

**BERLINER COMMUNICATIONS, INC.**  
**CORPORATE GOVERNANCE OVERVIEW**

At BCI, we believe firmly in doing the right thing. This starts with our Board of Directors, which is comprised of six directors, four of whom are independent, who have broad business and management experience, and who each hold a strong belief in good corporate governance. Our management team is equally as committed to demonstrating, on an unwavering basis, the necessary values and governing principles that will assure trust from our stockholders, customers, vendors and employees. The exceptional men and women that run our business on a daily basis share these values with us, and we will continue to expect our employees, from day one, to meet these high standards at all times.