



WHISTLEBLOWER POLICY

As a public company, the integrity of our financial information is paramount. This information guides the decisions of our Board of Directors, and is relied upon by our shareholders and the financial markets. For these reasons, Avocent Corporation (“Avocent” or the “Company”) must maintain a workplace where employees, when they reasonably believe that they are aware of questionable accounting, internal accounting controls, or auditing matters, or the reporting of fraudulent financial information, can raise these concerns free of any discrimination, retaliation, or harassment.

Therefore, it is Avocent’s policy to encourage employees, when they reasonably believe that questionable accounting or auditing conduct or practices have occurred or are occurring, to report those concerns immediately. All reports will be taken seriously and will be promptly investigated. The specific action taken in any particular case will depend on the nature and gravity of the conduct or circumstances reported and the quality of the information provided. Where questionable accounting or auditing conduct or practices have occurred, or where fraudulent financial information has been reported, those matters will be corrected and, if appropriate, the persons responsible will be disciplined.

In addition, Avocent is committed to providing a work environment in which employees, when they reasonably believe that questionable accounting, internal accounting controls, or auditing matters have occurred, or that fraudulent financial information has been reported, can raise their concerns free of discrimination, retaliation, or harassment. Accordingly, Avocent strictly prohibits discrimination, retaliation, or harassment of any kind against any employee who, based on the employee’s reasonable belief that such conduct or practices have occurred or are occurring, reports that information to the individuals designated in this Policy as having the authority to investigate, discover, or terminate any such conduct or practices.

Reporting and Investigation:

If you become aware of questionable accounting, internal accounting controls, or auditing matters, or the reporting of fraudulent financial information, you must immediately report those facts. An employee may raise these concerns by calling the Avocent Hotline at 866-831-2532 or by filing a complaint online at <https://www.compliance-helpline.com/Avocent.jsp> (case-sensitive), and if you so choose, you can make the call or file the complaint anonymously. In addition, you can raise your concern by writing or emailing the Company’s General Counsel, and if you choose, you can send the letter anonymously. If you have reason to believe that the General Counsel is involved in these matters, you should report these facts to the Chairman of the Audit Committee of our Board of Directors. The contact information for these individuals is set out at the end of this Policy.

If you later believe that you have been subject to discrimination, retaliation, or harassment for having made a report under this Policy, you must also immediately report those facts. As with the initial report, an employee who believes he or she has been subject to discrimination, retaliation, or harassment may raise these concerns by calling the Avocent Hotline at 866-831-2532 or by filing a complaint online at <https://www.compliance-helpline.com/Avocent.jsp> (case-sensitive). You can also raise your concern by writing or emailing the Company’s General Counsel, by reporting them to the Company’s Vice President of Human Resources, or to the Human Resources Manager at your location. If, for any reason, you do not feel comfortable discussing the matter with the Company’s General Counsel or its Human Resources Department, you should bring the matter to the attention of the Chairman of Avocent’s Audit Committee. It is imperative that you bring the matter to Avocent’s attention promptly so that any concern of discrimination, retaliation, or harassment can be investigated and addressed promptly and appropriately.

All complaints under this Policy will be promptly and thoroughly investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary or advisable to conduct the investigation and take any remedial action or as otherwise required by applicable law. All employees and supervisors have a duty to cooperate in the investigation of reports of questionable accounting, internal accounting controls, or auditing matters, or the reporting of fraudulent financial information, or of discrimination, retaliation, or harassment resulting from the reporting or investigation of such matters. In addition, an employee is subject to disciplinary action, including the termination of his or her employment, if the employee fails to cooperate in an investigation or deliberately provides false information during an investigation. If, at the conclusion of its investigation, Avocent determines that a violation of this Policy has occurred, we will take effective remedial action commensurate with the severity of the offense. This remedial action may include disciplinary action against the accused party, including termination of employment. Reasonable and necessary steps will also be taken to prevent any further violations of this.

Discrimination, Retaliation, or Harassment:

Avocent strictly prohibits any discrimination, retaliation, or harassment against any person who reports incidents of questionable accounting or auditing matters, or the reporting of fraudulent financial information, based on the person's reasonable belief that such misconduct occurred. Avocent also strictly prohibits any discrimination, retaliation, or harassment against any person who participates in an investigation of complaints about questionable accounting or auditing matters, or of the reporting of fraudulent financial information.

Any complaint that any manager, supervisor, or employee is involved in discrimination, retaliation, or harassment related to the reporting or investigation of questionable accounting or auditing matters, or the reporting of fraudulent financial information, will be promptly and thoroughly investigated in accordance with our investigation procedures outlined above. If a complaint of discrimination, retaliation, or harassment is substantiated, appropriate disciplinary action, including termination of employment, will be taken.

Additional Enforcement Information:

In addition to our internal complaint procedure, employees should also be aware that certain federal and state law enforcement agencies are authorized to review questionable accounting internal accounting controls, or auditing matters or potentially fraudulent reports of financial information. Avocent's policies and practices have been developed as a guide to our legal and ethical responsibilities to achieve and maintain the highest business standards. Conduct that violates our policies will be viewed as unacceptable under the terms of employment at Avocent. Certain violations of our policies and practices could even subject Avocent and any individual employees involved to civil and criminal penalties. Before issues or behavior rise to that level, employees are encouraged to report questionable accounting or auditing matters or conduct, suspicion of fraudulent financial information, or discrimination, retaliation, or harassment related to such reports. Nothing in this Policy is intended to prevent an employee from reporting information to the appropriate agency when the employee has reasonable cause to believe that the violation of a federal or state statute or regulation has occurred.

Modification:

The Audit Committee or the Board of Directors of Avocent Corporation can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with state and federal regulations and/or accommodate organizational changes within the Company.

Contact Information:

The contact information for the designated recipients of information described in this Policy is, as follows:

General Counsel:

Samuel F. Saracino
Executive Vice President of Legal and
Corporate Affairs and General Counsel
Avocent Corporation
9911 Willows Road N.E.
Redmond, WA 98052
Email: Sam.Saracino@Avocent.com
Telephone: 425-497-5596
Fax: 425-497-5597

Audit Committee Chairman:

William H. McAleer
Voyager Capital, L.L.C.
Millennium Tower
719 Second Avenue, Suite 1400
Seattle, WA 98104
Email: McAleer@voyagercapital.com
Telephone: 206-438-1802
Fax: 206-438-1900

Vice President of Human Resources:

Julie C. Yarbrough
Vice President of Human Resources
Avocent Corporation
4991 Corporate Drive
Huntsville, AL 35805
Email: Julie.Yarbrough@Avocent.com
Telephone: 256-217-1230
Fax: 256-430-4034

ACKNOWLEDGMENT

Whistleblower Policy

Please sign the acknowledgment form below and return it to the Human Resources Department. This will let us know that you have received the Avocent Corporation Whistleblower Policy and are aware of our commitment to a work environment free of discrimination, retaliation, or harassment for reporting of questionable accounting, internal accounting controls, or auditing matters, or fraudulent financial information as well as your obligations to report such information.

This is to acknowledge that I have received a copy of the Avocent Corporation Whistleblower Policy. I understand that, as a public company, the integrity of the financial information of Avocent is paramount. I further understand that Avocent is committed to a work environment free of discrimination, retaliation, or harassment for employees who have raised concerns regarding questionable accounting, internal accounting controls, or auditing matters, or reporting of fraudulent financial information and that Avocent specifically prohibits discrimination, retaliation, or harassment whenever an employee makes a good faith report regarding such concerns. Accordingly, I specifically agree that to the extent I have concerns that I reasonably believe to be related to questionable accounting, accounting controls, auditing matters, or reporting of fraudulent financial information, or which are otherwise in violation of Avocent's policies, I will immediately report such conduct in accordance with the Avocent Corporation Whistleblower Policy.

I understand and agree that, to the extent I do not use the procedures outlined in the Whistleblower Policy, Avocent and its officers and directors shall have the right to presume and rely on the fact that I have no knowledge or concern of any such information or conduct.

Employee's signature

Employee's name (printed)

Date

Please sign and return this form to the Human Resources Department.