** WorkforceLogic, LLC**

**Code of Conduct and Ethics for Temporary Employees**

**GUIDING PRINCIPLES**

This Code of Conduct and Ethics provides general information about how WorkforceLogic, LLc (“WFL”) expects its temporary employees to conduct its business while on assignment at Yahoo! Inc. (“Yahoo!” or the “Client), customers and suppliers. You are expected to maintain a proper standard of conduct at all times. However, any temporary employee who may have questions regarding workplace activities and decisions should seek advice from his/her WorkforceLogic supervisor.

**1. *Confidentiality*-** All non-public information about Yahoo! should be considered confidential information. Temporary employees who have access to confidential information about Yahoo! or any other entity are not permitted to use or share that information relating to the business of Yahoo!

**2. *Conflicts of Interest*-** A “conflict of interest” exists when a person’s private interest interferes in any way or even appears to interfere with the interests of Yahoo! A conflict situation can arise when a temporary employee has interests that ay make it difficult to perform his or her work objectively and effectively. Conflicts of interest may also arise when a temporary employee receives improper personal benefits as a result of his or her position with Yahoo! Temporary employees are encourages to disclose potential conflicts with their WFL supervisor when situations occur that could cause concerns about conflicts of interest.

**3. *Workplace threats and Violence*-** WLF prohibits acts of violence and threatening behavior by or against its temporary employees during assigned duty times. Violations of this policy by temporary employees will lead to disciplinary action that may include termination of the assignment. If you are subject to or become aware of any violent acts or threats of violence, immediately report the matter to your WFL supervisor or a higher level of authority.

**4. *Compliance with Laws, Rules, and Regulations*-** Obeying the law, both in letter and in spirit, is the foundation on which ethical standards are built. All temporary employees must respect and obey the laws, rules, and regulations of the cities, states, and countries in which WFL operate. Although temporary employees are not expected to know the details of each of these laws, rules, and regulations; it is important to know enough to determine when to seek advice from WFL supervisors, managers, or other appropriate personnel.

**5. *Yahoo! Code of Ethics*-**  In addition to the expectations outlines above, all WorkforceLogic temporary employees assigned to Yahoo! are expected to comply with Yahoo!’s Code of Ethics, which is located at: <http://yhoo.client.shareholder.com/documents.cfm> . Yahoo! is committed to the highest standards of business conduct in its relationships with users, shareholders, customers, and suppliers. Yahoo!’s Code of Ethics provides the information needed to act with integrity and in compliance with the Yahoo! Code of Ethics and is available at: eco@yahoo-inc.com to answer questions and receive reports of suspected ethics and compliance issues. Any violation of Yahoo!’s Code of Ethics may result in disciplinary action, including removal from the WorkforceLogic assignment at Yahoo!

I have reviewed and understand the contents of WorkforceLogic’s Code of Conduct and Ethics for Temporary Employees referenced therein and agree to comply with them while on assignment at Yahoo!

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**Signature Date**

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**Print name**