



  
**Gary R. Chadick, Esq.**  
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November 20, 2009

Effective November 23, 2009, I approve the release of the attached revised *Standards of Business Conduct* document, serving as the company's code of conduct. This document will serve as the main source for our employees and others to understand our company's Standards of Business Conduct. In addition, I approve a revised document previously titled *Standards of Business Conduct Policy (RC-ADM-POL-008)*, which will be renamed *Ethics Program Policy* to reflect the removal of the standards from the document. This policy will now describe the general policy statements regarding the company's ethics program and responsibility for its delivery.

In addition to becoming the main source of the Rockwell Collins Standards of Business Conduct, the ethical decision-making process has been updated and the code has been organized into five main topic areas. This design is intended to make our code easier to use and articulate our standards of conduct in a more straightforward manner. The five topics are:

- Building trust by creating a safe and secure environment for all employees
- Building trust through high integrity products and information
- Building trust through relationships with others
- Building trust through compliance with laws and regulations
- Building trust through personal accountability to the company's Standards of Business Conduct

The revised *Standards of Business Conduct* also includes our gratuities and business courtesies policy so that our employees can easily access it when conducting business with government officials, our customers and our suppliers.

Our employees will be notified of the revised code of conduct and policy release beginning November 23, 2009.

A handwritten signature in black ink that reads "Gary R. Chadick".

Gary R. Chadick, Esq.  
Senior Vice President, General Counsel & Secretary  
Office of the General Counsel  
Rockwell Collins, Inc.