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# TIBCO Supplier Code of Conduct

## 2015

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## 1. Purpose

As a company committed to ethical business, TIBCO Software Inc. and its affiliates seek to purchase products and services only from suppliers that share our values of honesty, fairness and integrity. For that reason, TIBCO has developed this TIBCO Supplier Code of Conduct, which is applicable to all suppliers of products or services (“Suppliers”) to TIBCO, its affiliates, and/or its subsidiaries throughout the world (collectively, “TIBCO”).

Suppliers should take appropriate steps to ensure that the principles of this TIBCO Supplier Code of Conduct are communicated to their employees and throughout their own supply chains. Suppliers should also take appropriate steps to ensure that the principles of this Code are adopted and applied by their employees, suppliers, agents and contractors to the extent applicable.

Failure of a Supplier to meet these standards will result in TIBCO withdrawing from business dealings with the Supplier and the Supplier’s exclusion from TIBCO’s supply chain.

## 2. Supplier Conduct

### A. Supplier’s Business Conduct

#### 1. General Obligations

TIBCO is committed to the highest standards of business integrity. We do not tolerate any practice that is lacking in honesty, integrity and fairness, anywhere in our business.

TIBCO seeks to identify Suppliers that conduct business with ethical standards consistent with our own. To that end, TIBCO practices the following ethical standards and requires the same from each of its Suppliers:

- Obey all relevant laws;
- Treat all others fairly, with dignity and respect;
- Prepare all records of financial transactions carefully and accurately;
- Report financial conditions and results of operations, honestly and promptly;
- Deal honestly and fairly with clients, customers, suppliers, and financial partners;
- Avoid actual and potential conflicts of interest;
- Avoid the improper giving and receiving of gifts;
- Safeguard TIBCO’s assets;
- Protect confidential and proprietary information;
- Protect TIBCO’s reputation;
- Separate personal political activities from TIBCO’s business; and
- Report observed violations of legal and ethical standards.

We expect that our Suppliers will honor the same high standards. TIBCO maintains a number of ethics reporting mechanisms including a toll free reporting hotline known

as TIBCO's EthicsPoint Hotline with an option to report concerns anonymously. Should Suppliers have any concerns related to TIBCO's Supplier Code of Conduct, Suppliers may contact TIBCO's EthicsPoint Hotline at 1-866-384-4277 or via the internet at [www.ethicspoint.com](http://www.ethicspoint.com).

## **2. Conflicts of Interest / Gratuities**

While TIBCO realizes that business relationships often entail the exchange of customary business courtesies, TIBCO employees may not accept from or give gifts to Suppliers other than company logo merchandise of nominal value and modest business meals or refreshments. Included within this prohibition are gifts to TIBCO itself. Any gifts offered or received in exception of this rule must be with the prior written approval of the recipient's supervisor. TIBCO expects Suppliers to self-report any violation of TIBCO's gift policy to TIBCO's EthicsPoint Hotline at 1-866-384-4277 or via the internet at [www.ethicspoint.com](http://www.ethicspoint.com)

## **3. Unfair Competition and Anti-Bribery**

Suppliers may not engage in any acts of unfair competition and may not engage in bribery in any form, regardless of where in the world the conduct takes place and regardless of whether the party targeted is political or commercial. TIBCO adheres to all anti-bribery laws, including, but not limited to the Foreign Corrupt Practices Act and the United Kingdom's Bribery Act of 2010, and will report any corrupt conduct of which it becomes aware.

# ***B. Supplier Conduct Toward Supplier's Employees***

## **1. Child Labor**

Suppliers are prohibited from using workers under the legal age of employment in any country or local jurisdiction where the Supplier performs work for TIBCO. If the minimum age of employment is not defined by law in a jurisdiction, the minimum age of employment shall be 18 years of age.

## **2. Forced Labor**

TIBCO does not tolerate the use of indentured, slave, bonded or other forced or involuntary labor by its Suppliers. TIBCO has a zero tolerance policy regarding the trafficking in persons for any purpose, including, but not limited to, the commercial sex trade and does not conduct business with any Supplier involved in such practices.

## **3. Employee Organizations**

Suppliers' employees shall be free to join organizations of their own choice. Suppliers shall respect and recognize the right of employees to join and organize associations of their own choosing, and to bargain collectively. Employees shall not be subject to intimidation or harassment in the exercise of their right to join or to refrain from joining any organization.

#### **4. Non-Discrimination**

TIBCO requires its Suppliers to uphold a commitment to basic principles of human rights for all employees. This means that Suppliers shall not discriminate against employees in any manner based upon the race, color, national origin, gender, gender identity, sexual orientation, religion, disability, or any other basis prohibited by law in the applicable jurisdiction.

#### **5. Wages and Benefits**

Suppliers shall not pay their employees less than the minimum wage in accordance with local laws.

#### **6. Work Day**

Suppliers shall maintain reasonable employee work hours in compliance with local standards and applicable national laws of the countries and regions in which the Supplier does business. Suppliers must comply with applicable statutory requirements for working hours for employees and shall not require employees to work in excess of a normal work day, unless those employees are properly compensated as required by applicable law.

#### **7. Health and Safety**

Suppliers must share TIBCO's commitment to providing a safe and healthy workplace and to treating employees fairly and in compliance with local laws. Health, safety and other workplace standards must meet all local laws and safety regulations.

#### **8. Abuse and Harassment**

TIBCO believes that every person should be treated with dignity. Suppliers shall not inflict or threaten any form of physical, sexual, psychological or verbal abuse or harassment on any employees.

### ***C. Supplier Conduct On The Global Stage***

The following factors are differentiators that TIBCO may use in evaluating Suppliers.

#### **1. Environment**

TIBCO strives to be a “green” company and will actively seek Suppliers that share our commitment to protecting the environment. Suppliers shall abide by all federal, state and local environmental laws. TIBCO shall favor Suppliers that work to sustain, protect and restore the environment, by such means as energy conservation, recycling and proper disposal of waste, as well as by environmental restoration.

#### **2. Animal Welfare**

TIBCO prefers to work with suppliers who are leaders in their industries with regards to animal welfare and sound environmental practices. TIBCO encourages Suppliers that provide TIBCO facilities with food products and consumables derived from

livestock or renewable resources to employ farming methods that include humane and sustainable animal husbandry and conservation.

### **3. Community Leadership**

TIBCO seeks to partner with Suppliers that, like TIBCO, work with local governments, communities, organizations and charities to improve the educational, cultural, economic and social well-being of the communities in which they live and serve.