

PERSONNEL

POLICIES AND PROCEDURES

Section 6.00

Page 1 of 2

Date 03 JAN 89

EMPLOYEE RELATIONS PHILOSOPHY

SCOPE: WORLDWIDE

Digital believes that the Company's success is dependent on the creativity and dedication of its employees. A major contributor to creativity and dedication is a healthy, supportive and understandable work environment. Achieving this end requires the following prerequisites:

- o clear and timely communication
- o safe and healthy working conditions
- o consistent personnel policies and procedures
- o procedures for resolving issues and complaints
- o challenging work for each employee with an opportunity for growth based on job performance
- o recognition and respect for the individual employee
- o individual responsibility and initiative
- o employee activities which provide outlets for our employees recreational, cultural and social needs.
- o employee involvement

More specifically the Company expects the following from its managers and supervisors.

Employee Communication - an open two-way communication process is essential for positive employee relations. It is the basis for upward, downward and lateral communication. Employee communication supports Company philosophies and helps to meet business objectives. It is a management responsibility to build and support an environment conducive to the open exchange of information.

Safe and Healthy Working Conditions - The Company is concerned with the physical and mental health of our employees and is dedicated to activities which contribute to a high quality work environment, employee productivity and safe working conditions.

Procedures for Resolving Issues and Complaints - Clear avenues for resolving issues and complaints are a requirement for sound employee relations. These avenues should be open at all levels of the organization and provide the ability for employee problems to be resolved in a timely manner.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.00
Page	2 of 2
Date	03 JAN 89

Challenging Work - The Company believes that an important factor which encourages employee creativity and productivity is challenging work which is measured and evaluated based on job performance.

Recognition - Recognition and respect for the individual employee is a key factor in building positive motivation and morale.

Initiative - Individual accountability and initiative are the keys to job performance and the reward system.

Employee Activities - Digital supports the concept of recreational, cultural and social activities for employees of all locations where there is a high level of employee interest and there is a sufficient number of employees to make such programs practical.

Employee Involvement - All employees play a crucial role in the implementation of each of the above activities. Employees are responsible for supporting open communication and safe and healthy working conditions. Employees are responsible for raising problems for appropriate resolution and for assisting to define opportunities for creativity and productivity. Employees are expected to respect the individual rights and privacy of others. Employees are expected to use individual accountability and initiative in performing all aspects of their work efforts.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01

Page 1 of 9

Date 04 NOV 91

TERMINATION

POLICY

It is the Company's policy to handle all employee terminations in a fair, equitable and consistent manner. If the termination is initiated by a valued employee, managers and supervisors should review the circumstances to determine if the termination can be avoided or if there is any action that should be taken to avoid similar terminations. If the termination is initiated by the Company, it is the responsibility of managers and supervisors to be impartial, objective, fair and very clear to the employee as to the reason for the termination.

PRACTICES

DEFINITIONS

There are six types of terminations:

- o Voluntary Resignation - A termination initiated by an employee for his or her own reasons.
- o Retirement - Termination when an active employee retires from the Company. (Age 65 or age 55 with 10 years of service.)
- o Company Release - A termination by the Company due to the employee's poor job performance occurring after completion of procedures outlined in the Personnel Policy 6.21, Corrective Action and Discipline, poor attendance, end of a temporary assignment, refusal to accept another comparable job, etc.
- o Company Discharge - A termination initiated by the Company when an employee violates a work rule, is guilty of serious misconduct including performance on site of any act which is illegal, absence for three consecutive work days without notifying supervisor, failure to return from an approved leave of absence/disability, etc.
- o Company Separation - A termination initiated by the Company as a result of an approved Workforce Reduction or Plant Closing Program. This also applies to terminations that result from the lack of a regular assignment when the employee returns to work from disability or the employees

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01

Page 2 of 9

Date 04 NOV 91

decision to refuse a change in employment status (see Personnel Policies 4.09, Disability, Absence and Return to Work and 2.06, Employment Status).

- o Death - A termination initiated by the Company when an active employee dies.

GENERAL TERMINATION PROCEDURES

As soon as it is determined that a termination will take place, the supervisor will notify Personnel. The Termination Information Form must be prepared by the manager/supervisor. This form can be secured from Personnel. This form includes the Manager's Termination Check-Out List. This check-out list should be prepared using cost center records to be sure that all keys, office equipment, credit cards, etc., are returned. In addition, the local Petty Cash and Corporate Petty Cash should be contacted to check for outstanding advances. The Termination Information Form must be forwarded to Personnel immediately to ensure that the terminating employee receives his/her final pay on a timely basis and that the reason for termination is forwarded to the proper organization in the event the terminating employee applies for unemployment compensation. The terminating employee's badge must also be forwarded to Personnel on the last day of work.

Files of employees relating to the Company's business or employment with the Company are considered Company property and remain with the Company for proper disposal.

It is imperative that all Engineering Notebooks in the possession of the terminating employee be retrieved and returned to the Engineering Notebook Administrator.

SPECIFIC TERMINATION PROCEDURES

Voluntary Resignation Procedures

The supervisor should immediately meet and counsel the employee upon learning of the employees' intent to terminate. This counseling will take place even if formal notice has not been given. Circumstances of the voluntary resignation should be investigated and the supervisor should determine, with the assistance of the Personnel Representative, whether the resignation can and/or should be avoided.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01

Page 3 of 9

Date 04 NOV 91

Retirement Procedures

When an employee retires, he/she will be terminated on the last day of work before retirement. In addition, retiring employees should be carefully counseled by their personnel representative concerning benefits they will receive as a retired employee.

Company Release Procedures

A Company release should take place only in cases where Personnel Policy 6.21, Corrective Action and Discipline Policy has been followed. Before notifying the employee, the supervisor should discuss his/her intentions with the Personnel Representative. If they decide to proceed with the Company release, the supervisor should meet with the employee, clearly explain the reasons for the termination, and explain the termination procedures. Normally, the termination should take place that day.

Company Discharge Procedures

A Company discharge occurs when an employee is involved in a very serious work rule or behavioral infraction where immediate termination from the Company is deemed appropriate. The Personnel Representative must be involved in all Company discharges. Company discharges should follow the procedures set forth in Personnel Policy 6.21, Corrective Action and Discipline. They should be processed as quickly as possible. All monies due the employee should be given to him/her upon termination or as soon as possible after termination.

In cases where an employee is absent for three consecutive work days without notifying his or her supervisor, it is considered grounds for immediate termination.

Company Separation Procedures

Company Separations resulting from approved Transition/Workforce Reduction or Plant Closing Programs are managed in accordance with the written plans prepared for those programs and approved by the Corporate Cross Organization Transition Committee. Company Separations resulting from changes in employment status, or the inability to find a regular job following a disability are managed in accordance with applicable Personnel Policy (see Personnel Policies 2.06, Employment Status and 4.09, Disability, Absence and Return to Work).

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01

Page 4 of 9

Date 04 NOV 91

Death

In the event of the death of an employee, the designated contact for your organization must be notified immediately. (See Personnel Administrative Procedures Manual, Section 4.05, page 7 for contact listing.) The local Personnel organization and the designated contact will notify the beneficiary regarding life insurance, medical, dental and other benefits, as appropriate. The local Personnel Department will remain in contact with the designated beneficiary to ensure that all details are complete.

PROPER NOTICE PERIOD

Non-exempt employees are required to give their supervisors two weeks advance notice of their intent to terminate. Exempt employees are required to give their supervisor four weeks advance notice of intent to terminate. Terminating employees are only paid for the number of days within the notice period for which they are available for work. Inadequate notice should be reflected on the termination record in the Supervisor's Comments section. The supervisor should consider employee failure to give proper notice when making recommendations around an employee's eligibility for rehire.

Occasionally, there are situations where an employee gives proper notice of intent to terminate, but after the counseling session, the supervisor and the Personnel Representative determine that it is in the best interests of Digital to have the employee terminate immediately, or be temporarily assigned to another area for the duration of the notice period. In these situations, the employee will be paid for the length of the notice period given provided the employee remains available for his/her regularly scheduled work with the Company. This period should not exceed two weeks for non-exempt employees and four weeks for exempt employees.

Occasionally, there are times when a supervisor and an employee agree that a shorter notice period is to the advantage of both and do in fact shorten the work period.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01

Page 5 of 9

Date 04 NOV 91

All terminated employees must be paid for their accrued vacation time. Terminated employees receive no pay for unused sick leave time.

Employees who are released within the first 90 days of employment receive no pay in lieu of notice.

COMPANY RELEASE AND COMPANY DISCHARGE OF EMPLOYEES WHO HAVE BEEN WITH THE COMPANY FOR 10 OR MORE YEARS.

The Corporate Employee Relations Manager or his or her designee must make a complete review of the circumstances prior to the Company Release or Company Discharge of an employee who has been with Digital for 10 or more years. It is the Personnel Representative's responsibility to make certain that this review takes place before the initiation of termination proceedings. This review is also required for employees terminated under the Company Separation provisions of this policy unless their termination occurred as a part of a Workforce Reduction or Plant Closing Program approved by the Corporate Cross Organization Transition Committee.

PAY IN LIEU OF NOTICE

Regular employees who are terminated by the company under the Company Release provisions of this policy should receive pay in lieu of notice as described below. Employees terminated under the Company Separation provisions of this policy should receive the pay in lieu of notice or other separation, notice or support payments described in the approved written Transition/Workforce Reduction, Plant Closing Plan, or applicable Personnel Policy (see Personnel Policies 2.06, Employment Status and 4.09, Disability, Absence and Return to Work). In addition, employees who voluntarily resign should also receive pay in lieu of notice if their supervisor believes it would be inappropriate for them to continue to work during their notice period. Wage Class 1, 2 and 3 employees receive two weeks pay in lieu of notice. Wage Class 4 employees receive four weeks pay in lieu of notice. Employees who receive pay in lieu of notice are prohibited from joining another company until the end of that period and must be available for work during this notice period.

PERSONNEL

POLICIES AND PROCEDURES

Section	6.01
Page	6 of 9
Date	04 NOV 91

In individual situations, a supervisor may wish to extend or grant a longer pay in lieu of notice period. In other individual situations, depending on the circumstances and the employee's length of service, a supervisor may wish to increase the amount of pay in lieu of notice. For pay in lieu of notice periods exceeding the limits stated in the previous paragraph, approval of the appropriate Group Manager and Group Personnel Manager and review by the Personnel Legal Counsel is required.

Employees involved in Company discharge receive no pay in lieu of notice. In addition, employees who terminate with less than 90 days service receive no pay in lieu of notice.

VACATION PAY

Employees who terminate from the Company must receive all accrued vacation pay.

STATUS OF OTHER BENEFITS AT TERMINATION

The local Personnel Department or their designee is responsible for completing the termination paperwork, meeting with the terminating employee, and advising the employee of his/her future benefit entitlements.

- o Life Insurance Plan - Coverage ends on last day of employment or last date paid, whichever is later. Life Insurance may be converted to an individual policy within 31 days of an employee's coverage termination date. If an employee dies during the 31 day conversion period, life insurance benefits will be paid.
- o Long Term Disability Plan - Coverage ends on last day of employment or last date paid, whichever is later. Long term disability coverage may not be converted to an individual policy.
- o Dental Assistance Plan - Coverage ends 31 days from the day employment terminates or the last date paid, whichever is later. Dental Assistance Plan coverage may not be converted to an individual policy. NOTE: See Continuation Coverage.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01

Page 7 of 9

Date 04 NOV 91

o Health Care Coverage

John Hancock Medical Plan - Coverage ends 31 days from the day employment terminates or last date paid, whichever is

later. The John Hancock Plan may be converted to an individual policy within 31 days following the employee's coverage termination date. NOTE: See Continuation Coverage.

Employees who reside in Massachusetts, New Hampshire or Minnesota and terminate their employment may also be eligible for a special extension of their group medical coverage. (Refer to Section 4.30 of the Personnel Administrative Procedures Manual.) NOTE: See Continuation Coverage.

In the event of the death of an employee, dependent medical and dental coverage through John Hancock ends on the last day of the month following the month in which the employee died. Eligible survivors may also elect to continue coverage for up to one year after that date. NOTE: See Continuation Coverage.

Health Maintenance Organization (HMO) - Coverage ends 31 days from the day employment terminates, * or the last day of the month in which employment terminates,* depending on the HMO. Many HMOs allow conversion to an individual plan once employment terminates. The employee should check with her/his HMO. (*Last day worked or last day paid, whichever is later.)

Continuation Coverage - Effective July 1, 1986, the Consolidated Omnibus Budget Reconciliation Act (COBRA) requires employers to extend group medical and dental coverage (called "Continuation Coverage") to employees and dependents who would otherwise be ineligible for group coverage under our current health plan due to the following qualifying events: termination, divorce, legal separation, death, reduction in hours or dependent child no longer meets the definition of a dependent. Employees or dependents with a qualifying event occurring on or after July 1, 1986 may elect Continuation Coverage by paying the employee, Company and administrative costs of this coverage for up to 18 months (36 months in some instances).

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01

Page 8 of 9

Date 04 NOV 91

Employees who terminate their employment may still elect to continue the extension provisions currently provided by certain states for medical coverage and subsequently elect Continuation Coverage or they may elect Continuation Coverage immediately upon their termination.

In all cases, the employee or dependent still receives coverage for 31 days after a qualifying event. This legislation applies to employees in John Hancock as well as in HMO's.

- o Retirement/Pension Plan - Employees who are eligible for full retirement benefits (either age 65 or age 55 with at least 10 years of service) must be counseled by a local Personnel Department. Final approval of any pension benefit calculation must be given by the Corporate Benefits Department. The employee should complete the appropriate retirement plan enrollment forms which are found in the "When You Decide to Retire" Kit (available from Northboro, Part #EJ 23732 98).

Employees who are vested in a pension benefit, but not retirees, should be advised that they will be contacted at their home address eight to ten weeks after the end of the fiscal quarter in which termination occurs.

EXIT INTERVIEW IN PERSONNEL

The supervisor must send the terminating employee to the Personnel Representative for an exit interview. In the field, or where geographic conditions make a meeting impractical, the Personnel Representative should contact the employee via telephone. As part of the discussion, the employee should be made aware of the details of the medical, dental, pension and life insurance policies.

EXIT INTERVIEW IN LAW DEPARTMENT

In rare instances it may be advisable for a terminating employee to talk to the Law Department. The purpose of the interview is to counsel employees who may during their employment have had access to extremely confidential information and to inform them of their rights and obligations as they leave Digital. The interview may take place by phone or face to face. The decision to request a legal interview is made by the employee's manager in consultation with the appropriate Group Personnel Manager and

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.01
Page 9 of 9
Date 04 NOV 91

Group Manager. In making a determination as to whether a legal exit interview is necessary they should be guided by the terminating employee's:

- o Knowledge of a critical area of the business
- o Broad product/strategy, knowledge, e.g., engineering technology or research, marketing, strategy, technology advancements
- o Knowledge of financial data which could be used inappropriately e.g., by the investment community or a stock broker
- o Knowledge of other information which may have a detrimental impact on the Company.

Officers and ex-officers of the Corporation should always have a Law Department exit interview. Employees in the Finance Organization who have been requested not to buy or sell Digital stock at certain times during the year immediately preceding the termination date may need a Law Department exit interview and the managers of such employees should consult with the Law Department on whether to recommend such an exit interview.

GOVERNMENT SECURITY CLEARANCE

Employees with government security clearances must be debriefed when terminating from the Company. The Corporate Government Security office should be contacted to insure appropriate debriefing procedures are followed. (See Government Security Clearances Policy 8.09).

ARRESTED EMPLOYEES

Treatment of employees who are arrested will generally depend on their availability for work. For specific practices covering circumstances involving arrested employees See Personnel Policy 6.39, Arrested Employees and consult the local Personnel department.

FINAL PAYCHECKS

Final paychecks must be released to all terminating employees as soon as possible. In addition, most states require that final paychecks be paid within specific time frames. In most instances the Payroll Department mails final paychecks to terminated employees.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.02	
Page	1 of	3
Date	04 NOV 91	

OPEN DOOR

SCOPE: WORLDWIDE

PHILOSOPHY

The Company's goal is to provide an environment that permits all employees to engage in open, two-way and constructive communication. The Company believes that employee issues can be most effectively addressed in this manner. In most cases, this communication and resolution will take place between employees or between an employee and manager. If an employee believes an issue cannot or should not be resolved with another employee or with his or her manager, he or she can use the Company's Open Door Policy to elevate questions and concerns. Employees can elevate issues and opinions as high in the Company as necessary to obtain a final resolution.

POLICY

It is the policy of Digital to provide a process for all employees that enables them to raise their problems and concerns to appropriate Digital resources, either inside or outside their organization, without fear of reprisal. It is also the Company's policy to require managers to provide clear, timely and final response to all issues raised by employees in accordance with this policy, or to elevate those issues to the appropriate resource within the Company. The overall objective of this policy is to continue to make Digital an outstanding place to work for all employees.

PRACTICE: U.S. ONLY

The practice outlined in this policy is designed to establish clear standards for the implementation and operation of the Open Door Policy, define responsibilities and generally develop a consistent framework which can be used by all employees to raise and resolve issues across the U.S.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.02

Page 2 of 3

Date 04 NOV 91

- o Each Personnel Geography within the United States must identify at least one individual in the organization (Open Door Resource) who will be responsible for the following:
 - Ensure that a decision is made on any Open Door issue(s).
 - Review decisions previously made.
 - Direct investigations of issue(s), if appropriate
 - Ensure that a final decision from the businesses within his or her Personnel Geography is clearly communicated to the employee.
 - In addition, that Open Door Resource may escalate any issue(s) to the most senior managers of the businesses within his or her Personnel Geography, or within the Company, if he or she feels it is appropriate to do so.
- o Corporate Employee Relations will also identify an individual (the Corporate Open Door Resource), who will review issues/decisions brought to his or her attention by employees, an organization's Open Door Resource, line managers, or other Company resource groups as defined later in this policy. The Corporate Open Door Resource will formulate and communicate the Company's final position on any issues elevated to his or her attention. Once the Corporate Open Door Resource makes and communicates the Company's position, it will not be subject to further review within Digital, unless, in the judgment of the Corporate Open Door Resource, there are significant new or additional facts that necessitate a reconsideration.
- o Employees are encouraged to raise any problem or issue to their immediate manager/supervisor as the first step in resolving any issue under this policy; however, they are not required to do so. Employees may begin the process with any Personnel representative in their organization or with a higher-level manager/supervisor within their organization. They may also begin their Open Door review with the Personnel Geography or Corporate Open Door Resource, or other appropriate Company resource group (i.e. Corporate Employee Relations and Values, U.S. EEO/AA, U.S. Employment, etc.). Employees may also transfer or elevate issues to the Corporate Open Door Resource, or appropriate Personnel resource group at any time during the process.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.02

Page 3 of 3

Date 04 NOV 91

- o Retaliation against any employee for utilizing this policy could result in disciplinary action up to and including termination.
- o Former employees of Digital may utilize this policy as well.
- o Individuals directly involved in the decision making concerning any employee issue(s) must excuse themselves from the Open Door review of that decision.
- o Senior managers will be periodically briefed concerning employee issues raised through their organizations Open Door process.
- o Employees must identify all individuals who have been involved in reviewing their issues when negotiating this policy.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.03
Page 1 of 3
Date 04 NOV 91

HARASSMENT

SCOPE: U.S.

PHILOSOPHY

One of Digital's key goals is to create a work place and a working environment that supports employees' efforts to maximize their individual human potential. This goal is based on our firm belief that the success of the company is directly tied to the success of its employees.

POLICY

It is the policy of Digital Equipment Corporation to provide all of its employees a work environment that is as free of unlawful discrimination and harassment as possible.

Harassment of employees by coworkers, supervisors, managers, customers or vendors will not be permitted, regardless of their working relationship. Reprisals for reporting harassment are also prohibited. Harassment and reprisals for reporting harassment are serious offenses of Digital's work rules and will be subject to discipline up to and including termination.

DEFINITIONS

Harassment refers to conduct or behavior which is personally offensive, or threatening, impairs morale or interferes with the work effectiveness of employees. Harassment may be illegal and may subject the company and the individuals who engage in the harassment to significant liability. However, behavior does not have to rise to the level of illegal conduct to violate this policy.

This policy refers, but is not limited to, harassment in the following areas: (1) age, (2) race, (3) color, (4) national origin, (5) religion, (6) sex, (7) sexual orientation, (8) disability status and (9) veterans status. Examples of such harassment include, but are not limited to conduct or comment that threatens physical violence; offensive, unsolicited remarks, unwelcome gestures or physical contact; display or circulation of written materials or pictures degrading to any gender, racial,

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.03
Page 2 of 3
Date 04 NOV 91

ethnic, religious or other group listed above; and verbal abuse or insults about, or directed at any employee or group of employees because of their membership in any of the groups listed above.

PRACTICE

Individuals who believe that they or others have been subjected to harassment from a coworker, supervisor, manager, customer or vendor can report the conduct to their supervisor or manager, local Personnel or others within the Company as outlined in Digital's Open Door Policy, (See Personnel Policy 6.02, Open Door). U.S. EEO/AA is also available to receive and respond to reports of harassment. While employees are encouraged to report instances of harassment to their supervisors or managers first, they are not required to do so.

Managers, supervisors and other designated resources receiving reports of harassment are required to immediately report all allegations that come to their attention to their local Personnel Organization. Personnel will immediately contact the U.S. EEO/AA Organization for assistance in establishing an appropriate investigative process. These investigations are conducted at the direction of the Law Department and U.S. EEO/AA with the assistance of local Personnel and management. Investigations will be handled in as timely and confidential a manner as possible.

Employees accused of harassment should be given sufficient information about the allegations to provide them a reasonable opportunity to respond before any corrective action or discipline is imposed. Accused employees should not be assumed to have violated this policy unless and until the investigation described above establishes that they have done so.

In the event that an investigation determines that an employee has violated this policy, managers and supervisors shall take prompt appropriate disciplinary action up to and including termination of employment. (See Corrective Action and Discipline Policy 6.21).

Where that investigation establishes a violation of policy that does not result in the termination of the harasser's employment, the managers and supervisors are responsible for carefully explaining this policy to the harasser, and for informing him or her that any further instances of harassment will result in

PERSONNEL

POLICIES AND PROCEDURES

Section	6.03	
Page	3	of 3
Date	04 NOV 91	

Action and Discipline.

SEXUAL HARASSMENT

Sexual harassment includes unwelcome sexual advances, requests for sexual favors, particularly if they are made a condition of employment and any other verbal or physical conduct that is both sexual and offensive in nature or that has the purpose or effect of creating a hostile, offensive or intimidating environment on account of sex.

In determining whether alleged conduct is sexual harassment, the nature of the actions and the context in which they supposedly occurred must be examined.

Experience has shown that a clear statement to the person engaging in the offensive behavior is often all that is necessary to stop the conduct. Employees who believe they are being harassed are encouraged to let the person engaging in the conduct know how they feel, but they are not required to do so.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.04

Page 1 of 1

Date 01 DEC 90

ASSIGNMENT OF EMPLOYEES WHO ARE RELATED

POLICY

It is the Company's policy that employees who are related will not be assigned to the same work group. The Company's interest is to promote an environment in which business decisions are made free from the effect of family relationships. Likewise employees should not accept or remain in positions in which a family relationship with another employee could impact their ability to make decisions in an objective manner.

PRACTICE

For purposes of this policy, family relations are defined as parent, spouse, child, sister, brother, stepparent, stepchild, foster parent, guardian, in-law, grandchild or grandparent. Specifically, related employees will not be assigned to positions such as:

- o Direct supervision of one another,
- o Dependent responsibilities i.e. Purchasing and Accounts Payable,
- o Disbursement of petty cash to one another, or
- o Access to privileged or confidential information about one another.

It is understood that the examples contained within this policy may not precisely cover every situation which arises. The line manager and the Personnel Department are responsible for reviewing all applications of this policy on a case by case basis. Employees who feel they may be subject to the provisions of this policy should bring it to their manager's attention. Additional points are covered in policies 6.06, Conflict of Interest and 6.18, Employee Privacy.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.05

Page 1 of 2

Date 12 AUG 83

ATTENDANCE

POLICY

Attendance by employees at their assigned workplace and on their assigned schedule is a key element of good employee performance and Company productivity. Therefore, it is the responsibility of each manager and supervisor to review the attendance of all employees on a regular basis. Each employee is likewise responsible for attending work on a timely basis. When absence is unavoidable, the Company's policies on personal holiday, vacation time, disability coverage or leaves of absence provide coverage for the employee and guidance for the manager or supervisor.

PRACTICE

Responsibilities of Managers and Supervisors

- o Managers and supervisors approve all discretionary time off.
- o Managers and supervisors review the attendance of their employees on a regular basis.
- o Managers and supervisors are expected to treat attendance as a major factor of performance.
- o Managers and supervisors approve the place and schedule for work.
- o A manager or supervisor may remove an employee with long-term or repeated excused absences from a position critical to the organization and place that employee in a less critical position provided that employee is otherwise performing satisfactorily.
- o Managers and supervisors must maintain consistent disciplinary practices on attendance issues. Unexcused absences should be handled with Policy 6.21, Corrective Action and Discipline.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.05

Page 2 of 2

Date 12 AUG 83

Responsibilities of Employees

- o Employees are expected to be at their assigned workplace within their assigned work schedule.
- o Employees are expected to manage personal business so that their attendance is not adversely affected.
- o Employees are encouraged to maintain good health practices so that their attendance is not adversely affected.
- o Employees have the responsibility to call their supervisor when they are unable to attend work.
- o Employees who miss three consecutive working days without calling in will be considered a Company Discharge as defined in Policy 6.01, Termination.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06
Page 1 of 12
Date 15 SEP 86

CONFLICTS OF INTEREST

(This Policy supplements the Corporate Policy on Business Ethics, Corporate Policy Memorandum 78-1.)

SCOPE: WORLDWIDE

This policy sets forth guidelines for those areas of conflicts of interest in which employees are most likely to encounter difficulties. It should be kept in mind that these are guidelines and may not deal precisely with every situation which arises. However, the intent of this policy is that an employee will refrain from personal activities which could cause, or even appear to cause, an inability to act with total objectivity with regard to business interests of the Company. As used in this policy, the "Company" shall mean Digital Equipment Corporation and all its subsidiaries worldwide.

A Business Conduct Committee has been established and given the responsibilities for developing and interpreting this policy when necessary. The Committee is comprised of the Corporate Manager of Personnel, the Corporate General Counsel, and an Operating Group Vice President. Any employee seeking guidance with respect to particular questions involving conflicts should first consult with the appropriate manager in his/her organization. If further guidance or interpretation is required, the employee or the employee's manager should contact the Corporate Manager of Personnel Policy and Procedure. If still further guidance is required, the Corporate Manager of Personnel Policy and Procedure will contact the Business Conduct Committee. All matters reported to the Committee will be treated confidentially and the employee's right to privacy will be respected.

I. FINANCIAL INTERESTS AND ASSOCIATIONS

A. Competitors

1. No employee may be employed, either directly or indirectly, as an employee, director, officer, or consultant of a competitor.
2. No employee may receive financial gain, either directly or indirectly, as a result of services performed by the employee for or on behalf of a competitor.

PERSONNEL

POLICIES AND PROCEDURES

Section	6.06
Page	2 of 12
Date	15 SEP 86

3. Although there are no specific restrictions on ownership of competitors applicable to all employees, the Company believes that employees should not have significant financial interests in competitors.
4. Digital officers are specifically barred from having any financial interests in competitors. All other managers may have financial interests of no more than 1% of the stock of corporate competitors or no more than 1% of the profit interest of non-corporate competitors. (Additional information on this subject may be found in Corporate Policy Memorandum 78-1, Business Ethics, Section III under Personal Business Ventures.)
5. A competitor is defined as any individual, partnership, company, or other business association which engages in business activities in the computer field similar to business activities carried on by the Company.

B. Suppliers, Customers and Special Project Partners

1. No employee may be employed by or participate in the business affairs of, either directly or indirectly a supplier, customer, or special project partner without the written approval of the Business Conduct Committee.
2. No employee may have any financial interest in a supplier, customer, or special project partner if, by the nature of his/her position with Digital, the employee may be expected to have business dealings with the party in question or to be able to influence business decisions regarding any supplier, customer, or special project partner.

This policy is meant to be interpreted fairly so that its application does not cause harsh results in situations in which a conflict arises unavoidably. For example, if a prospective employee has an interest which would violate this policy, the individual will be given a reasonable period of time after joining Digital to comply with this policy. The period of time will be set by the Business Conduct Committee. Furthermore, if, through no action by

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06

Page 3 of 12

Date 15 SEP 86

the employee, he or she should come to violate any provision of this policy, the employee would be given a reasonable period of time to comply. Such a situation might arise (1) when a manager owns more than 1% of the stock of a company which is acquired by a competitor, or (2) when an employee changes job responsibilities, or (3) when an employee receives an inheritance. In this latter situation, the Committee may recommend restrictions concerning the employee's responsibilities until the employee is in compliance with this policy.

For the purposes of this policy, a "manager" is defined as any individual who is assigned a job classification by the Corporate Compensation Group that carries the title "manager". Normally, a manager has responsibility for a specific function in the company and has the ability to commit the company financially.

II. EMPLOYEE DOING OUTSIDE CONSULTING OR ENGAGING IN OUTSIDE BUSINESS ACTIVITIES

An employee is allowed to do outside consulting or to engage in outside business activities provided the employee meets all the following criteria:

- A. The consulting or outside business activity, including preparation, is not on Company time nor does the consulting or outside business activity in any way impact the employee's job performance at Digital.
- B. The consulting or outside business activity does not in any way utilize any Digital resources; e.g., facilities, materials, equipment, telephones, trade secrets, Company proprietary or confidential information, etc.
- C. The consulting or outside business activity is not for, with, or at any competitor, supplier or customer.
- D. The consulting or outside business activity does not compete with any business activities of, or services currently offered by, Digital.
- E. The consulting or outside business activity does not result in significant enhancements of competitors'

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06

Page 4 of 12

Date 15 SEP 86

products, involve decision-making which could result in recommending competitor's products, or result in a significant business advantage for a competitor.

- F. Consulting or outside business activity in the field of computers or related activities is reviewed by the employee's manager. In situations requiring interpretation of this policy, the case will be referred to the Business Conduct Committee for final decision.
- G. Neither Digital's name nor the position of the employee of Digital is used in furtherance of the outside activity.

III. EMPLOYEE SERVING ON OUTSIDE BOARDS OF DIRECTORS

Except as provided in this Policy 6.06 and subject to any constraints provided herein, Digital employees may serve on the boards of directors of companies other than Digital.

- A. Any person serving on the board of directors of an outside company assumes a fiduciary relationship to that company and its stockholders. A fiduciary is a person with a special duty of scrupulous good faith and candor to the outside company. The duty arises from the trust and confidence placed in him or her. A fiduciary must discharge his or her duties in good faith and with that diligence, care and skill "which ordinarily prudent men would exercise under similar circumstances". It is difficult to define such a standard of care, but in general, a fiduciary must act in a manner which he or she can reasonably believe to be in the best interests of the other company and its stockholders. The duties owed by a Digital employee who is on the board of directors of an outside company are separate from and in addition to the duties that the employee owes to Digital as one of its employees.
- B. As a director of an outside company, a Digital employee may be called to act in situations where the interests of Digital and those of other companies are in conflict or potential conflict. Examples of such situations are:

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.06		
Page	5	of	12
Date	15 SEP 86		

1. The outside company is contemplating an activity or line or business which is or may be competitive with Digital's business.
2. The outside company is considering a contract with Digital such as a purchase agreement, lease, installment sales contract, or consulting agreement.
3. The outside company is considering a course of action which could have a direct negative impact on Digital.

In any situation where the interests of Digital and the outside company are actually or potentially in conflict, a Digital employee serving on the board of directors of the outside company should refrain from participating in any votes on the matter in question. In addition, he or she should be careful not to unduly influence any discussion or votes on the matter.

If a Digital employee is uncertain as to a possible conflict, he or she may contact the Law Department for an interpretation.

- C. No Digital employee should ever disclose confidential, proprietary information of the Company to the outside company or any person associated with the outside company. Information disclosed to a Digital employee as a result of his or her being a director of the outside company which is confidential or proprietary to that company should not be disclosed to Digital, even if that information may be useful or beneficial to the Company.
- D. A Digital employee who serves as a member of the board of directors of either a publicly or privately-held company is exposed to the possibility of personal liability for the consequences of his or her actions as a director. A personal lawsuit against a Digital officer or employee as a director of an outside company, in addition to having potential negative financial consequences, might tarnish Digital's image as well as the employee's reputation. It is important,

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.06
Page	6 of 12
Date	15 SEP 86

therefore, to evaluate the value of the position against the potential risks of serving on an outside board of directors.

- E. A Digital employee who is serving as a director of an outside company should ascertain whether or not the other company has adopted an indemnification by-law providing for indemnification of directors against liabilities incurred in connection with serving on the board and whether or not it has purchased Directors and Officers liability insurance. While Digital's by-laws provide for Company indemnification against certain liabilities of an employee who serves as a director of an outside company at the request of Digital, this does not apply if the employee is not serving at the request of Digital. Obtaining the necessary approvals under this policy and Corporate Policy Memorandum 78-1, Business Ethics, does not constitute being requested by Digital to serve. Any employee who is concerned about being covered under the Digital by-law should obtain a written confirmation from Digital that it has requested such service.
- F. Many companies pay their outside directors fees for serving on their boards of directors as well as offering reimbursement for out-of-pocket expenses incurred in attending meetings. A Digital employee who is serving on an outside board of directors may accept such fees and reimbursements and retain them. If, however, the Digital employee is offered stock or the opportunity to subscribe for stock in consideration for his or her services, he or she should contact the Law Department before accepting or subscribing for such stock.

IV. WORK PRODUCT AND THE EMPLOYEE AGREEMENT

Under the terms of the Employee Agreement executed by each Digital employee as a condition of employment, Digital's ownership rights in developments made by an employee during the employee's employment with Digital are defined. Questions of interpretation of the Employee Agreement when ownership of such developments is in question are to be resolved by the Business Conduct Committee. A decision by that Committee to permit consulting or other business activity by an employee shall spell out the extent of

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06

Page 7 of 12

Date 15 AUG 89

Digital's ownership rights under the Employee Agreement. Any request for waiver of Digital's rights of ownership in work product under the Employee Agreement must be directed to the Engineering Law Manager for consideration by the Patent Committee.

V. CUSTOMER/SUPPLIER RELATIONS - GIFTS AND ENTERTAINMENT

Relationships with customers and suppliers to establish an environment of professionalism and trust in both products and people are an essential part of the business. All relationships should be developed taking into consideration the cultural background and the environment in which we are doing business, and using the general guidance of our business ethics and common sense.

Entertainment should be conducted tastefully and in a manner which will promote good communications between the customer/supplier and our company. A small gift may also be appropriate for the same purpose. Any entertainment or gift that bestows valuable benefit upon the recipient is definitely not allowed. This policy extends to Digital employees, their families, our agents, and our representatives.

GUIDELINES

The guidelines below are meant to represent some of the more common situations that employees may find themselves in during the course of business relationships with suppliers or customers. These examples are meant to give guidance and are not intended to be all inclusive.

Dinners

Dinners in conjunction with business are acceptable if customary for the situation.

Travel to See Product

Travel to see product shall be paid for by the visiting company. In unusual situations where travel is difficult because of location it may be permissible to accept travel on company-provided aircraft. Acceptance of travel by a Digital employee from a supplier requires the approval of a vice president.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06

Page 8 of 12

Date 15 AUG 89

Tickets to Sporting Events, Plays etc.

Tickets to ordinary local events such as a tennis match or a play are permissible as a courtesy if customary for the situation. Non-local events where travel and/or overnight accommodations are needed and are provided for are normally prohibited unless approved by a vice president.

Entertainment

Entertainment, except as applied above, is prohibited. However, there may be some special events such as DECWorld or the Corporate Leaders Forum, or similar events held by our suppliers, where entertainment is permissible with approval of a vice president.

Gifts

Gifts are acceptable only as a courtesy, and if of nominal value. Managers should educate employees not to accept inappropriate gifts. These gifts should be returned to the giver with an explanation of Digital's policy.

Nominal Value Guideline

In the U.S. nominal value is usually \$25 or less. Non-U.S. countries will set their own nominal value guideline. Countries should be careful to understand any tax liability that may be incurred by employees or Digital.

Laws

Employees shall consider the specific Country, State, and local laws which may be applicable. In the event of a conflict between this policy and any such law, the law shall govern. Employees shall seek the advice of local counsel in these circumstances.

In the U.S., companies are prohibited from providing "things of value" such as gratuities, entertainment, meals and travel to certain Federal Government employees and prime contractors of the U.S. Government. This policy shall be deemed as prohibiting the giving of these "things of value" when such behavior is prohibited by Federal, State or local laws.

PERSONNEL

POLICIES AND PROCEDURES

Section	6.06
Page	9 of 12
Date	15 AUG 89

VI. CONFIDENTIALITY

The nature of our Company has encouraged the free and open exchange of ideas. We are, however, increasingly confronted with the premature disclosure of information to persons outside the Company. There are several dangers which can arise from this kind of information leak.

- o Material information can be used by outsiders to make decisions on the buying or selling of DEC stock. This can lead to direct liability of the employee who disclosed the information (see Section VII, Insider Trading).
- o Competitors who gain access to confidential information can use it to their own competitive advantage.
- o Careful plans intended to maximize market impact can be seriously disrupted by premature disclosure.
- o The Company may be forced to react to leaked information rather than benefiting from initiating well-planned marketing strategies.
- o Agreements with customers and vendors, which by their terms require that information be retained in confidence, can be threatened by leaks, resulting in loss of confidence and breached agreements.
- o Disclosure of confidential information on unannounced products may forfeit the Company's patent rights on those products.

To avoid these consequences the following guidelines are recommended to all employees:

- o Do not discuss Company business with stock brokers, stock analysts, news reporters or any other person in a position to influence the investing public. Refer inquiries from such people to the Investor Relations or Law Departments.
- o Avoid loose discussion of Company business at social gatherings.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06

Page 10 of 12

Date 15 AUG 89

- o Do not disclose confidential information printed, or otherwise, to people outside the Company without having them first execute a non-disclosure agreement prepared by the Patent or Law Department.
- o Where appropriate, documents should be labeled "Digital Internal Use Only", "Digital Confidential", "Digital Restricted Distribution", "Digital Personal" (see Section 8.03, Proprietary Information Protection Policies).
- o Do not leave confidential memos, documents, drawings, accounts or other information in open, public, or uncontrollable areas.
- o Avoid disclosing confidential information to Company employees who do not have a need to know such information.
- o Do not place confidential information in Company publications (DECWorld, Digital This Week, etc.) which are likely to be disclosed to outsiders.

VII. INSIDER TRADING

It is essential in the interests of all concerned including potential investors in DEC stock, potential sellers of DEC stock, current investors, as well as DEC vendors, customers and employees, that material information relating to DEC's business and financial matters be maintained in the strictest confidence until a full and coordinated disclosure is made to the business and investment community. Not only is this a good and fair business practice, but failure to adhere to this practice may lead to both Company and personal liability.

Two areas of concern that DEC shares with all major companies are: (1) timely disclosure of material Company information, and (2) insider trading. The following guidelines are applicable to all Company employees:

- o No employee shall disclose "material information" relating to Company matters (information to which an investor would attach importance in deciding whether to purchase or sell the Company's stock) to either

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06

Page 11 of 12

Date 15 AUG 89

employees or non-employees who have no need to know the information, until the information has been effectively disclosed in a manner sufficient to ensure its availability to the investing community as a whole.

The U.S. Supreme Court has defined material information as information which a "...reasonable investor would have considered... important in making his or her (investment) decision". This would obviously include such items as a significant event or changes concerning markets or products; information concerning corporate budgets or forecasts; earning or dividend determinations; significant contracts, changes in management, litigation, financial plans, etc.

- o A director, officer or employee possessing material information (insider) must abstain from trading securities while material information of which he or she has knowledge remains undisclosed to the investment community. It is important that insiders make no favorable or unfavorable recommendations relative to DEC common stock to outsiders.

The Legal Department in conjunction with the Investor Relations Department shall issue written guidelines to officers giving examples of various types of material inside information and if required, give a presentation explaining these areas in more detail.

- o Each DEC officer shall identify subordinates whom he or she considers to have access to material information. On a regular basis these employees shall receive a reminder of their responsibility to avoid disclosing or trading on the basis of material confidential information.
- o The group identified above shall be informed in advance of all periods during which they should abstain from buying or selling DEC stock, i.e., periods immediately preceding the publication of quarterly and annual earnings.
- o Periodically, the Legal Department will issue reminders to the group of their responsibilities.
- o Transfer of shares will be monitored to assure compliance with this policy.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.06

Page 12 of 12

Date 15 AUG 89

VIII. WORK ASSIGNMENT OF DIGITAL EMPLOYEES ASSOCIATED WITH EMPLOYEES OF A COMPETITOR, CUSTOMER OR SUPPLIER

When Digital employees are associated with employees of a competitor, customer, or supplier, whether through blood, marriage, business, or social relationship, it is in the interest of all of us to minimize the possibility that these employees are exposed to situations which may compromise Company confidentiality. Therefore, we have established a policy intended to educate employees as to means of avoiding disclosure of confidential information and how to take steps necessary to prevent disclosure.

Employees who are or may be in situations of this type are responsible for discussing the situations with their managers. If the individual employee feels a desire or need to alter his or her position or job characteristics, the employee's manager should make all possible efforts to help the employee make the necessary job changes.

If the employee does not feel the desire or need to make job-related changes, he or she should be counselled by the manager or Personnel or both as to his or her responsibilities with respect to confidentiality under the employee agreement and Company policies.

It is expected that the steps outlined above will resolve almost all concerns of employees and managers in these situations.

By necessity, actions taken by the Company or by the employee based on this policy must be applied on a case-by-case basis and individual judgments should be made with regard to the sensitivity of the confidential or privileged information, the level of the position held in the competitor, customer or supplier and the potential risk to the Company if disclosure of confidential information occurs.

All cases requiring action under this policy or any proposed exceptions from this policy should be reviewed and approved in advance by the appropriate Personnel Management Committee member and the organizational Vice President.

digital

PERSONNEL

POLICIES AND PROCEDURES

6.07
Section
Page 1 of 1
Date 01 FEB 93

SERVICE DATES

SCOPE: U.S

POLICY:

It is the Company's policy to provide a consistent and equitable system to establish service dates for employees. Service dates are utilized to determine eligibility for certain benefits in the Company.

PRACTICE:

An employee always retains his/her original hire date. However, an employee may be issued a rehire date, an employment service change date, or a coop service date as detailed below.

Rehire Date

An employee who terminates the Company and is rehired with more than a 31 day break in service is issued a rehire date.

Employment Service Change Date

A regular employee who transfers to a temporary or coop status is issued an employment service change date (the date the new status is effective).

A temporary employee who accepts a regular position is issued an employment service change date (the date the new status is effective).

A Student Development Program (SDP) student who accepts a regular position working less than 40 hours per week is issued an employment service change date (the date the new status is effective).

SDP Service Date

A SDP student who is hired on a regular (R40) basis immediately after completing school is terminated from coop status, issued a rehire date and given a SDP service date (the date calculated to reflect prior service as a SDP and which is the basis for determining some benefit accrual rates).

Reinstatement

Reinstatement is allowed only for regular employees who return to regular status within 31 days of termination. Beyond 31 days, the employee is issued a rehire date. (See Section 2.01, Break in Service Policy).

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.08
Page	1 of 1
Date	03 FEB 86

HONORARIA

This policy relates to lectures, papers, books and articles by Digital employees. The following is Digital's practice of handling payments (honoraria) for any of the above activities:

Company Sponsored - When employees are requested by Digital to perform any of the above activities, they receive full salary and expenses for any trip involved. They are expected to refuse all payments, fees or reimbursement of travel and living expenses from non-profit organizations. Employees may accept reimbursement of travel and living expenses from commercial organizations. When such payments are made, employees are to accept them made payable to Digital.

Non-Company Sponsored - When employees participate on their own, they may keep any honoraria payments or fees received from the organization. If the subject matter relates to Digital, or to the employee's field of activity, the employee should obtain advance approval from the appropriate Vice President. If, in the opinion of the employee's manager, Digital will benefit, limited working hours and Digital clerical facilities may be used, subject to the approval of the appropriate Vice President.

Occasionally college or university faculty members are invited to give seminars at Digital. It is Digital's practice to provide an honorarium in addition to their reasonable expenses for travel, food and lodging. The size of the standard honorarium is generally a maximum of \$300, but is dependent upon the time and effort involved.

In those few circumstances where an honorarium is paid by Digital to one of its employees, e.g. recognition for publishing in a technical journal, the payment represents taxable income and must be processed through Corporate Payroll to insure proper withholding deductions are made.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.09

Page 1 of 3

Date 25 AUG 86

SERVICE OF LEGAL PROCESS UPON DIGITAL OR ITS EMPLOYEES

Occasionally someone attempts to service Digital, or one of our employees, with a summons of some type. The following procedure has been developed for all locations to follow. Questions concerning this procedure should be referred to the Law Department in Maynard. For provisions of this policy applying in the State of California, contact your local California Personnel Department.

SERVICE OF PROCESS UPON DIGITAL OR A DIGITAL FACILITY

Service of Process on Digital Outside of Massachusetts - No one shall accept anything from a sheriff, constable or any other individual purporting to have the authority to serve and document of whatever kind or description but shall hand the sheriff or constable a piece of paper which reads as follows:

"We are not authorized by law to accept this service of process. Digital Equipment Corporation's authorized agent for service of process in this state is C T Corporation System which is located at the address(es) shown below." (Specific addresses can be obtained from the Law Department in Maynard.)

Exception: If the laws in a particular state permit service to be delivered to the company facility rather than to a registered agent, then the senior manager of the facility, or his designee only, shall accept the document. If the document is a subpoena of records or suit against the company, it should be sent immediately to the General Counsel at 111 Powder Mill Road, Maynard, Massachusetts 01754.

If the service involves a garnishment trusteeship proceedings, where Digital is required to withhold the employee's wages, then the receiving facility should immediately contact the office of the General Counsel and the Payroll Department by telephone, and immediately send the document to the office of the General Counsel for processing.

Service of Process on Digital in Massachusetts - No one shall accept anything from a sheriff, constable or any other individual having or purporting to have the authority to serve any document or whatever kind of description including summonses, complaints, trustee attachments, etc. The person on whom attempted service is made shall hand the sheriff or constable a piece of paper which reads as follows:

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.09

Page 2 of 3

Date 25 AUG 86

"We are not authorized by law or by Digital Equipment Corporation to accept service of process. For your information, one individual who can accept such service of process is the General Counsel and Vice President, or his designated representative(s). The General Counsel is located in the Administration building at 111 Powder Mill Road, Maynard, Massachusetts 01754."

SERVICE OF PROCESS ON DIGITAL EMPLOYEES AT A DIGITAL LOCATION

Service of Civil Process - No receptionist, security guard or any other representative of Digital shall accept civil process from a sheriff, constable or any other individual having, or purporting to have the authority to serve such document upon a Digital employee. Rather, the Digital representative shall contact the employee and then provide a private and confidential area where service of such process may be made if the employee so desires. In the event that the employee refuses to accept such service, then the Digital representative shall so notify the serving officer and request that such service be made on the individual off the Digital site location.

The only information that is to be given to the sheriff or constable is to verify whether or not the individual works at the particular Digital facility. No other information about the employee, such as his/her home address may be given to the sheriff or constable.

Service of Criminal Process - Digital, as an employer, has a dual concern and responsibility in situations in which law enforcement officials attempt to serve criminal process upon its employees while they are at Digital facilities. As an employer, Digital has an obligation to its employees not to place them in embarrassing situations while at work. On the other hand, as a responsible employer in various communities, Digital has a duty to cooperate with law enforcement officers in the legitimate exercise of their duties.

The following steps constitute a sensible accommodation of these two desirable yet sometimes conflicting objectives.:

When a law enforcement officer ("Officer") arrives at a Digital facility to serve an employee with criminal process, whatever the nature of the process, the officer should be immediately referred to the Security Department supervisor. The security supervisor should then contact the personnel manager. If neither the security supervisor nor the personnel manager are present at that particular

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.09

Page 3 of 3

Date 25 AUG 86

site, the officer should be referred to the highest ranking management official at the particular site. The Digital representative should then observe the following guidelines:

- o Verify the identification of the officer, particularly if the officer is not in uniform. The Digital's representative should note the officer's name, department and the nature of the offense alleged in the criminal process.
- o The process which the officer seeks to serve should be checked to verify that it is an arrest warrant or a subpoena in a criminal case and not a process in a civil matter. A notation should be made of the criminal offense as noted on the warrant or subpoena. Arrest warrants and subpoenas in criminal matters can be identified since they are served by a law enforcement officer and always show a federal or state seal or in some instances a city seal. Subpoenas in civil matters are served by deputy sheriffs, constables or private process servers, and generally a private party is the plaintiff, although an agency of any government may be a plaintiff or defendant. If the process concerns a civil matter, the procedure set forth above for civil process should be followed.
- o After the Digital representative is satisfied that the above two conditions have been met, namely that the officer is a duly authorized officer and the process involves a criminal case and not a civil matter, the officer should be escorted to a private office or area which is removed from the lobby, production area, sales area, or customer area of the facility.
- o The Digital representative should then contact the employee's department supervisor and request the supervisor to bring the employee to the location where the officer is waiting. Upon arrival at the location where the officer is waiting, the employee should then be told of the presence of the officer and the purpose of the visit.
- o Under no circumstances should any physical force be used by any Digital representative.
- o The Digital representative should immediately make a written report of the incident and forward that report forthwith to the General Counsel in Maynard. With the exception of this report, the entire matter must be kept in strict confidence.

digital

SECURITY OPERATIONS MANUAL

Chapter: Co. Rules/Procedures
Section: 5

From: John J. Kulik
Effective: 1 SEP 78
Supercedes: 11 MAY 77 dir.

SUBJECT: SERVICE OF CRIMINAL PROCESS ON EMPLOYEE; SECURITY PROCEDURES

SERVICE OF CRIMINAL ARREST WARRANT OR SUBPOENA ON EMPLOYEE

1. POLICY

Digital, as a citizen, has a concern in cooperating with law enforcement officers. This includes assistance in the arrest of employees charged with commission of crimes and in the service of subpoenas in criminal cases.

2. PROCEDURES

Whenever a law enforcement officer arrives at a Digital facility to serve a subpoena on an employee in a criminal matter or to effect an arrest, such officer should be referred to the Security Department Supervisor. The Security Supervisor should then contact the facility Personnel Manager. If neither the Security Supervisor nor the Personnel Manager are present at the particular facility, the Officer should be referred to the highest ranking management official at the particular facility. The Digital representative should then observe the following guidelines:

- A. Verify identification of the Officer, particularly if the officer is not in uniform, and make note of the officer's name and department.
- B. The process which the Officer seeks to serve should be checked to verify that it is an arrest warrant or a subpoena in a criminal case and not a process in a civil matter. A notation should be made of the criminal offence as noted on the warrant or subpoena. Arrest warrants and subpoenas in criminal matters can be identified as they are served by a law enforcement officer and always show a Federal or State seal or in some instances a City seal.

digital

SECURITY OPERATIONS MANUAL

Chapter: Co. Rules/Procedures
Section: 5

From: John J. Kulik
Effective: 1 SEP 78
Supercedes: 11 MAY 77 dir.

Subpoenas in civil matters are served by Deputy Sheriffs, Constables, or private process servers and generally show and note a private party as the plaintiff, although an agency of government may be a plaintiff or defendant. If process concerns a civil matter, procedure as set forth for civil cases should be followed (Ref. Personnel Policies/Procedures Manual).

- C. Request the officer to wait in an appropriate private office or area and inform him that the employee will be brought there.
- D. The Digital representative should then contact the employee's department supervisor and request the supervisor to bring the employee to the location where the Officer is waiting. Upon arrival at the location where the Officer is waiting, the employee should then be told of the presence of the Officer and the purpose of the visit.

NOTE: As a general rule an employee should not be informed of an arrest warrant beforehand as this may be caused for the employee to flee or take other action to avoid service of criminal process.

- E. In all instances the supervisor should accompany the employee to the waiting officer. In criminal arrest cases Security Guards should not be utilized to contact or accompany the employee as this could encourage an attempt to avoid arrest.
- F. In the case of a criminal arrest warrant an employee should not be instructed or allowed to pick up his personal belongings beforehand; this should be done later by the Supervisor, after the officer has made service of the criminal process.

digital

SECURITY OPERATIONS MANUAL

Chapter: Co. Rules/Procedures
Section: 5

From: John J. Kulik
Effective: 1 SEP 78
Supercedes: 11 MAY 77 dir.

- G. It is important, particularly in cases where an employee is being arrested for a MAJOR crime (felony) that the officer is made aware of all exits that employee could utilize to flee and avoid arrest. If there is reason to believe that the employee may resist or evade arrest, the arresting officer may be permitted to go directly to the employee to effect arrest.
- H. Under no circumstances should any physical force be used by any Digital representative.
- I. The Digital representative should immediately make a written report of the incident and forward that report forthwith to the General Counsel (Legal Department) in Maynard. With the exception of this report, the entire matter must be kept in strict confidence.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.10

Page 1 of 1

Date 04 APR 88

EMPLOYEE ACTIVITIES

POLICY

Digital supports recreational, cultural and social activities for employees at all locations where there is a high level of employee interest and there is a sufficient number of people to make such programs practical. Activities should be appropriate for the local area and shifts and fitted to the needs, interests and abilities of our employees regardless of race, color, sex, religion, age, national origin, veteran status, sexual orientation or handicap.

In order to be considered a Digital-sponsored activity, the activity must comply with the requirements set forth in the Employee Services and Recreation Handbook available within the Personnel Department.

RESPONSIBILITY

The Corporate Employee Services and Recreation Department is responsible for assisting locations with their programs. The responsibility for determining and implementing specific programs rests with the location manager and the local Personnel Department.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.11

Page 1 of 3

Date 6 FEB 84

THE FOLLOWING POLICY IS REPRINTED
FROM THE CORPORATE POLICY MEMORANDUM.

PROPRIETARY INFORMATION PROTECTION POLICIES

OBJECTIVE

To protect Digital's competitive position by safeguarding valuable and confidential business plans, new product data, and personnel information.

POLICY

1. Proprietary information means any plans, ideas, or data Digital would not want a competitor or the general public to know. this could be technical data or business data, or employee data. For example, new technology, new product plans, service strategies, customer lists, vendor lists, budget information, personnel files can all be considered the proprietary information of Digital. Some of this data, of course, becomes public knowledge when Digital announces new products or publishes earnings.

However, aside from legal reporting requirements and our own announcement decisions, Digital need not tell this kind of information to anyone. In fact, the laws permit us to keep a competitive edge and protect employee privacy by protecting this highly valuable or confidential data.

2. The best way to protect proprietary information is by classifying and labeling it so Digital employees will know its relative importance and guard it properly. The group in Digital that creates or maintains a particular set of proprietary information should classify it as one of these three types:

- A. Restricted Distribution: Information so confidential and important it should only be distributed to people inside Digital who need to know it. Proprietary information our customers or vendors give us must be put in this class. Information in this class cannot be disclosed to anyone else without talking to the group that created, received or maintains it.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.11

Page 2 of 3

Date 6 FEB 84

- B. For Internal Use Only: Information which can be distributed to Digital employees but should not be given to customers, competitors, vendors or consultants.
- C. Personnel Confidential: This is personal information about a Digital employee, such as his or her salary, performance evaluation, medical problems and so on. It should not be distributed outside Digital at all, without authorization and internally it should be treated with at least the same sensitivity as you want for your own most personal records. For further information on this subject see Section 6.18, Employee Privacy in the Personnel Policies and Procedures Manual.
3. Corporate Security issues guidelines you must follow in handling these kinds of information. These guidelines may need to be modified locally to make sure local country law and procedures are followed.
 4. If you work with consultants, contractors or vendors who need to know some of our proprietary information, you are responsible for insuring they have and use adequate procedures to protect it. Consult Corporate Security or your manager if you need advice.
 5. In any case, make sure you are authorized to reveal Proprietary Information to anyone before you do it, and then limit your disclosure to people who truly need to know.
 6. Revealing proprietary information without proper authorization is a most serious offense. An employee who violates this rule may be discharged for improper use of company property and may also be subject to criminal prosecution.

RESPONSIBILITIES

1. Officers

Create and monitor proprietary information security procedures appropriate for his or her organization.

2. Corporate Security

- A. Creates and distributes corporate-wide proprietary information security policies and procedures.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.11

Page 3 of 3

Date 6 FEB 84

- B. Provides help in learning about and interpreting these policies.
- C. Uses suitable internal procedures and follow-up to make sure the policies are followed.

3. All Employees

- A. Should make sure proprietary information they create (or have developed by consultants or contractors) is properly classified and marked.
- B. Should follow the proper procedures for handling proprietary information others created.
- C. Should report violations of this policy to their managers and the local or Corporate Security Department.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.12

Page 1 of 2

Date 17 MAR 80

THE FOLLOWING POLICY IS REPRINTED
FROM THE CORPORATE POLICY MEMORANDUM

CONFIDENTIALITY

The nature of our company has encouraged the free and open exchange of ideas. We are, however, increasingly confronted with the premature disclosure of information to persons outside the company. There are several dangers which can arise from this kind of information leak.

- Material information can be used by outsiders to make decisions on the buying or selling of DEC stock. This can lead to direct liability of the employee who disclosed the information.
- Competitors who gain access to confidential information can use it to their own competitive advantage.
- Careful plans intended to maximize market impact can be seriously disrupted by premature disclosure.
- The company is forced to react to leaked information rather than benefiting from initiating well-planned marketing strategies.
- Agreements with customers and vendors, which by their terms require that information be retained in confidence, can be threatened by leaks, resulting in loss of confidence and breached agreements.
- Disclosure of confidential information on unannounced products may forfeit the company's patent rights on those products.

To avoid these consequences the following guidelines are recommended to all employees:

- Do not discuss company business with stock brokers, stock analysts, news reporters or any other person in a position to influence the investing public. Refer inquiries from such people to the Investor Relations or Law Departments.
- Avoid loose discussion of company business at social gatherings.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.12

Page 2 of 2

Date 17 MAR 80

- Do not disclose confidential information printed, or otherwise, to people outside the company without having them first execute a non-disclosure agreement prepared by the Patent or Law Department.
- Where appropriate, documents should be labeled "Company Confidential" and provisions made for their disposal.
- Do not leave confidential memos, documents, drawings, accounts or other information in open, public, or uncontrollable areas.
- Avoid disclosing confidential information to company employees who do not have a need to know such information.
- Do not place confidential information in company publications (On-Line, Digital This Week, etc.) which are likely to be disclosed to outsiders.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.13

Page 1 of 2

Date 06 JUL 93

EMERGENCY CLOSINGS

(CLOSING INVOLVING ONE WORKDAY OR LESS)

SCOPE: U.S.

PHILOSOPHY:

Digital's operations are not normally affected by inclement weather or other environmental factors. However, under extreme weather conditions or in emergency situations exceptions to this philosophy may be necessary in the interests of our employees.

POLICY:

In those cases where exceptions are made, the following policy will apply:

Greater Maynard Area - Decisions to close early or cancel normally scheduled shifts are made by the Corporate Personnel Manager.

Plant/Host Locations - Decisions to close early or cancel normally scheduled shifts are made by the Plant/Host Manager.

Field Offices - Decisions to close early or cancel operations are made by the Local Manager in charge.

PRACTICE:

Notification to Employees

If a decision is made to close a facility early, Managers will insure that all employees are advised and that appropriate coverage is maintained on necessary operations. If we cancel or modify shift operations, announcements are made over local radio stations. Employees in field office locations should contact their Supervisors if in doubt regarding the status of work on days of extreme weather conditions.

Pay Policy

Early Closing of Shift Operations - If the Company decides to close a shift early, employees are paid for their entire regularly scheduled shift plus shift differential as appropriate.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.13

Page 2 of 2

Date 06 JUL 93

Specific applications for non-exempt and temporary employees are as follows:

- o Employees who do not report to work receive no pay for the day.
- o Temporary employees who do report to work are paid for hours worked.

Cancellation of Shift Operations in Advance - If the Company announces in advance the cancellation of an entire shift, employees on that shift are paid for their entire regularly scheduled shift plus shift differential as appropriate.

Non-exempt Employees Requested to Work After Shift Operations Have Been Cancelled - It may be necessary to have some employees continue to work after a shift has been cancelled. These employees (including Security personnel) are paid double time and one-half plus shift differential as appropriate for all hours worked after the shift has been canceled.

EXAMPLE

An employee's shift is cancelled after six hours. The employee works an additional four hours after the closing. He/she will receive four hours at double time and one-half and six hours at straight time for that day.

The hours that employees are paid when shifts are closed or cancelled are counted as time worked for computing overtime. However, hours that are paid at double time and one-half, for work after the cancellation, are not included in calculating overtime pay.

This pay policy does not apply if it becomes necessary to cancel operations for more than a twenty-four hour time period. In these instances, pay policy will be developed on a case by case basis after evaluating individual circumstances.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.14

Page 1 of 2

Date 14 MAR 77

THE FOLLOWING POLICY IS REPRINTED
FROM THE CORPORATE POLICY MEMORANDUM

INSIDER TRADING

It is essential, in the interests of all concerned including potential investors in DEC stock, potential sellers of DEC stock, current investors, as well as DEC vendors, customers and employees, that material information relating to DEC business and financial matters be maintained in the strictest confidence until a full and coordinated disclosure is made to the business and investment community. Not only is this a good and fair business practice, but failure to adhere to this practice may lead to both company and personal liability.

Two areas of concern that DEC shares with all major companies are: (1) timely disclosure of material company information, and (2) insider trading. The following guidelines are applicable to all company employees:

- No employee shall disclose "material information" relating to company matters (information to which an investor would attach importance in deciding whether to purchase or sell the company's stock) to either non-employees who have no need to know the information, until the information has been effectively disclosed in a manner sufficient to ensure its availability to the investing community as a whole.

The U.S. Supreme Court has defined material information as information which is "...reasonable investor might have considered... important in making his or her (investment) decision". This would obviously include such items as a significant event or changes concerning markets or products; information concerning corporate budgets or forecasts; earning or dividend determinations; significant contracts, changes in management, litigation, financial plans, etc.

- A director, officer or employee possessing material information (insider) must abstain from trading securities while material information of which he or she has knowledge remains undisclosed to the investment community. It is important that insiders make no favorable or unfavorable recommendations relative to DEC common stock to outsiders.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.14

Page 2 of 2

Date 14 MAR 77

- The Legal Department in conjunction with the Investor Relations Department shall issue written guidelines to officers giving examples of various types of material inside information and if required, give a presentation explaining these areas in more detail.
- Each DEC officer shall identify subordinates whom he or she considers to have access to material information. On a regular basis these employees shall receive a reminder of their responsibility to avoid disclosing or trading on the basis of material confidential information.
- The group identified above shall be informed in advance of all periods during which they should abstain from buying or selling DEC stock, i.e., periods immediately preceding the publication of quarterly and annual earnings.
- Periodically the Legal Department will issue reminders to the group of their responsibilities.
- Transfer of shares will be monitored to assure compliance with this policy.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.15

Page 1 of 3

Date 06 JUL 93

TRANSPORTATION OF SICK OR INJURED INDIVIDUALS

SCOPE: U.S.

PHILOSOPHY:

The Company philosophy is to see that sick or injured individuals (employees, customers, and vendors) at Digital sites are transported safely and expeditiously.

POLICY:

When it is not appropriate for an individual to transport himself or herself due to an illness or injury, Digital will either provide transportation or assist in obtaining it. This includes situations of perceived serious emotional or behavioral impairment as well as other illness and injury. This applies to any individual, employee or non-employee, who experiences an immediate medical need at a Digital facility.

PRACTICE:

- o In accordance with the site Emergency Response Plan, either a Medical First Responder or supervisor should assist the sick or injured individual with making the appropriate transportation decision.
- o In true medical emergencies and for individuals needing special treatment en route or experiencing emotional or behavioral impairment, transportation to a medical facility should be by ambulance.
- o When a supervisor is responding, that supervisor should consult with their designated community medical resource, if needed, to determine whether an individual should be sent to his/her residence or should be sent to a health care facility in the community for further medical evaluation.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.15

Page 2 of 3

Date 06 JUL 93

Employees Sent for Medical Care

- o In the event of a minor injury or illness, a security vehicle or a taxi may be used. If a Medical First Responder is assisting, he/she will determine whether or not it is appropriate to accompany the individual.
- o When an ambulance service is utilized no one should accompany the individual in the ambulance.
- o Employees who transport a sick or injured individual in their own vehicle do so voluntarily and under their personal insurance coverage.

Transportation to Current Place of Residence

- o After notifying the supervisor/employer, where possible, the medical first responder or supervisor should advise the individual to contact his/her family to arrange transportation.
- o If a member of the individual's family cannot provide transportation, the responder will arrange for a taxi to transport the individual to his/her residence. If the ill person is an employee, the cost center will pay the fare from the site to his/her place of residence.

DEFINITIONS:

- o Medical First Responder: An individual designated by the site Emergency Response Plan, who gives first assistance to those at the site with immediate medical needs. This will be an Occupational Health Nurse (at sites with on-site Health Services) or other person trained in first-aid and cardiopulmonary resuscitation (CPR).
- o Designated Community Medical Resource: The medical facility designated by the site Emergency Response Plan as the resource to be used when immediate medical needs requiring off-site referral or consultation arise.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.15

Page 3 of 3

Date 06 JUL 93

- o True Medical Emergency: A potentially life-threatening illness or injury requiring immediate, urgent medical intervention.
- o Emergency Response Plan: The plan, established and maintained by site management, which outlines emergency response procedures for each Digital site.

MANAGER'S RESPONSIBILITIES:

Each Site manager must assure the facility has an Emergency Medical Response Plan including provisions for transportation of sick or injured individuals which are in accordance with these guidelines.

PERSONNEL POLICY REFERENCE MATERIAL:

6.33 Fitness for Work

PERSONNEL

POLICIES AND PROCEDURES

Section 6.16

Page 1 of 2

Date 15 AUG 89

HOST MANAGEMENT

(Reprinted from the Corporate Policy Memorandum)

Many Digital locations have more than one corporate-level function operating within the local facility or cluster of facilities. Often the primary reporting line for these groups is to functional management outside of the location. Based upon past experiences, we believe that in such circumstances there are clear benefits from having a senior operating manager at each location designated "Host Manager" with responsibility to:

1. Provide a clear, management focal point for the total location. This includes making sure that the combined operations are conducted according to Digital policies, local laws, and sound business practices, so that we can be proud of the way the total location represents Digital to customers, employees, government and the surrounding community.
2. Insure that there is a positive environment of teamwork at the location so that support services are shared rather than duplicated by the functions operating at the location, and that each group receives its fair share of support.

Common sense should be applied in determining what degree of sharing should take place. However, examples of services which typically should be shared are:

- o Facilities Management
- o Space Planning
- o Office Services
- o Administration
- o Telecommunications
- o Personnel
- o Accounting
- o Information Services
- o Purchasing
- o Community and Government Relations

Corporate Policy Memorandums are prepared at the request and approval of the Executive Committee. Managers receiving the Policies should communicate them within their group.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.16

Page 2 of 2

Date 15 AUG 89

The Host Manager must make sure that the above support groups have long-range plans that fit the needs of the functions residing at the location. The Host Manager should also make sure that the support groups are integrated into the local management structure so that they are in the position to be responsive both to local needs and Corporate functional policies.

A cluster or facility council made up of Host Manager, other Tenant Managers, Site Personnel Manager and Facility Manager should meet regularly to raise issues and concerns and resolve problems relating to services in the facility.

The role of Host Manager should be seen as a part of the general management responsibilities of the location's functional management team, and not as a new layer of management. The designated Host Manager has broad general responsibility to "wear the corporate hat" and to question and "push back" at any aspect of the location's operations which seems inappropriate. Additionally, the Host Manager should be a strong influence on the groups having direct spending responsibilities for the location so that their expenditures produce maximum benefit in terms of both work environment and business efficiency for the total company.

Some multiple facility locations may require a Host Manager for each facility and/or an overall Host for the cluster. The Corporate F & A Organization will make recommendations as to the requirements for host management at individual locations, and will maintain a listing of designated Host Managers for each of Digital's locations.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.17

Page 1 of 3

Date 10 AUG 87

RETURN TO WORK OF DISABLED EMPLOYEES

POLICY

Certain precautions that are necessary and important to the health and safety of employees should be taken by supervisors when an employee returns to work after missing five or more work days as the result of illness or serious injury. It is the supervisor's responsibility to be sure that the employee has been cleared to return to work by a visit to, or a consultation with, the Health Services Department.

PRACTICE

Doctor's Certificate - When absent for five or more consecutive work days because of illness or injury, all employees must, before starting work, deliver a doctor's certificate to his/her supervisor certifying that he/she is able to return to work.

Upon receipt of the doctor's certificate, the supervisor must send the employee with his/her doctor's certificate to the Health Services Department, or equivalent, to determine if the employee is ready to return to work. The Health Services Department discusses questionable situations with the supervisor and/or the Personnel Department for resolution of the employee's return to work status.

Further medical evaluation by Digital's Health Services Department or an appropriate external consultant may be required before a final decision can be made. No employee should be permitted to work until such information is carefully reviewed and approval secured. If a conflict exists between the employee's physician and the Health Services Department, and cannot be resolved by their direct communication, or if for any other reason the Health Services Department is unable to make a determination regarding the employee's disability, a third party specialist will be selected by the Company to provide a final decision on the employee's medical status.

In certain cases it may be necessary to make a medical evaluation of an employee who has been absent for less than five days. Questions about the necessity for such a medical evaluation should be directed to the Health Services Department.

All statements, evaluations, or reports from attending physicians should be forwarded to the Health Services Department for inclusion in the employee's medical record.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.17

Page 2 of 3

Date 10 AUG 87

Special Restrictions - If an employee returns to work with a restriction that prevents him/her from performing the duties previously performed, reasonable efforts must be made by the manager to find suitable work. If the manager is unable to identify work that an employee can perform, the employee should be continued on disability status until the restrictions ease.

Modified Work or Modified Schedules - In cases where there are temporary restrictions relating to the kind of work or the amount of time an employee can work, the employee should be placed on modified work or a modified schedule without change to their employment status. This kind of assignment should not normally exceed three months. A change in assignment is justified only if the long term nature of the employee's medical restrictions do not allow performance of the job on a regular basis.

Employee Responsibility - It is the employee's responsibility to provide the Company with medical justification by a legally qualified physician for conditions which may require work restrictions or schedule modifications of either a temporary or long-term nature. It is the employee's responsibility to keep the Company informed on a timely basis of changes in these restrictions. It is also the employee's responsibility to submit to third party medical evaluations when required and abide by the decision of the third party consultant. Failure of the employee to fulfill the above responsibilities may result in termination of benefits or termination from the Company.

Company Responsibility for Employees Returning from Disability

- o The Company has responsibility to re-employ all medically qualified employees who are returning from a disability on a regular or a rehabilitative basis provided that the employee is capable of performing meaningful work with reasonable accommodations. For the purposes of this policy "company" is defined as the employee's cost center manager, or in the absence of a cost center manager, a group manager. An employee is considered to be medically qualified when they have been cleared by the Health Services Department, or equivalent, to return to work. The employee's regular pay should resume that day or the next regularly scheduled work day.

Rehabilitative employment is defined as an alternative work or work schedule which will over a predetermined time, allow the employee to return to his/her regular job. This period will not generally exceed three months unless the long term

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.17

Page 3 of 3

Date 10 AUG 87

or short term disability plan provides coverage for a greater length of time. If after three months of rehabilitative status, the employee cannot return to regular employment, the employee's status will be reviewed periodically to ensure proper placement, and the employee will be paid for time worked while maintained in their original benefits status. Employees on rehabilitative status may be granted salary increases provided the time actually worked (in hours) since the last increase, excluding disability time, meets current salary planning guidelines.

- o An employee returning from a disability of six months or less and without work restrictions will be placed in the same position occupied prior to being disabled.
- o An employee returning from a disability of more than six months and/or with work restrictions will be placed in a comparable position through the efforts of the manager. For purposes of this policy, a comparable position is defined as a position which is as close as possible to the salary level of the position the employee held prior to becoming disabled and which is suited to the employee's skills and experience. When a regular position is not immediately available the employee should be placed in an interim job by the manager and a regular position identified as soon as possible.
- o If an employee is offered a comparable position and the employee refuses to accept the position, the refusal represents a Company release and the Company has no further obligations to re-employ the individual.

Follow-up Evaluations

On occasion the Health Services Department, or equivalent, may suggest that an employee return to work with the provision that follow-up evaluations or treatments take place. In such cases, the supervisor should ensure, with the aid of the Personnel and Health Services Departments, that the stipulations are met and the medical status permits keeping the employee on the job.

At the same time the employee is responsible for making every effort to sustain an acceptable performance record. In such cases where an employee's work performance does not improve sufficiently, the supervisor should consult with the Personnel Department and Health Services in the course of deciding what action may be warranted.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.18

Page 1 of 7

Date 01 DEC 90

EMPLOYEE PRIVACY

POLICY

Digital recognizes its obligation to treat employee information in a confidential manner. The company also recognizes its obligation to inform employees of the existence of employee information collected and maintained as it pertains to them. Employees may examine and supply additional information to clarify, correct or amend such information, in accordance with this policy.

The responsibility for protecting the privacy of employee information resides with managers, the Personnel Department, and individuals who, in the course of their normal business, have access to such information such as members of the Law Department, etc. Only information authorized by Digital's personnel policies and procedures, or necessary for informed employment decisions may be included in employee files and records. This protection applies to physical files, data bases, computer-generated printouts, notes, resumes, corrective action documentation, records of verbal communications, and any other personal information about an employee which is maintained by Digital managers or supervisors in carrying out their jobs. Individuals who insert materials into these files and records are expected to review the information to ensure it is appropriate prior to inclusion.

PRACTICE

General Provisions

- o Information on an employee should be collected, used and retained only where a legitimate business or legal need exists. Such information should be retained in filing systems authorized by policy, mandated by the needs of the Company or accepted in standard Company practice i.e. Personnel files, manager's files, medical files, benefits files, etc.
- o Every effort should be made to maintain employee information in a secure, accurate and current state.
- o Employees should be made aware of what information is collected and retained in files kept in their name or which is utilized in making employment decisions which affect the individual. Employees should be given the opportunity to see this information if they wish under the guidelines

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.18

Page 2 of 7

Date 01 DEC 90

below. Employees may amend or correct information contained in their files by inserting a separate document. Documents disputed by the employee should remain in the file unless they are clearly inaccurate or inappropriate. Employees as well as managers have the responsibility to keep this information current and accurate.

- o All information in an employee file may be copied upon the employee's request. Former employees may also obtain a copy of their employee file on request.
- o The disclosure of employee information should be strictly in accordance with the provisions stated below under "Disclosure of Employee Information".
- o Access to and use of employee information should be directly related to the decision being made.
- o In all cases employee information should only be kept if it is factual or opinion which is supported by data. Unsupported opinion or information which is not factual should not be a part of any file on an employee.

Disclosure of Employee Information

Internal Disclosure

Types of Files:

Employee Personnel Files: Personnel files are the official Company record of the employment status of an employee and are generally kept in the Personnel Department while an employee is on active status. Note: For information on employee data kept in personnel files see Section 1.01 of the Personnel Administrative Procedures Manual. Access to an employee's file is limited to:

- o The employee in the company of either his/her manager(s) or personnel representative or both. Copies of information in these files are available to the employee upon request.
- o An employee's immediate supervisor.
- o A manager, with the approval of the employee, who is actively considering an employee for a position in his/her organization.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.18

Page 3 of 7

Date 01 DEC 90

- o Members of the Personnel Department, Law Department or Internal Audit Department who need to access this information to complete their assigned responsibilities. This provision is intended to provide access for local Personnel Departments to employee information for which they are responsible. Release of employee information to other personnel organizations may occur only with the approval of the employee.
- o Members of the Corporate Security Department (with the approval of the Group Personnel Manager or designee responsible for the individual employee).
- o Individuals who can clearly demonstrate a "need to know" based on a business or legal requirement (with the approval of the Group Personnel Manager or designee responsible for the individual employee).

Medical Files: The Company maintains files on employees which contain medical information i.e. an employee's pre-placement physical examination, workers compensation claims, health progress notes, copies of communications with attending physicians, etc.

Generally, employees may review the contents of their medical file with a member of the Health Services Department. Because of the sensitive nature of the information involved, Health Services may exercise discretion in disclosing medical files to employees. Where appropriate they may refuse to disclose, release it only in summary form, or release only to the employee's attending physician, unless disclosure to the employee is mandated by state law. Examples would be medical evaluations from outside health care professionals which were rendered in confidence or information which Digital's Health Services Department deem could detrimentally impact the employee if released. Digital's Health Services Department may release any such information in a summary form or directly to the employee's attending physician as they deem appropriate.

Employees may supply any information which they believe necessary to correct or amend any information contained in their medical file in a separate document. This information will then become a permanent part of their medical files

Other than the employee, the only individuals or organizations who have access to an employee's medical file are the following:

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.18

Page 4 of 7

Date 04 NOV 91

- o Members of the Health Services Department.
- o Occupational Health and Safety specialists and agents of the Company performing occupational health and safety studies, who can demonstrate a need to know the specific information in order to assure a safe and healthful workplace or to comply with the requirements of law.
- o Members of Digital's Law Department who can demonstrate a need to know.
- o Regulatory officials with mandated access to this information.
- o Agents or vendors of the Company acting on Worker's Compensation; Disability management or eligibility determinations; Unemployment Compensation; outside litigation cases.
- o Courts who have subpoenaed relevant information. The validity of the subpoena requires the approval of Digital's Law Department.

Managers and Personnel are not entitled to direct access to an employee medical record. Personnel and Managers should be provided with medical conclusions and recommendations needed to accommodate work restrictions and manage the employee. This report should include a medical assessment of functional ability and specific medical needs related to job and workplace. It will be based upon the employee medical record, but will not include diagnostic or other confidential medical details unless specifically authorized by the employee.

Managers and Personnel are entitled to know whether the employee is capable of unrestricted work, restricted work with limitations, or is incapable of performing his/her usual work.

Exposure Files: The company maintains exposure files for some employees with potential exposure to various chemical and physical agents.

The information contained in these files consists of:

- o Workplace and personal monitoring data.
- o Biological monitoring data.
- o Hazard information contained in material safety data sheets.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.18

Page 5 of 7

Date 01 DEC 90

These files are maintained by the site occupational safety and health professionals. Employees may have access to and copy information contained in their individual files. Other access to exposure files follows the same procedures as listed under the Medical Files section of this policy.

Managers/Supervisors Files: For those managers and supervisors who elect to maintain employee files, information retained should include only that which is necessary to properly evaluate their employees. The contents of these files may include:

- o Reminders and notes regarding employee performance and conduct
- o Samples of the employee's written work
- o Other information which the manager needs for purposes of evaluation or salary action, e.g. memos to file on an employee in the corrective action process.

Manager's files should not include hearsay, rumors, unconfirmed performance or conduct issues or any copies of inactive verbal or written warnings or other information inappropriate to consider in making employee decisions.

Employees should have access to those items in a manager's file that are copied from the personnel file or that they have seen in the normal course of their employment. Normally, a file kept by a manager on an employee should be destroyed when an employee is transferred to a new supervisor.

Security Files: Security files are established in the course of investigation of problems involving the security and well-being of the Company's business. Employees' access to a security file is available at the discretion of Digital's Security Department.

Discipline Files: Copies of inactive memos and warnings as used under Personnel Policy 6.21, Corrective Action and Discipline, should be kept in a secure filing system, maintained by Personnel. Employees may access and copy these files to the same extent as they access their personnel files. Other than the employee, access to Discipline files is limited to Personnel Representatives and members of the Law Department and the Security Department with a need to know.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.18

Page 6 of 7

Date 01 DEC 90

Drug and Alcohol Testing Files: Employee testing records, consent forms, and other documents pertaining to job required Drug Testing Programs will be retained under the employee's name in a secured filing system. These files will be maintained by a designated Testing Program Manager for the function or geography in which the employee works. Access to these files is limited to the employee, personnel representatives, and members of Digital's Law and Medical Departments, who have a demonstrated need to know. However, the results of a job required drug or alcohol test may be disclosed to the tested employee's manager and Digital customers with a demonstrated need to know so that he or she can take appropriate employment action.

External Disclosure

Digital provides information to outside sources relating to present and former employees in three situations only:

- o Without a written release the Company will only verify whether an individual is/was employed by Digital, the date of that employment and the last current position held as given by caller/writer.
- o The employee has approved (in writing) the verification/release of specific information. In such cases the information will be released directly to the employee unless the information is being used to verify credit information (e.g. credit cards, mortgages, bank loans) in which case the information may be sent directly to the financial institution.
- o Digital is required by law to release the information.
- o Manager's Files should not be released to outside sources.
- o Normally, requests for release of employee data to external sources are done through the local Personnel organization with the support of Payroll when necessary. Individual managers should not release employee information in these circumstances.

Notification: An employee will be notified that access has been granted to his/her employee file(s) under the following circumstances:

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.18

Page 7 of 7

Date 01 DEC 90

- o When an individual other than the employee's manager(s)/ supervisor(s), Personnel Department or Law Department accesses the file.
- o When Corporate Security or the Internal Audit Department accesses the file to complete their assigned responsibilities.
- o When the Company is legally required to grant access to an outside agency conducting a review or investigation pertaining to an individual employee.

NOTE: In the event that access to a file is granted to Corporate Security or Internal Audit in the course of an individual investigation and the notification of the employee would, in the opinion of the Group Personnel Manager (or designee) and Corporate Security, jeopardize the investigation, the employee will be notified after the investigation has been completed. In all other cases the employee will be notified in advance.

Other Provisions

Violations of this policy will be subject to disciplinary action. Employees who wish to discuss specific privacy issues should consult with their Personnel Department and/or refer to Personnel Policy 6.02, the Open Door contained in this manual.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.19

Page 1 of 1

Date 01 FEB 93

SOLICITATIONS AND DISTRIBUTION OF LITERATURE

SCOPE: U.S.

PHILOSOPHY: It is Digital's belief that employees should be provided a working environment where information is available, accessible and disseminated thru means which do not disrupt normal business.

POLICY: It is Digital's policy that all employees are not to solicit other employees (in person, by use of mail, electronic mail, or any other means) for any purpose during working time and in working areas. Working time does not include break time or meal time. Employees are not permitted to distribute literature of any kind and at any time in working areas.

Persons who are not employees of the company are prohibited from distributing literature of any kind or soliciting employees for any purpose at any time on company property.

PRACTICE: It is expected that any employee wishing to make information available to others follow the local process with the person or organization responsible for in house communications. In the absence of a known responsible person, employees should contact their local Personnel, Security or Facilities representatives to obtain approval prior to taking any action. Placing someone in an embarrassing situation must be avoided in order to comply with the intent of this policy.

Additional guidance for the application of this policy may be found in Personnel Policies:

- 6.03 Harassment
- 6.20 Tours of Digital Facilities by Elected Officials
- 6.24 Employee Conduct
- 6.54 Proper Use of Digital Computers, Systems and Networks

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.20	
Page	1 of	2
Date	01 DEC 90	

TOURS OF DIGITAL FACILITIES BY ELECTED OFFICIALS

It is particularly important that we tell people in government about our Company. Our aims are modest---to improve understanding between Digital and government. We have a Corporate Government Relations function to lead us in presenting our thoughts on various matters to elected officials. In part, this function organizes visits by elected officials to Digital facilities to meet in an informal way and to exchange ideas.

PROCEDURES

The procedure for Federal, State and other elected officials will vary as follows:

- o Federal - Tours by federal elected officials are coordinated by Corporate Government Relations. Only elected officials and not candidates will be invited to our facilities. (An elected official who is a candidate for re-election may be invited.)
 - 1. The purpose of an elected official's first tour of a Digital facility is to inform him/her about the Company and its facility in his/her state/district, and to give both parties the opportunity to meet each other on a quasi-social basis. Accordingly, the purpose of this first meeting is not to "lobby" the legislators about specific issues, but to share with them generally who we are, what we do, and our philosophy of government relations.
 - 2. Initial contact with the federal legislator and the arrangement of the time and date of the tour will be made by Corporate Government Relations. A confirming letter to the elected official will be sent from Digital over the signature of the facility manager.
 - 3. In order to get to know the legislator, it is hoped that the visit can be built around a luncheon, with a tour of the facility either preceding or following it. There should be a limited number of Digital representatives participating in the lunch.

PERSONNEL

POLICIES AND PROCEDURES

Section	6.20
Page	2 of 2
Date	01 DEC 90

4. The tour should be conducted by a person familiar with the facility, its products, its operations, and its contributions to Digital and to its community. Additionally, the host and a Government Relations representative should accompany the legislator on the tour.
5. The path of the tour should be pre-arranged so that the legislator will be able to greet employees, see work in progress, and have the operations explained to him/her by pre-arranged individuals working within a particular area.
6. The press should not be invited to participate either by the Company or the legislator.
7. It is appropriate to inform the employees of the facility either that the legislator will be visiting, or that he/she has visited, (e.g., through a picture and caption in an appropriate Company employee communication).
8. Government Relations will prepare a biography of the legislator for the information of the Digital participants in the luncheon/tour.
9. No tours will be conducted between the Labor Day of an election year and Election Day itself.

- o State - Tours by State elected officials are also coordinated by Corporate Government Relations. Only elected officials and not candidates will be invited. (An elected official who is a candidate may be invited.) Because of the number and variety of State elected officials, treatment and scheduling of these individuals will be discussed by Corporate Government Relations together with the individuals facility managers and their staffs.
- o Local - and Municipal Information and tours for local or municipal elected officials are the responsibility of the local facility manager or the local community relations representative in conjunction with Corporation Public Relations. Further explanation is available from Corporate Public Relations.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.21

Page 1 of 8

Date 27 JUL 92

CORRECTIVE ACTION AND DISCIPLINE

SCOPE: U.S.

PHILOSOPHY:

The Company values its employees and believes they are committed to the success of the Company and themselves. The Company also understands that there will be occasions when the performance or behavior of individual employees will be unacceptable. Most employees will correct problems if given notice and an opportunity to do so. The Corrective Action and Discipline process, (CA&D) consequently, is positive not punitive. On occasion, however, the behavior or performance justifies employment termination, which should occur in a fair, consistent and supportive fashion.

POLICY:

It is the policy of Digital Equipment Corporation to maintain a fair and supportive Corrective Action and Discipline procedure for performance deficiencies which provides clear and timely notice and appropriate opportunity for resolution.

Serious behavior issues require either immediate termination or clear notice that further instances will result in termination. A fair, consistent and supportive process is essential in managing such situations.

PRACTICE:

I. GENERAL

The first step in the process requires managers to determine whether the issue is one of performance or behavior. Corrective Action and Discipline should only be used where the behavior or performance issue will result in termination if not corrected.

Generally, performance issues occur when the results of the work are below acceptable levels or the manner of performance requires excessive resources, time, or costs. Behavior issues typically involve conduct which may be harmful to a person or property. Drawing this distinction is not always simple, see Performance and

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.21

Page 2 of 8

Date 27 JUL 92

Behavior sections of this policy for examples.

Managers and employees have several resources to assist them during the process: Higher levels of management; Personnel; Employee Assistance; Health Services; and Corporate or U.S. resources such as Employee Relations or EEO/AA. Personnel and the next level of management must be involved on any Initial or Final Written Warnings and on Termination.

Managers are responsible for: documentation of conduct and corrective actions; following up with the employee on progress; ensuring reasonable support; and resolving any issues which interfere with the employees ability to perform his/her job which are not the responsibility of the employee. Employees are responsible for: clarifying relevant issues; and actively working with management to resolve the unacceptable performance or behavior.

II. PERFORMANCE DEFICIENCIES

CORRECTIVE ACTION AND DISCIPLINE STEPS

Most Corrective Action and Discipline situations follow the multi-step method outlined below to address performance issues if normal performance reviews, goal setting and progress reviews have not and/or will not be sufficient.

For purposes of this policy, an employee has a performance deficiency when the quality or quantity of the work performed by the employee is below acceptable levels (i.e. failure to meet established objectives). Performance problems tend to require more subjective judgment on the part of managers involved, and the resolution typically requires a longer period of time than behavioral problems. Another key indicator that the problem is performance based is that successful resolution tends to require the support and/or cooperation of others.

At each stage of the Corrective Action and Discipline process employees should be reminded of the Open Door process and the documentation should include such a statement. Employees should also be told at each stage of the process that failure to meet any goal in the resolution plan or to make reasonable effort to do so may result in an escalation of the process to the next step, and the documentation should include such a statement.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.21

Page 3 of 8

Date 27 JUL 92

Should the employee meet the requirements of the resolution plan under any warning, the procedure under "Lifting Warnings" below should be followed.

Step 1 - Problem Solving

The supervisor must meet with the employee to:

- (a) define the performance issues in clear terms with specific examples;
- (b) create a resolution plan including a defined time period (normally not to exceed 30 days); and
- (c) notify the employee that he or she is in the Corrective Action and Discipline process and that failure to resolve the problem will lead to further disciplinary action up to and including termination.

A memo documenting each of these factors and the date of the meeting must be placed in the manager's file. (See Personnel Policy 6.18, Employee Privacy for definition of manager's file.) Personnel is a good resource to assist supervisors in determining the best method for conducting this type of meeting.

Step 2 - Initial Written Warning

Should the employee fail to meet the requirements of the resolution plan, the Supervisor must meet with Personnel and the next level of management to develop and deliver an Initial Written Warning to the employee that:

- (a) defines the specific failures identified in the resolution plan and restates the overall performance issues;
- (b) revises and updates the resolution plan including time period (normally not to exceed 60 days);
- (c) identifies additional resources which may be available to assist the employee in completing the resolution plan;
- (d) reminds the employee of the consequences of the failure to meet the resolution plan requirements and the availability of the Open Door policy.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.21

Page 4 of 8

Date 27 JUL 92

Employees must be given a copy of the warning, and be asked to sign another copy to be placed in the employee's Personnel File to acknowledge receipt. Refusal to sign should be noted on the document by the supervisor.

Step 3 - Final Written Warning

Should the employee fail to meet the requirements identified in the resolution plan, the supervisor must meet with Personnel and the next level of management to develop and deliver a Final Written Warning for delivery to the employee which:

- (a) defines the specific failures to meet the Initial Written Warning resolution plan, and restates the overall performance issues;
- (b) revises and updates the resolution plan including time period (normally not to exceed 60 days);
- (c) reminds the employee of the additional resources identified in the Initial Written Warning; the availability of the Open Door policy, and
- (d) Makes clear to the employee that another failure to meet the requirements of the resolution plan will result in termination.

Employees must be given a copy of the warning, and be asked to sign another copy to be placed in the employee's Personnel File to acknowledge receipt. Refusal to sign should be noted on the document by the supervisor.

Lifting Warnings

When the employee meets the requirements of the resolution plan under any warning, the following steps must be carried out: Document the completion of the resolution plan in the Personnel File with a memo retained there with the warnings for 180 days. If performance remains satisfactory for 180 days, personnel will place the warnings and improvement memo in the general discipline file in the Personnel Department for two years with access restricted to Personnel, Law, and those with a need-to-know.

Extending Warnings

Should the employee fail to complete the resolution plan, but make significant progress in doing so, the Supervisor may extend the warning for a time period not to exceed 30 days by placing a memo,

PERSONNEL

POLICIES AND PROCEDURES

Section	6.21
Page	5 of 8
Date	27 JUL 92

with a copy to the employee, in the Personnel File with the warnings.

Termination

Should the employee fail to complete the Final Written Warning resolution plan or make a reasonable effort to do so, the Supervisor must meet with Personnel and the next level of management to agree on that conclusion. Upon agreement, the employee must be notified immediately of termination in accordance with Personnel Policy 6.01, Termination.

LESS THAN 180 DAYS OF COMPANY SERVICE

For employees with less than 180 days of company service, who experience performance issues, the process should begin at the Final Written Warning stage.

III. BEHAVIOR PROBLEMS

Generally, behavior problems serious enough to warrant CA&D should be managed either by a Final Written Warning or Termination. Personnel and the next level of management should be involved in the determination between such steps. In all cases before any employment action is taken, a full and impartial investigation by the appropriate functions should be conducted and documented, including confronting the employee with the allegations and providing him or her an opportunity to respond. Whenever fraud, serious conflict of interest or compromise of Digital classified information is suspected, contact must be made with Security.

Examples of such behavior include, but are not limited to the first instance of verbal harassment, failing of a job required drug or alcohol test, unintentional/negligent misuse or mismanagement of Company assets, etc. Behavioral based issues are typically within the control of the employee and the path toward correcting the behavior obvious once the employee has an awareness of the issue.

FINAL WRITTEN WARNING

Examples of behavior justifying a Final Written Warning include, but are not limited to: A first instance of verbal harassment as defined in Personnel Policy 6.03, Harassment; A first instance of failing a job required drug or alcohol test, or unintentional/negligent misuse or mismanagement of Company assets. A Final Written Warning should be issued in accordance with the process outlined in the "Performance Deficiencies" section of this

PERSONNEL

POLICIES AND PROCEDURES

Section 6.21

Page 6 of 8

Date 27 JUL 92

policy, except that the warning period should be six months or one year for failure of a job required drug or a alcohol test.

TERMINATION

Violations of major work rules such as those contained in Personnel Policy 6.24, Employee Conduct, and in the "Digital and You" handbook warrant immediate termination (in accordance with Personnel Policy 6.01, Termination. Examples of such behavior include, but are not limited to: grossly negligent or intentional endangering, injuring or damaging any person or property in the course of or at work, serious conflicts of interest or creating such conflicts for another, threats of violence, theft, harassment, discrimination, fighting, intentional falsification of Company records, insubordination, accepting gratuities, failing a second job required drug or alcohol test during a warning, inappropriate use or disclosure of Company assets, or absences of three or more consecutive days without notifying the Supervisor. Conduct which violates applicable law or Company compliance policies and practices will also violate a major work rule and subject the employee to immediate termination.

IV. ADDITIONAL PROVISIONS

- A. LACK OF SKILLS - when performance problems are caused by a lack of skills in the particular job as opposed to performance issues that would be present in any job, reassignment may be appropriate. Prior successful work at Digital, attempted change in career path, identified skills needed elsewhere in Company, and career potential should be considered in this determination. Reassignment must be in the best interests of the employee and the Company. Current managers must make full disclosure of the performance issues to the hiring manager and Personnel. Failure to do so can subject the current manager to CA&D. The manager may also choose to reassign the employee within the current organization. Employees must continue to work and be subject to Corrective Action during any job search or placement process.
- B. CRITICAL POSITIONS - employees in positions whose work is essential to continued successful operation of the business may be immediately reassigned if there is a low likelihood of successful resolution of documented deficiencies. Such reassignments require: (1) the approval of a manager who is a direct report to a Vice President and his or her Personnel

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.21

Page 7 of 8

Date 27 JUL 92

manager; and (2) reassignment to a position as close as possible to the current salary level and within the employee's skills and experience range. Once in a new position, the manager should consider continuing the CA&D process or creating a development plan, as appropriate. Refusal to accept such a reassignment will result in termination as a Company Release.

C. ADDITIONAL PROBLEMS DURING CA&D

Additional problems experienced during the CA&D process need to be discussed with the employee and require a separate determination of the appropriate level of discipline. Additional problems warranting the same or lower level of discipline should be added to the existing level with an appropriate resolution plan. Additional problems warranting a higher level of discipline must result in a new warning, with a copy to the employee, at the higher level detailing all of the problems.

D. ADDITIONAL PROBLEMS AFTER LIFTING OF WARNING

Additional problems experienced within 180 days after lifting a warning must result in a reactivation of CA&D at the next higher step, with a resolution period not to exceed 30 days. Additionally, the warning should include a statement that any further instances of the problem during a period of one year from the date of the warning will result in moving to the next higher step. The warning should be retained in the Personnel file for that period of time, and should then be placed in the general discipline file for two years.

Thus, if an employee successfully completes an Initial Written Warning resolution plan, then experiences additional problems within 180 days a Final Written Warning will be issued. If upon successful completion of the Final Warning resolution plan, they again experience problems within 1 year, he or she would be terminated in accordance with this policy.

Additional problems experienced more than 180 days but less than one year after lifting a warning must result in the reactivation of CA&D at the same step. If this warning is lifted, the employee will be notified by memo that any further need for CA&D during a one year period following the lifting will result in immediate termination. This memo will be

PERSONNEL

POLICIES AND PROCEDURES

Section 6.21

Page 8 of 8

Date 27 JUL 92

retained with the warnings in the Personnel File for that period of time, and then placed in the general discipline file for two years.

E. PERFORMANCE MANAGEMENT

CA&D supplements normal performance management, it does not replace it. Performance evaluations should never disclose the fact that an employee was disciplined, however it should reflect and acknowledge the performance of behavior issue that gave rise to the discipline. CA&D should also be taken into account in determining salary increases (if any) or other recognition, compensation or rewards at the next salary review.

F. EMPLOYEES WITH OVER 10 YEARS OF COMPANY SERVICE

Personnel consultants are responsible for ensuring reviews of terminations under this policy by the Corporate Employee Relations Manager or their designee, for employees with 15 or more years of company service, and by the Group or Geography Personnel Manager for employees with over 10 years of company service.

G. SUSPENSIONS

A suspension is used to maintain the status quo while completing investigations or to allow for a "cooling off" period for behavior problems. Suspensions should be implemented with pay, are not punitive, and generally should not exceed 5 working days. Suspensions require personnel involvement prior to implementation.

H. COORDINATION ON COMPLIANCE-RELATED MATTERS

Whenever the conduct in question also violates law that could result in criminal or civil liability for the Company, the responsible Personnel organization must coordinate with the Law Department or with the appropriate compliance organization. Examples of such organizations are Export, Environmental Health and Safety, U.S. Government Contracts and U.S. EEO/AA. Such coordination is in addition to any contacts with Security above required by Section III.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.22

Page 1 of 2

Date 04 Apr 88

EMPLOYEE THEFT/FRAUD

POLICY

Honesty, integrity, and personal responsibility are the foundation of Digital's operating principles. When these principles are violated, the Company has an obligation to deal directly and consistently with the offenders.

PRACTICE

General Provisions

In cases of employee theft/fraud the following provisions will apply.

- o Any employee who steals, commits or attempts to commit fraud or theft against the Company or another employee will be terminated immediately and will not be eligible for rehire.
- o The Company will turn over all information it has accumulated on theft and fraud cases to appropriate authorities for prosecution.
- o The Company will make every effort to recover any Company losses sustained by such theft or fraud.

Reporting

When an employee has reason to believe that an incident of theft/fraud has occurred, he/she should consult first with his/her supervisor or manager. If this is not practical, the employee should notify higher levels of management in the organization in the following manner:

- o In the event of physical disappearance, sudden loss or theft of Company or personal assets such as cars, inventory or equipment initial notification should be made to the local Digital Security organization or Corporate Security Investigative Services. They in turn will notify the local Controller and Personnel Manager.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.22

Page 2 of 2

Date 04 Apr 88

- o In the event of willful violation of financial policies and procedures or misappropriation of Company assets initial notification should be made to the Group Controller/F&A Manager or Assistant Group Controller. They in turn will notify local Security, the local Controller and Personnel
- o In the event fraud is found during an audit initial notification should be made to Corporate Security Investigative Services which in turn will notify the local Security organization, the local Controller and the local Personnel Manager.

Resolution

- o Security will investigate each case and review all findings with the line manager and local Personnel Department.
- o In cases where there is agreement on the action to be taken, it will be implemented by the line manager.
- o In cases of disagreement on the appropriate action to be taken, Corporate Employee Relations will be contacted and will mediate the disagreement.

Note: Additional information on this topic appears in the Corporate Finance and Administration Policies Manual, Section No. 301-04, Fraud, Investigation and Reporting Of.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.23

Page 1 of 4

Date 4 FEB 85

THE FOLLOWING POLICY IS REPRINTED
FROM THE CORPORATE POLICY MEMORANDUM.

DIGITAL EQUIPMENT CORPORATION PHILOSOPHY

The Executive Committee feels that the following statement of PHILOSOPHY may be helpful for guidance in communicating the kind of company we would like to be to employees and people outside of Digital.

HONESTY

We want to be not only technically honest, but also to make sure that the implication of what we say and the impressions we leave are correct. When we make a commitment to customers or to employees, we feel the obligation to see that it happens.

PROFIT

We are a public Corporation. Stockholders invested in our Corporation for profit. Success is measured by profit. With success comes the opportunity to grow, the ability to hire good people and the satisfaction that comes with meeting your goals. We feel that profit is in no way inconsistent with social goals.

QUALITY

Growth is not our primary goal. Our goal is to be a quality organization and do a quality job which means that we will be proud of our product and our work for years to come. As we achieve quality, growth comes as a result.

The product we are selling includes the engineering, the software, the manufacturing, and the services, which include field service, software support, sales, order processing, training and manuals.

RESPONSIBILITY

Plans are proposed by individuals or teams. These plans may be rejected until they fit Corporate goals or until the Executive Committee feels confidence in the plans. But when they are accepted, they are the responsibility of those who proposed them.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.23

Page 2 of 4

Date 4 FEB 85

The impetus for the plan may come from outside the group making the proposal, but when it is accepted, the implementation of the plan is the responsibility of the one who proposed it. Others who need to participate in plan implementation are expected to support approved plans.

MANAGEMENT

We particularly want to be sure that management jobs are clear and well defined. Because so many people are dependent on the plans of managers, it is very important that their plans have regular automatic measurements built into them. Meeting financial results is only one measure of a plan; other measures are satisfied customers, development of people, meeting long range needs of the Corporation, development of new products, opening new markets, and meeting the commitments made to others in the company. We believe that our commitment to planning assures our freedom to act.

SOCIETY

We are committed as a Corporation to taking affirmative action in providing equal opportunity for employment and promotion for all persons regardless of race, color, creed, age or sex. We encourage all employees to take responsibility in community, social and government activities. We are always open for proposals as to what the Corporation or an individual on Corporation time may want to do in these areas. However, activities to be done on Company time or with Company funds should have a formal proposal including ways of regularly measuring success toward goals.

ENVIRONMENT

As good citizens, we believe we have a responsibility to keep our environment free of pollution and to set an example.

CUSTOMERS

We must be honest and straightforward with our customers and be sure that they are not only told the facts, but that they also understand the facts.

To the best of our knowledge and ability, we want to be sure that the products we sell solve the needs of the customer even when the customer is inexperienced. We want our products and services to

PERSONNEL

POLICIES AND PROCEDURES

Section 6.23

Page 3 of 4

Date 4 FEB 85

meet the customer's expectations, and to do this we must clarify in advance all of those expectations in a way that the customer will understand. When we sell a product to a customer, we want to be sure the Corporation fulfills the obligations we took on with the sale. We sell our Corporation, its products and its services, not a single individual. We must be sure all Digital commitments are met.

SUPPLIERS

We wish to be viewed by suppliers as a desirable customer. Business transactions with suppliers will be conducted on an honest, fair and open basis. Suppliers and potential suppliers will be treated courteously and given an opportunity to present their goods and services for consideration. Competition is encouraged. Our business ethics require that our employees not accept from suppliers any gifts, gratuities, or entertainment that exceed common courtesy or are of nominal value.

COMPETITORS

We never criticize the competition publicly. We sell by presenting the positive features of our own products. We want to be respectful of all competition, and collect and analyze all public information about competitors. When we hire people from competitors, we should never ask them for confidential, competitive information, nor should we use confidential literature they may have taken with them.

SIMPLICITY AND CLARITY

We want all aspects of Digital to be clear and simple and we want simple products, proposals, organization, literature that is easy to read and understand, and advertisements that have a simple, obvious message. We have thousands of employees and many thousands of customers. We have to keep things simple to be sure that we all work together. Our decisions must always consider the impact on the people who will be affected by them.

STANDARD PRODUCTS

Standard products are the base of our business. At times, in certain areas, we will invest in software and hardware specifically for special markets. But we should never lose sight that the base of our business is our standard products.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.23

Page 4 of 4

Date 4 FEB 85

OEMS

Selling to OEMs is very important to us. There are more applications for our products than we could ever develop. When OEMs take risks and are very successful in a market, we should respect the risk they took.

However, we may compete with OEMs in very large markets or where the OEM covers only a small segment of the market. When we decide to enter a market, we make this decision independently on the basis of the facts.

Thereafter, we look to see if we have an OEM who focuses on that market, so that we can openly communicate our future plans to that OEM. If we do compete with an OEM, we do it openly and fairly. Conversely, we will respect the right of our OEM to compete with us. When OEMs are in trouble with their customers, we tell them so they can improve.

PERSONNEL DEVELOPMENT

We encourage people to develop technical skills, breadth of knowledge, and expertise in a specific area. We also encourage people to develop supervisory and management skills. We believe that individual discipline should be self generated.

PROMOTION

We promote people according to their performance, not only their technical ability but also their ability to get the job done and to take the responsibility that goes with the job. Ability is measured not only by past results, but also by attitude and desire to succeed. Performance results are also used to decide whether individuals should remain in their current jobs.

HIRING FROM CUSTOMERS

We should be exceedingly careful when hiring employees from customers. Sometimes this is reasonable and desirable; but we should do it with all caution and by being sure that the employee first tells the customer.

FIRST RULE

When dealing with a customer, a supplier, or an employee, do what is "right" to do in each situation.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.24

Page 1 of 3

Date 06 JUL 93

EMPLOYEE CONDUCT

SCOPE: WORLDWIDE

Digital strives to create and maintain a positive work environment. To achieve this, the company encourages courteous and respectful behavior, a responsible attitude toward work and respect for employee and company property.

The company feels strongly about this and has developed this Employee Conduct Statement to help clarify differences in judgment. This statement outlines general principles on which employees are expected to base their behavior and cites examples of unacceptable conduct; the examples are not meant to be all-inclusive.

IN GENERAL, EMPLOYEES CAN ANTICIPATE THAT ACTIONS HARMFUL TO ANOTHER EMPLOYEE OR TO THE COMPANY ARE CAUSE FOR DISCIPLINARY PROCEDURES OR POSSIBLE DISMISSAL.

Employees are expected to respect the individual rights and privacy of others.

For example, they will not:

- | o Threaten, fight with or physically abuse co-workers or the employees of vendors or customers.
- | o Discriminate on the basis of race, gender, sexual orientation, age, religion or ethnic background.
- o Behave in a manner offensive to others.
- o Solicit from others on working time.

Employees are expected to respect the property of others.

For example, they will not:

- o Destroy, deface or damage property belonging to Digital, its customers, vendors or employees.
- o Misuse, mismanage, or misappropriate company assets or steal from the company, its employees, vendors or customers.
- o Help anyone gain unauthorized entrance to or exit from company facilities.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.24

Page 2 of 3

Date 06 JUL 93

- o Use company equipment or property without authorization.

Employees are expected to treat information appropriately.

For example, they will not:

- o Misrepresent or intentionally omit facts to obtain employment or falsify employment, medical or security records.
- o Disclose to any unauthorized person any company confidential or government classified information or material.
- o Intentionally falsify any company record or report.
- o Access computer files or give information to others to access computer files when not properly authorized.
- o Possess or use on company or customer premises any photographic equipment which has not been properly authorized by security.

Employees are expected to help maintain a safe work environment.

For example, they will not:

- o Possess or use on company or customer premises any weapons, firearms or explosive devices.
- o Work under the influence of, possess or use intoxicants or illegal drugs on company or customer premises.
- o Participate in any form of illegal gaming or gambling on company or customer property.

All employees must ensure that Digital complies with all applicable legal requirements in the conduct of its business, and may not condone the failure to comply by other employees.

Employees whose job duties specifically include the implementation of legal compliance systems and all managers in managing their businesses have a responsibility to ensure that any allegation or evidence of illegality in the conduct of Digital's business is either responded to in an appropriate way by investigation and remedial action or else is reported to another employee with the responsibility to do so.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.24

Page 3 of 3

Date 06 JUL 93

All employees are required to report any evidence of such illegality to management or security. Any retaliatory behavior against the employee communicating such evidence will be addressed through the Corrective Action and Discipline process up to and including termination.

Interpretations for some of these general principles may be subject to legal and cultural mores in countries where Digital has facilities. If you have questions, please talk with your supervisor.

Personnel Policy Reference Materials:

1.03 Digital Equipment Corporation Philosophy
6.06 Conflicts of Interest

PERSONNEL

POLICIES AND PROCEDURES

Section 6.25

Page 1 of 1

Date JUNE 1984

THE FOLLOWING POLICY IS REPRINTED
FROM THE CORPORATE POLICY MEMORANDUM.

CONFERENCES, SEMINARS AND TRADE SHOWS

Each year there are many conferences, seminars and industry trade shows in which employees wish, or are invited, to participate. Digital generally wishes to encourage employees to participate, however, the employee has an obligation to obtain approval in advance of committing himself, or Digital to such participation.

We have always asked an employee considering attending such a conference or show to obtain their manager's prior consent. In the case of larger shows (NCC, DECUS, DEC Sales Meetings, etc.), where several employees plan participation, we have occasionally appointed a corporate coordinator with responsibility to manage our overall participation. These practices will continue unchanged.

However, when employees are invited to submit, or would like to submit on their own, papers for presentation at a conference, or for publication, the employee is expected to obtain prior clearance from the appropriate Vice President before making a commitment. In addition, all papers must be reviewed by an attorney in the Patent Department to assure that disclosure of information will not jeopardize patent filings, or expose Digital to future legal action.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.26

Page 1 of 2

Date 06 FEB 84

INTERNAL USE AND DISTRIBUTION OF EXTERNAL PROPRIETARY SOFTWARE
(Reprinted from the Digital Information Systems Policy Manual,
No. 904-91)

OBJECTIVE

To insure that procedures for proper handling of acquired proprietary software products are communicated to all Digital employees and agents, and to protect Digital from potential liability to third party vendors with respect to the inappropriate use of external software products.

SCOPE

Applies on a world-wide basis for any software product, to include related material and documentation for which Digital has or will acquire a license to use or market, or which has otherwise been made available for use within Digital, for any purpose or period of time.

POLICY

1. Proprietary external software shall be used in Digital only when an agreement exists between the vendor and Digital, with the agreement identifying the limits of use and distribution within Digital.
2. Digital employees and authorized agents are expected to comply with the license requirements for software products acquired by Digital and not use, duplicate, reproduce or distribute those products, for any purpose, unless Digital has been given a specific license to do so under its agreement with the vendor.
3. Maintaining control of an acquired software product according to the agreement is the responsibility of the cost center manager of the group obtaining the product. Control will include maintaining a current record of the CPU's (or sites) within the group on which the software is installed, and periodic follow-up to determine that conditions of the contract are being met.
4. Acquired software products will be made available only to Digital employees and authorized agents, except as otherwise approved by the vendor, and then only when the release is consistent with Digital business interests.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.26

Page 2 of 2

Date 06 FEB 84

5. Acquired software products will be treated as if they were proprietary in nature, and appropriate precautions in line with the agreement will be taken to protect such software.
6. Acquired software will only be removed from Digital premises when required for business purposes, and approved by the responsible manager.
7. Employees leaving the company will return all copies of acquired software prior to leaving the corporation. Transferred employees may move external software, consistent with licensing agreements, and with prior approval of prior and present managers.

Violation of this policy may be subject to the terms of the Corporate Personnel Policy governing Employee Conduct (Section 6.24).

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.27

Page 1 of 1

Date 16 MAR 79

DIGITAL PRESS ROYALTIES

The commitment of Digital Press is to serve the computer community and to advance computer technology by the timely communication of subjects of current interest. The publication of high-caliber books by Digital Press, marketed to practicing professionals at college and universities, offers Digital Equipment Corporation another means to communicate technical information as well as to extend and enhance the Corporation's image and influence throughout the computer community.

This policy relates to books, journals, articles, curriculum products and derivative products thereof. The following is Digital's practice of handling payments (royalties) for any of the above activities:

- o Company Sponsored - Under certain circumstances, employees are encouraged to produce a manuscript for publication by Digital Press. When Digital Press and a department jointly agree to produce a book, this is done with the advance approval of the employee's Manager and the appropriate Vice President. No royalties are involved. Employees requested by Digital Press to perform any of the above activities receive full salary and expenses for related costs incurred.
- o Non Company Sponsored - When employees participate on their own time, they may keep any royalties received by Digital Press. If the subject matter relates to Digital or to the employee's field of activity, the employee should obtain advance approval of his Manager and the appropriate Vice President. If, in the opinion of the employee's Manager, Digital will benefit, limited working hours and Digital facilities may be used, subject to the approval of the appropriate Vice President.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.28

Page 1 of 3

Date 12 AUG 83

RESPONDING TO COMMUNICATIONS FROM ATTORNEYS, GOVERNMENT AGENCIES, NEWSPAPERS, AND OTHERS

Occasionally, Digital facilities or individual employees receive communications from either attorneys, government agencies, or some other outside organization notifying the company of an intended action or requesting information. Digital's general philosophy with respect to inquiries seeking information about employees or former employees is not to furnish the information without the written consent of the employee or former employee. The company's general philosophy with respect to requests for information about the company is to furnish only information which is publicly available. Since not all communications can be resolved under these simple guidelines, the following procedures are established to provide guidance in responding to these communications.

NOTE: All subpoenas or similar legal processes of obtaining information must be forwarded to the Corporate Law Department immediately.

Communications from Attorneys Claiming to Represent Employees

In the event the company receives a letter from an attorney who claims to represent a present or former employee of Digital, which may involve potential legal proceedings against the company, the letter should immediately be taken to the local Personnel Department. The local Personnel Department should then forward the original letter to the Corporate Law Department and a copy to the Corporate Employee Relations Department. The local Personnel Department should also acknowledge receipt of the letter. This acknowledgment will not respond to any of the substantive questions raised. The local Personnel Department has prime responsibility for insuring that the Corporate Employee Relations and Law Departments are sufficiently briefed as to the issues raised in the correspondence.

All correspondence (except the acknowledgment letter) must be prepared by the Corporate Law Department which will also determine what department should sign the correspondence.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.28
Page 2 of 3
Date 12 AUG 83

Communications from Government Agencies Concerning a Present or Former Employee

Should any written communication be received by the company from any local, state or federal government agency concerning a present or former employee of Digital, the communication should immediately be forwarded to the local Personnel Department and, if appropriate:

1. If the communication requests information about the employee or former employee, no information should be given without the signed consent of the employee or former employee or without obtaining the approval of the Corporate Law Department.
2. If the communication could possibly lead to legal action against the company, the original communication must be forwarded to the Corporate Law Department immediately.
3. If the communication involves a charge of unlawful employment discrimination, all documents received must be forwarded immediately to the director of Affirmative Action and the Corporate Law Department.
4. If the communication involves a claim for worker's compensation, the documentation should immediately be forwarded to the Corporate Insurance Department.
5. If the communication relates to a claim for unemployment compensation, the documents should immediately be forwarded to the Unemployment Compensation Group.
6. If the communication requests information needed to process a security clearance, the communication should be forwarded to the Corporate Security Department.

The appropriate organization then has the responsibility to respond to the inquiry and inform the local Personnel Department of its action.

Communications from Government Agencies Requesting Information About Customers and/or Suppliers

No information will be provided to a governmental agency about a customer or supplier unless the requesting agency produces subpoena or comparable authority under which it could mandate that the company produce the data or unless the customer or supplier has

PERSONNEL

POLICIES AND PROCEDURES

Section 6.28

Page 3 of 3

Date 12 AUG 83

consented in writing to Digital's providing the information. In these cases the Corporate Law Department should be contacted immediately.

Communications from Government Agencies Requesting Information About the Company

The original copy of all such requests shall be sent to the product line or department which maintains the information. A copy shall be sent to the Corporate Law Department. No information shall be released without consultation with the Corporate Law Department.

Requests from the News Media and Local Community Officials for Information About the Company

Requests for general information about the company and its employees received from newspapers, television, radio, industry publications, magazines, and local community officials should be directed to Corporate Public Relations.

All Other Communications Requesting Information About the Company

Any requests for business information about a particular business group should be directed to the appropriate management within that group. Requests for information of a similar nature from investors or financial representatives, for example, banks, brokers, security analysts, and state and federal officials should be directed to the Investor Services Department.

Communications Indicating an Intention to Take Legal Action Against the Company

If any Digital facility or individual employee receives a communication from an attorney or government agency, such as a local regulatory agency, which may involve potential legal proceedings, the original communication should be immediately forwarded to the Corporate Law Department for action. Examples of this type of communication could be a letter alleging that the company was in breach of contract or in violation of a law or rules and regulations of a regulatory agency.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.29

Page 1 of 1

Date 06 FEB 84

EMPLOYEE MAILINGS

POLICY

Digital recognizes and respects the difference between conducting business at the office and at employees' homes. Although there are occasions when it is appropriate to send information to employee homes, as a rule, managers and supervisors are expected to distribute business-related information at the work place.

PRACTICE

Use of Digital's interoffice mail is preferred when disseminating information to selected employee groups. Occasionally business related information should be sent to the home. Employee benefits statements, DECWORLD and other written material which affect or are designed to reach the employee's family, are examples of the type of material which will be sent to employee homes on a regular basis. Information that, for legal reasons, must reach every employee should also be sent via the U.S. mail. To determine the appropriateness of home mailings, the content and intent should be reviewed with the Corporate/Area Employee Relations Function and the Personnel Management Committee member representing the organization.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.30

Page 1 of 4

Date 10 JAN 94

PUBLICATION POLICY

SCOPE: U.S.

POLICY:

Digital strongly encourages employees to write books and articles, and to present their work at conferences and workshops. Such open discussions promote professionalism, help create markets for new technologies, and have positive effects on Digital's recruiting and sales effort.

Every employee is responsible for maintaining the confidentiality of information that could jeopardize Digital's competitive interests or patent filings. The approval process specified in this policy is intended to ensure protection of sensitive information without placing undue restrictions on publication of book manuscripts or papers.

This policy applies to all information presented at seminars, conferences, industry standards committees and any other public forums, including Ph.D. dissertations, articles written for journals, and addresses and speeches. It applies to manuscripts written for Digital Press as well as outside publishers. It applies to works co-authored with non-Digital colleagues outside the Company. It does not apply to DECUS or large trade shows, like NCC, for which Digital appoints corporate coordinators. It does not apply to communications with the press (Electronic News, Boston Globe, Computerworld, Computer Business Daily, etc.). Press communications must be handled through Digital's Public Relations Department.

Subject matter having nothing to do with Digital or its business interests need not adhere to this policy (e.g., article on fishing).

Whenever an employee references Digital as part of his/her professional background, the employee should ensure that the publication clearly identifies that the individual is expressing the employee's own views and not those of Digital.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.30

Page 2 of 4

Date 10 JAN 94

PRACTICE:

Technical Publications:

All publications are restricted to Digital internal distribution until they are officially released for publication. It is the author's responsibility to initiate and manage the following process to obtain release of his/her work. To secure release, the author must submit the material with a Publication Release Request form (see VTX PI_US) or an equivalent cover memo to an ad hoc committee for their approval consisting of:

1. Author's manager
2. Author's Product Engineering Group Manager
3. A technically qualified but uninvolved consulting engineer appointed by the Technical Director's Office or the group manager responsible for the relevant technology.
4. The group's Patent Committee chair person or, in its absence, the Corporate Patent Committee chair.

NOTE: The Law Department need be contacted only in rare circumstances as specified herein.

The function of the ad hoc committee is to determine whether the material meets any one of the following criteria that requires continued restriction.

1. Describes part or all of an unannounced product or advanced development project.
2. If technical information is disclosed which may be, is, or should be the subject of a patent, a patent attorney in the Law Department's Patent Group must be consulted.
3. Describes a unique technology for which Digital is one of the industry leaders and for which Digital needs to maintain a competitive advantage.
4. Contains unpublished technical information that would be of significant help to Digital's competitors. This information could be a process, technology, or research project.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.30

Page 3 of 4

Date 10 JAN 94

5. Describes basic or applied research that Digital expects will have an important effect on systems Digital will be selling within five years.
6. Contains comments that pertain to cases under litigation or pending legislation. Statements about cases under litigation must be approved by an attorney in the Litigation Group of the Law Department and Public Relations. Comments about pending legislation must be approved by the Government Relations section of the Law Department.

The ad hoc committee should consult other experts as necessary to determine whether the proposed publication meets the above criteria for restriction. Some of these criteria clearly call for judgment by the reviewers, weighing the importance of publication against the degree of risk to Digital. The ad hoc committee is expected to act promptly so as not to unnecessarily delay the timely publication of the material. For ongoing activities, like standards committees, the author can secure release for an area of technical information rather than for each paper or presentation. DEC Std. 128 Confidential Engineering Documentation gives additional information on release of documents marked INTERNAL USE ONLY or RESTRICTED DISTRIBUTION.

As time passes and the product is announced, the patent is filed, or the litigation resolved, the author may submit the material for review again for reclassification to unrestricted distribution.

In rare cases Digital may decide to publish technical information that would be restricted under the rules described in this policy. An example was the publication of the DECnet specifications. Such decisions must be approved by the ad hoc committee, and Vice President of Central Engineering.

Non-technical Publications:

Non-technical publications associated with Digital or its business interests also require an official release before they are published outside the Company. To secure a release the author must submit the material to the appropriate

PERSONNEL

POLICIES AND PROCEDURES

Section 6.30
Page 4 of 4
Date 10 JAN 94

organization, and/or function Vice President or designee. If a copyright assignment form is required by the organization publishing the paper, this form should be forwarded to the group attorney for approval.

PROCEDURES:

The author of the proposed publication or presentation should review the Advertising Guidelines on VTX LAW before publishing any paper. The author may choose to present an outline for release before spending the time to develop the final paper. The final version should be reviewed and signed off by the same people who approved the outline. Book manuscripts should receive their final review just prior to production. In the case of a presentation, the outline, plus any visuals or handouts, is the final version for review.

Along with the documents to be released, the author should attach a cover memo giving the following information.

- o Author's name, department, date.
- o Title of presentation or paper or book manuscript.
- o Name of conference or journal.
- o Date of publication or presentation.
- o Abstract of the paper.

The cover memo should provide a place for the signature of author, the author's line/function manager, the organization and/or function Vice President or their designee.

A copy of this material (with all the approvals) should be maintained by the employee's direct manager.

NOTE: For information on Case Studies of Digital, see Corporate Policies Memorandum 3-3 titled Case Studies of Digital.

ADDITIONAL REFERENCE MATERIAL:

Publication Release Request Form - VTX PI_US
Advertising Guidelines - VTX LAW

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.31

Page 1 of 5

Date 01 DEC 90

ENVIRONMENTAL HEALTH & SAFETY

SCOPE: WORLDWIDE

ABSTRACT

This policy defines Digital's environmental, health and safety (EHS) commitment.

APPLICABILITY

All Digital operations and interests, including subsidiaries.

RESPONSIBILITIES

Business Managers - Business managers are responsible for adhering to these policies, including providing adequately trained, skilled EHS support staff and incorporating EHS considerations into business plans. All managers must fully understand their compliance responsibilities and should demonstrate leadership in addressing EHS matters.

Employees - Every Digital employee has responsibility for helping create a safe and healthful environment.

POLICY

Digital will conduct its business in a manner that conserves the environment and protects the safety and health of its employees, customers, and the community.

This commitment is based on the following seven core principles:

- 1) We shall provide our employees with a safe and healthful workplace.

In support of this policy Digital will:

Safety & Health Programs

- o Provide industrial hygiene, occupational health, safety, hazardous materials transportation and fire prevention programs consistent with the highest standards of professional practice.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.31
 Page 2 of 5
 Date 01 DEC 90

- Training Programs o Train employees to fulfill their EHS responsibilities.
- Design & Construction o Incorporate employee protection considerations into the design and construction of all new facilities, including fire protection and the proper use, handling, transportation and storage of hazardous materials.
- Controlling Possible Exposures o Provide industrial hygiene and safety programs for controlling possible employee exposures to chemical, physical, or other hazards in the workplace.
- Accident Investigations o Maintain records and investigate all workplace accidents and illnesses to promptly correct any unsafe conditions or practices.
- Customer Sites o Evaluate potential health and safety hazards for Digital employees working at customer sites.
- Visitors, Contractors & Contract Employees o Inform visitors, contractors, and contract employees of appropriated Digital safety and health policies and encourage full compliance with these policies.
- Health Studies o Monitor employee health in relation to key job activities through epidemiological studies and employee health surveillance.
- Medical Data o Ensure confidentiality of employee medical data.

2) We shall protect the environment and the community.

In support of this policy, Digital will:

- Environmental Controls o Control and minimize air emissions, wastewater discharges, and waste generation.
- Emergency Response Programs o Maintain adequately staffed emergency response programs for protecting employees, the public and the environment.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.31
Page 3 of 5
Date 01 DEC 90

Community Planning o Support community emergency response planning groups by furnishing current information on potential community hazards associated with on-site operations, and conduct joint planning and response activities.

Environmental Assessments o Conduct environmental impact assessments when designing or siting new facilities and when modifying existing facilities.

Transportation o Promote safe transportation of hazardous materials, including waste, through careful selection of vendors and transportation routes.

3) We shall conserve natural resources.

In support of this policy, Digital will:

Energy Conservation & Material Recycling o Conserve energy and recycle materials as an integral part of business operations.

Aquifer Protection o Protect underground aquifers as potential drinking water resources.

Applications of Information Technology o Promote applications of our products and information technology for protecting the global environment.

4) We shall design, produce and distribute products in a safe and environmentally-sound manner.

In support of this policy, Digital will:

Planning & Design o Incorporate environmental, health and safety considerations into the planning and design of new and modified products and processes.

Reducing Use of Hazardous Materials o Reduce the use of hazardous materials in the design and manufacturing of our products.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.31
Page 4 of 5
Date 01 DEC 90

Transportation o Provide programs for the safe transportation of products and hazardous materials, including proper packaging, hazard warnings, local sourcing of hazardous materials and employee training.

5) We shall communicate known hazards, along with necessary safety precautions, to our employees, customers and the community.

In support of this policy, Digital will:

Employee Involvement o Encourage employee involvement in the continued improvement of our overall environmental, health and safety program.

Product Information o Provide information to customers concerning potential hazards associated with the use of our products.

Incident Response o Respond promptly to incidents involving our business operation by providing technical advice, resources for assistance, and effective communications.

6) We shall evaluate potential hazards associated with our products and operations.

To support this policy, Digital will:

Product Development o Support research to develop products which provide a high level of safety and environmental protection in their manufacture, transportation, use and ultimate disposal.

Recycling & Recovery o Support the development of improved methods of Recycling and recovering materials through public and private initiatives.

Workplace Health & Safety o Support research to improve safety and health in the workplace.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.31
Page	5 of 5
Date	01 DEC 90

- 7) We shall consider full compliance with the law as being the minimum acceptable acceptable standard.

In support of this policy, Digital will:

- | | |
|---------------------|---|
| Compliance Programs | o Implement programs to ensure full compliance with applicable laws and regulations. |
| Program Evaluations | o Conduct Environmental, Health, and Safety Program Evaluations to ensure all facilities are in compliance with government regulations and company policies and procedures. |
| Public Policy | o Participate with governments and public interest groups in the development of sound environmental, health, and safety public policy. |
| New Requirements | o Monitor EHS legal and policy developments in each country and integrate prospective new compliance requirements into business plans and ongoing operations. |

PERSONNEL

POLICIES AND PROCEDURES

Section 6.32

Page 1 of 1

Date 30 MAR 81

EMPLOYEES CROSSING PICKET LINES

POLICY

The personal safety of our employees is a primary concern of Digital. If an employee comes in contact with a picket line, he or she should not take any action which could possibly jeopardize their personal safety.

PROCEDURE

When a Digital employee is confronted with a picket line, the employee should immediately contact his or her supervisor. The supervisor should contact his or her manager; then the manager should contact the customer, vendor, or facility manager who in turn must ensure safe passage for our employee. If this cannot be accomplished, the employee should not proceed through the picket line.

Furthermore, if at any time an employee feels their personal safety may be in jeopardy, they should immediately remove themselves from the premises. In addition, to further ensure the safety of our employees, it is suggested that employees maintain a neutral position relative to the picket line.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.33

Page 1 of 7

Date 27 JUL 92

FITNESS FOR WORK

SCOPE: U.S.

PHILOSOPHY:

Employees should work when they are able to perform work duties in a safe, competent and productive fashion. When employees are not fit to work, in most cases they will recognize their situation and either not come to work or leave voluntarily in a responsible manner. In rare instances, however, managers may be confronted by situations where employees are either unaware of, incapable of dealing with or deny their current medical condition.

Managers are responsible to ensure that a safe and professional determination of the employee's fitness occurs and if appropriate, provide transportation home or to medical treatment. They should use their expert resources, e.g. Security, Health Services, EAP and Personnel. Employees are required to cooperate with this process.

POLICY:

Employees, managers and support groups have the responsibility to take appropriate steps to ensure that employees who are not fit for work are managed in a timely, safe and professional manner.

Employees Responsibilities:

- o Come to work only when fit to do so.
- o Cooperate in safely removing themselves from the workplace when they are unfit to continue.
- o Notify management when any employee, including himself or herself, is unable to work in a safe, responsible, or productive manner.
- o Submit to a fitness for work evaluation by a qualified health care professional as determined by Health Services when directed to do so by company.

Manager Responsibilities:

- o Ensure the safety of the workplace by the timely resolution of situations where the capacity of an employee to work is in question.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.33

Page 2 of 7

Date 27 JUL 92

- o Quickly determine the availability of Health Services and Personnel resources and notify them as soon as possible.
- o Arrange for the safe transportation home or to an appropriate medical facility.
- o Direct the employee to submit to the fitness for work evaluation when so determined by Health Services.
- o Ensure that Corrective Action and Discipline is delayed pending safe management of the workplace emergency. (see Practice Section below)
- o Conclude whether Corrective Action and Discipline up to and including termination is appropriate for violation of Personnel Policy 6.24, Employee Conduct or failure to meet the responsibilities of this and/or any other policy.

Health Services Responsibilities:

- o Where available on a timely basis, support management and Personnel in:
 - making an initial judgment as to the employee's capacity to continue work; and
 - determining when, where and how the employee should be transported. (see Personnel Policy 6.15, Transportation of Sick or Injured Employees)
- o Make the determination of whether or not a medical examination by a selected health care professional is required, and if so, determine the scope of the examination.
- o Manage the medical examination process by a qualified health professional.
- o Utilize Employee Assistance Program (EAP) resources as appropriate.

Definitions:

- a. Appears to be Incapacitated - appears to have an immediate acute condition which is adversely impacting his or her behavior and/or performance e.g. intoxication, acute emotional behavior, e.g. uncontrollable crying, medication side effects or overdose, acute medical condition

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.33

Page 3 of 7

Date 27 JUL 92

(seizure, cerebral incident). This should be differentiated from an individual who normally comes to work with a restriction and/or impairment;

- b. Non-compliance with Job-required drug or alcohol testing program-- (see Personnel Policy 6.36, Illegal/Improper Use of Controlled Substances);
- c. Disability - Medically determined that an individual is unable to work (see Personnel Policy 4.09, Disability, Absences and Return to Work)
- d. Fitness for Work Medical Evaluation--An examination by a qualified health professional, retained by Digital, which may include, but is not limited to, a physical examination, medical testing, psychological interviews, psychological or neuropsychological testing or other forms of evaluation consistent with the norms of practice within the professional community. More than one session with the consultant may be necessary to complete an evaluation. Results of the examination is provided to Digital Health Services for use in determining whether an individual is able to perform work duties in a safe, competent and productive fashion.
- e. Threats or Acts of Violence - Words or action that either create a perception that there may be an intent to harm persons or property or that actually bring about harm.
- f. Other Extreme Behavior - Observed behaviors that are inconsistent with the patterns normally exhibited by an individual and that are perceived to pose a potential risk to ones-self, others or property.

PRACTICES:

a. IMMEDIATE ACTION REQUIRED

When a manager becomes aware of information which causes him or her to believe that an employee is not fit to be in the workplace because of a behavioral/medical condition, he or she should immediately take appropriate steps to address the issue.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.33

Page 4 of 7

Date 27 JUL 92

b. RISK OF HARM TO SELF OR OTHERS:

Where the employee appears to be a security risk in terms of intending or threatening violence or other harm to himself, others, or property, then the site's emergency response plan should be instituted as appropriate which includes notifying Digital security and in appropriate instances local law enforcement authorities. Security will have the responsibility of involving Health Services, Personnel, U.S. or Corporate Employee Relations, EAP, and Law as appropriate to resolve all of the issues. Except to the extent modified by the security process or as determined unnecessary by Health Services, the following section (INCAPACITATED EMPLOYEE) should also be used to manage the situation.

c. INCAPACITATED EMPLOYEE

Where the employees appear to be incapacitated as defined above, but do not appear to have a harmful purpose to themselves, others, or property, the manager should do one or more of the following:

- Escort the employee to Health Services, where available.
- Initiate the site's Emergency Medical Response Plan.
- Contact the site's EAP for consultation and assistance.
- In instances where neither Health Services, Security or an Emergency Response Plan exist, contact the local community's emergency response system (i.e. police, fire, hospital emergency room, etc.)
- Provide transportation in accordance with Personnel Policy 6.15, Transportation of Sick or Injured Employees. An incapacitated employee should be treated as a medical emergency when arranging for transportation under this policy.
- Arrange for a drug or alcohol test if the employee is subject to a job required drug or alcohol tests. (See Personnel Policy 6.36, Illegal/Improper Use of Controlled Substances.)

PERSONNEL

POLICIES AND PROCEDURES

Section 6.33

Page 5 of 7

Date 27 JUL 92

When arranging for the incapacitated employee to leave the worksite, the manager SHOULD NOT:

- Send the employee home alone.
- Attempt to restrain the employee.
- Attempt to determine the cause of the incapacitation.
- Attempt to conduct an in depth performance discussion at that time.
- Personally provide transportation for the employee.

If an employee insists on leaving the worksite while considered incapacitated the manager should notify the employee that the police will be called. The manager should contact Security; Security will notify the police that an employee who appears incapacitated has left the worksite. In the absence of Security, the manager is responsible for calling the police.

The status of the employee prior to return to work will depend upon the circumstances, e.g. suspension, disability, or sick time.

RETURN TO WORK

It is the responsibility of the employee who was required to leave the worksite under this policy to provide an explanation for their incapacitation and, if appropriate, proper medical documentation regarding their fitness to return to work, or to meet the requirements of Digital's Drug and Alcohol Testing Program, if applicable.

Health Services should review any medical documentation provided by an employee and the circumstances of the incident. In addition, before returning to work, the employee may be requested by Digital to complete a fitness for work evaluation in accordance with this policy. When a legitimate medical basis exists, the manager, in consultation with Health Services, must assess the likelihood that such an incapacitation will recur and the reasonableness of any accommodations that may be requested by the employee.

PERSONNEL

POLICIES AND PROCEDURES

Section	6.33
Page	6 of 7
Date	27 JUL 92

Where no apparent legitimate medical reason exists, the manager should address the incident(s) of incapacitation as a performance or behavioral issue in accordance with Personnel Policy 6.21, Corrective Action and Discipline. Whenever discipline or termination of employment appears to be appropriate, prior to the employee's return to work, Corporate or U.S. Employee Relations should be consulted to assure consistent treatment and local Security notified as indicated.

When appropriate, Health Services, Personnel and the Manager should remind the employee of the availability of the Employee Assistance Program.

d. NONCOMPLIANCE WITH DRUG OR ALCOHOL TESTING PROGRAMS

Managers should follow the procedures in the Digital Drug Testing Manager's Manual. Questions should be referred to the Drug Testing Program Office.

e. OTHER SITUATIONS

Where an employee's fitness for work in a productive manner is questionable and there does not appear to be either a harmful purpose or an incapacitated employee, managers should consult with Health Services on the circumstances so that Health Services may: (1) provide advice and counsel; (2) determine whether to schedule a fitness for work evaluation; and/or (3) involve other organizations, e.g. Personnel, EAP, or U.S./Corporate Employee Relations.

f. MEDICAL EVALUATION PROCESS

Where Health Services determines that a medical evaluation of an employee's fitness for work is required:

- An employee is obligated to participate in good faith in this evaluation process as a condition of continued employment. An employee who refuses to participate in such an evaluation may be subject to disciplinary action and possible termination.
- If an employee is found to be medically unfit, then they would be placed in a disabled status. The employee will be subject to the policies and procedures outlined in Personnel Policy 4.09, Disability, Absences and Return to Work.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.33
Page 7 of 7
Date 27 JUL 92

If it is determined that the employee is fit to return to work, then further decisions about their employment status become the responsibility of the business organization.

- If the employee disagrees with the Digital consultant's fitness for work determination, then the employee should submit medical evidence to support that contention. However, Digital reserves the right to ultimately decide an employee's fitness for work.
- The content of this evaluation shall remain as part of the employee's confidential medical file to which the employee has access in accordance with Digital's Personnel Policy 6.18, Employee Privacy.
- The results of the fitness for work evaluation will be sent only to Health Services who will summarize and interpret the information so as to enable the employee's manager to make return to work and other employment related decisions.
- Periodic assessment of the employee's status may be required on a regular basis. The necessity to obtain such an evaluation will be determined by Health Services or its designated agent.
- Corporate or U.S. Employee Relations should be consulted in advance whenever discipline or termination of employment appears to be appropriate prior to the employee's return to work.

PERSONNEL POLICIES REFERENCE MATERIALS

Policy 6.15; Transportation of Sick or Injured Employees
Policy 4.09; Disability, Absences and Return-to Work
Policy 6.21; Corrective Action and Discipline
Policy 6.24; Employee Conduct
Policy 6.03; Harassment
Policy 6.34; Use of Alcoholic Beverages
Policy 6.36; Illegal/Improper Use of Controlled Substances

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.34

Page 1 of 2

Date 24 MARCH 86

USE OF ALCOHOLIC BEVERAGES - U.S. ONLY

POLICY

While the Company recognizes the right of its employees to make personal choices about the use of alcoholic beverages, it is also committed to the health and welfare of its employees, and to maintaining an environment that encourages respect for fellow employees, customers and others. The Company believes the misuse of alcohol in the business context can result in behavior that is not in line with these values and policies. It is, therefore, the policy of Digital to refrain from practices which support or encourage the abuse of alcohol. More specifically, the Company will not give, serve, provide or pay for alcoholic beverages except as outlined in the Practice Section below.

PRACTICE

Company-Sponsored Employee Functions or Activities

Digital managers will not serve, provide or pay for alcohol at Company-sponsored employee functions or activities except as otherwise provided for by this policy. Company-sponsored employee function or activity is meant to include events like:

- o business meetings with employees,
- o gatherings which are paid for with Company funds (e.g., Decathlon),
- o gatherings where employee attendance is either required, expected, or encouraged by management (i.e., post-conference meetings or get-togethers which are scheduled by the managers),
- o gatherings which are planned, managed or paid for by the Company for purposes such as; improving employee relations, rewarding and recognizing employee contributions, improving efficiency (e.g., Service Award Banquets, employee outings, picnics or other recreational activities, retirement or promotion parties, etc.).

The above list is not intended to be all inclusive.

The serving of wine in conjunction with a Company-sponsored meal or banquet is an allowable exception to the provisions above.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.34

Page 2 of 2

Date 24 MARCH 86

Company-Sponsored Customer or Supplier Functions

This policy is not meant to prohibit the purchase or use of alcoholic beverages for off-site functions with our customers or suppliers, nor is it intended to license or encourage the use of alcohol at such functions. In those circumstances where it is traditional and appropriate to serve alcoholic beverages to customers and suppliers (i.e., Trade Shows, Hospitality Suites, meals with customers, etc.), our employees may do so in accordance with the Business Expense Policy (Policy 5.11). Employees who elect to serve or permit the use of alcoholic beverages under this section are expected to exercise discretion and to take reasonable measures to prevent abuse.

Manager and Employee Responsibilities

Managers who elect to serve or permit the use of alcoholic beverages under these circumstances are expected to exercise discretion and to take reasonable measures to prevent abuse.

Employees who choose to use alcoholic beverages are expected to act reasonably and to comply with the Company's policies and expectations regarding employee conduct and behavior at all times. See Policy 6.24, Employee Conduct, Policy 6.03 Harrassment, etc. In addition, the use or possession of alcohol on Company or customer property is strictly prohibited.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.35
Page 1 of 2
Date 10 JAN 94

SMOKE-FREE WORKPLACE

SCOPE: U.S.

PHILOSOPHY:

Digital strives to create and maintain a safe and healthy working environment for all employees, customers and suppliers.

POLICY:

It is the long-term goal of the Company to have a smoke-free environment in all Digital owned and leased buildings. All new buildings or sites (owned or leased) will be smoke-free. The intent of this policy is to enable all employees to work in an environment where environmental tobacco smoke has been eliminated. Anyone who chooses to smoke while at a Digital site (owned or leased) must do so only in designated areas.

PRACTICE:

Designated Smoking Area(s);

INTERNAL:

An internal designated smoking area is enclosed by floor to ceiling walls and has a separate exhaust system which is vented outside of the building following specifications determined by Property Management (see Corporate Design and Facilities Reference Materials section). There should be chairs and tables only in this area as this is not intended to be used as a working or meeting area. If the smoking area is not properly vented to the outside, that space will be eliminated as a designated smoking area by July 1, 1994.

EXTERNAL:

At all Digital sites, an external designated smoking area(s) will be identified. This area may or may not be covered with a roof. Care should be taken to avoid identifying a location which is in proximity to building entrances or areas where people congregate.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.35
Page 2 of 2
Date 10 JAN 94

RESPONSIBILITIES:

Site/Host/Location Manager - The Site/Host/Location Manager is responsible for implementing this policy and its philosophy to create and maintain a safe and healthful working environment for all employees, customers and suppliers. In sites where there is more than one building, the Host/Site/Location Manager or committee must agree to a practice which is uniform and consistent. Decisions to change or eliminate existing internal designated smoking areas should be based on building ventilation, systems, space availability, business demands, cost, customer requirements and employee relations.

Employees - Employees are expected to limit smoking to designated smoking areas and to use these areas during lunch and/or breaks.

Managers - Managers must ensure that this policy is implemented and enforced in their respective facility or organization and take prompt action should any individual be smoking outside of a designated smoking area.

Facility Managers - Facility Managers have responsibilities to identify and post signs for internal/external designated smoking areas and to ensure that internal designated smoking areas are properly located, designed, constructed, and ventilated in accordance with this policy. They also have responsibility for ensuring that signs which describe this policy are prominently placed at all entrances.

PERSONNEL POLICY REFERENCE MATERIAL:

6.31 Environmental Health & Safety

CORPORATE DESIGN AND FACILITIES REFERENCE MATERIALS:

Smoking Guidelines - Facilities Impact (issued 2/88)

Property Management Guideline on Maintenance of Indoor Air Quality (revised 2/7/92)

PERSONNEL

POLICIES AND PROCEDURES

Section	6.36
Page	1 of 3
Date	01 DEC 90

ILLEGAL/IMPROPER USE OF CONTROLLED SUBSTANCES

SCOPE: U.S.

PHILOSOPHY

It is the goal of Digital to maintain a safe, healthy, and productive work environment for all employees. We expect employees to share this goal.

We are responsible for protecting our employees and our assets as well as those of our customers. We are also responsible for obeying the laws of the countries and states in which we do business. Digital does not condone any unlawful activity.

The Company has found that employees who work under the influence of controlled substances or alcohol may prove to be harmful to themselves, other employees, customers, or the Company. Therefore, the Company requires that its employees not work under the influence of, possess, sell, distribute, dispense, manufacture, or use controlled substances or alcohol in the workplace without proper medical/legal authorization.

For the purpose of this policy a controlled substance is any chemical, medicinal, or other matter that:

- o alters an individual's mood or capacity,
- o is unlawful to possess,
- o has been used by, or is in the possession of an employee without required authorization (i.e. a prescription).

Digital has policies that cover situations when employees have performance problems or when employees improperly possess or use alcohol or controlled substances in the workplace. Employees who violate workplace rules are subject to discipline up to and including termination.

To help resolve problems which may arise from substance use, abuse and dependency, the Company will provide assistance to employees who are voluntarily seeking help for their problems as defined in established Company programs.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.36

Page 2 of 3

Date 06 JUL 93

Digital trusts its employees and respects their dignity. However, there may be times when legal or business needs require the Company to institute drug testing or other procedures. In those cases, such procedures will be conducted with appropriate sensitivity to employees.

POLICY

Digital prohibits the unlawful manufacture, sale, distribution, dispensation, possession, working under the influence of, or use of controlled substances in the workplace or during working hours. The use or possession of alcoholic beverages in the workplace or during working hours is also prohibited except as set forth in Personnel Policy 6.34, Use of Alcoholic Beverages. "Workplace" is defined as being Digital property, a company vehicle, a customer site, or a vendor site. For the purposes of this policy company-sponsored employee functions or activities occur "during work."

Employees found to be in violation of this policy are in violation of Personnel Policy, 6.24 Employee Conduct, and are subject to discipline up to and including termination.

PRACTICE

Employees may seek or be referred for voluntary assistance in order to address problems associated with substance use, abuse or dependency. Digital provides an Employee Assistance Program (EAP) for all employees across the United States to provide such referrals.

Managers who suspect substance abuse outside the work environment should limit the scope of their direct management to unacceptable workplace behaviors and performance, in accordance with Personnel Policies, unless otherwise required by law or legal obligation. Such laws or legal obligations may require that an employee be removed from a particular position. Managers should work with Personnel and EAP to advise the employee of assistance options. On questions regarding law or legal obligations, Personnel should consult with the Law Department.

From time to time, Digital may be required to implement programs for identifying illegal drug use or abuse of alcohol, including testing. All programs must be approved by the Senior Leadership Team or their designees.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.36
Page	3 of 3
Date	01 DEC 90

In implementing this policy, managers must be sensitive to employee concerns and be aware of the potential liability of issues involving allegations of illegal conduct or discussions of employee medical situations. Personnel Policy 6.18, Employee Privacy, is a key reference in this regard.

PERSONNEL

POLICIES AND PROCEDURES

Section	6.38	
Page	1	of 1
Date	03 FEB 86	

DEPENDENT CARE POLICY

Digital is sensitive to the needs of employees who have requirements for dependent care. For this policy, an employee's dependent is any individual, young or old, who requires care during the employee's working hours. In establishing work schedules and assigning work, consideration should be made, to accommodate the needs of these employees, provided such accommodations make good business sense. In addition, it is the Company's policy and current practice to support and encourage the development and maintenance of dependent care resources within the communities where employees live.

While Digital regularly reviews alternative means of addressing the dependent care needs of employees, it is not the Company's current policy to provide dependent care at Digital facilities or to reimburse employees for dependent care expenses, with the exception of employees involved in a company relocation. The primary responsibility of dependent care rests with the individual employees who have the need.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.39

Page 1 of 2

Date 25 AUG 86

EMPLOYEES WHO ARE ARRESTED

POLICY

It is the policy of Digital Equipment Corporation to limit instances where employment decisions are made because of an employee's arrest or conviction to those cases where an arrest or conviction impacts on the employee's fitness, qualification or availability for work.

PRACTICE

If an employee is arrested during working hours, or on company premises they are required to notify their supervisor or manager of their arrest as soon thereafter as possible. For those arrests which do not occur on company time or company premises, employees are only required to promptly notify their supervisor or manager if their arrest will impact their availability, fitness or qualification for employment. Managers and supervisors should adhere to the following procedure when notified of an employee's arrest or conviction:

EMPLOYEE ARRESTED

Employee Available for Work - The employee would normally be allowed to return to work. However, if the employee is accused of a serious crime, and it is believed the employee would not be able to properly function or that the employee's return would have an adverse effect on the employing organization, the employee may be suspended with pay pending a final judicial resolution. If the employee is accused of a crime that involves Digital or its employees directly, a decision should first be made whether Corrective Action and Discipline in accordance with Personnel Policy 6.21 is appropriate.

Employee Unavailable for Work - The employee may elect to use vacation/personal holiday, or may be suspended without pay, unless Corrective Action and Discipline is appropriate as outlined above.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.39

Page 2 of 2

Date 25 AUG 86

FINAL JUDICIAL RESOLUTION

Employee Found Not Guilty and Available for Work - If the crime did not involve Digital or its employees, and the employee is available for work, he or she would normally be allowed to return to work, however, they would not be compensated for any lost time. If the crime did involve Digital or its employees the employee's manager should first determine whether reinstatement is appropriate under company policy and given all of the available information.

Other Judicial Determinations/Resolutions - Whenever the criminal charge(es) against an employee are resolved by anything other than Not Guilty findings (e.g. conviction, continuations without findings, plea bargaining, no contest pleas, convictions with suspended sentences or probation etc.), the employee's manager with the assistance of Personnel should first determine the employee's availability for work. Employees who are unavailable should be terminated unless they have sufficient vacation to cover the period of their unavailability. The termination record should indicate the employee was terminated because he or she was unavailable for work. Under no circumstances would the employee be given a leave of absence.

If the employee is available for work, the manager with the assistance of personnel, should review the facts and the outcome of the case to determine the employee's fitness for continued employment. Termination should be considered where the record when taken as a whole is sufficient to demonstrate the employee has engaged in behavior that significantly impairs their fitness, qualification or ability to fully perform their assigned responsibilities, when viewed in the light of other company policies.

PERSONNEL

POLICIES AND PROCEDURES

Section	6.40
Page	1 of 2
Date	10 JAN 94

WORK SCHEDULES

SCOPE: U.S.

PHILOSOPHY:

It is the intent of this policy to recognize the business need for diverse work schedules throughout the Company and to establish some guidelines for consistent usage.

POLICY:

Work schedules are established by appropriate management at each Digital facility or organization as appropriate. The Human Resource or Law Department representative must be contacted prior to implementation to ensure legal requirements are met.

PRACTICE:

Regular Work Week (R40)

In the U.S. the following guidelines apply:

- o Four (4) or five (5) days, 40 hours/week; may include one but not both weekend days.
- o 1/2 or 3/4 hour unpaid lunch period, exclusive of the 40 hours above
- o A 10-minute paid break during the first half of the shift, another 10-minute paid break in the second half of the shift.

NOTE: Please refer to Personnel Policy 2.06, Employment Status, and 6.41, Special Work Weeks, for definition and additional guidance.

CONTINUOUS SHIFT OPERATIONS:

When an operation is scheduled on a 24-hour, round-the-clock basis with no opportunity for an overlap from one shift to the next, three consecutive eight-hour shifts may be established. Employees performing these operations on all three of these consecutive eight-hour shifts receive a paid 20 minute meal period in addition to the two paid 10-minute breaks above.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.40
Page 2 of 2
Date 10 JAN 94

TRANSFER BETWEEN REGULAR AND SPECIAL WORK WEEKS:

Occasionally employees are assigned from a regular work week to a special work week, and vice versa. When this occurs no adjustment should be made to the employee's base pay to compensate for lost shift premium.

LATENESS:

Payroll calculates pay in quarter hours. For example, if an employee is 10 minutes late for work, no pay would be deducted. If an employee is 15 minutes or more late, 15 minutes would be deducted; 30 minutes late, 30 minutes would be deducted, etc. Regardless of calculation for payroll purposes, employees are expected to report to work on time (see Personnel Policy 6.05, Attendance).

PERSONNEL POLICY REFERENCE MATERIAL:

2.06 Employment Status
3.11 First, Second and Third Shift Premium
6.05 Attendance
6.41 Special Work Weeks

PERSONNEL

POLICIES AND PROCEDURES

Section 6.41

Page 1 of 3

Date 10 JAN 94

SPECIAL WORK WEEKS

SCOPE: U.S.

PHILOSOPHY:

From time to time, regular employees are assigned to a special work week in an effort to address a particular need within the Company. Extended schedules and week-end work may require incentives for employees to work those schedules. It is the Company's intent to recognize the varying needs of businesses and to provide appropriate compensation to employees who are required to work these special work week schedules.

POLICY:

Businesses, functions and/or plants may need to adopt different compensation strategies based on their particular business need. The designated compensation resource must be utilized prior to obtaining approval and implementing such a program. The purpose of this policy is to insure consistent treatment around pay and benefit policies when these employees are compensated for time not worked (i.e. holidays, days sick, etc.).

PRACTICE:

Definition:

Special Work Week (R40) - Any schedule for a regular employee that consists of:

1. A) Greater than 11 hours per day at least 50% of the workweek and
B) The total workweek hours must exceed 34 hours or
2. Any regular weekly schedule that includes work on both Saturday and Sunday and the total workweek hours exceed 34 hours. These employees are classified as R40 regardless of actual hours worked. For example, 3 days per week/12 hours a day (3x12) or 5 days per week/8 hours a day including Saturday and Sunday.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.41

Page 2 of 3

Date 10 JAN 94

PENSION:

Special work week employees receive pension credit equal to the number of hours worked, not to exceed 40 hours in one week. For example, employees working a 3x12 workweek are entitled to 36 hours of pension credit; employees working a 4x10 week are entitled to 40 hours of pension credit; employees working a 4x12 week are entitled to 40 hours of pension credit.

401(k) (SAVE PROGRAM):

The 401(k) (SAVE Program) Plan is based on gross earnings. Employees may set aside between 2% and 8% of gross salary including overtime and shift or other premiums.

ESPP STOCK PROGRAM:

Based on gross earnings. Employees may set aside between 2% and 10% of gross salary including overtime and shift or other premiums.

VACATION:

Employees on special work weeks accrue vacation based on employee status (R40) and years of service. If an employee takes a vacation day, the Company will pay the employee for the number of hours that they were normally scheduled to work on that day. If an employee takes a vacation during the time he/she is assigned to a shift with a shift premium, the vacation pay includes the shift premium.

HOLIDAY PAY:

Employees on special work weeks are classified as R40 and are eligible for the hours of holiday pay designated that year. If a company holiday falls within a week during which the employee is earning a shift premium, the holiday pay includes the appropriate shift premium.

DISABILITY ABSENCE:

If eligible, base salary is provided according to employee status and does not include overtime or other pay premium.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.41

Page 3 of 3

Date 10 JAN 94

TRAINING PROGRAMS:

If an employee, regularly assigned to a special work week with a shift differential, is reassigned for a period not exceeding 30 days to a regular shift (for example, 5x8 - 5 days/8 hours a day) for training, the employee should continue to receive the regular shift premium for the entire period.

Other Benefits: Employees assigned to special work weeks are eligible to participate in other employee benefit programs (life, dental, medical, etc.) depending upon the number of hours they are normally scheduled to work. For eligibility requirements, refer to the policy in this manual for each specific benefit.

PERSONNEL POLICY REFERENCE MATERIAL:

- 2.06 Employment Status
- 3.11 Shift Premium
- 4.01 Holidays
- 4.03 Vacation
- 4.09 Disability Absence and Return to Work
- 4.11 Employee Stock Purchase Plan
- 6.40 Work Schedules

PERSONNEL

POLICIES AND PROCEDURES

Section 6.50

Page 1 of 1

Date 12 AUG 83

EMPLOYEE COMMUNICATION

OVERVIEW

Digital believes that helping employees to understand the Company's business and philosophies is a key way of creating a more motivated and productive workforce. Employees at all levels have responsibility for seeking and providing information about the business. The immediate manager or supervisor is considered the primary communication link in the Company for this information.

POLICY

Digital Equipment Corporation encourages open communication between employees at all levels, particularly between employees and their immediate supervisors.

It is Digital's policy to provide timely and accurate information on policies, programs, activities and decisions to employees. The Company intends to give consistent information, to use the most efficient distribution channels available, and to maintain effective employee communication vehicles to support and supplement manager-employee communication.

Managers and supervisors are responsible for achieving the objectives of this policy within their departments. They are responsible for building and supporting an environment which encourages the open exchange of information and for making certain the information they communicate is accurate.

PRACTICE

A "Manager's Employee Communication Plan and Program Guidelines" document has been developed to outline many of the procedures that may help you as you work to meet the communication needs within your area of responsibility. It is available from your Personnel Department or from the Corporate Employee Communication Department.

PERSONNEL

POLICIES AND PROCEDURES

Section 6.51

Page 1 of 1

Date 04 NOV 91

LIFE BALANCE PHILOSOPHY

Scope: Worldwide

Philosophy

Digital Equipment Corporation, in keeping with our philosophy of valuing our employees and meeting our business objectives wishes to provide appropriate opportunities and flexibility (on Dependent Care and Alternative Work) to enable our employees to reach their full potential at work and in their personal goals. We believe that when employees are performing to their full potential, the corporation will as well.

In order to meet our business objectives we believe Digital must provide an environment in which an employee can join the company and, throughout his/her career, encounter systems that support and encourage personal and professional growth.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.54
Page	1 of 4
Date	01 DEC 90

PROPER USE OF DIGITAL COMPUTERS, SYSTEMS AND NETWORKS

SCOPE: WORLDWIDE

PHILOSOPHY

Systems and network utilities are powerful business tools, encouraging creativity and the exchange of ideas needed to maintain our competitive edge. These tools allow for instantaneous creation of "electronic" organizations to focus worldwide resources on urgent tasks. We want to encourage our people to use these tools in accordance with Company philosophy and values.

Our peer-to-peer, open computing environment reflects our corporate culture. We sell this concept to customers, and business and society are clearly moving towards this way of operating. We believe that what we sell to our customers will get better if we use it ourselves.

Information, and the ability to freely communicate it are valuable assets that play a significant role in Digital's success. The protection and appropriate use of these assets is everyone's responsibility. We must strike a balance between encouraging open systems and protecting these assets if they are to continue to support our success.

POLICY

Digital owns and operates computers, systems and networks primarily to support the Company's business activities. Systems should be used to enhance the cost effectiveness and efficient running of the business, to assist employees in being more effective in executing their duties and responsibilities, to enhance our employees' ability to operate our computer systems, to foster appropriate open and efficient communications and to perpetuate the use of computers in day-to-day activities.

Employees should remember that computers, systems and networks like paper files, notebooks etc., are company assets provided to employees to assist them in performing their work. These tools, and the work product they contain are Company property and

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 6.54

Page 2 of 4

Date 01 DEC 90

are therefore subject to Company review and control. The efficient operation of these vital resources is critical to the success of the business, and it is therefore the responsibility of all employees to use the computer resources provided to them by the Company appropriately.

DEFINITIONS

For the purpose of this policy, improper use includes, but is not limited to the use of Digital owned and/or operated systems, networks and conferences for the purpose of gaining unauthorized access to internal or external computer systems or accounts, for personal purposes that are contrary to Company philosophy or policy, for purposes that interfere or compete with the Company's business activities, or for purposes of individual financial gain. Examples of misuse include, but are not limited to, transmitting sexual or ethnic jokes or slurs, soliciting other employees, developing chain letters, making defamatory statements, disclosing private facts about any individual or organization, inappropriate disclosure of Company Proprietary or Confidential Information, permitting unauthorized access, etc.

RESPONSIBILITIES

COST CENTER MANAGERS - Cost center managers are responsible for effective use of the Company's assets, which includes networking and computers. They may delegate that responsibility to other individuals, but they are ultimately responsible for making sure these policies are adhered to.

SYSTEMS MANAGERS - All employees must ensure that computers, systems and networks that they manage are clearly operating in support of Company business activities. System Managers must immediately investigate and report any incident of misuse by an employee to the employee's manager.

MANAGERS - Managers should periodically remind employees about the appropriate use of Company computer resources and, monitor these resources to insure that they are being used in accordance with this policy.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.54	
Page	3	of 4
Date	01 DEC 90	

EMPLOYEES - Employees are expected to use Company sponsored computer resources and their time at work (as determined by their manager) in accordance with this policy and to support Company business activities. In addition, employees should report all potential misuse to their manager.

CONFERENCE MODERATORS - Conference (Notesfile) moderators are expected to periodically review the contents of the conferences they moderate to insure that material contained in those files meet the letter and spirit of this policy. Moderators are expected to remove any material that does not comply with these standards, and should report violations of this policy to the appropriate systems or cost center manager.

NOTES FILES/CONFERENCES

Digital provides systems to its employees to maintain computer conferences (notesfiles) in direct support of Company business (i.e., product development, financial analysis, business planning, etc.). Digital also permits access to these systems to communicate matters of opinions and common interests.

In all cases a computer conference must have an identified conference moderator as defined above. Where the conference directly supports the Company's business, the conference moderator and the responsible systems manager may elect to restrict access to the conference. Digital classified information may only be placed in a conference with restricted access. Conferences created to communicate matters of opinion and common interests may not be used for solicitations of any kind, and must be open to all employees.

In addition, these conferences may not be used to promote behavior which is contrary to the Company's values or policy (i.e., they may not promote discrimination, disrespect for the individual, violence, etc.). It is the responsibility of employees who utilize such notes files to do so in a manner consistent with both the letter and spirit of this policy and the Company's values. The Company reserves the right to terminate any notesfile it believes is inappropriate or in violation of this policy.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section	6.54
Page	4 of 4
Date	01 DEC 90

RESPONSIBILITY FOR CONTENT OF MESSAGES SENT OR POSTED ON NETWORK

Messages mailed or posted over the Digital network are the responsibility of the original author. Posting these materials in a notesfile/conference without the explicit permission of the author is prohibited and is a violation of this policy.

When forwarding messages or posting them to conferences, removal or falsification of the original message header (which indicates the author) is prohibited.

This policy covers all messages addressed to individuals and organizations. It is not intended to restrict the distribution of general announcements, course listings, etc., or messages originally posted on external bulletin boards, such as Usenet news groups.

COMPANY ACCESS

Because networks, computer systems and accounts are resources the Company provides to its employees, the Company reserves the right to access those networks, systems and accounts as it deems necessary.

POLICY VIOLATIONS

Managers who suspect systems are being used improperly should discuss the problem with the employee in question and, if appropriate, involve security. In cases where improper use has been clearly established, the employee should be dealt with in accordance with the Corrective Action and Discipline Policy (6.21).

REFERENCES

Personnel Policies and Procedures Manual, Policy 6.03 Harassment, Policy 6.06 Conflicts of Interest, Policy 6.18 Employee Privacy, Policy 6.21 Corrective Action and Discipline, and Policy 6.24 Employee Conduct.

PERSONNEL

POLICIES AND PROCEDURES

Section 8.00
Page 1 of 1
Date 01 DEC 90

SECURITY PHILOSOPHY STATEMENT AND PRINCIPLES

SCOPE: WORLDWIDE

Digital recognizes the need to protect its assets - people, property, and information. Although Corporate Security is responsible for developing common sense security programs, all employees have the responsibility to protect Company assets. Security policies are designed to protect these assets and to contribute to a safe and secure work environment.

SECURITY PRINCIPLES

Company Assets - The Company believes that the protection of Corporate assets (people, property, and information) is a condition of employment, and is the responsibility of all employees. The Security programs are designed to assist you with these responsibilities while providing minimal inconvenience with the normal business processes.

Employee Conduct - Employees are required to respect Company property, the individual rights, privacy, and property of others, and to treat information with the confidentiality that it deserves.

Access Controls - Employees are responsible for displaying the employee photo identification badge, the polite challenging of unfamiliar individuals within the workplace, and the escorting of visitors.

Information - The Corporation requires employees to protect our information to ensure Digital's competitive position in the marketplace. Information which is marked with a Digital Classification requires special protection (see Section 8.03). Further, employees who manage and have access to Digital computer/electronic information systems are responsible to protect all the information on that system, on any systems connected to it, and on the methods of accessing such systems.

PERSONNEL

POLICIES AND PROCEDURES

Section 8.03
Page 1 of 2
Date 01 DEC 90

INFORMATION PROTECTION

SCOPE: WORLDWIDE

POLICY

Digital has a responsibility to protect all of its assets - people, property, products and information. It is Corporate policy that our information be controlled and protected as a vital business resource. This applies to all information assigned a Digital Classification used, generated or held within Digital.

Employees have a responsibility to understand the information protection program and to protect all Digital Classified information from origination to destruction. Failure to do so may result in corrective action and discipline in accordance with Personnel Policy 6.21 and/or the filing of charges with the appropriate law enforcement agency(s).

PRACTICE

Digital Classified information is any information material which is owned by Digital, or entrusted to Digital which requires protection against unauthorized disclosure and has been so designated. It is to be used only for authorized Digital business purposes. Information shall be protected appropriate to assigned classification by all persons who handle, use, or have access to such information. For instructions see Corporate Security Manual, Standard 10.1. This information is also available on VTX.

CLASSIFICATION CATEGORIES
(Increasing Order of Sensitivity)

DIGITAL INTERNAL USE ONLY
DIGITAL CONFIDENTIAL
DIGITAL RESTRICTED DISTRIBUTION
DIGITAL PERSONAL

DIGITAL INTERNAL USE ONLY: This information label indicates that unauthorized or inadvertent disclosure could cause business damage to the Corporation. It can be distributed to Digital employees but should not be given to customers, competitors, vendors, or other persons or organizations without originator authorization.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 8.03
Page 2 of 2
Date 01 DEC 90

DIGITAL CONFIDENTIAL: The mid-level label of information, DIGITAL CONFIDENTIAL, indicates that unauthorized or inadvertent disclosure could have a substantially detrimental effect on the operation of the Company. This is information which is sensitive to Digital and normally associated with a particular process, project or function. It requires limited need-to-know distribution.

DIGITAL RESTRICTED DISTRIBUTION: This is the highest Digital classification category. Information labeled DIGITAL RESTRICTED DISTRIBUTION indicates that its unauthorized or inadvertent disclosure could cause serious damage to the operation of Corporation. Its use and distribution must be severely restricted. The assignment of this classification must be a subjective judgment on the part of the author or custodian. This category includes the most sensitive plans, ideas, financial data, R&D activities, and similar information that only a few people within the Corporation have an absolute need-to-know.

DIGITAL PERSONAL: This level of information involves personal data about individuals that will be distributed in a manner based upon local law and absolute need-to-know. Personal data about an individual refers to information that is (1) protected by law; or (2) is of a descriptive, personal nature; or (3) a reasonable individual might not want disclosed; and/or (4) an originator determines that it should be limited in its disclosure.

Each employee who comes into contact with Digital Classified information will ensure that the information is disseminated to or discussed with only those individuals who have a legitimate need-to-know. Need-to-know is a self-imposed discipline relative to the sharing of all Digital Classified information.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 8.09

Page 1 of 2

Date 4 FEB 85

GOVERNMENT SECURITY CLEARANCES

POLICY

The Company believes that complying with governmental security regulations for classified contracts is an important part of our business activities. In addition all employees have the responsibility to ensure the security of government classified information.

PRACTICE

Security Clearances

Digital's business sometimes involves Government-classified contracts. Digital is committed to cooperating with the Department of Defense and other intelligence agencies and intends to honor all reasonable requests submitted by investigating agencies. Employees that have a need to bid or service a classified contract are required to have a Department of Defense (DOD) personnel security clearance before being allowed to have access to any classified information. The employee should be cleared to the level that is specified by the Government contract. There are three levels of DOD personnel security clearances. They are Top Secret, Secret, and Confidential.

If an employee receives a request from a customer or OEM that he/she should be processed for security other than the levels listed, the employee should contact the Corporate Government Security Office who will direct him/her to the appropriate individual for processing.

The employee's manager must show an actual need for a security clearance before the required personnel security clearance forms will be issued to the individual. Additional information on processing a government security clearance may be found in the Personnel Administration Manual, Section 2.11.

Consent and Release Statements

When the Cost Center Manager justifies the need for a personnel security clearance, the employee will be issued the required forms for completion, along with a Consent and Release Statement. This statement authorizes a representative of the U.S. Department of Defense to perform a security clearance assessment on an individual who has signed the form. Signing the Consent and Release Statement

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 8.09

Page 2 of 2

Date 4 FEB 85

is voluntary, but an employee who will not provide requested information cannot be processed for a security clearance.

Background Investigations

Employees who are being processed for a Top Secret security clearance will be the subject of an "interview oriented background investigation" IBI, which will entail a mandatory in-depth interview between the DOD representative and the individual. Personnel who intend to utilize fellow workers as reference in the clearance process should advise the individuals that they may be contacted by the DOD representative. It is important that the work-sheets for security clearances are submitted in a timely manner. The turn-around for a Secret clearance is generally 3 months, while a Top Secret clearance generally takes 6 months to process.

Visit Requests to Host Visitors that are Communist Country Representatives or Nationals

Department of Defense regulations require that all cleared personnel should be provided with a Defensive Security briefing and a counter-intelligence briefing prior to hosting such a visit. Such briefings will be provided by the Field security officer who is holding the clearance data.

Violations

If an employee unintentionally violates government security, this usually indicates a job performance issue and managers and supervisors should deal with this employee in accordance with the provisions of the Corrective Action and Discipline Policy (6.21). If an employee intentionally violates government security, he or she will be subject to termination from the company.

Termination of Security Clearance

Employees with government security clearances must be debriefed when terminating from the Company. The Corporate Government Security office should be contacted to insure appropriate debriefing procedures are followed.

For more detailed information of government security procedures contact the Security Offices designated in the Personnel Administration Manual.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 8.11
Page 1 of 1
Date 01 DEC 90

ASSET PROTECTION

SCOPE: WORLDWIDE

POLICY

Digital and its employees have a responsibility to protect all of the Company's assets - people, property, products and information. Accordingly, Digital reserves the right, in its sole discretion, to inspect persons and property to the fullest extent permitted by law. So, for example, Digital reserves the right to inspect any property, systems or other resources it provides to its employees, with or without the employee's consent. Digital may also inspect persons, or private property brought onto its premises with the consent of the individual. In so doing, Digital will endeavor to maintain and respect the privacy and confidentiality of people and property subject to search.

Digital reserves the right to deny entry to any person who refuses to submit to searches or inspections and to file charges with local law enforcement authorities whenever necessary to protect company assets. In addition, employees who refuse searches or inspections under this policy will be subject to immediate termination in accordance with the Corrective Action and Discipline Policy (see Section 6.21).

PRACTICE

Digital has established Company-wide guidelines on searches and inspections for security professionals. These guidelines are designed to enable security professionals to comply with applicable law, provide for appropriate company review of decisions to search when circumstances permit and support Company values. These guidelines also prohibit:

- Unconsented searches of a person or of non-Digital owned property by Digital managers or security professionals (such refusals are to be referred to local law enforcement).
- Illegal entry onto private real estate.
- The use of physical force or breach of peace.
- Inspections of persons by persons of the opposite sex.

digital

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0
Page 1 of 9
Date 10 JAN 94

SUBJECT INDEX

<u>Subject</u>	<u>Policy Number</u>
Absences	4.09
Accident and Sickness Benefits	4.09
Activities	6.10
Adoption	4.16
Advances	5.01, 5.11
Affirmative Action	2.03
Aircraft Usage, Non-Business	5.18
Airlines, Aircraft	5.11, 5.12
Alcoholic Beverages, Use of	6.34
Aliens	2.04
Ambulance Services	6.15
Applicant Interview Expenses	2.01
Applicants	2.01, 2.03
Appraisal of Home	5.01
Arrested Employees	6.01, 6.39
Assignment of Employees Who are Related	6.04
Attendance	6.05
Automobile Rentals, Insurance	5.11
Awards	4.14
Badge, Employee Photo I.D.	8.01
Benefits	4.00
Bereavement	4.15
Break in Service	2.01
Breaks	6.40
Business Conduct	6.06
Business Expense	5.11
Business Mileage	5.11
Business Travel Accident Insurance	5.13
Business Trips	5.11
Call-in Pay	3.15
Camera Equipment	6.24
Cancellation of Shift	6.13
Car	5.01, 5.11
Cellular Phones	5.11
Charge Cards	5.11
COBRA	2.09, 6.01
College Cooperative Education Program	2.09
College Recruiting	2.01, 2.09
Communication	6.50, 1.02

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0

Page 2 of 9

Date 10 JAN 94

SUBJECT INDEX

<u>Subject</u>	<u>Policy Number</u>
Company Holidays	4.01
Company Paid Memberships in Professional Societies	4.21
Compensation Philosophy	3.00
Competitors	6.06, 6.23
Conferences	6.25
Confidentiality	6.06
Conflicts of Interest	6.06
Consultant and Contract Worker Agreements	2.01
Contract Personnel	2.01
Contributions (Matching Gift)	4.12
Coop Program	2.09
Corrective Action	6.21
Credit Cards	5.11
Credit Checks	6.18
Customer Success	1.03
Death of an Employee	6.01
Death in Family	4.15
Denied Parties	2.15
Dental Assistance Plan	4.07
Dental Coverage, Foreign Trainees	4.25
Dependent Care	6.38
Dependent Care Reimbursement Account	4.04
Digital Press Royalties	6.27
Disability	4.09
Disability Income Protection	4.09
Discharge	6.01, 6.21
Discipline	6.21
Disclosure of Employee Information	6.18
Distribution of Literature	6.19, 6.29
Doctor's Certificate	4.09
Donations	4.15
Early Plant Closings	6.13
Education Leave	4.23
Educational Assistance	4.13
EEO Record Keeping	2.03
Emergency Closings	6.13
Employee Activities	6.10

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0

Page 3 of 9

Date 10 JAN 94

SUBJECT INDEX

<u>Subject</u>	<u>Policy Number</u>
Employee Agreement	2.01
Employee Communication	6.50
Employee Conduct	6.24
Employee Crossing Picket Lines	6.32
Employee Doing Outside Consulting	6.06
Employee Home Mailings	6.29
Employee Privacy	6.18
Employee Relations Philosophy	6.00
Employee Stock Purchase Plan	4.11
Employee Theft/Fraud	6.22
Employees Who Are Arrested	6.01, 6.39
Employment Classification	2.06
Employment of Aliens	2.04
Employment of Citizens from Restricted Countries	2.15
Employment of Handicapped Individuals	2.14
Employment Policy	2.01
Employment Verifications	2.12, 6.18
Entertainment	5.11
Environmental Health	6.31
Equal Employment Opportunity	2.03, 2.01
Ethics	1.03, 6.06
Exceptions to Relocation	5.01
Exit Interview	6.01
Expense Policy - Business	5.11
Expense Policy - Relocations	5.01
Export Requirements	2.15
External Proprietary Software	6.26
Final Paychecks	6.01
Financial Interests and Associations	6.06
Fitness for Work	6.33
Flowers	4.15
Fraud, Employee	6.22
Garnishment, Wage	3.19
Gifts, Acceptance of	6.06
Government Security Clearances	8.09
Group Dental Assistance Plan	4.07
Group Medical Care Plan	4.06
Group Moves	5.01
Group Travel Limitations	5.17

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0

Page 4 of 9

Date 10 JAN 94

SUBJECT INDEX

<u>Subject</u>	<u>Policy Number</u>
Handicapped Individuals, Employment of	2.14
Harassment	6.03
Hardship Leave	4.23
Hazardous Working Conditions	6.31
Headcount Equivalency	2.06
Health Maintenance Organizations	4.06
Hiring	2.01, 2.03, 2.14
Holiday Policy	4.01
Home Mailings	6.29
Honesty	1.03
Honoraria	6.08
Host Management	6.16
Hours of Work	6.40, 6.41
Household Goods Moving Expenses	5.01
Househunting Trip	5.01
Illegal/Controlled Substances	6.36
Incapacitated Employee	6.33
Information Protection	8.03
Injured Employees	6.15, 4.09
Insider Trading	6.06
Insurance - Auto	5.11
Insurance - Flight	5.11
Insurance - Life	4.05
Internal Transfer	2.05
Internal Use and Distribution of External Proprietary Software	6.26
International Relocation	5.19
Interns	2.09
Investments by Employees	6.06
Job Evaluation/Classification	3.02
Job Posting	2.01
Jury Duty	4.19
Lateness	6.40
Lease Cancellation	5.01
Leave of Absence	4.23
Legal Process Upon Digital or its Employees	6.09
Licenses	6.26
Life Balance	6.51
Life Insurance	4.05, 4.06
Lodging Expenses	5.01

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0
Page 5 of 9
Date 10 JAN 94

SUBJECT INDEX

<u>Subject</u>	<u>Policy Number</u>
Long Term Disability Income Plan	4.09, 4.31
Lunch Period	6.40
Matching Gift Program	4.12
Maternity Disability	4.09
Meals	5.11
Medical Accomodations	4.09
Medical Care Plan	4.06
Medical Coverage - Foreign Trainees	4.25
Medical Department	6.15
Medical Examination	2.01
Medical Leave	4.23
Medicare	4.06
Memberships in Professional Societies	4.21
Mileage Reimbursement	5.01
Military Leave	4.23
Military Reserve Training	4.17
Minimum Age	2.01
Miscellaneous Relocation Allowance	5.01
Moonlighting	6.06
Networks, Proper Use of Digital Computers, Systems and	6.54
New Hire	2.01
Night Shift Premium	3.11
Non-business Aircraft Usage	5.18
Non-technical Publications	6.30
Offer Process	2.01
On-Call	2.01
Open Door	6.02
Open Position	2.01
Outside Activities	6.06
Outside Consulting	6.06
Over Maximum Salary Range	3.05
Overseas Relocation	5.19
Overtime Pay	3.09
Overtime Supper Allowance	3.17

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0

Page 6 of 9

Date 10 JAN 94

SUBJECT INDEX

Subject

Policy Number

Paid Supper Break	3.17
Parental Leave	4.23
Pay for Holidays	4.01
Pay for Vacations	4.03
Per Diem Expenses	5.01
Performance Reviews	3.03
Personal Leave	4.23
Personnel Files	6.18
Philosophies	1.01, 4.50, 6.00
	6.51, 8.00
	8.01
Photo Identification Badges	4.09
Physician's Certificate	6.32
Picket Lines	6.13
Plant Closings	1.02
Policy Communication	1.01
Policy Philosophy	6.20
Political Campaigning	6.20
Political Candidates	6.19
Posting Notices	2.01
Pre-placement medical examination	6.25
Presentations	6.18
Privacy, Employee	5.12
Private Aircraft on Company Business	4.21
Professional Society Memberships	3.07
Promotion	6.01
Proper Notice Period	
Proper Use of Digital Computers, Systems and Networks	6.54
Public Relations	6.20, 6.28, 6.30
Publication	6.30
Qualifications for Transfer	2.03
Reassignment	2.01
Receipts	5.11
Reference Checks	2.12, 6.18
References	2.01, 2.12
Rehire	2.01
Rehiring Retired Employees	2.01
Relatives, Assignment of	6.04
Relatives, Death of	4.15

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0
Page 7 of 9
Date 10 JAN 94

SUBJECT INDEX

<u>Subject</u>	<u>Policy Number</u>
Release of Employee Information	6.18
Release of Former Employee Information	6.18
Relocation Mileage	5.01
Relocation Mortgage Service	5.01
Relocation	5.01
Resignation	6.01
Responding to Communications	6.28
Restricted Countries, Employ. of Cit. From	2.15
Restrictions of Work	4.09
Restrictive Agreements	2.01
Retirement Philosophy	4.50
Return to Work of Disabled Employees	4.09
Royalties	6.27
Safety	6.31
Salary Continuance Plan	4.09
Salary Planning	3.03
Salary Reviews	3.03
Schedules of Work	6.40, 6.41
Second Shift Premium	3.11
Security Clearance (Govt.)	8.09
Security Philosophy Statement	8.00
Seminars	6.25
Service Awards	4.14
Service Dates	6.07
Service of Legal Process Upon Digital or Its Employees	6.09
Service Recognition Program	4.14
Settling in Allowance for Coops	2.09
Severe Weather	6.13
Shift Premium	3.11
Short Term Disability (STD)	4.09
Sick Days	4.09
Sick Employees	6.15, 4.09

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0

Page 8 of 9

Date 10 JAN 94

SUBJECT INDEX

Subject

Policy Number

Sick Pay	4.09
Society Memberships	4.21
Smoking	6.35
Software, Internal Use and Distribution of External Proprietary	6.26
Solicitations	6.19, 6.24, 6.54
Sourcing	2.01
Special Work Weeks	6.41
Standards of Policy Communication	1.02
Standby Compensation	3.13
Stock Ownership in Competitive Companies	6.06
Stock Purchase Plan	4.11
Student Development Employment Program	2.09
Student Loan Program	4.32
Subpoena	6.09
Subscriptions	4.21
Summer Employment Program	2.09
Summons	6.09
Sunday Pay	3.09
Supper Allowance	3.17
Supper Break	3.17
Suspensions	6.21
Systems, Proper Use of	6.54
Tax Adder	5.01
Tax Equalization	5.19
Technical Publications	6.30
Telephone Charges	5.11
Telephone Inquiries	6.18
Temporary Employment	6.07, 2.02
Temporary Human Resources	2.02
Temporary Living	5.01
Termination	6.01, 6.21
Termination Pay	6.01
Theft	6.22
Third Party Home Purchase	5.01
Third Party Reference Checking	2.12
Third Shift Premium	3.11
Time Cards	2.01
Time in Job	2.05

PERSONNEL

POLICIES AND PROCEDURES

Section 10.0

Page 9 of 9

Date 10 JAN 94

SUBJECT INDEX

<u>Subject</u>	<u>Policy Number</u>
Time Reporting Responsibilities	2.01
Tipping	5.11
Tours of Digital Facilities by Elected Officials	6.20
Trade Shows	6.25
Trading	6.06
Training	2.03, 4.13
Transfer from One Cost Center or Location to Another	2.05
Transportation of Sick or Injured Employees	6.15
Travel Authorization	5.11
Travel Expenses	5.01, 5.11
Travel Insurance	5.13, 5.11
Travel Restrictions	5.17
Tuition Refund	4.13
Use of Alcoholic Beverages	6.34
Vacation Pay - Terminations	6.01
Vacation Period	4.03
Vacation Policy	4.03
Values	1.03
Verbal Warning	6.21
Visa Service	2.04
Voluntary Resignation	6.01
Wage Classes	2.01
Wage Garnishments	3.19
Warnings	3.19
Witness Pay	4.19
Work Schedules	6.40, 6.41
Work Restrictions	4.09
Workers' Compensation	4.31
Written Inquiries	6.18
Written Warning	6.21