

ACCESS WORLDWIDE COMMUNICATIONS, INC. (THE "COMPANY") CODE OF ETHICS FOR SENIOR FINANCIAL OFFICERS (THE "CODE")

Adopted by the Board of Directors on December 9, 2003

Introduction

This Code applies to the Company's Chief Executive Officer, Chief Financial Officer and Controller (each a "Senior Financial Officer," collectively "Senior Financial Officers"). This Code is intended to supplement the Company's Code of Business Conduct and Ethics. This Code is intended to document the principles of conduct and ethics to be followed by the Company's Senior Financial Officers. Its purpose is to deter wrongdoing and to promote:

- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships,
- Full, fair, accurate, timely, and understandable disclosure in the reports and documents that the Company files with, or submits to, the SEC and in other public communications made by the Company,
- Compliance with applicable governmental laws, rules and regulations,
- The prompt internal reporting to an appropriate person or persons identified in the Code of violations of the Code, and
- Accountability for adherence to the Code.

Principles

In performing his or her duties, each Senior Financial Officer must:

1. Maintain high standards of ethical conduct and avoid conflicts of interest, as defined in the Company's Code of Business Conduct and Ethics.
2. Promptly disclose any actual, apparent or potential material conflict of interest to the Audit Committee, who will review the transaction or relationship and determine how the situation should be resolved.
3. Promptly report to the Audit Committee any significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Company's ability to record, process, summarize and report financial information.

4. Promptly report to the Audit Committee any instance of fraud, whether material or not, that involves members of management, or any employee, who has a role in the Company's financial reporting disclosure, or internal control over financial reporting.
5. Ensure the full, fair, accurate, timely, and understandable disclosure in reports and documents filed with the SEC or other public communications made by the Company.
6. Ensure that press releases and communications with investors and securities analysts are fair and accurate.
7. Comply with and ensure compliance with the Company's disclosure controls and procedures and internal control over financial reporting.
8. Comply with and take all reasonable actions to cause others to comply with all applicable governmental laws, rules and regulations.
9. Promptly report any material violation of any law, rule or regulation, (including securities laws) to the Audit Committee.
10. Promptly report any violations of this Code to the Audit Committee.
11. Comply with and take all reasonable actions to cause others to comply with the Company's Code of Business Conduct and Ethics.

Compliance and Accountability

Those who violate this Code or the Company's Code of Business Conduct and Ethics will be subject to disciplinary action, up to and including termination of employment.

Senior Financial Officers may make anonymous reports and all reports will be kept confidential. No retribution will be taken for reporting in good faith a violation or a suspected violation.

The Audit Committee is responsible for the enforcement of, and, the approval of any changes to, this Code.

Waiver

The Audit Committee or the Board of Directors may waive the application of this Code under exceptional circumstances, provided that a request by a Senior Financial Officer is made in writing to the Audit Committee in advance of any activities requiring waiver. Every waiver will promptly be disclosed to shareholders in accordance with applicable law and SEC requirements.