

ADC Code of Conduct





Introduction

ADC is committed to doing business in an ethical and legal manner at all times. We believe that how we do business is as important as what we do. Our commitment to integrity is a key part of our ADC Way values as well as our Business Code of Conduct. All employees are expected to conduct their work in a manner that meets these ethical standards in all areas of our business. Failing to comply with the Code of Conduct is a very serious matter, and violations of the Code may result in discipline, termination or other legal sanctions where permitted by applicable laws.

Financial Code of Ethics

As a publicly traded company, ADC must provide accurate financial reports and filings with the Securities and Exchange Commission. It is critical that our public disclosures be timely, complete and accurate. ADC's Directors, Chief Executive Officer, Chief Financial Officer, Corporate Controller and employees are bound by a Financial Code of Ethics. This Financial Code of Ethics is designed to assure that ADC acts with honesty and integrity in all financial dealings and provides full, complete and accurate disclosure to its stakeholders in its public filings and disclosures as required by law.

Business Conduct Program Implementation and Maintenance

As a global company, ADC is committed to doing business in an ethical manner throughout the world. To make sure that our ADC Way values and Code of Conduct obligations are understood throughout our company, ADC regularly offers training about our Code of Conduct, what it means and how it applies. Additionally, ADC provides numerous options for employees to learn more, to report concerns and to certify annually that they are in compliance with the ethics expectations contained in our Code.

ADC has a Business Conduct Committee that oversees our Code of Conduct program. The committee consists of our Chief Financial Officer, Vice President of Human Resources and our General Counsel.

ADC managers and supervisors are also responsible for demonstrating a personal commitment to conducting business with integrity. Our leaders are also accountable for ensuring that employees who report to them know and understand how the Code of Conduct applies to ADC's day-to-day work.

Employees are also expected to attend Code of Conduct training that is available to them and to raise questions if they have concerns.

Reporting and Investigating Concerns

The Code of Conduct states what is expected of employees in conducting ADC business and how to report good faith concerns. Our Code also explains how suspected violations are typically

reviewed and what corrective steps might be taken when it is determined that a violation has occurred. Employees who want to learn more or want to make a good faith report of a concern have many options, including the following:

- Contact a supervisor or other ADC management person.
- Contact a Human Resources representative.
- Report a Financial Code of Ethics or other Code of Conduct concern using an ADC Hotline established for this purpose. Anonymous reports are permitted in the United States and other countries where allowed by applicable in-country law.
- From the U.S. dial: 1-800-205-7608.
- From non-U.S. locations, dial: Country Access code +1-952-917-0355.
- Contact a member of ADC's Business Conduct Committee.
- Contact ADC's Legal Department.
- Visit ADC's Broadway intranet site and use the Code of Conduct links.

ADC will not retaliate against any employee who makes a report, in good faith, of any actual or suspected violation of ADC's Business Conduct Policies.

Global Compliance with the Business Conduct Policies

The ethical values and principles identified in our Code of Conduct policies are viewed by ADC as applicable throughout our operations. We are expected to do business with integrity and in observance with the highest ethical standards, regardless of where we are located. Because the parent company of ADC is a U.S. corporation, many of the U.S. laws that govern how we do business must be followed in other countries as well. ADC also recognizes that we do business in many countries that have specific legal requirements that must be met. When it appears that the laws or expectations for doing business differ from each other or are in conflict, questions or concerns of this nature should be brought forward to ADC's leaders or the ADC Legal Department for guidance.

ADC and Its Employees

Equal Opportunity

ADC is an equal opportunity employer and employs all persons based on their skills and qualifications without regard to race, color, creed, religion, sex, sexual orientation, national origin, age, ancestry, marital status, status with regard to public assistance, disability, veteran's status or any other characteristics protected under applicable laws.

It is ADC's intent that all Human Resource practices be free from unlawful discrimination. ADC is committed to providing all employees with equal opportunity throughout our operations.

Harassment

ADC at all times strives to maintain a work environment free of harassment based on an employee's protected personal characteristics such as race, color, creed, religion, national origin, age, disability or sexual orientation.



If an employee feels that he or she is being subjected to harassment or knows of such behavior occurring, the conduct should immediately be reported to the employee's supervisor or other ADC leader, Human Resources or the ADC Legal Department. Complaints of harassment and discrimination are taken very seriously and will be promptly investigated.

Conflicts of Interest

Employees and their families must avoid any action that creates a conflict between their own interest and the interests of ADC. For example, employees should not place themselves in positions where they are forced to choose between financial gain for themselves (or family members) at the expense of ADC's best interest. Another example would be borrowing from, or being financially indebted to, a competitor or a company that supplies ADC with goods or services.

Securities Laws

Employees who have information which may affect investment decisions in ADC stock (such as information concerning projected earnings, new equity or debt offerings, financial status, possible mergers, acquisitions or joint ventures, etc.) must comply with applicable securities laws and not disclose such information to people who do not have a "need to know." This includes spouses, relatives, other employees and the public.

Communication of "inside" information is prohibited by ADC policy and applicable law. This is information which an investor would consider relevant in making a decision to buy or sell the company's stock. Misuses of such information could subject the involved employee, as well as the company, to severe penalties, including fines and imprisonment.

Business Courtesies

Business courtesies are things such as gifts, meals, discounts, hospitality, entertainment, recreation, tickets, promotional items or anything of value for which the recipient does not pay fair market value.

Company employees may keep the gift only if it is unsolicited, inexpensive and not given to influence an employee's judgment. The practice of giving and receiving gifts varies throughout the world. Therefore, if a company employee will be entertaining, or will be entertained by colleagues in different countries, explore beforehand what is appropriate for that culture and contact a lawyer in ADC's Legal Department regarding any questions about how this policy applies.

ADC employees must never accept payments, loans, kickbacks, special privileges or services from anyone by reason of, or for the purpose of, influencing ADC business. ADC employees also must never offer payments, loans, kickbacks, etc., to our customers or suppliers.

Privacy Regarding Employee Information

For business purposes ADC must collect and maintain a certain amount of individually identifiable personal data about employees. Such data is treated confidentially and subject to strict protections against improper disclosure by the company. ADC does not sell, rent or lease personally identifiable information about employees to third parties. We use personally identifying data only

to advance legitimate business purposes such as processing employment applications, assessing job performance, analyzing and reporting general workforce statistics, processing payroll, benefit and tax matters, managing employment matters, complying with laws and company policies and administering company systems. At any time an employee may request access to or make corrections to his or her personal data. Such requests should be directed to Human Resources. ADC takes its responsibility to protect employee data seriously and maintains appropriate security procedures to safeguard such information.

ADC Business

Protection of Company Assets

Information, ideas and intellectual property are all valuable ADC assets. Proprietary information (e.g., projected earnings, business plans, trade secrets, engineering designs, proposed acquisitions and any other information not generally known to the public) must not be shared with others outside ADC or used for personal gain. Also, proprietary information from a competitor or outside source should not be requested or accepted unless done through a written agreement involving the party to whom the confidential or proprietary information pertains. In any event, all proprietary information of third parties that is received by ADC employees should be maintained as confidential.

Control of Company Assets

Company funds and property must also be safeguarded. All Company employees are responsible for making proper and efficient use of company funds and property by following procedures to prevent loss, theft or unauthorized use. Do not borrow or loan company property without permission. Software may not be copied or used unless authorized by the license agreement. Loss, damage, misuse, theft, embezzlement or destruction of ADC funds or property should be reported immediately to management and the Business Conduct Committee using the reporting guidelines identified in our Code of Conduct.

Electronic and Voice Communications

ADC's electronic and voice communications systems and equipment are valuable business assets, which are to be used primarily for business purposes. The company may monitor use to ensure compliance with this purpose, as provided by applicable law. Users of ADC systems and equipment should not expect privacy in any use of these systems or equipment. ADC property, including systems and equipment, must not be used for inappropriate purposes, excessive personal use or to disclose confidential information without proper authority.

Responding to Inquiries from the Press, Analysts and Government Bodies

The way we communicate to the public is vital to ADC's success. Customers and shareholders alike trust ADC because they know we stand behind our products and quality service. To maintain the continued trust with all of our stakeholders, ADC must accurately and fairly report on our business.



In order to maintain our credibility it is important for ADC to respond appropriately to the press, analysts and government bodies.

Questions from the media and analysts regarding financial, shareholder information and all other areas not covered below are to be referred to Investor Relations at +1-952-938-8080.

Questions from the trade media are to be referred to the Director of Public Relations at +1-952-938-8080.

Questions from governmental bodies are to be referred to the ADC Legal Department at +1-952-938-8080.

Questions from the media regarding local or divisional issues are to be referred to the Business Unit Leader.

Records Management

Accurate records are critical in meeting all our business needs. All financial and operation reports, accounting records, expense reports, sales reports and the like, shall clearly represent the relevant facts and true nature of all business conditions and transactions. ADC records are subject to periodic destruction in accordance with our records management policy.

Anti-trust and Competitive Marketing Practices

ADC operates in a global marketplace that is in constant change. We need to do business in a highly competitive manner. Anti-trust laws, also sometimes referred to as "competition laws," preserve competition by prohibiting actions that could unreasonably restrain the functioning of a free and competitive marketplace. To operate in the marketplace, ADC employees must not have discussions with competitors regarding: product prices, terms of sales, customers or allocation of marketplace. Our products and services must be available to our customers on equal terms. Marketing and selling efforts must always conform to the highest ethical and legal standards, regardless of where we do business.

Government and Community Responsibility

Environmental Protection, Health and Safety

ADC complies with all applicable laws and regulations in the United States, as well as applicable laws in each of the countries where we conduct business. ADC also:

- Promotes awareness about protecting the environment.
- Encourages technologies that do not pollute.
- Employs processes and product designs that minimize waste.
- Protects our communities by conserving resources, recycling and reusing materials.
- Designs and manufactures products that are safe and meet or exceed all applicable government standards and regulations.

Government Gratuities

Around the globe, those individuals who **work on business involving the U.S.** government should know that strict guidelines prohibit any type **of payment to** U.S. government employees for gifts, favors, meals, refreshments, travel or lodging expenses. When the U.S. government is involved, normal business courtesies may be considered to be an attempt to influence the government official and may be construed as a bribe, kickback or illegal gratuity. Gifts to government officials outside the United States are also strictly restricted and controlled. Consult with a lawyer in ADC's Legal Department.

Government Procurement

Employees who engage in ADC business with any governments must ensure that relations with these agencies, officials and employees are conducted with the highest principles of honesty and integrity, and strictly conform with both the letter and intent of governing laws and regulations.

Protection of Government Classified Information

In ADC's business with the U.S. government, ADC must comply with certain requirements. It is ADC policy, and a requirement of U.S. government contracts, to protect information which is vital to the security of the United States, and to implement the requirements of government agencies for safeguarding classified information at all ADC facilities. In many countries around the globe, doing business with the government may require certain protections. It is important to consult with a lawyer in ADC's Legal Department for assistance.

Political Contributions and Involvement

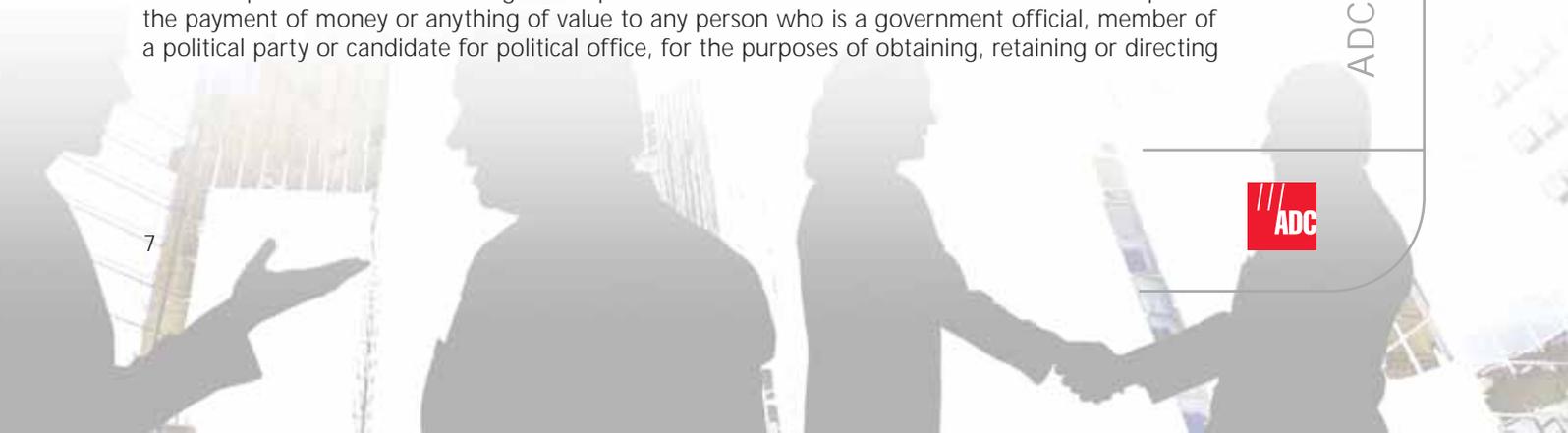
ADC respects employees' rights to participate in community and political activities on a personal level. However, ADC does not permit employees to represent that they are participating in such groups or activities as company representatives of ADC. Employees should not pursue personal causes and political activities on company time or use ADC resources and property. Employees are further prohibited from offering bribes, kickbacks and other illegal payments, or offering gifts or favors to government employees or officials.

Directors, managers and supervisors are prohibited from using their positions to influence employees' political activities or preferences.

The Global Marketplace

Corrupt Practices

ADC complies with the U.S. Foreign Corrupt Practices Act and laws of other countries which prohibit the payment of money or anything of value to any person who is a government official, member of a political party or candidate for political office, for the purposes of obtaining, retaining or directing



business. We also observe strict accounting standards imposed by law on public corporations and their subsidiaries relating to the accuracy of books and records and internal controls.

Export Regulations

Because ADC conducts business on an international basis, we must comply with regulations concerning the export of goods, services and technical information. Employees must comply with export control laws of the United States, as well as export laws in the countries where we do business. Each operating location must have export control procedures and an internal control program, developed with advice from ADC's Legal Department.

International Economic Boycotts

Under applicable law, ADC and each ADC subsidiary is required to report to the U.S. government receipt of any request to participate in any way in an international boycott. This reporting requirement applies even if the business transaction is not completed. ADC must not support boycotts imposed by any country upon a country friendly to the United States.

The ADC Way

At ADC, we believe that how we do business is paramount to our success. Our core values, as defined in The ADC Way, set the tone for ADC's business environment and provide the foundation for building productive relationships with all our stakeholders.

The following five values serve as a daily guide to our behavior, providing direction and increasing our commitment and identity with ADC.

- Customer
- Quality
- Innovation
- Teamwork
- Integrity

These values are a road map for directing all our actions within ADC and are a key factor in our success as a company. Together, they make up The ADC Way.

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Web Site: www.adc.com

From North America, Call Toll Free: 1-800-366-3891 • Outside of North America: +1-952-938-8080
Fax: +1-952-917-3237 • For a listing of ADC's global sales office locations, please refer to our web site.

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