

Kaydon Corporation

Code of Ethics for the Chief Executive Officer and Senior Financial Officers

Kaydon Corporation (the “Company”) is committed to the highest standards of ethical business conduct. In addition to its Code of Business Conduct and Ethics, Corporate Integrity Program for management employees, and Code of Conduct for all Company employees and staff, the Company has adopted this Code of Ethics (the “Code”) as a set of guidelines pursuant to which our chief executive officer and senior financial officers should perform their duties. The Code is intended to deter wrongdoing and to promote adherence to the standards set forth below. Executives subject to the Code include the Chairman, President, Chief Executive Officer and Chief Financial Officer, the Chief Accounting Officer, and any person who performs a similar function (the “Covered Executives”). The particular executives who are subject to the Code from time to time will be designated by, and informed in writing of such designation, by the Company.

- In carrying out their duties and responsibilities, Covered Executives should act with honesty and integrity, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.

A “conflict of interest” can occur when an individual’s personal interest is adverse to, or may appear to be adverse to, the interests of the Company as a whole. Conflicts of interest also arise when an individual, or a member of his or her immediate family, receives improper personal benefits as a result of his or her position with the Company. Service to the Company should never be subordinated to personal gain and advantage. If a Covered Executive becomes aware of a personal conflict of interest, or is concerned a conflict of interest might develop, he or she is required to discuss the matter with the Chairman of the Audit Committee.

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- The Covered Executives are responsible for the accurate and reliable preparation and maintenance of the Company's financial records. Accurate and reliable preparation of financial records is of critical importance to proper management decisions and the fulfillment of the Company's financial, legal and reporting obligations. Diligence in accurately preparing and maintaining the Company's records allows the Company to fulfill its reporting obligations and to provide shareholders, governmental authorities and the general public with full, fair, accurate, timely and understandable disclosures. The Covered Executives are responsible for establishing and maintaining adequate disclosure controls and procedures and internal controls and procedures, including procedures which are designed to enable the Company to:
 - Accurately document and account for transactions on the books and records of the Company; and
 - Maintain reports, vouchers, bills, invoices, payroll and service records, business measurement and performance records and other essential data with care and honesty.
- In carrying out their duties and responsibilities, Covered Executives should comply, and cause the Company to comply, with applicable governmental laws, rules and regulations, including all laws relating to insider trading. In addition, each Covered Executive shall promptly bring to the attention of the Chairman of the Audit Committee any information he or she may have concerning evidence of a material violation of the securities or other laws, rules or regulations applicable to the Company and the operation of its business, by the Company or any agent thereof.
- Each Covered Executive shall promptly report to the Chairman of the Audit Committee any information he or she may have concerning evidence of a material violation of the Code.
- Covered Executives are expected to adhere to the Code. The Company shall determine appropriate actions to be taken in the event of violations of the Code by any Covered Executives. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to the Code.
- The Company will appropriately disclose any substantive amendment to, and any waiver of, any provision of the Code that applies to the Covered Executives.