

KVH Industries, Inc.
Code of Ethics - Introduction

This Code of Ethics applies to the employees, officers and directors, and consultants of KVH Industries, Inc. and their subsidiaries, together referred to as the Company. For simplicity, throughout this document most references will be to employees. This code covers a wide range of business practices and procedures. It does not cover every issue that may arise, but it sets out basic principles to guide all actions in support of the Company. It is intended to promote honest and ethical conduct at all levels of the Company. All of our employees should conduct themselves accordingly.

If a law conflicts with a policy in this Code, you must comply with the law; however, if a local custom or policy conflicts with this Code, you must comply with the Code. Any variances between local customs or policies and this Code should be brought to the attention of management or the directors. If you have any questions about these conflicts, you should ask your supervisor how to handle the situation. Those who violate the standards in this Code will be subject to disciplinary action. If you are in a situation that you believe may violate or lead to a violation of this Code, follow the guidelines described in Section 14 of this Code.

COMPLIANCE WITH LAW

1. Compliance with Laws, Rules and Regulations

All employees must respect and obey the laws of the cities, states and countries in which we operate. If an employee is unsure of law with respect to a particular instance, advice should be sought from a manager or supervisor.

2. Discrimination and Harassment

The diversity of the Company's employees is a tremendous asset. We are committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment of any kind. Examples of unacceptable behavior are derogatory comments based on racial or ethnic characteristics and unwelcome sexual advances.

3. Health and Safety

The Company strives to provide each employee with a safe and healthful work environment. Each employee has responsibility for maintaining a safe and healthy workplace by following safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions.

Violence and threatening behavior are not permitted. The use of, or being under the influence of, drugs and/or alcohol while at work will not be tolerated and is grounds for dismissal.

FAIR AND HONEST DEALINGS WITH THE COMPANY

4. Conflicts of Interest

Conflicts of interest are prohibited as a matter of Company policy. A "conflict of interest" exists when a person's private interest interferes in any way with the interests of the Company. A conflict situation can arise when an employee, officer or director, or a relative, takes actions or has interests that may make it difficult to perform his or her Company work objectively and effectively. Conflicts can arise through the exchange of gifts, loans, or other direct and indirect personal arrangements with customers, suppliers or competitors. The best way to prevent a conflict of interest is to avoid any direct or indirect business connection with our customers, suppliers or competitors, except on the Company's behalf. Any employee, officer or director who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor, manager or other appropriate personnel or consult the procedures described in Section 14 of this Code.

5. Corporate Opportunities

Corporate property, information, or position should not be used for personal gain outside the normal course of advancing the Company's interests.

6. Protection and Proper Use of Company Assets

All employees should endeavor to protect the Company's assets, both physical and intellectual property, and ensure their efficient use. Any suspected incident of fraud or theft should be immediately reported for investigation. Company equipment should not be used for non-Company business, unless approved in advance by a supervisor or manager. The obligation of employees to protect the Company's assets extends to its proprietary information. Proprietary information includes intellectual property such as customer data or information, trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information violates Company policy. It could also be illegal and result in civil or even criminal penalties.

FAIR AND HONEST DEALINGS WITH COMPETITORS AND OTHERS

7. Competition and Fair Dealing

We seek to outperform our competition fairly and honestly. We seek competitive advantages through superior performance, never through unethical or illegal business practices. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited. Each employee should endeavor to respect the rights of and deal fairly with the Company's customers, suppliers, competitors and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice.

Business entertainment and gifts in a commercial setting can be appropriate if used to create goodwill and sound working relationships, not to gain unfair advantage with suppliers and customers. No gift or entertainment should ever be offered, given, provided or accepted by any Company employee, family member of an employee or agent unless it meets all of the following conditions: (1) is not a cash gift, (2) is consistent with customary business practices, (3) is not excessive in value, i.e., generally \$50 or less, (4) cannot be construed as a bribe or payoff and (5) does not violate any laws or regulations. Please discuss with your supervisor any gifts or proposed gifts that you are not certain are appropriate.

8. Payments to Government Personnel

The U.S. Foreign Corrupt Practices Act prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country. In addition, the U.S. government has a number of laws and regulations regarding business gratuities that may be accepted by U.S. government personnel. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuity in violation of these rules would not only violate Company policy but could also be a criminal offense. State and local governments, as well as foreign governments, may have similar rules. The Company's senior management or outside legal counsel can provide guidance to you in this area.

9. Confidentiality

Employees must maintain the confidentiality of proprietary information entrusted to them by the Company or its suppliers and customers, except when disclosure is explicitly authorized. Confidential information includes all non-public information, including the Company's financial information. It also includes information that suppliers and customers have entrusted to us. The obligation to preserve confidential information continues even after employment ends.

FAIR AND HONEST DISCLOSURE TO THE PUBLIC

10. Insider Trading

All non-public information about the Company should be considered confidential information. To use non-public information for personal financial benefit or to "tip" others who might make an investment decision to buy or sell KVH Industries, Inc. stock on the basis of this information is illegal and subject to possible

civil and criminal penalties. If you have any questions concerning this, please consult with your manager or the Company's legal counsel.

11. Record Keeping

The Company requires honest and accurate recording and reporting of information. General business records and communications should always be accurate and fairly stated. We should not exaggerate, use derogatory remarks, guess, or inappropriately characterize people and companies. This applies equally to all communications and reports. In the event of litigation or governmental investigation, please consult senior management or the Company's legal counsel. The Company's financial records and reports will, at all times, conform to public company requirements as defined by the Securities and Exchange Commission (SEC), Generally Accepted Accounting Principles (GAAP), and other government requirements, as they apply. The Company has adopted specific procedures regarding the receipt, retention and treatment of complaints and concerns regarding accounting, internal accounting controls and auditing matters and the confidential submission by employees of concerns regarding questionable accounting or auditing matters. These procedures are set forth in Exhibit A.

12. Ethics responsibilities of the Principal Executive, Financial and Accounting Officers

This Code of Ethics is intended and designed to promote full, fair, accurate, timely and understandable disclosure in the Company's SEC filings and other public communications. The Company's Principal Executive, Financial and Accounting Officers - consisting of the Chairman and Chief Executive Officer, the Chief Financial Officer, and the Controller hold an especially important and elevated role in corporate governance. They are vested with both the responsibility and authority to protect, balance, and preserve the interests of all of the Company's stakeholders, including shareholders, clients, employees, suppliers, and citizens of the communities in which business is conducted. The Principal Executive, Financial and Accounting Officers fulfill this responsibility by prescribing and enforcing the policies and procedures employed in the operation of the Company's financial organization, and by demonstrating the following: The Principal Executive, Financial and Accounting Officers will exhibit and promote the highest standards of honest and ethical conduct through the establishment and operation of policies that:

- Encourage professional integrity in all aspects of the financial organization, by eliminating inhibitions and barriers to responsible behavior, such as coercion, fear of reprisal, or alienation from the financial organization or the enterprise itself.
- Prohibit and eliminate the occurrence of conflicts between what is in the best interest of the enterprise and what could result in material personal gain for a member of the financial organization, including the Principal Executive, Financial and Accounting Officers.
- Provide a mechanism for any individual to inform senior management of deviations in practice from policies and procedures governing honest and ethical behavior.

PROCEDURES FOR COMPLIANCE WITH THE CODE OF ETHICS

13. Compliance Procedures

If you are unsure about if an action conforms to our code of ethics, you should take one or more of the following steps:

- Make sure you have all the facts.
- Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? Use your judgment and common sense. If something seems unethical or improper, it probably is.
- Clarify your responsibility and role. In many situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- Discuss the problem with your supervisor.
- Seek help from other Company resources. In the rare case where it may not be appropriate to discuss an issue with your supervisor or where you do not feel comfortable approaching your supervisor with your question, discuss it with the Human Resources Director or the Company's legal counsel.
- If you desire anonymity, you should direct your concern or question to Human Resources or the Company's legal counsel.
- Always ask first, act later: If you are unsure of what to do in any situation, seek guidance before you act.

14. Reporting Illegal or Unethical Behavior or Violations of this Code

Employees are encouraged to talk to supervisors, managers or other appropriate personnel about any observed illegal or unethical behavior and any violations of this Code of Ethics. It is the policy of the Company not to allow retaliation for reports of misconduct by others that are made in good faith by employees. Employees are expected to cooperate in internal investigations of misconduct.

EXHIBIT A

PROCEDURES REGARDING COMPLAINTS ABOUT ACCOUNTING, INTERNAL ACCOUNTING CONTROLS AND AUDITING MATTERS AND THE ANONYMOUS SUBMISSION OF CONCERNS REGARDING QUESTIONABLE ACCOUNTING OR AUDITING MATTERS

Employees who have any concerns regarding questionable accounting or auditing matters should contact any member of the Audit Committee. An employee who wishes to raise concerns anonymously may do so by submitting his or her concerns in writing to any member of the Audit Committee or by contacting the third party intermediary, SILENTWHISTLE, KVH hired to submit the message and insure anonymity. Employees can contact SILENTWHISTLE (aka Allegiance Technologies) by visiting www.silentwhistle.com, by calling the anonymous hotline (1-877-874-8416) or by writing to SILENTWHISTLE, Inc., Allegiance Technologies, 857 W. South Jordan Parkway, Suite 205, South Jordan, UT 84095. Even if an employee submits concerns other than anonymously, the Audit Committee will endeavor to protect the privacy and confidentiality of that employee to the extent possible. In any event, employees will not be subject to reprisal or public embarrassment for making good faith reports of concerns.