA-related due diligence and obtain from the third party certain assurances of compliance.

In certain circumstances, so-called "facilitating payments" are permissible to low-level government employees to facilitate or secure performance of routine government action to which Stratos is otherwise entitled, such as the issuance of routine permits, the processing of work orders or visas, or the provision of police protection or utility service. It is essential, however, that any such payment is not in any way intended to affect the result of a governmental decision-making process. A payment that is intended to alter the outcome of a government decision-making process in any way is not a "facilitating payment" and may not be made under any circumstances. The making of facilitating payments is discouraged both because: (a) it can be difficult to discern the line between a permissible facilitating payment and a prohibited bribe, and (b) many governments forbid facilitating payments even if the FCPA permits them in some instances. Therefore, all employees must obtain the approval of corporate legal counsel prior to making a facilitating payment, and it must meet all of the following criteria:

- Non-Discretionary – The purpose of the payment is limited to securing or expediting a routine government action to which the company is entitled. The facilitating payment must not involve any discretionary action by a government official.
- Customary and Lawful - The payment is customary in the country where made and is lawful under the local law.
- Insubstantial – The payment must be insubstantial in amount (as viewed in light of the standard of living of the country in which the payment is made) and paid to a clerical or ministerial government employee, not a mid level or more senior person.
- Necessary – The payment is necessary to prevent damage to an existing and important commercial interest of Stratos, and there is no reasonable alternative to making the payment.
- Any such payment shall be reported quarterly to the Corporate Controller and must be accurately described and recorded in Stratos' accounting books and records.

3. Conflict of Interest

Directors, officers and employees should not engage in any activity, practice or act which conflicts with the interests of the Company. A conflict of interest may arise when an employee's personal interests or those of their family intersect with their responsibilities at Stratos. All measures must be taken to avoid situations where a conflict exists or that give the impression that a conflict could exist. You are responsible for notifying your immediate manager if a conflict or potential conflict of interest arises.

Some examples of situations that could constitute a conflict of interest include:

- An employee, employee's spouse, common-law partner or dependent family member has an investment or financial interest in, or works or serves as a director for, any supplier, customer or Stratos competitor that has (or seeks to have) business dealings with Stratos.
- An employee's acceptance of, or giving permission to a member of the employee's dependent family member or spouse to accept, gifts or favors of more than nominal value (US\$50 or less) from an actual or prospective customer, supplier or Stratos competitor, or any governmental official or employee. This does not preclude an employee's acceptance of reasonable business entertainment, such as a lunch or dinner, or events involving normal sales promotion, advertising or publicity. Gifts include materials, services, repairs or improvements at prices lower than would otherwise be available in the marketplace.
- An employee's competition with Stratos in the acquisition or disposition of property, services or other interests or taking personal advantage of an opportunity in which Stratos has an interest.
- Employees who approve or administratively control contracts or other business arrangements between Stratos and members of their immediate family, including common-law partners, or with an individual employing a member of their immediate family in activities under the employee's administrative control.
- Employees who have an interest in a transaction involving Stratos or a customer, business partner or supplier.

The following situations would not be considered conflicts of interest:

- Ownership of 2% or less of the outstanding shares of the publicly traded securities of a supplier, customer or Stratos competitor.
- A transaction or relationship disclosed in accordance with this policy and determined not to be a prohibited conflict of interest. Employees should contact their immediate manager to report potential conflicts.
- Occasional tickets to sports events, concerts, etc., assuming the supplier or customer is in attendance, the tickets are reasonably priced and serve a valid business purpose. If the supplier or customer is not in attendance, these offerings would be considered gifts and should be discussed with and endorsed by the employee's immediate manager prior to attendance. Where possible, employees should reciprocate to avoid the possibility of being (or appearing to be) influenced by the entertainment or gift.

In most instances, full disclosure of the facts by the employee is all that is necessary to enable Stratos to protect its interests. In rare cases, prompt elimination of the outside interest will be necessary. You should not put yourself in a position that might give rise to the appearance of a conflict of interest.

4. Insider Trading

Management, employees, members of the Board of Directors and others who are in a "special relationship" with Stratos from time to time, may become aware of corporate developments or plans which may affect the value of Stratos' securities (inside information) before these developments or plans are made public. Trading while in possession of this type of inside information is contrary to Stratos' policy and is illegal. Black out periods occur certain times throughout the year and during this time, all Stratos officers and directors are prohibited from buying or selling the company's securities. During such black out periods, the prohibition on trading may be extended to employees working on, or with special access to, the financial information or corporate developments or plans that is the basis of the black out period. In order to avoid civil and criminal insider trading violations, the Company has established an Insider Trading Policy. As a prerequisite and condition of employment, all employees and officers must sign an acknowledgment by which they agree to adhere to this policy.

5. Reporting Questionable Practices

Stratos is committed to maintaining a work environment where employees feel free to report any irregularities they witness or become aware of with regard to accounting, internal controls and auditing, without the fear of retribution, retaliation or inaction. In this regard, the company has established appropriate policies and procedures that provide for confidential and anonymous submission of concerns regarding questionable accounting or auditing matters, as well as prompt and appropriate response to and treatment of these matters. Further details on processes and practices are documented in Stratos' Whistleblower policy.

6. Political Contributions

Stratos encourages you to support the political party of your choice and provides appropriate and reasonable time off from work for the purpose of voting.

It is Stratos' policy not to make political contributions, directly or indirectly, in support of any party or candidate in any election, federal, state/provincial or local. For this purpose, the purchase of tickets for dinners, advertising in political program booklets, use of Stratos' duplication facilities, compensated employee activity, employee contributions reimbursed through expense accounts, and similar donations in kind, are considered political contributions.

Stratos may on occasion contribute to local initiative or referendum campaigns where the company's interests are directly involved and where permitted by local law. All such proposed contributions will be approved in advance by the CEO and will be cleared in advance with corporate legal counsel to ensure full compliance with applicable laws, regulations and reporting requirements.

VI. Protecting the Environment

It is Stratos' policy to conduct its business in a manner that is compatible with the balanced environmental, social and economic needs of the communities in which it operates. In this regard, we are committed to reporting and to continually improving its environmental performance.

VII. Reporting a Breach of Ethics

Stratos employees have a responsibility to report all situations in which our ethics principles are not being followed. The recommended first step is to discuss the situation with your immediate manager. If you require additional advice or have any concern about an ethics issue, you should report it to your immediate manager or on a confidential basis to your Human Resources representative.

Stratos prohibits any director or employee from retaliating or taking adverse action against anyone for raising in good faith suspected conduct violations or helping to resolve a conduct concern. Any individual who has been found to have engaged in retaliation against a company director, officer or employee for raising, in good faith, a conduct concern or for participating in the investigation of such a concern may be subject to discipline, up to and including termination of employment or other business relationships. If you believe that you have been subjected to such retaliation, you are encouraged to report the situation as soon as possible to your immediate manager or to your Human Resources representative.

VIII. Waivers and Amendments

Only the Board of Directors may waive application of or amend any provision of this Code. A request for such a waiver should be submitted in writing to the Board of Directors, Attention: Chairman of the Board, for its consideration. The Company will promptly disclose to investors all substantive amendments to the Code, as well as all waivers of the Code granted to directors or officers in accordance with applicable laws and regulations.

IX. No Rights Created

This Code is a statement of the fundamental principles and key policies and procedures that govern the conduct of our business. It is not intended to and does not, in any way, constitute an employment contract or an assurance of continued employment or create any rights in any employee, director, client, supplier, competitor, stockholder or any other person or entity.

Receipt of Code of Ethics and Business Conduct

I have received a copy of the Stratos Global Corporation (the "Company") Code of Ethics and Business Conduct (the "Code") and acknowledge that I have read and understand its contents. I understand my obligation to comply with this Code, and my obligation to report to appropriate personnel within the Company any and all suspected violations of this Code. I understand that the Company expressly prohibits any director, officer or employee from retaliating against any other such person for reporting suspected violations of the Code. I am familiar with all resources that are available if I have questions about specific conduct, Company policies, or the Code.

Printed Name:

Signature:

Position:

Date:
