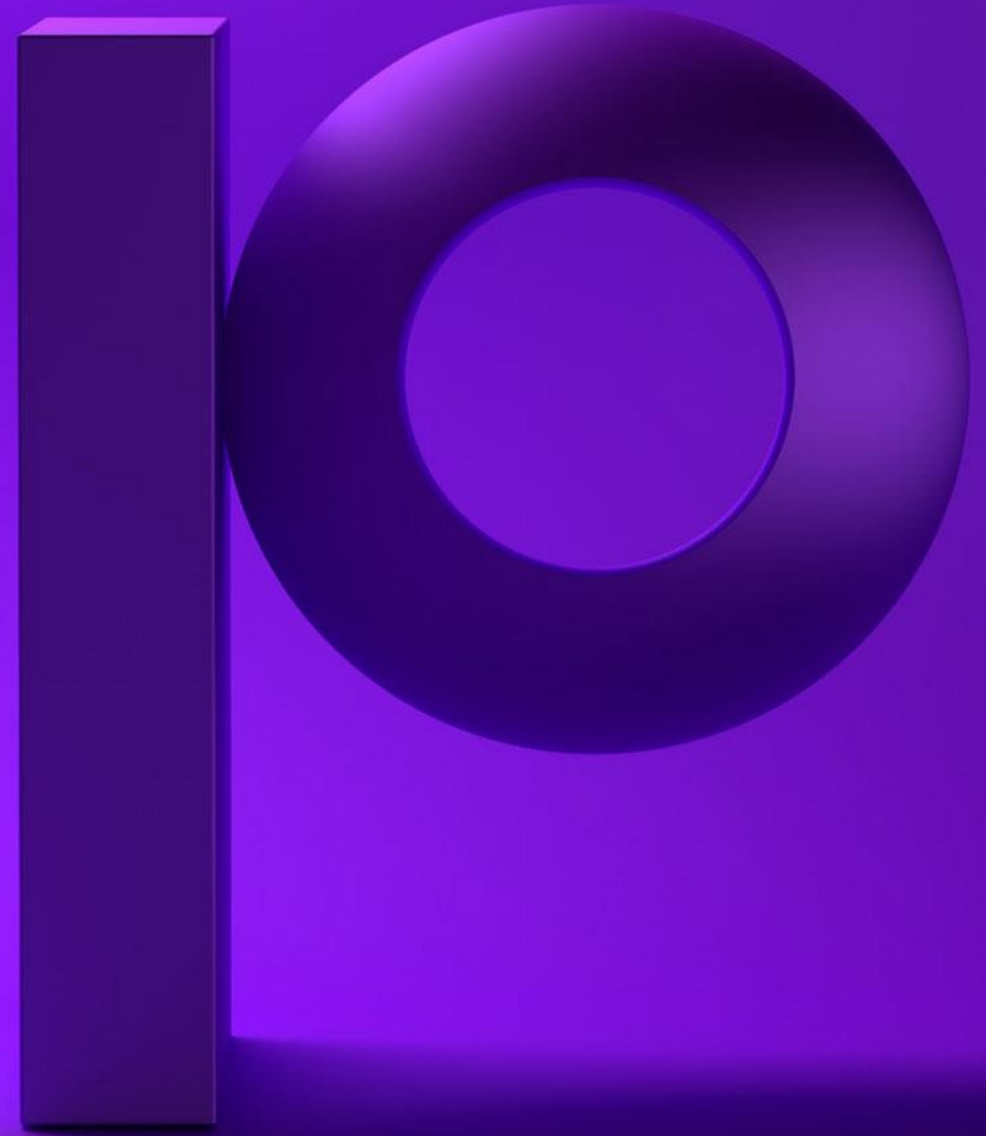


precisely

# Global Supplier Code of Conduct



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# Letter from the CEO

Dear Suppliers,

Precisely is committed to conducting business in a responsible, ethical and sustainable manner in order to enable Precisely and its colleagues to succeed in the marketplace. Precisely's guiding principle is integrity which, along with our values of openness, determination, individuality, and collaboration, enable us to act ethically and responsibly including, but not limited, when sourcing goods and services we procure around the world.

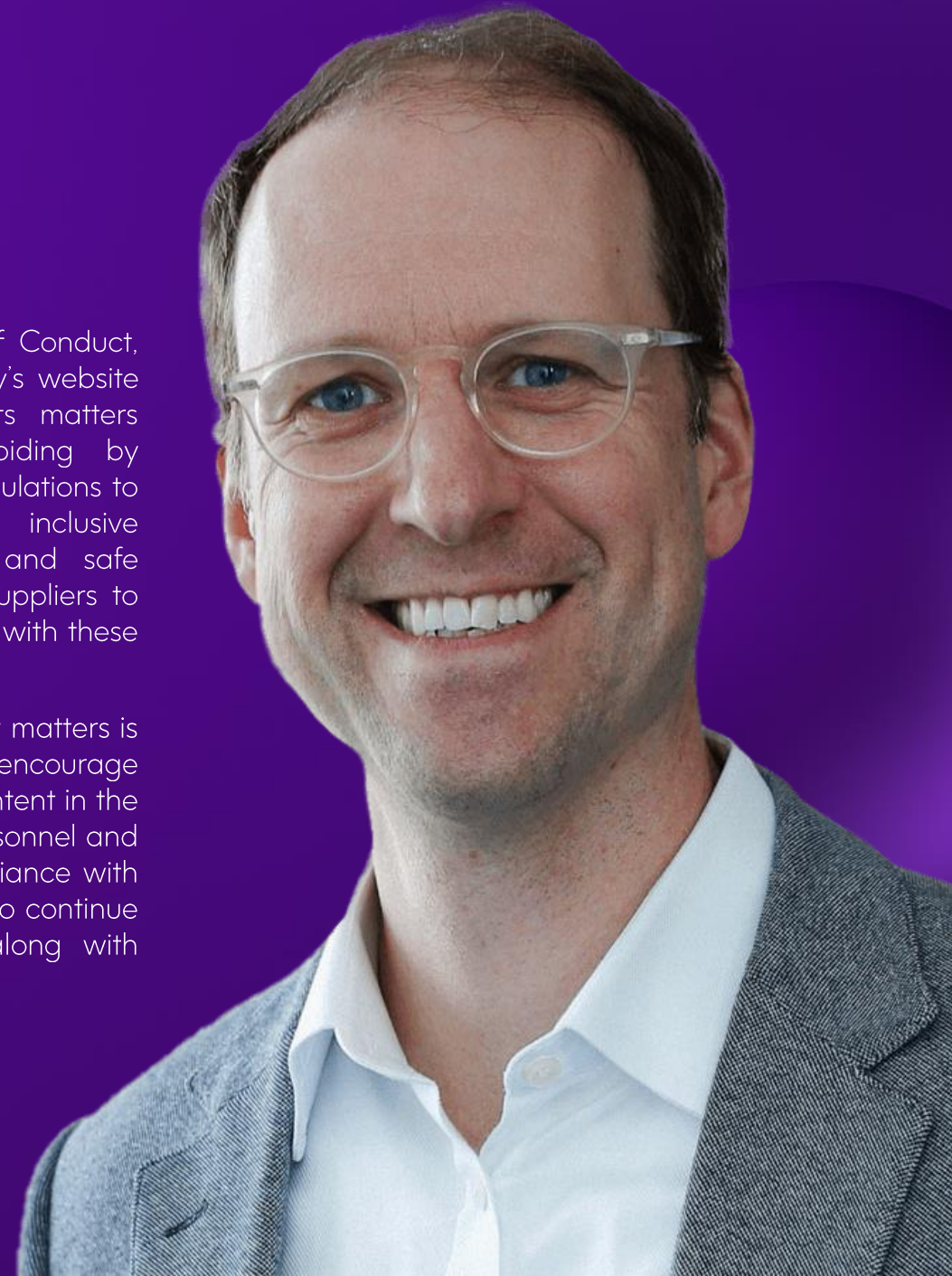
You, as a Supplier, play an important role in our commitment to conducting business in a responsible, ethical and sustainable manner. This Global Supplier Code of Conduct provides an overview of the expectations Precisely has for all Suppliers.

This Global Supplier Code of Conduct, publicly available on Precisely's website ([www.precisely.com](http://www.precisely.com)) highlights matters important to us, from abiding by applicable laws, rules and regulations to supporting a diverse and inclusive environment in a healthy and safe workplace. We expect all Suppliers to carry out their business in line with these principles.

At the end of the day, all that matters is honesty and trustworthiness. I encourage each Supplier to share the content in the following pages with their personnel and supply chain to ensure compliance with these principles and in order to continue succeeding in the market along with Precisely.



**Josh Rogers**  
Chief Executive Officer





## About the Global Supplier Code of Conduct

The principles, business practices and regulatory framework outlined in this Global Supplier Code of Conduct provide an overview of Precisely's expectations of its Suppliers. This Global Supplier Code of Conduct includes information that may assist you in conducting your business in a responsible, sustainable and ethical manner while working on behalf of, or conducting business with, Precisely.

We expect all our Suppliers to follow this Global Supplier Code of Conduct and adhere to the principles outlined herein, in addition to any other contractual obligations to Precisely. Suppliers that are unable to follow this Global Supplier Code of Conduct should contact their business representative at Precisely.

Precisely reserves the right to request information and documentation from its Suppliers as necessary to demonstrate compliance with this Global Supplier Code of Conduct, which Precisely may update from time to time.



# Integrity

Precisely's Guiding Principle  
in Support of our Values

# Our values



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## Openness

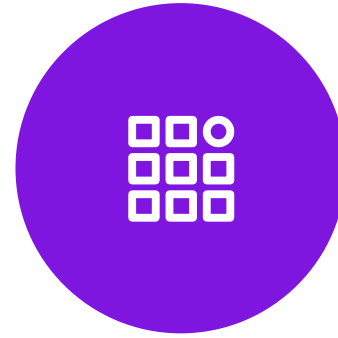
We listen,  
so we learn



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## Determination

Always focused on  
doing what's best



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## Individuality

What makes us different,  
makes us stronger



---

## Collaboration

We love working  
together

# Act with Integrity

## and follow Precisely's Global Supplier Code of Conduct

Precisely's success and reputation depends upon you. It relies on dedicated people who innovate and develop trusted relationships with customers, partners, vendors and other suppliers, such as you, in order to succeed in this ever-changing marketplace.

Our success is contingent upon individuals who are deeply committed to conducting themselves with the highest degree of integrity, at all times and in a professional manner.

Precisely expects its Suppliers to meet or exceed the principles outlined herein and to abide by applicable laws, rules and regulations where each Supplier operates. We expect you to be a leader and to constantly strive for excellence.

Precisely's expectation concerning the behavior of its Suppliers do not differ from the personal expectations most individuals set for themselves in their daily life.

### This means that you, as a Precisely Supplier, must:

1. Be **HONEST, FAIR** and **ETHICAL** in all dealings.
2. **COMPLY** and **ABIDE** with all laws, rules and regulations.
3. **SEEK** advice if you have any uncertainty.
4. **ADHERE** to the principles outlined herein.
5. Be **RESPECTFUL** and **COURTEOUS** to others.
6. Be **ACCOUNTABLE** and **RESPONSIBLE**.

## Scope and Applicability

Precisely's Global Supplier Code of Conduct applies to all suppliers/vendors and their employees, personnel, agents and subcontractors (individually and collectively, "Supplier(s)", "you" or "You"), while working on behalf of, or conducting business with, Precisely Software Incorporated, including its subsidiaries and affiliates (individually and collectively, "Precisely", "Company", "we" or "our").

Precisely may require from a Supplier documentation and additional information as evidence of Supplier's compliance with the principles outlined herein.

Suppliers are responsible for ensuring their supply chain operates in a manner consistent with this Global Supplier Code of Conduct and are encouraged to share this document with their supply chain as well.



# Obey the Law

Precisely conducts its business in accordance with applicable laws, rules and regulations. You are required to conduct yourself in the same manner. Compliance with laws, rules and regulations is a minimum expectation. Personal integrity may, and often will, involve a standard higher than what the law dictates. Any violations of applicable laws, rules and regulations by a Supplier may result in Precisely terminating its business relationship with such Supplier, and the imposition of civil and criminal penalties against the Supplier, individuals involved in such violation and Precisely. You should direct any questions you have about this Global Supplier Code of Conduct or a legal compliance matter to your direct contact at Precisely. If you have concerns you wish to handle more privately or would like to report a questionable behavior or potential violation to the principles outlines herein, laws, rules or regulations, you may report those matters via EthicsPoint ([precisely.ethicspoint.com](https://precisely.ethicspoint.com)).

## How do I know when to reach out for guidance or report a violation?

- ☐ When an individual at Precisely or your company asks you to perform a task you believe might violate the principles outlined in this Global Supplier Code of Conduct and/or laws, rules or regulations
- ☐ You are unsure if your proposed course of action is legal and consistent with Precisely's Global Supplier Code of Conduct
- ☐ Your actions might damage Precisely's reputation
- ☐ You may be putting others at risk
- ☐ Ask yourself: how would you feel if your actions were reported in the news?



Report an anonymous concern via EthicsPoint:

**[precisely.ethicspoint.com](https://precisely.ethicspoint.com)**



# Obey the Law

## Comply with Anti-Bribery and Anti-Corruption Laws

Precisely has zero tolerance for bribery and corruption. Suppliers are expected to comply with anti-bribery and anti-corruption laws, including but not limited to, the U.S. Foreign Corrupt Practices Act, the U.S. Domestic Bribery Statute and the UK Bribery Act.



## Comply with Anti-Money Laundering Laws

Anti-money laundering laws are intended to prevent concealment or disguise of illegally obtained funds as legitimate moneys. It is Precisely's policy to prohibit and prevent money laundering activities and any funding of terrorist or criminal activities. Suppliers are expected to comply with all applicable anti-money laundering laws, rules and regulations at all times.

## Comply with Antitrust Laws

The objective of antitrust laws is to protect and promote competition and free enterprise. Antitrust laws prohibit certain practices that unreasonably restrain trade, as well as govern competition and unfair business practices in an effort to maintain the competitive market system and fair trade. Suppliers are expected to comply with all applicable antitrust laws.



## DO NOT engage in insider trading

Insider trading is against the law. These laws prohibit buying or selling stocks, bonds, or other securities if the individual is aware of "inside information," that is, material non-public information about a company you deal with. Suppliers are expected to comply with applicable laws regarding insider trading. Insider trading is a serious offense which can result in significant civil and criminal penalties.

# Obey the Law

## Comply with Export Laws and Trade Sanctions

The U.S. and other applicable jurisdictional export control laws and regulations and trade sanctions govern the export, re-export and transfer of certain materials, technology, data, software and services to certain foreign countries and/or foreign individuals. These laws and regulations, in the U.S. and other applicable jurisdictions, also prohibit exports to designated persons and entities. Precisely is subject to these laws, rules and regulations.

Suppliers are expected to comply with all applicable export control laws and regulations, as well as trade sanctions.

## Comply with Antiboycott Laws

U.S. laws prevent U.S. companies from furthering or supporting unsanctioned foreign boycotts.

Precisely expects its Suppliers to comply with applicable international antiboycott laws.

## Maintain and provide accurate and honest business records and financial reports

Precisely's books and records must reflect all transactions included in its results of operations and financial position truthfully, accurately, and in compliance with generally accepted accounting principles. Precisely also has strict reporting obligations under certain statutes and other laws, rules and regulations. It is, therefore, essential that all Suppliers report all business transactions honestly, accurately and in compliance with applicable laws, rules and regulations. We expect Suppliers act in accordance with accepted accounting principles and applicable laws, rules and regulations within their business operations.

**Falsification of business documentation, whether it results in personal gain, or not, is never permissible and may result in termination of your business relationship with Precisely, and may also expose Precisely and you to significant financial and criminal liability.**

# Obey the Law

## Gifts and Questionable Payments

With respect to non-government personnel, gift-giving is proper only to create good will and only in accordance with applicable laws, rules and regulations as well as Precisely's policy and Supplier's policy regarding this matter. All business decisions must be based on the merits of products, services or people. It is improper to offer, promise, or give a gift to influence the recipient or to obligate the recipient to do business with the giver.

Unless prohibited by a party's own policies, it is appropriate to pay for a meal and entertainment or a sporting event or outing, provided the expenses of doing so are reasonable. It is also permissible to give a gift of nominal value on special occasions, as long as the gift does not seek, and does not create the appearance of seeking special favors. The frequency and timing of any such gifts should always be considered in order to avoid creating the appearance of impropriety.

It is also appropriate to invite a party to educational or training seminars, subject to appropriate approvals.

With respect to government personnel, it is against Precisely's policy to provide or pay for, either directly or indirectly, any meal, travel, entertainment, lodging or gift. Except in very limited circumstances and jurisdictions, the giving of any gratuity to a government employee could subject both, you and Precisely, to civil and criminal penalties.



## Signature Authority

We expect Supplier's representatives to follow their company's signature authority policy and ensure the individual signing a contract is legally allowed to bind the company.

## Property and Equipment

In the event that you have access to Precisely's property or equipment, we expect you to take all reasonable steps to protect Precisely's property and equipment against loss, theft, or misuse of any Precisely assets. Moreover, Precisely's facilities, property and equipment are provided to conduct Precisely's business or for purposes authorized by management. We expect Suppliers to abide by this principle.

## Information Technology and Information Security

Suppliers are expected to comply with applicable Information Technology and Information Security laws and regulations and to have proper systems, policies and procedures in place within their business and supply chain in order to mitigate any potential risk.





# In the Workplace and the Marketplace

## We expect Suppliers to treat all colleagues with dignity and respect

Precisely expects its Suppliers to adhere to the highest standards of personal and professional conduct. Conduct that is detrimental to the best interest of Precisely and its employees will not be tolerated.

It is vital that all Suppliers treat all colleagues with dignity and respect. Precisely will not tolerate harassment or discrimination of any kind and engaging in such conduct may risk termination of Supplier's business relationship with Precisely.



# Upholding Human Rights | Anti-Modern Slavery

Precisely is committed to ensuring there is no modern slavery, forced labor or human trafficking within Precisely or its supply chain and encourages all its Suppliers to do the same.

Respect for human rights and social responsibility are part of Precisely's core values. We encourage a culture of respect and we operate our business in an economically, socially and environmentally sustainable manner.

There are certain forced labor indicators, such as:

- Abuse of workers' vulnerabilities,
- Deception,
- Restriction of movement,
- Isolation,
- Physical or sexual abuse,
- Intimidation,
- Retention of identity documents,
- Withholding wages,
- Debt bondage,
- Abusive living and working conditions,
- Excessive overtime, etc.\*

## **If you have suspicions, do not take matters in your own hands**

All apparent or suspected violations in regard to modern slavery must be reported via EthicsPoint ([precisely.ethicspoint.com](https://precisely.ethicspoint.com)).

Please be aware that Precisely maintains a zero-tolerance approach to modern slavery and will not allow any retaliation to be levied against anyone who reports a concern, violation or potential violation. Precisely will ensure that appropriate confidentiality measures are taken and will not retaliate against any individual for reporting violations in good faith.

*\*Note: Each isolated indicator may not constitute forced labor or modern slavery and the situation must be reviewed carefully.*



# Diversity, Equity and Inclusion

Precisely is committed to ensuring equal employment opportunity and building a more inclusive and diverse workplace. Having a diverse and inclusive workplace, enriches Precisely and enables a more creative and innovative environment, while embracing different perspectives and cultural backgrounds that each employee brings to the table. As such, Precisely makes every effort to foster an environment where all employees feel respected, valued and empowered.

Suppliers are expected to do the same and treat their employees and other colleagues fairly, without discrimination. We expect Suppliers are taking steps to foster a diverse culture.

In order to meet Precisely's expectations, we encourage you to provide training, have documented policies and procedures in place.





# Health and Safety

Precisely respects the health and wellbeing of its personnel and expects the same from its supply chain.

Precisely expects its Suppliers to operate in a safely manner and to provide a safe work environment while abiding by applicable laws, rules and regulations.

We expect you to identify and document risk assessments for all your work activities, revise them as necessary and communicate them to all personnel and provide them with resources and training.





# Environment

- As a software manufacturer, Precisely has a largely remote workforce and does not own any real estate with respect to its offices and data centers internationally. In addition, Precisely products and services consist of software and data products, the development of which have minimum environmental impact. Further, the delivery of the same also has minimum environmental impact (e.g., online documentation, click wrap agreements, downloadable software delivery (no physical media)).
- Suppliers should comply with applicable laws, rules and regulations regarding disposing of hazardous materials, air pollution, water conservation, emissions and waste.
- We should all work together to conserve resources and minimize waste.



# Do what's Right!

## Avoid conflicts of interest

A conflict of interest arises when you advance a personal interest at the expense of Precisely's interest. A personal interest can be a direct benefit to you or a family member, as well as a close friend. Your activities can, intentionally or unintentionally, create a conflict of interest or the appearance of impropriety.

Suppliers are expected to avoid and not engage in any activity or personal interest that creates or appears to create a conflict between their interests and the interests of Precisely or that might impair, or appear to impair, their ability as a Supplier of Precisely to perform their activities objectively and effectively.





# Compliance with this Global Supplier Code of Conduct and your supply chain

Precisely expects its Suppliers to adhere to the principles, laws and regulations outlined in this Global Supplier Code of Conduct and to manage their own supply chain in the same manner.

We expect all Suppliers to appropriately manage their supply chain and mitigate risks accordingly and share the principles and values included herein.

All Suppliers should have reasonable payment policies that cover their own suppliers and address prompt payment of invoices.

# Violations and Reporting

If you know of or suspect a violation of applicable laws, rules or regulations, or the principles outlined throughout this Global Supplier Code of Conduct, you must promptly report such violation via EthicsPoint ([precisely.ethicspoint.com](https://precisely.ethicspoint.com)).

We encourage you to promptly report any violation or suspected violation of applicable laws, rules or regulations or this Global Supplier Code of Conduct.

Violations of the principles outlined in this Global Supplier Code of Conduct could risk your business relationship with Precisely, up to and including termination of Supplier's contract with Precisely.

Any reported violation will be kept confidential to the maximum extent possible. Such reports may be made anonymously.

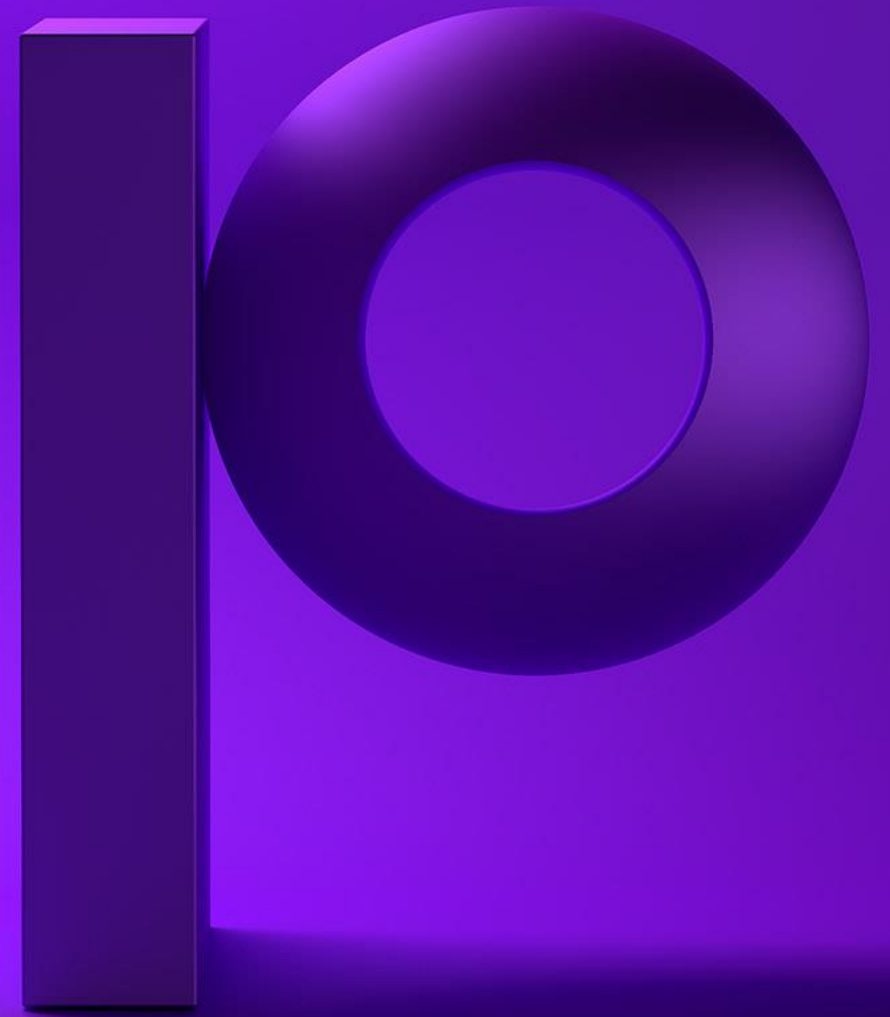
Although reports of violations or suspected violations under this Global Supplier Code of Conduct may be made verbally to your contact at Precisely, you are encouraged to make reports in writing as this will assist the investigation process.





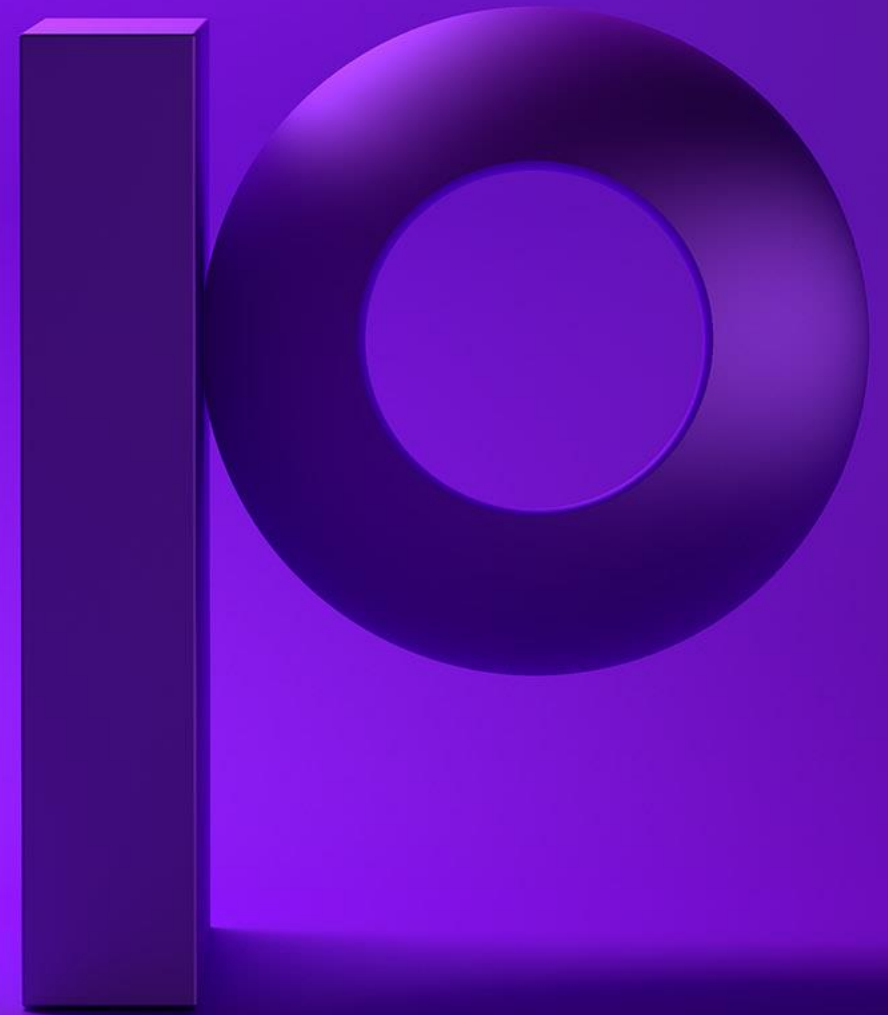
# Anti-Retaliation

Precisely will not retaliate against any person who, in good faith, provides information or otherwise assists in an investigation or proceeding regarding any conduct that the individual reasonably believes constitutes a violation of applicable laws, rules or regulations and the principles outlined in this Global Supplier Code of Conduct.



# Waivers and Amendments

Precisely reserves the right, in its discretion, to waive application of the principles set forth in this Global Supplier Code of Conduct when appropriate and to amend, modify or change this Global Supplier Code of Conduct. Any waiver of this Global Supplier Code of Conduct for a Supplier may be made only by Precisely's Executive Leadership Team or a committee thereof. Any such waiver of this Global Supplier Code of Conduct for a Supplier, and any such waiver of or change to this Global Supplier Code of Conduct that applies to a Supplier's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions or otherwise involved in the delivery of products and/or services to Precisely shall, in each case, be disclosed as required by applicable laws, rules or regulations.





# precisely

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