

Park Electrochemical Corp.
Policy and Procedures On Reporting Concerns and Complaints
Regarding Accounting, Internal Accounting Controls And Auditing Matters
Adopted on May 6, 2004

The Company is committed to compliance with applicable securities and other laws, rules, and regulations, accounting standards and internal accounting controls. In order to facilitate reports by employees and others of complaints or concerns regarding accounting, internal accounting controls and auditing matters ("Accounting Issues"), the Audit Committee of the Board of Directors has established the following procedures for the receipt, retention and treatment of complaints received by the Company regarding Accounting Issues, and the confidential, anonymous submission by employees of concerns regarding Accounting Issues.

Reports by employees and others of complaints or concerns regarding Accounting Issues may be made by sending such reports in writing to the General Counsel of the Company at 48 South Service Road, Melville, New York 11747. Reports will be treated confidentially to the extent possible.

Protection Against Reprisals

No one will be subject to retaliation because of a good faith report of a concern or complaint regarding Accounting Issues. Any suspected acts of retaliation should be reported immediately to the General Counsel.

Treatment of Complaints and Retention of Records

The General Counsel will forward copies of reports received from employees or others of concerns and complaints regarding Accounting Issues to the Audit Committee and will provide periodic reports to the Audit Committee regarding such reports of concerns or complaints regarding Accounting Issues. The General Counsel will retain copies of all such reports of concerns or complaints regarding Accounting Issues received from employees or others and of all investigative and other reports, summaries of reports and other records relating to such reports of concerns and complaints regarding Accounting Issues in accordance with the Company's records retention policy.

Investigations

Reports received from employees or others of concerns and complaints regarding Accounting Issues will be appropriately investigated, as directed by the Audit Committee. The General Counsel will make periodic reports to the Audit Committee regarding the investigation and resolution of such reports. It is imperative that reporting persons not conduct their own preliminary investigations. Investigations may involve complex legal issues, and acting on your own may compromise the integrity of an investigation and adversely affect both you and the Company.

No Rights Created

This Policy is a statement of certain fundamental principles and key policies and procedures that govern the conduct of the Company's business. It is not intended to and does not create any rights in any employee, customer, supplier, competitor, shareholder or any other person or entity. The Policy does not, in any way, constitute an employment contract or an assurance of continued employment.