

**LINDSAY CORPORATION**  
**CODE OF BUSINESS CONDUCT AND ETHICS**  
**(Revised by Board of Directors on December 3, 2009)**

**A. INTRODUCTION AND GENERAL STATEMENT.**

Lindsay Corporation (together with its subsidiaries, the “Company”) is committed to the conduct of all business in a manner that conforms to the highest ethical, moral and legal principles.

This Code of Business Conduct and Ethics (the “Code”) has been approved by the Board of Directors and is intended as a guide to all employees, officers and directors of the Company worldwide. Given the variety and complexity of the Company’s activities, situations where ethical decisions may arise are almost infinite. As a result, this Code is not an all-inclusive listing. When situations require interpretation of ethical principles, employees should remember the Company’s commitment to operating in the highest moral, ethical and legal manner and should feel free to discuss any questions with their supervisors.

The Company conducts business in many countries around the world. As a result, the Company’s employees and operations are subject to many different laws, customs and cultures. To the extent practicable, this Code may be modified by management as appropriate to conform to local laws and customs while maintaining the high ethical standards set forth in this Code.

In their conduct with others – including government officials, other employees, dealers, agents, customers and suppliers of the Company – employees should exercise care to comply with this Code and to avoid any violation of this Code or appearance of impropriety.

**B. COMPLIANCE WITH LAWS, RULES AND REGULATIONS.**

The business of the Company shall be conducted in compliance with all applicable laws, rules and regulations at all federal, state and local levels of government in the U.S. and at all levels of government in any non-U.S. jurisdiction in which the Company does business. In some cases, the interpretation of laws, rules and regulations may be difficult, but the Company has access to legal advice and will furnish such advice as is necessary to comply with this policy.

**C. CONFLICTS OF INTEREST.**

Directors, officers and employees must avoid any activity or interest that might reflect unfavorably upon their own integrity or good name, or the integrity and good name of the Company. Each individual must avoid not only situations which give rise to a personal conflict of interest, but also those situations which create the appearance of such a conflict of interest.

A “conflict of interest” occurs when an individual’s private interest interferes in any way – or even appears to interfere – with the interests of the Company as a whole. A conflict situation can arise when an employee, officer or director takes actions or has interests that may make it difficult to perform his or her Company work objectively and effectively. Conflicts of interest also arise when an employee, officer or director, or a member of his or her family, receives

improper personal benefits as a result of his or her position in the Company. Loans to, or guarantees of obligations of, such persons may create conflicts of interest. The existence of a conflict of interest may not always be clear, so you are encouraged to consult with your supervisor if you have any questions regarding a potential conflict. If you become aware of a conflict or potential conflict, you should immediately bring it to the attention of your supervisor, the General Counsel or Principal Financial Officer.

A director, officer or employee having a special relationship with an outside interest shall disqualify himself or herself from making decisions regarding the Company's business or potential business with that outside interest. Special relationships may exist because of family, school, personal investment, business or comparable contacts. In other words, no director, officer or employee or member of his or her immediate family should have an interest (financial or otherwise) in or a position with a competitor, dealer, supplier, vendor or customer that could create a divided loyalty or the appearance of one, or which could cause speculation or misunderstanding, unless the matter has been fully disclosed in writing to and approved by both the Company's General Counsel and the Company's Chief Executive Officer.

**D. CORPORATE OPPORTUNITIES.**

Directors, officers and employees are prohibited from taking for themselves personally opportunities that are discovered through the use of corporate property, information or position unless such opportunity is disclosed to and approved by the Board of Directors or a Board committee. Directors, officers and employees shall not use corporate property, information, or position for personal gain nor shall they compete with the Company directly or indirectly. Directors, officers and employees owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

**E. CONFIDENTIALITY.**

Directors, officers and employees must maintain the confidentiality of information entrusted to them by the Company or its dealers, agents, customers or suppliers, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information that might be of use to competitors, or harmful to the Company or its dealers, agents, customers or suppliers, if disclosed.

**F. FAIR DEALING.**

Each director, officer and employee must deal fairly with the Company's customers, suppliers, competitors and employees. You should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

**G. PROTECTION AND PROPER USE OF COMPANY ASSETS.**

All directors, officers and employees must protect the Company's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on the Company's profitability and are expressly prohibited. All Company assets should be used for legitimate business purposes.

## H. BUSINESS GIFTS AND ENTERTAINMENT.

No director, officer or employee may receive gifts, goods, services, rebates, privileges, entertainment or other favors from, or give such items to, a current or prospective competitor, dealer, supplier, vendor, customer or other interested party, unless (i) receipt or delivery of such item, event or service is lawful under all applicable laws, including federal, state and local laws of the United States and countries in which the Company does business, and is customary, proper and consistent with good business practices and local custom, (ii) the value involved is nominal, that is, does not exceed \$250, and (iii) public disclosure of the matter would not embarrass the Company. The giving or receiving of money as a business gift is prohibited. Any exceptions to this policy must be fully disclosed in writing to and approved in writing by the Company's General Counsel or the Company's Chief Executive Officer prior to receipt and acceptance or delivery of the item in question; and any such exceptions for executive officers or directors must be approved by the Board of Directors or a Board committee. All exceptions to this policy which are approved by the General Counsel or Chief Executive Officer shall be reviewed quarterly with the Audit Committee. With respect to gifts and hospitalities proposed to be extended to foreign officials, see the more restrictive provisions contained in the *International Transaction Compliance Manual* for further guidance.

## I. INSIDER TRADING.

It is illegal for any person, either personally or on behalf of others, to trade in securities of the Company or any other company on the basis of material, non-public information. It is also illegal to communicate (to "tip") material, non-public information to others so that they may trade in securities on the basis of that information. These illegal activities are commonly referred to as "insider trading". Penalties for insider trading violations include civil and criminal fines and imprisonment. There may also be liability to those damaged by the trading. A company whose employee violates the insider trading prohibitions may also be liable for civil fines under certain circumstances.

The Company's policy, applicable to all personnel, prohibits trading and tipping others to trade, when any individual possesses material, non-public information. The disclosure of material, non-public information to others can lead to significant legal difficulties as noted above and material non-public information should not be discussed with anyone, except as required in the performance of an individual's regular duties. **IT IS THE POLICY OF THE COMPANY, AS ESTABLISHED BY THE BOARD OF DIRECTORS, THAT ANY DIRECTOR, OFFICER OR OTHER INSIDER PLANNING A PURCHASE OR SALE OF ANY PUBLICLY TRADED SECURITIES OF THE COMPANY SHOULD DISCUSS ANY PROPOSED TRANSACTION WITH THE COMPANY'S GENERAL COUNSEL OR, IN HIS ABSENCE, THE PRINCIPAL FINANCIAL OFFICER, PRIOR TO ENTERING INTO THE TRANSACTION.**

The following window policy applies solely to the officers, directors, and Corporate Controller, as well as any other employees that may have insider information. Buying or selling Lindsay stock should not be conducted by any director or officer (or any other person with knowledge of the Company similar to that of a director or officer) outside of an allowed "window". The timing of this allowed "window" opens the morning of the second (2<sup>nd</sup>) business day following each quarter's earnings release and closes on the night of the 16<sup>th</sup> day of the last month of the quarter. For this purpose, a "preliminary" earnings statement given by

the Company will generally be considered a full release. This policy provides four “windows” during which a director or officer (or any other person with knowledge of the Company similar to that of a director or officer) is allowed to enter into transactions involving the Company’s Common Stock, so long as they are not in possession of material non-public information and provided they first discuss the transaction as provided above.

The above window and preclearance policies shall not apply to (i) the exercise (without a sale) of stock options under the Company’s equity incentive plans, or (ii) transactions made pursuant to a blind trust or other arrangement or plan to trade securities under Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, that has been submitted to, and acknowledged in writing by, the Company’s General Counsel.

#### J. ACCURATE BOOKS AND REPORTING.

The accurate recording and reporting of financial information is important to stockholders and business managers. The Company adheres to standards of recordkeeping consistent with generally accepted accounting principles and applicable government laws and regulations and maintains a system of internal accounting controls which provide management with reasonable assurance that unauthorized transactions are not taking place and that all transactions are being accurately reported.

The books of account, financial statements and records of the Company shall accurately and fairly reflect all underlying transactions. All assets and liabilities shall be properly recorded on the books of the Company.

No undisclosed or unrecorded funds or assets of the Company shall ever be established. No false or artificial entry or statement shall be made in any book, record or statement of the Company for any reason, and no director, officer or employee shall steal or embezzle any funds or assets of the Company or engage in any arrangement that results in any such act.

All reporting of information (e.g., expense reports, invoice transmittals, inventory summaries, etc.) shall be accurate, honest and timely and should be a fair representation of the facts.

No transaction shall be effected, and no payment shall be made on behalf of the Company with the intention or understanding that the transaction or payment is other than as described in the documentation evidencing the transaction or supporting the payment. If you believe any such fund, asset, entry, transaction or payment might exist, full disclosure must be made to the Company’s General Counsel. If you are concerned for any reason about making a report to your superior or the General Counsel, then you should report the matter to the Chairman of the Audit Committee or through the Company’s anonymous hotline service which is posted on the Company’s website.

No director, officer or employee shall make a false or misleading statement to the Company’s independent or internal auditors. Further, no director, officer or employee shall conceal or fail to reveal any information necessary to make the statements made to such auditors clear and not misleading.

K. POLITICAL CONTRIBUTIONS.

No political contributions of Company funds are to be made to, or Company assets or facilities used for, directly or indirectly (through lobbyists, political action committees or otherwise), candidates for political office or political organizations without the prior written approval of the Company's General Counsel and the Company's Chief Executive Officer, which officials are expected to veto any contributions or activities that would be unlawful under applicable law. Directors, officers or employees may, of course, contribute personally to the candidates or party of their choice, but no director, officer or employee shall be compensated or reimbursed for any such personal contribution.

L. ANTICORRUPTION LAWS.

The use of Company funds or assets for any purpose that would be in violation of applicable U.S. or foreign laws and regulations is prohibited. Also, no bribes, kickbacks or other payments for illegal purposes shall be made to or for the benefit of government officials, dealers, suppliers, vendors, customers or others. This policy extends not only to direct payments, but also to indirect payments made in any form through consultants or other third parties.

Specifically, with respect to international business and under the Foreign Corrupt Practices Act ("FCPA"), employees, officers, directors and agents of the Company are strictly prohibited from the paying or offering or promising to pay, directly or indirectly, anything of value to a "foreign official," which includes any appointed or elected government official at any level, any employee of a government instrumentality or government owned or controlled entity, any official of a foreign political party, any candidate for a foreign political office, and any official of a public international organization, with the intention of influencing that official's decision-making with respect to obtaining or retaining business or for any other improper purpose.

The requirements of the FCPA extend to agents and intermediaries that work on behalf of or represent the Company or its affiliates. Because the Company can be held liable under the FCPA for improper payments by its agents and intermediaries, no payments may be made to an agent or intermediary if there is reason to believe that part or all of the payment will be passed on as a bribe to a foreign official. Careful due diligence should be conducted prior to commencement of any relationship with intermediaries, and the relationship should be periodically monitored for compliance.

Any violations of the FCPA or applicable anti-bribery laws, or any solicitations to violate such laws, must be reported immediately to the Company's General Counsel, who will consult with legal counsel as necessary. Severe civil and criminal penalties are applicable to all FCPA violations. You should consult the Company's *International Transactions Compliance Manual* for further guidance on compliance with the FCPA.

M. EXPORT CONTROLS AND ECONOMIC SANCTIONS.

Complex U.S. laws and regulations impose controls on the export and re-export of various U.S.-origin commodities, software, and technology (including services). Specific reasons for these controls vary, but they all tie into U.S. national security and foreign policy concerns. The Company's products may generally be exported or re-exported without requiring prior

government approval, except to embargoed countries, to prohibited end users, or for prohibited uses.

All Company employees involved in sales transactions should be aware if the sale will result in an exportation or re-exportation of Company products. If there is any doubt as to whether a sale is for export, re-export or if there is a question as to the ultimate destination of the product, guidance should be sought from your supervisor or the General Counsel.

In addition to export controls, the United States enforces economic sanctions that prohibit or restrict trade and other transactions between U.S. persons and certain countries, including officials, entities, and individual residents of those countries. Significant sanctions are imposed on Cuba, Iran, Myanmar (Burma), North Korea, Sudan, Syria or Zimbabwe, with lesser sanctions imposed on other countries, although the list of sanctioned countries is subject to change. U.S. sanctions laws also restrict transactions with certain specially designated entities and individuals, such as narcotics traffickers and terrorism supporters. The Office of Foreign Asset Control list of sanctions can be found at <http://www.treas.gov/offices/enforcement/ofac/>.

The Company's *International Transactions Compliance Manual* should be consulted for the specific rules and regulations applicable to the export or re-export of Company products and for dealing with countries, entities, and individuals subject to U.S. sanctions laws.

Penalties for violation of U.S. export control and economic sanctions laws are severe, and can result in monetary fines, denial of export privileges, and criminal prosecution and imprisonment of the individuals involved. Accordingly, any employee of the Company or its affiliates who is involved in an export or re-export and who believes that the transaction may violate any of these laws should immediately consult the General Counsel to ensure compliance.

#### N. U.S. ANTIBOYCOTT LAWS.

U.S. antiboycott laws and regulations prohibit Lindsay and its affiliates from engaging in activities that further or support an international boycott not sanctioned by the United States. Violations of these laws can result in severe civil and criminal penalties being imposed against Lindsay and can cause the loss of certain tax benefits. The most widely recognized international boycott is the boycott maintained by certain Arab states against Israel; however, activities in support of other international boycotts that are not supported by the United States also are prohibited or penalized. Restricted activities include refraining from, or agreeing to refrain from, certain business relationships (e.g., with a boycotted country or with "blacklisted companies"). Also, it is restricted to provide information on such business relationships if requested for boycott reasons. Further, it is prohibited to enter into agreements that discriminate based on religion and national origin and, in some cases nationality, and to provide discriminatory information. Certain exceptions exist to the general prohibitions. However, no action can be taken on such request by Lindsay and its affiliates unless approved by Lindsay's General Counsel.

Boycott-related requests may appear in documents such as bid invitations, purchase orders, contracts, or letters of credit. Further, requests may be transmitted orally. Boycott-related requests are subject to U.S. government reporting requirements and, accordingly, any such

requests should be immediately reported internally to Lindsay's General Counsel, even if the boycott request is rejected.

The Company's *International Transactions Compliance Manual* should be consulted on specific procedures with respect to compliance with U.S. antiboycott laws.

O. ACCURATE SHIPPING AND TRANSACTION DOCUMENTS.

It is illegal to mischaracterize a transaction, including misstating the price of items sold, the price on any Company invoice or the price on any shipping document, such as Electronic Export Information required to be filed through the Automated Export System at the time of export from the United States. The transaction, the relevant parties, and destination should be accurately stated on such documents and any other documents pertinent to the transaction. Employees of the Company and its affiliates shall promptly report any variance from these recording requirements to the Company's General Counsel. Copies of transaction-related documents also should be retained for the period of time required by U.S. laws.

The Company's *International Transactions Compliance Manual* should be consulted on specific procedures with respect to documentary accuracy.

P. ANTITRUST COMPLIANCE.

The U.S. antitrust laws seek to promote vigorous competition, free from unreasonable restraints. Failure to comply with these laws could result in serious consequences for Lindsay and offending directors, officers or employees. Violations of many antitrust laws are crimes, subjecting the Company and individuals to heavy fines and individuals to imprisonment. In addition, Lindsay may be required to pay triple damages and attorneys' fees to civil plaintiffs injured by the violation of antitrust laws. Lindsay requires its directors, officers and employees to fully comply with all applicable antitrust laws while engaged in activities on behalf of the Company.

This section of the Code provides a brief overview of the antitrust laws and Lindsay's policies on antitrust matters, but it should not be interpreted as exhaustive. Those employees with job responsibilities that may require decisions and activities that could have antitrust implications will be provided with additional, more specific information and training on antitrust concerns.

1. Relations with Competitors

The most common and most serious antitrust problems arise out of relations with competitors. The chief federal antitrust statute, the Sherman Act, prohibits conspiracies and agreements that unreasonably restrain trade. It prohibits any agreement between competitors with respect to price or terms of sale (e.g., discounts, credit terms or freight allowances), including arrangements between competitors that tend to stabilize, raise or lower prices. Also prohibited are agreements between competitors with respect to the amount of their production, the division or allocation of markets, territories or customers and the boycotting of third parties, such as mutually agreed upon refusals to deal. These prohibited conspiracies and agreements need not be reflected in writing. A conspiracy or agreement may be proven simply by the conduct of the parties. Any kind of mutual understanding that gives the parties a basis

for expecting that a business practice or decision adopted by one would be followed by the other may be used to prove an illegal agreement.

The safest course of action is not to talk to competitors without a legitimate business reason to do so. Any contract or conversation with a competitor is dangerous simply because of the competitive relationship.

All relations with competitors should be conducted as if they were completely in the public view, and it should be assumed that any conversation with a competitor may later be the subject of testimony given under oath by the competitor and other participants in the conversation who may be served with a subpoena from government investigators requiring an appearance before a grand jury.

## 2. Relations with Customers

The Company's relationships with its customers are subject to a number of antitrust considerations:

- (a) Price Discrimination. The Robinson-Patman Act prohibits companies from selling products of like grade and quality to competing customers at different prices during the same time period where there is a reasonable possibility that the effect will be to substantially lessen, injure, destroy or prevent competition. However, a price difference may be defended if (i) the lower price was given in good faith to meet (but not beat) a price offered by a competitor, or (ii) the difference between the prices charged to the favored and nonfavored customer can be "cost justified" on the basis of cost savings dealing with the favored versus nonfavored customer.
- (b) Promotional Payments, Services and Facilities. The Robinson-Patman Act also seeks to ensure fair treatment to competing customers in other ways. It requires that a promotional payment, service or facility (such as advertising displays) extended by a company to a customer be made available by the company on proportionally equal terms to all of the company's other customers for the product if those other customers are competing with the recipient of the promotional assistance. Here, also, the right to meet competition in individual situations exists.
- (c) Resale Restrictions. The Sherman Act prohibits an agreement between the seller and its customer about the prices at which the customer will resell the product. This violation of the Sherman Act may be criminally prosecuted. Restrictions on resale that do not relate to price, such as customer and territorial restrictions, will be governed by the rule of reason (i.e., upheld if not unreasonably anticompetitive). No restrictions of any sort on resale should ever be made without prior legal review.
- (d) Refusals to Deal. A company generally has the right to select the customers with which it chooses to do business. A company may make an independent business decision not to sell to a particular customer.

- (e) Requirements Contracts. A contract that requires a buyer to purchase substantially all of its requirements for a product from the seller may violate the law if that contract, together with other similar “full requirement” contracts the seller may have with other buyers for the product, shuts out other sellers from a significant portion of the market for the product.
- (f) Tying Arrangements. Any arrangement under which a seller influences a customer to take a product it does not wish to buy from the seller as a condition of the sale of a different product the buyer does wish to obtain is unlawful under the following circumstances: (i) if the seller is dominant or has economic leverage with respect to the product the customer wants; and (ii) if substantial sales of the unwanted product are made. Additionally, conditioning the license of any rights to a patent or the sale of a patented product on the acquisition of a license to rights in another patent or purchase of a separate product may violate the law. Any such arrangement should have prior legal review.

Q. WORK ENVIRONMENT.

1. Safety and Health of Employees

It is Lindsay’s expectation that its employees be provided a workplace free from recognized physical and chemical hazards that are likely to cause harm and that all Lindsay facilities comply with the laws and regulations governing safety and health of workers in the jurisdiction where the particular facility is located. The management of each individual facility has primary responsibility to assure that recognized health and safety hazards are eliminated from the workplace and that employees are trained and encouraged to perform their work in a safe manner. All Lindsay employees must follow safety rules and procedures on which they have been trained and should address any safety or health concerns to their supervisor.

2. Equal Employment Opportunities

Every Lindsay employee or applicant for employment shall be treated equally based upon individual qualifications, abilities, experiences and other employment standards. Lindsay requires that all personnel activity be conducted without regard to race, creed, color, sex, age, religion, national origin, disability, veteran status or any other protected status. Further, no employee should be harassed because of any such status. Discrimination or harassment of this nature limits the development and the utilization of the talents of Lindsay employees and harms the Company, as well as the individual employee. Lindsay expects its employees to comply with all applicable laws and regulations concerning discrimination and harassment in employment. In addition to compliance with the law, through an emphasis on the acceptance of diversity, Lindsay will strive to create and maintain an environment in which all employees will be free of discrimination and harassment and can work to their full potential.

### 3. Employee Privacy

Lindsay collects or maintains personal information which relates to each employee, including medical and benefit information. Access to such information is limited to people with a need to know.

Employees should not place personal information or items in or on Company property if they do not want such information or items subjected to disclosure to Lindsay. If necessary, Lindsay may search employees' work spaces (including desks and computer systems), voice mail, credit card records or other areas or items which are Company property. Lindsay equipment, systems, facilities, charge cards and supplies should be used only to conduct Lindsay business authorized by management.

## R. ENVIRONMENTAL PROTECTION.

Lindsay is committed to the protection of human health and the environment in all areas where it conducts operations. Implementation of this commitment is a primary management objective and the responsibility of every employee. In this regard, Lindsay has adopted the following environmental principles:

- To recognize environmental stewardship as among the highest corporate priorities and as a key determinant to sustainable development; to establish principles, programs and practices, and to commit the necessary resources, intended to ensure that operations are conducted in an environmentally sound manner and that applicable laws and regulations are followed.
- To educate, train and motivate employees to conduct their activities in an environmentally responsible manner and to communicate and reinforce accountability for environmental stewardship throughout the Company.
- To develop, design and operate facilities and to conduct activities taking into consideration the efficient use of energy and materials, the sustainable use of renewable resources, the minimization of adverse environmental impact and waste generation, and the safe and responsible management of wastes.

Lindsay expects its employees to adhere to these principles in the conduct of Company business.

## S. IMPLEMENTATION OF POLICY.

### 1. Responsibility for Compliance and Interpretation.

All directors, officers and employees of the Company shall comply in all respects with the policies contained in this Code. Employees are encouraged to talk to supervisors, managers or other appropriate personnel when in doubt about the best course of action in a particular situation.

Directors, officers and employees may be required from time to time to certify that they have recently reviewed the Code and are complying with all of the Company's policies regarding

business conduct and responsibilities. If a certification form is attached, it should be promptly completed and returned as noted on the certification.

On all questions of compliance and interpretation, appropriate legal and accounting staff should be consulted. Questions regarding this Code which cannot be answered by the managers of the respective operating divisions and staff departments shall be referred directly to the Company's General Counsel.

2. Reporting Illegal or Unethical Behavior.

Any director, officer or employee that becomes aware of any violation or potential violation of laws, rules, regulations or the Code must immediately report such violation to his or her superior, the General Counsel, the Chief Executive Officer, the Chairman of the Audit Committee and/or the Chairman of the Board. Any supervisor who receives such a report shall, in turn, report the violation to the General Counsel, the Chief Executive Officer, the Chairman of the Audit Committee and/or the Chairman of the Board. When the General Counsel and/or the Chief Executive Officer receive such a report, they shall report the violation to the Chairman of the Audit Committee and the Chairman of the Board.

In addition, employees must read the Company's Employee Complaint Procedures for Accounting and Auditing Matters, which sets forth the Company's procedures for receiving, retaining and addressing complaints concerning questionable accounting and auditing matters.

The Company does not allow and will not tolerate retaliation for (i) reports of illegal or unethical behavior by others made in good faith by employees or (ii) the submission of good faith concerns regarding questionable accounting or auditing matters.

The Company has established a toll-free hotline and special e-mail address for the submission of anonymous and confidential complaints regarding (i) violations of laws, rules, regulations or the Code, and (ii) questionable accounting and auditing matters. The hotline number and e-mail address for these purposes are provided on the Company's website.

3. Waivers of the Code.

Any waiver of the policies contained in this Code for executive officers or directors may be made only by the Board of Directors or a Board Committee and must be promptly disclosed to shareholders as required by law or New York Stock Exchange regulation.

## ACKNOWLEDGMENT

I hereby acknowledge that I have received a copy of the Lindsay Corporation Code of Business Conduct and Ethics regarding the Company and will conduct all business in a manner that conforms to the highest ethical, moral, and legal principal, and agree that I will comply with and be bound by this policy.

I have read this Code of Business Conduct and Ethics and understand its contents and will abide by its provisions. I further acknowledge that it is my responsibility to ask my department Vice President, the General Counsel or the Chief Executive Officer (or the Chairman of the Audit Committee or Chairman of the Board in the case of directors) if I have questions related to any of the information contained in this policy.

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Signature

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Date

Employee Copy

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Signature

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Date

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