

Business code of conduct

Our commitment to ethics in the workplace



WORTHINGTON
INDUSTRIES

DEAR WORTHINGTON INDUSTRIES EMPLOYEES,

Your service and dedication to our company is a source of pride. Guided by our Philosophy, rooted in the Golden Rule, Worthington Industries employees have always maintained high ethical standards and a commitment to upstanding business practices within the communities where we live and work. An Open Door Policy has served employees and managers well over many years as a way to voice ideas, opinions and concerns through honest, open, face-to-face communications.

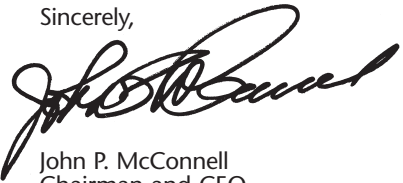
American industry has seen some unfortunate examples of business operations in recent times, instances of poor judgment and unethical behavior. In response, Congress enacted the Sarbanes-Oxley Act of 2002, regarding corporate governance, financial disclosure and the practice of public accounting. One of the Act's most important provisions provides protection for employees from penalty when they, in good faith, report any violation or perceived violation of any Federal law relating to fraud against shareholders.

In compliance with this Act, Worthington Industries has established an official Business Code of Conduct. Along with the printed piece, it can also be reviewed on our Web site, www.WorthingtonIndustries.com or internally on TheWire. This code has been designed to further support Worthington's long-standing Philosophy in providing employees with guidance on business conduct and with direction on how to report misconduct. Also in compliance with the Act, a toll-free, 24/7 hotline called EthicsLine has been created to provide employees with an anonymous alternative to the company's Open Door Policy. There is a section in this booklet which provides more detail on EthicsLine.

We need you to review this policy and sign the affirmation page and turn it in to your supervisor. Your supervisors, along with the Ethics Officer and members of Management, the Legal Department, the Board of Directors and the Departments of Corporate Communications, Human Resources and Investor Relations, will be happy to help further define or explain any of the company policies or reporting procedures.

We thank you for your loyalty. We are grateful for your example of ethical conduct and professionalism, which reflects so favorably on our company. And, we appreciate your continued contributions to our shared success.

Sincerely,



John P. McConnell
Chairman and CEO

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TABLE OF CONTENTS

Introduction.....	1	Record Keeping.....	9
Commitment to Legal and Ethical Behavior.....	1	Accuracy of Records.....	9
Work Environment.....	2	Financial Reporting Compliance.....	9
Respect.....	2	Reporting of Concerns.....	10
Equal Opportunity.....	2	Proprietary Information.....	10
Non-Harassment and Non-Discrimination.....	2	Certifications and Disclosures.....	11
Safety and Health.....	2	Competitive Intelligence.....	11
Prevention of Violence in the Workplace.....	3	Compliance with Laws.....	11
Loyalty to Worthington Industries.....	3	Antitrust Laws.....	11
Conflicts of Interest.....	3	A. Relationship with Competitors.....	11
Business Opportunities.....	4	B. Customer Relations.....	12
Investments.....	4	Foreign Business.....	12
Family Members.....	4	Environmental Practices.....	13
Consultants and Representatives.....	4	Political Contributions and Activity.....	13
Bribes, Kickbacks and Other Improper Payments.....	4	Corporation Contributions.....	13
Fraud, Misappropriation, Theft and Embezzlement.....	5	Employee Political Participation.....	13
Gifts, Meals, Entertainment and Travel.....	5	Additional Provisions Applicable to Officers and Directors.....	14
Personal Behavior.....	6	Resolving and Reporting Issues.....	14
Electronic Media.....	6	Do the Right Thing.....	14
Policy on Electronic Media.....	6	How to Get Help.....	14
Chat Rooms and Message Boards.....	7	Reporting Violations.....	14
Using and Supplying Information.....	7	EthicsLine.....	15
Insider Stock Trading.....	7	Contact Information.....	16
Information of Other Companies.....	8		
Communication with Analysts and Investors.....	8		
Investor Relations Information.....	8		
Media Relations.....	8		

BUSINESS CODE OF CONDUCT

Guided by our Philosophy, Worthington Industries has built a strong and valuable reputation. Preserving and building upon this reputation and maintaining the trust and confidence of our customers, investors and suppliers is vitally important and a responsibility we all share.

Our Philosophy has long provided us with guidance for the conduct of business operations. This Business Code of Conduct is a further guide to the legal and ethical standards we expect from each other and in our business relationships. Our Open Door Policy fosters an environment of trust, honesty and open, face-to-face communications. The communication tools and contacts introduced in this code serve as an extension of the Open Door Policy.

This code has the full support and commitment of our company's Board of Directors and Management and is applicable to all Worthington employees unless otherwise provided by local laws.

This code is neither a contract nor a comprehensive manual that covers every situation that might develop. It is, however, a guide that identifies key issues, policies and resources to help in reaching appropriate decisions and to support the continued success of our company.

COMMITMENT TO LEGAL AND ETHICAL BEHAVIOR

Worthington Industries is committed to conducting business according to the core values reflected in the Philosophy, rooted in the Golden Rule: We treat our customers, employees, investors and suppliers as we would like to be treated. This commitment includes conducting business in accordance with high standards of ethical behavior and in compliance with applicable laws. Worthington Industries views this commitment seriously and expects all employees to ensure this commitment is met. All employees must be aware of the laws that affect their jobs and must carry out their responsibilities in compliance with the law. Employees must adhere to the standards of conduct outlined in this code and act in a professional, legal and ethical manner at all times. Any questions or concerns about illegal or unethical acts should be raised with Management or the Ethics Officer, or reported on the EthicsLine. Failure to abide by this code and applicable laws can lead to disciplinary measures appropriate to the violation, up to and including termination.

WORK ENVIRONMENT

Respect. Worthington Industries employees will treat each other with dignity and respect at all times.

Equal Opportunity. Worthington Industries is an equal opportunity employer. It is the company's goal to ensure that hiring, transfer, promotion, compensation and discipline decisions are based on the job-related qualifications, abilities and performance of employees and applicants. The company does not discriminate against any employee or applicant on the basis of sex, race, color, religion, age, national origin, citizenship, disability or veteran status or any other reason prohibited by federal, state or local law.

Non-Harassment and Non-Discrimination. It is company policy and each employee's responsibility to provide a workplace that is free of unlawful and inappropriate harassment or discrimination by supervisors, other employees or other parties conducting business with Worthington Industries. Worthington Industries prohibits all forms of unlawful harassment or discrimination based upon sex, race, color, religion, age, national origin, citizenship, disability, veteran status or any other reason prohibited by applicable federal, state or local law. The company will not tolerate sexual advances, actions, comments or other conduct that creates an intimidating, offensive or hostile environment. Religious or ethnic slurs, jokes or other demeaning conduct, which would be considered unwanted by a reasonable person, are not permitted. Anyone who has been found, after investigation by Worthington Industries, to have violated this policy will be subject to appropriate discipline, up to and including termination. The company's complete policy against harassment is contained in the company's Employee Handbook, which includes the complaint procedure to be used by persons who believe they have been subjected to such discrimination or harassment or who believe they have observed another person being subjected to such discrimination or harassment. Every employee should speak out whenever another's conduct makes them uncomfortable and report any harassment they experience or observe.

Safety and Health. The overall safety and well being of all Worthington Industries employees is of the utmost importance and is a responsibility the company and all employees share. Employees must comply with safety rules and procedures required by law and established by the company with respect to each of its locations. Failure to follow safety laws and rules will subject the employee to disciplinary action up to and including termination. Worthington Industries is committed to providing a safe work environment and to

maintaining all equipment and machinery in proper working condition, with all safety apparatus in place and functioning. Assuring this is a fundamental responsibility of each employee. If at any time an employee believes an unsafe condition does exist, or an unsafe act is occurring, they should report it promptly to their supervisor, manager or other designated person.

Prevention of Violence in the Workplace. The best deterrent to employee violence is open communication between employees and Management. Worthington Industries recognizes this and will continue to maintain its Open Door Policy for constructive and interactive problem solving. However, any act of violence or threat of violence, serious or not, direct or indirect, against a co-worker, customer, visitor or other individual by a Worthington Industries employee will not be tolerated and is prohibited. Any employee engaging in such act will be subject to disciplinary action up to and including termination. It is every employee's obligation to immediately report to his or her supervisor any such act or threat of violence made by a co-worker, customer, supplier, visitor or other individual that may affect the safety or security of the workplace. Failure to do so may result in disciplinary action up to and including termination. While the company will attempt to maintain confidentiality as appropriate for any reported act or threat of violence, the prevention of any potential serious harm to an individual will take precedence over confidentiality.

LOYALTY TO WORTHINGTON INDUSTRIES

Conflicts of Interest. Business decisions and actions must be based on the best interests of Worthington Industries and must not be motivated or influenced by personal considerations or relationships.

All employees must avoid conflicts of interest. A conflict of interest exists when an employee's personal or family relationships, their financial affairs or an outside business involvement may adversely influence the judgment or loyalty required for performance of their duties to Worthington Industries. If an employee suspects even the appearance of a conflict of interest or is in doubt about a particular situation, the employee should promptly notify their supervisor or the Ethics Officer. The supervisor will then consult with Management or the Ethics Officer as appropriate.

Employees should also avoid conduct that may create an appearance of impropriety, i.e., conduct that would lead a reasonable observer to objectively conclude that the employee is acting in a manner that is dishonest, unethical, illegal or otherwise in violation of these guidelines.

It is not possible to identify every instance that results in a conflict of interest or in the appearance of impropriety. However, the following guidelines identify common instances in which they occur.

Business Opportunities. If an employee becomes aware of a possible business opportunity which Worthington Industries may be interested in pursuing, they should consider such opportunity strictly for the company's benefit. It is improper for an employee to exploit such opportunities for personal benefit or become involved in a manner that would divide their loyalty between Worthington Industries and a party that may do business with Worthington Industries.

Investments. Employees may not allow their investments to influence, or appear to influence, their independent judgment on behalf of Worthington Industries. This could happen in many ways, but it is most likely to arise if an employee has an investment or other interest in a contractor, competitor, supplier or customer and their decisions may have a business impact on this outside party. If there is any doubt about how an investment might be perceived, the employee should disclose it to their supervisor or the Ethics Officer.

Family Members. Employees may not use undue personal influence to get or to do business with an entity in which family members or friends have an interest. These decisions must be made on the basis of what is best for Worthington Industries. In some instances, it may be a conflict of interest if a member of an employee's immediate family is employed by a supplier, contractor, customer or competitor of the company. The employee's supervisor should be notified if these situations occur. The supervisor will then consult with Management or the Ethics Officer as appropriate.

Consultants and Representatives. When it is necessary to engage the services of an individual or firm to consult for or otherwise represent Worthington Industries, special consideration must be given to avoid any conflicts of interest between the company and the person or entity so employed. Consultants and representatives of Worthington Industries must act on the company's behalf in a manner consistent with the company's Philosophy, this Business Code of Conduct and applicable laws and regulations.

Bribes, Kickbacks and Other Improper Payments. Bribes, kickbacks, payoffs and other improper payments are unethical and illegal, and no employee may make, offer or authorize any such payment. Also, employees are not permitted to solicit or accept any offer, payment or gift that is intended or appears to influence their conduct or decisions or that is otherwise unlawful.

Fraud, Misappropriation, Theft and Embezzlement. Employees shall not commit, aid or assist in any fraud, misappropriation, theft, embezzlement, bribery or any similar activities. Prohibited acts include, but are not limited to:

- forgery or alteration of checks, securities or other negotiable instruments
- misappropriation of funds, securities or other assets
- improper handling or reporting of money or financial transactions
- improper handling of corporate property, assets or information or their use for personal gain
- unauthorized use or disclosure of corporate business plans, intellectual property, trade secrets or financial information
- destruction or unauthorized removal of records, furniture, fixtures or equipment
- violating federal, state or foreign tax laws and
- submitting false expense reports or other false personal information.

Employees who suspect or have information concerning any such wrongdoing involving Worthington Industries, its employees or any agent or customer (including customer employees, or anyone doing business with Worthington Industries) must promptly notify their supervisor, a member of Management or the Ethics Officer.

Gifts, Meals, Entertainment and Travel. By receiving gifts, meals, entertainment or travel, an employee may create the impression that they favor an entity for reasons of personal advantage rather than price, quality, service or other factors beneficial to the company. Employees involved in purchasing, negotiating or contracting with vendors and customers must use special care to avoid the existence, or even the appearance of impropriety.

In general, the company allows the receipt of business gifts, meals, entertainment and travel that are not extravagant, are consistent with the company's and the community's ethical norms, and are consistent with the employee's position and the business purpose served by having the employee participate. In the case of a gift, it must be sufficiently limited in value and form such that it would not be construed as a bribe, a payoff or an attempt to influence the employee's decision making. The acceptance of money in any form is never appropriate. In the case of meals and entertainment, their value

must be appropriate to the employee's position and the business purpose served. Employees may accept transportation and lodging provided by a supplier, customer or other third party, if the trip is for business and is approved in advance by the employee's supervisor. As a general rule, if the disclosure of the gift, meal, entertainment or travel to fellow employees or others would embarrass the employee or the company, it should not be accepted. All such gifts, meals, entertainment and travel should be disclosed to the employee's supervisor who will consult with Management or the Ethics Officer, as appropriate.

Similar good judgment must be applied in giving gifts, meals, entertainment and travel to current or prospective customers and vendors.

PERSONAL BEHAVIOR

Employees are expected to conduct their private affairs and actions in a manner that will not cause embarrassment to or bring discredit upon the company.

ELECTRONIC MEDIA

Policy on Electronic Media. The company provides many of its employees access to one or more forms of electronic media and services, including computers, e-mails, telephones, voice mail, fax machines, external electronic bulletin boards, wire services, online services, the internet and the World Wide Web. The company encourages the use of these media and associated services because they can enhance communication and are valuable sources of information. However, all employees should remember that these electronic media and services provided by Worthington Industries are company property and their purpose is to facilitate and support company business.

Worthington Industries' policy concerning electronic media and services is contained in a separate document and any employee using electronic media and services should obtain a copy of that policy. However, a few important points from that policy are as follows:

Electronic media must be used responsibly and cannot be used for transmitting, retrieving or storing any inappropriate communication or information.

Worthington Industries provides electronic media and services for the employee to use for company business. Limited, occasional or incidental use of these media and services for personal, non-business purposes is understandable but employees must do so responsibly and not abuse this privilege.

Worthington reserves the right to review an employee's electronic files and messages, including e-mail and voice mail. Thus, employees should not assume electronic communications are private.

Employees who abuse the privilege of company-provided access to electronic media or services are subject to disciplinary action up to and including termination.

Chat Rooms and Message Boards. Employees should not participate in or provide information about the company to chat rooms, message boards or similar forums. These forums are not sponsored by, or endorsed by, Worthington Industries. When employees participate in such forums they often provide information that may be confidential, inappropriate or detrimental to Worthington Industries and its interests, which could potentially expose them to personal liability.

Employees who provide confidential, inappropriate, derogatory or damaging information about Worthington Industries are subject to disciplinary action, up to and including termination. The best way to avoid any problems is not to participate.

USING AND SUPPLYING COMPANY INFORMATION

Insider Stock Trading. Stock transactions are regulated by numerous and complex laws. Civil and criminal penalties can be imposed on individuals in corporations convicted of violations of the securities laws.

An employee who knows of any "material" information about the company that has not yet been disclosed to the public may not buy or sell Worthington Industries stock until 24 hours after the information has been made public. "Material" information means any fact that would likely influence a reasonable investor's decision to buy, sell, or hold the stock. Examples may include, but are not limited to:

- knowledge of new contracts, products or discoveries
- unpublished financial information such as sales or earnings
- acquisition or merger proposals
- major litigation
- changes in management
- strategic plans or
- any other favorable or adverse business information.

In addition, employees can be legally liable if someone outside the company trades in Worthington Industries stock based upon inside information given by an employee.

Company policy forbids any employee to give any confidential company information to anyone without adequate legal safeguards.

Information of Other Companies. Insider trading laws also apply to the receipt of material nonpublic information concerning other organizations. If an employee receives material nonpublic information about a Worthington Industries customer, supplier, acquisition candidate or other party in confidence, they should neither disclose that information to anyone else nor trade in that organization's securities until the information is released to the public. Employees should not trade in any other company's securities if they believe Worthington Industries' plans or activities will affect their value.

Communication with Analysts and Investors. Insider trading laws also apply to communications by Worthington Industries employees with the financial media, other media representatives, investment analysts or others in the investment or financial community. Therefore, it is required that all communications with, and inquiries from, such persons be handled solely through Worthington Industries' Investor Relations Department.

Investor Relations Information. Requests for information regarding Worthington Industries from shareholders, their representatives or any other member of the investment or financial community, including your personal financial advisor, should be referred to the company's Investor Relations Department. Employees should not handle these requests themselves.

Media Relations. Employees may not discuss or otherwise release information about Worthington Industries, about events involving or affecting the company, or about employees to the news media. All such information must be released solely by, or upon approval of, the company's Corporate Communications Department.

All requests from the news media for information or interviews should be referred to the Corporate Communications Department. Employees should not handle these requests themselves.

Employees may not make public appearances, speeches or statements, in person or through broadcast, electronic or printed media or the Internet relating to Worthington Industries or its business without obtaining prior approval from the Corporate Communications Department, and disclosing the content if requested. This would include any personal communications that might be attributed to the company due to the employee's position with the company.

RECORD KEEPING

Accuracy of Records. Records relating to Worthington Industries' business transactions and other activities must be prepared accurately and truthfully. All company payments and other transactions must be properly authorized and be accurately and completely recorded in accordance with the company's accounting policies. No false, incomplete or misleading entries or records shall be created.

Worthington Industries has established a system of internal controls that must be strictly followed to provide reasonable assurances that all financial transactions are executed in accordance with management authorization and are recorded in a proper manner. No undisclosed or unrecorded corporate funds or accounts shall be established for any purpose.

Complete and accurate records or information must be made available to internal auditors and to external auditors as requested. No employee may interfere with or seek to improperly influence an authorized audit of the company's financial records.

Business documents should be retained and disposed of in accordance with all regulatory requirements and company policies concerning record retention. Business records and communications can often become public. Avoid exaggeration, colorful language, guesswork, legal conclusions and derogatory remarks or characterizations of people and companies. This applies to communications of all kinds, including e-mail and "informal" notes or memos.

Employees must also maintain accurate records of expenditures of corporate funds for travel and other reimbursable expenses, and accurate records demonstrating their eligibility for benefits including sick leave, disability payments and education.

Falsification of business or employee records is prohibited. Any employee who falsifies records is subject to disciplinary action, up to and including termination.

Financial Reporting Compliance. The company is required to issue reports in compliance with rules and regulations of the United States Securities and Exchange Commission and the New York Stock Exchange, and to issue financial statements in conformity with generally accepted accounting principles and those rules. All employees of the company must keep accurate and complete books, records and accounts to enable the company to meet these reporting obligations. It is expected that any employee involved in preparing the company's disclosures will adhere to such principles.

Reporting of Concerns. Any employee who, in good faith, believes that the company's method of accounting is inappropriate or not in compliance with generally accepted accounting principals, that records are not being appropriately maintained, that business transactions are not being properly reported or that internal controls are not being followed should report this to the company's Chief Financial Officer, General Counsel or Ethics Officer, either directly or through the EthicsLine. If the employee is unsatisfied with the response, they should report the matter to the Audit Committee of the company's Board of Directors, either directly or through the EthicsLine.

Proprietary Information. Proprietary information means any private or otherwise nonpublic business, technological, financial, strategic, personnel or other information, plans, data or material of the company that employees have learned, generated, had access to or acquired while working at Worthington Industries. Proprietary information may be oral or written. The company's proprietary information is a valuable corporate asset. Employees may not access or use such information unless they have proper authorization and the information is relevant to the performance of their jobs. The content of all Worthington Industries files, records, strategies and other information is strictly confidential. Employees may not disclose such information to any outside parties without Management's prior authorization. If Management permits disclosure, it shall first determine whether to require the outside party to sign a confidentiality agreement.

Proprietary information includes Worthington Industries' trade secrets. A trade secret is any information or knowledge that has not been made public and which could give the company a competitive advantage. Examples include, but are not limited to, customer lists, technology, computer programs and market information.

The general rule is: If you are not sure if an item of information is proprietary, treat it as such. Should a breach of confidentiality occur for any reason, any employee who becomes aware of the breach should notify their supervisor as soon as possible.

Follow these procedures for storing proprietary information:

1. Label it "Proprietary and Confidential."
2. Store it so that unauthorized persons do not have access to it.
3. Give it to other Worthington Industries employees only if they need it to carry out their business responsibilities.
4. If someone other than a Worthington Industries employee asks for such information, refer the request to your supervisor or the Legal Department.

Each employee has a continuing obligation after separating from the company for any reason not to make use of or disclose any Worthington Industries proprietary or confidential information. Employees terminating their service with Worthington Industries must leave all documents and other materials containing proprietary or confidential information with the company.

Certifications and Disclosures. Employees are routinely required to certify that to their knowledge, the company is in compliance with the law. Some common certificates include certificates of environmental, safety and health and certifications to the federal government concerning business information. Employees must be aware of the requirements applicable to their jobs and be sure that all certifications are completed and filed in a timely and accurate manner.

Competitive Intelligence. To be successful, a business must understand its competitors. In collecting data about its competitors, the company uses all legitimate sources, but avoids any actions that are illegal, unethical or could cause embarrassment or liability to the company. The Economic Espionage Act of 1996, for example, imposes criminal penalties on individual corporations and entities that steal or attempt to steal trade secrets or knowingly receive or possess stolen trade secrets of others. A trade secret is any information or knowledge that has not been made public and which could give a company a competitive advantage. If a Worthington Industries employee or representative receives or is offered information which they believe was obtained in an inappropriate manner, the information should not be used or distributed until it has been reviewed by the Legal Department.

COMPLIANCE WITH LAWS

Antitrust Laws. Worthington Industries is committed to compliance with federal and state antitrust laws of the countries in which it does business. Violations of antitrust laws can result in severe criminal penalties and civil liability for the company, and liability, fines and imprisonment for offending employees.

The following material only summarizes common problem areas. It should be reviewed carefully. With a concern regarding the legality of any activity – even a seemingly unimportant activity – employees should promptly contact the company's Legal Department.

A. Relationship with Competitors. It is illegal to reach any agreement or understanding – express or implied, written or oral – with a competitor regarding price, terms of sales (e.g., discounts), production levels, division of markets, territories or customers, refusal to deal with

third parties or level of product quality. The law makes these activities automatically illegal. There is no need to prove an anti-competitive effect – this is presumed.

Remember, no formal agreement need be proved. Oral discussions and informal arrangements followed by common action may be an “agreement” which can be a violation. Accordingly, employees should never discuss any of the following topics with competitors:

- price or any aspect whatsoever of pricing policy
- billing and credit practices
- profits and profit margins
- suppliers' terms and conditions
- distribution or marketing plans or practices
- bidding plans or practices
- dividing up customers, products, sales territories or business markets
- making false comments about a competitor's products and making false or misleading advertising claims
- new products and/or
- refusals to deal with customers or suppliers.

If a competitor begins to discuss any of these subjects, terminate the conversation immediately, and report it to the company's Legal Department.

B. Customer Relations. Certain types of contractual relationships with customers can also raise antitrust concerns by unreasonably hampering competition. Typically, these arrangements are not automatically illegal, but require a showing of harm to competition. If you have a concern that a business arrangement you are thinking of entering on the company's behalf might be viewed as an unreasonable restraint on competition, do not act without the prior review and approval of the company's Legal Department.

Foreign Business. Employees are expected to obey the laws and respect the customs of countries in which Worthington Industries conducts business. If these laws or customs are not addressed or appear to be in conflict with these guidelines, contact the company's Legal Department to get a resolution of the issues.

Employees must comply with the Foreign Corrupt Practices Act (FCPA). The FCPA prohibits Worthington Industries and its employees from making or offering to make payments of money, products or services

to any foreign governmental official or governmental employee, to any foreign political party or to any official or candidate of a foreign political party if the purpose of the payment is to help Worthington Industries obtain or retain business or to help Worthington Industries direct business to any person. The FCPA also bars the making or offering of such payments through third party intermediaries. If an employee should have any concern that a payment he or she is thinking of making, offering or authorizing will violate the FCPA, he or she should not act without prior review and approval of the company's Legal Department. If the FCPA is violated, the company and the employee can be subject to severe civil and criminal penalties.

Worthington Industries employees must obey American and foreign laws relating to gifts and entertainment for public employees and not engage in any illegal activity to obtain or retain business.

Environmental Practices. Worthington Industries is committed to conducting business in a manner that protects and preserves the environment. The company will comply with all environmental laws and operate facilities with necessary permits, approvals and controls. In addition to knowing and complying with applicable environmental laws and regulations, each employee has a personal responsibility to report to Management any spill, discharge or release into the environment of any material and to assure that appropriate remedial action is taken. Employees may also report any known environmental violations or releases to the Corporate Environmental Director or any member of the company's Legal Department.

POLITICAL CONTRIBUTIONS AND ACTIVITY

Corporate Contributions. Federal law and the laws of many states generally prohibit companies from making contributions of money, goods or services to political parties or candidates. Employees may not make any contribution on behalf of Worthington Industries or use Worthington Industries' name, funds, facilities, properties or services for the support of any political party or candidate, unless the contribution or activity is permitted by law and authorized in advance by Management. Employees may voluntarily participate in the Worthington Industries Political Action Committee, an independent, not-for-profit association established under federal law to solicit individual contributions to support candidates for political office whose ideals are consistent with the company's best interest.

Employee Political Participation. Worthington Industries encourages employees to participate in the political process by voting and otherwise being involved in political activity. However, employees

should never create the impression that they are speaking or acting on behalf of the company when engaging in political activity or expressing a political opinion.

ADDITIONAL PROVISIONS APPLICABLE TO OFFICERS AND DIRECTORS

The Audit Committee of the company's Board of Directors shall investigate any alleged violation of the Business Code of Conduct by any of the company's Officers or Directors. In the event the Audit Committee determines that a violation of the code has occurred, the Audit Committee shall be authorized to take any action it deems appropriate. If the Audit Committee determines that a violation by an Executive Officer or Director has occurred, but elects not to take any remedial or other action against such Officer or Director, the company shall disclose the facts and circumstances of its election to waive the code as required under applicable law or the requirements of the New York Stock Exchange.

Any action or transaction in which the personal interest of an Officer or a Director may be in conflict with those of the company must be reported to the Audit Committee. The Audit Committee shall have the right to determine in advance whether any such action or transaction would constitute a conflict of interest in violation of this code.

RESOLVING AND REPORTING ISSUES

Do the Right Thing. Most situations can be handled by following a basic rule – Do the right thing. At times, however, the right thing to do is not always perfectly clear. For guidance in a situation where the "right thing" is unclear, employees should read the Worthington Philosophy. For further support, employees should talk to a supervisor, member of Management or the Ethics Officer.

How to Get Help. With questions about the Business Code of Conduct, the first place to turn is a supervisor or manager. If it would be uncomfortable discussing the issue with a supervisor, employees can talk to any member of Management, Human Resources, the Legal Department or the Ethics Officer. The company's Open Door Policy gives employees the freedom to approach any level of Management with concerns.

Reporting Violations. The company expects full compliance with this Business Code of Conduct.

Any employee who is found to have violated the code may be subject to discipline up to and including termination. Employees are

encouraged to report any violation of the code to their supervisors, any member of Management, Human Resources, the Legal Department or the Ethics Officer. The company will not permit any retaliation against an employee who appropriately reports a matter they believe in good faith is a violation of this code. However, employees who make knowingly false accusations in bad faith may be subject to discipline up to and including termination.

ETHICSLINE

If for any reason an employee does not feel comfortable discussing with a supervisor or some member of management an issue concerning compliance with this code or any concerns that a violation of this code has occurred, the Worthington Industries EthicsLine has been established as an alternative reporting tool. The EthicsLine is a 24/7 hotline service enabling employees to make confidential reports to a third party provider. This service is provided through The Network, which has been in business for more than 24 years and offers services to more than 1,000 companies, including many in the Fortune 500.

Calls to the EthicsLine may be made anonymously. Anonymous callers will be advised if additional information is required before an effective investigation can take place. Callers have the choice to be assigned a confidential identification number, so they can follow the status of their calls. It is the intent of The Network and the company to maintain the anonymity and confidentiality for all people who request it.

In the U.S. and Canada, the EthicsLine may be reached at 877-263-9893. If calling from other countries, call 770-613-6395. No method of identifying a caller is used.

CONTACT INFORMATION

Ethics Officer:

Dale T. Brinkman
200 Old Wilson Bridge Road
Columbus, Ohio 43085
614-438-3001 (Phone)
614-840-3706 (Fax)
dtbrinkm@worthingtonindustries.com

Legal Department:

200 Old Wilson Bridge Road
Columbus, Ohio 43085
614-840-3001 (Phone)
614-840-3706 (Fax)
dtbrinkm@worthingtonindustries.com

EthicsLine:

877-263-9893 (Phone – Inside the U.S.)
770-613-6395 (Phone – Outside the U.S.)

Corporate Communications:

Cathy M. Lyttle
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AFFIRMATION STATEMENT

This page is to be signed and returned to your supervisor and will be retained as part of your permanent personnel file.

I have read, and affirm my commitment to the standards described in the Business Code of Conduct. I understand that compliance with the Business Code of Conduct is an important matter and that a violation could be the basis for disciplinary action, including, if appropriate, termination of employment.

Employee's Name (printed)

Employee's Signature

Department/Company

Date

Failure to read and/or sign this document in no way relieves employees of the responsibility to comply with these standards.

Supervisor's Certification

On _____, I furnished a copy to and discussed with the employee named above the Business Code of Conduct.

Supervisor's Name (printed)

Supervisor's Signature

Department/Company

Date



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