

INTERNET CORPORATION FOR ASSIGNED NAMES AND NUMBERS

Procedures Concerning Director Inspection of Records and Properties

1. Purpose.

These procedures will apply to requests by Directors of the Internet Corporation for Assigned Names and Numbers (the "Corporation") for inspection of records or of the physical properties of the Corporation. These procedures balance the Directors' interest in inspecting records and corporate properties with the legitimate interests of the Corporation in ensuring that requests are addressed in a reasonable fashion without undue burden on management, and with the protection of the security of corporate information against inappropriate disclosure and the protection of privacy interests. These procedures do not diminish a Director's rights to inspect, as reflected in California law and Article V, Section 21 of the Corporation's bylaws:

Section 21. RIGHTS OF INSPECTION

Every Director shall have the right at any reasonable time to inspect and copy all books, records and documents of every kind, and to inspect the physical properties of the Corporation. The Corporation shall establish reasonable procedures to protect against the inappropriate disclosure of confidential information.

2. Requests for Records or Inspection.

Director requests for inspection of records or properties shall be made in writing and submitted to the Chief Executive Officer of the Corporation. The request shall describe any requested records in terms which are sufficiently particular to permit compliance with the request. A Director seeking to inspect an extensive volume of records should exercise restraint by making a series of lesser requests for information over a period of time, where feasible and prudent, rather than a single burdensome request.

3. Responses to Requests for Inspection of Records.

Within 10 business days of receipt of a Director request for inspection of records the Chief Executive Officer will advise the Director as to the time and place at which the records will be available for inspection and any restrictions on access to requested records. Records shall be made available during normal business hours of the Corporation and at a location in the Corporation's offices which is convenient to the conduct of the Corporation's business. Except in the case of a burdensome request for records, records shall be available for inspection not more than 20 days from the request; provided that the actual inspection may occur on a date that is convenient to the Director.

4. Responses to Requests for Inspection of Properties.

Within 10 business days after receipt of a Director request for inspection of properties, the Chief Executive Officer will advise the Director as to the time or times when the Director may inspect the Corporation's properties. Any such inspection shall be made during normal business hours of the Corporation, consistent with the conduct of the Corporation's business.

5. Restrictions on Access or Use.

To the extent that the Chief Executive Officer, in consultation with the General Counsel of the Corporation, determines that compliance with any request for records necessarily involves issues of confidentiality, privilege, or privacy of a nature which require limitation of or conditions on the Director's access or use of the requested records, the Chief Executive Officer shall advise the requesting Director of the issues which require the restrictions and the nature of any proposed restrictions on access or use. Similarly, if permitting an inspection of the Corporation's properties necessarily involves such issues, the Chief Executive Officer shall advise the requesting Director in writing of any restrictions on access to the Corporation's properties. If the Director accepts the restrictions by countersigning the statement concerning limitations, the records shall be made available to the Director or the inspection scheduled as soon as possible.

6. Appeal of Restrictions.

If the Director believes that any restrictions proposed by the Chief Executive Officer are unreasonable, the Chief Executive Officer shall submit the request to the Audit Committee of the Board of Directors of the Corporation for resolution. The Audit Committee shall consider the request and respond to the Director not more than 20 days following submission of the request by the Chief Executive Officer. If the Director disagrees with the resolution of the issue by the Audit Committee, the Director may appeal this decision by notice to the Chairman of the Board of the Corporation, and the entire Board (other than the requesting Director) shall make a final and binding decision concerning the production of the records involved or the timing of any inspection of the Corporation's properties.

7. Violations of Procedures.

If the Chief Executive Officer or the Audit Committee has reasonable cause to believe that a Director has or intends to violate the procedures, he or it shall inform the Director of its belief and afford the Director an opportunity to explain the apparent violation. If after hearing the response of the Director, and making such investigation as may be warranted under the circumstances, the Audit Committee determines that the Director has violated these procedures, it shall recommend to the Board of Directors appropriate disciplinary and corrective action, which may include authorizing a lawsuit to prevent violation of these procedures. A violation of these procedures is a serious matter and may lead to further action by the Board.