



# F5 Third-Party Code of Conduct





## ONE

### **I. Applicability and General Scope**

F5 has a well-established reputation for running its business in an ethical manner. It is important for us to continue to maintain this record of integrity and the company's reputation both in the U.S. and abroad.

This Third-Party Code of Conduct ("Code") applies to all third parties acting on behalf of F5 such as independent contractors, resellers, distributors, joint venture partners, suppliers, vendors, agents, and other representatives. Within the Third-Party Code, these individuals and entities are referred to collectively as Third Parties. The requirements of the Third-Party Code apply regardless of the local customs and practices of a particular foreign country. We expect everyone to practice good judgement when working on behalf of F5. All Third Parties must conduct themselves according to this Code in a manner that avoids even the appearance of improper behavior.

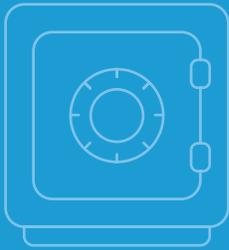
## TWO

### **II. Compliance with Laws, Regulations, and Business Conduct Practices**

We've built our ethical standards on compliance with both the spirit and the letter of the law. We expect our Third Parties to comply with local, state, and federal laws in the countries in which we operate.

#### **A. Anti-Corruption Laws**

Like any U.S. company that does international business, F5 is subject to the terms and requirements of the U.S. Foreign Corrupt Practices Act (FCPA) anywhere we do business in addition to any anti-corruption laws in the countries in which we operate, including the U.K. Bribery Act. All of these laws prohibit bribery and making other improper payments, directly or indirectly, to government officials. The U.K. Bribery Act further prohibits offering, making, accepting, or receiving improper payments, directly or indirectly, to or from employees of private companies. F5 and F5's Third Parties and its employees and business partners—that means you—are required to comply with these laws everywhere we do business.



Under the FCPA, the U.K. Bribery Act, and this Third-Party Code, a government official is broadly defined and includes:

- Any person acting in an official capacity on behalf of a government entity.
- An employee of any entity owned or controlled by government (e.g., doctors and pharmacists working for public hospitals, or teachers and administrators working for public universities).
- A political party official or political party.
- A candidate for a political office.
- Any officer or employee of a public international organization such as the United Nations, its agencies, or similar bodies. (In this policy, these categories are collectively referred to as “government officials” or “government affiliated individuals.”)
- Any person performing public activities on behalf of a government entity even if they are not employees of such government entity.
- Any close family member or business partner of a government official.

The FCPA, the U.K. Bribery Act, and this Third-Party Code strictly prohibit offering, giving, accepting, or receiving anything of value to or from any government official or private company employee for the purpose of obtaining or retaining business or any other improper advantage.

- An “improper business advantage” may include, for example, obtaining insider information (e.g., access to sealed bid information); influencing legislation; improperly securing a required permit, license, or certification; or avoiding or reducing taxes, customs fees, or import duties.
- “Anything of value” includes more than cash or cash equivalent. It can be any amount or any item of value if it is given or received with the intent of improperly influencing the decision of a government official. It can include items such as customer rebates, additional discounts, expensive bottles of wine, golf outings, a trip, airfare for a government official’s family member, a donation to the government official’s charity of choice, employment of a friend or relative of a government official, a visa invitation letter, or even favoring a vendor who is an F5 employee’s friend or relative, by purchasing or promising to purchase their products or services, as well as giving them a preferential business treatment or additional benefits. For more information about improper payments and corruption acts, please refer to our [Anti-Bribery and Corruption Policy](#).





## **B. Money Laundering**

Money laundering is the illegal process of making money or goods generated by criminal activity appear to have come from a legitimate source. F5 has a zero-tolerance stance to money laundering and all other forms of financial crime or misconduct. As such, you should not use your relationship with F5 to disguise or attempt to disguise the sources of illegally obtained funds or goods. F5's Third Parties should maintain adequate due diligence procedures to enhance transparency within their own business relationships and report suspicions of any such activity via the appropriate channel laid out in Section V (five) below.

## **C. Gifts, Travel and Entertainment**

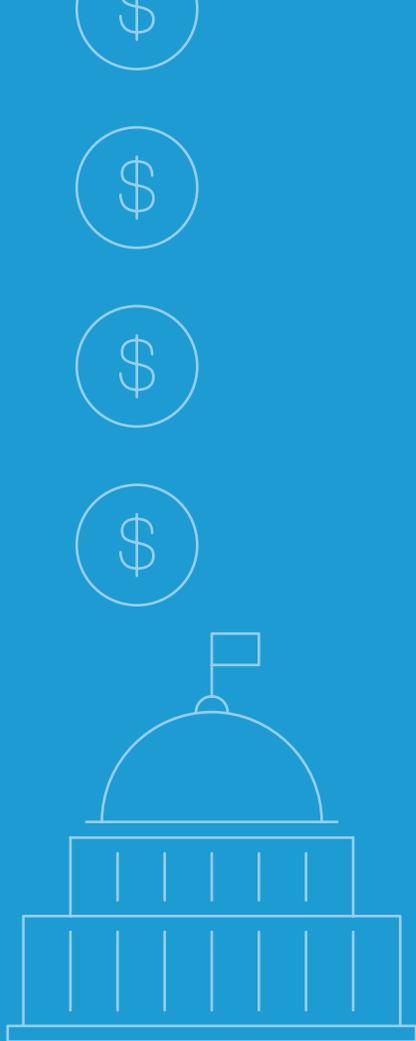
F5 recognizes that legitimate business may at times involve business meals, travel, promotional items, entertainment, or the giving or receipt of gifts for personal events such as a holiday, a wedding, or the birth of a child. Gifts include anything of value, such as pens, calendars, mugs, clothing, wine/alcohol, candy or fruit baskets, tickets to an industry event, other event, or outing (including golf outings and tickets to sporting events or concerts where the person providing the ticket is or is not present).

Neither F5, nor the FCPA, prohibits legitimate business entertainment, travel, or the giving and receipt of gifts when appropriate. However, F5, the FCPA, and the U.K. Bribery Act strictly prohibit the giving of any item of value when done for the purpose of improperly influencing a government official or private company employee's actions. Some hallmarks of appropriate gift-giving are when the gift is given openly and transparently, properly recorded in the company's books and records, provided only to reflect esteem or gratitude, reasonable in value, infrequent, and permitted under local law. If you are ever in doubt about a gift or item you are considering for giving or accepting, contact the Business Integrity team by completing [this form](#). For more information about permissible and prohibited gifts, travel, and entertainment, please refer to our [Gifts, Travel and Entertainment Policy](#).

## **D. Anti-Trust and Competition Laws**

Our industry is highly competitive, and we strive to be the best at what we do. We also want to ensure that our competitive edge is due to honest ingenuity, superior performance, and well-crafted technology—not unethical or illegal practices. Stealing proprietary information, obtaining trade-secret information without the owner's consent, and inducing disclosures from past or present employees of competing companies are all strictly prohibited.

We respect our customers, suppliers, competitors, and co-workers. We deal fairly, and do not take advantage of people or businesses through manipulation, concealment, abuse of privileged information, misrepresentation of facts, or any other intentionally unfair practices.



## E. Securities and Insider Trading Laws

As F5's Third Party, you may have access to confidential information. Your access is meant to be used for business purposes only; using confidential information to make investment decisions (or to tip off others) isn't just unethical, it's illegal. Insider trading violates both this Third-Party Code and U.S. federal laws. It's important to note that all non-public information is considered confidential.

## F. Conflicts of Interest

A "conflict of interest" occurs when your personal interests as F5's Third Party interfere in any way with the interests of the company. While the definition may sound simple, conflicts manifest in myriad ways, not all of which are obvious. Our business is complicated, and personal and professional relationships are often deeply interconnected.

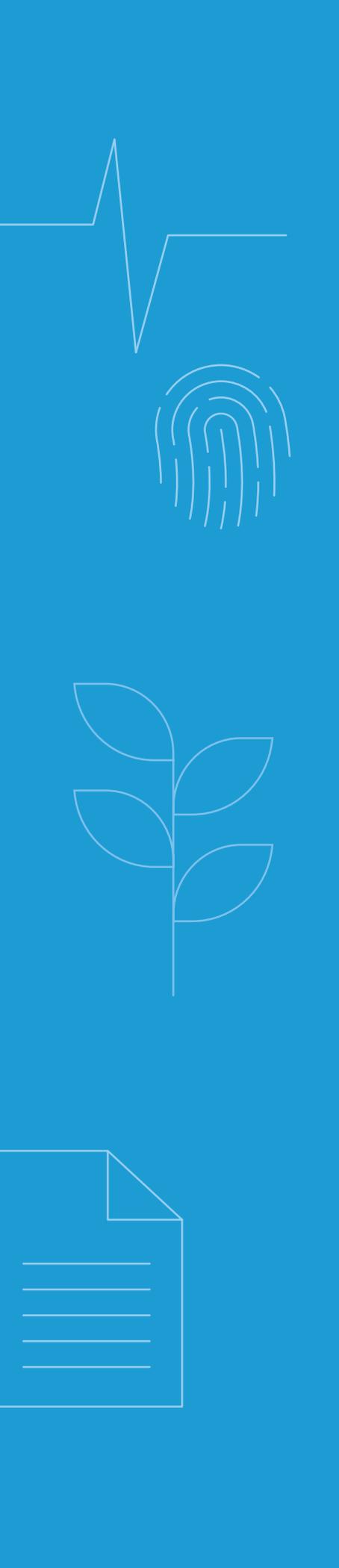
While we expect some overlapping, it becomes a problem if your personal relationships or interests with any F5 employees, contingent workers, or Third Party make it difficult to perform your job or provide your services objectively and effectively. Similarly, it would be a conflict of interest if you, your employees, your business partners, or your family request, give, or receive improper personal benefits as a result of your work with the company or for acting on behalf of F5 in an improper or unauthorized manner. F5's [Conflict of Interest Policy](#) prohibits conflicts of interest in your dealings with or on behalf of F5, unless specifically approved by F5's General Counsel. Requesting or receiving an improper personal benefit in exchange for acting on behalf of F5 in an improper or unauthorized manner may itself be a violation of the U.K. Bribery Act. As F5's Third Party, you are expected to disclose immediately any family or close relationships with our employees, contingent workers, or Third Parties that may influence our business relationship with you, by completing [this form](#).

## G. Intellectual Property and Confidentiality

In the course of business dealings related to or on behalf of F5, you may be entrusted with sensitive and confidential information from both internal and external sources. This includes non-public information that is useful to competitors, or that, if disclosed, is harmful to F5, our customers, or Third Parties. You must maintain confidentiality, even after your work with F5 ends.

## H. Environmental and Social Responsibility

In accordance with F5's guiding principle, "First and foremost, we do the right thing," F5 is committed to ensuring the welfare of our stakeholders, employees, customers, communities, and the world. To achieve this positive impact, we require our Third Parties to share in this commitment by operating under high ethical standards and responsible workplace practices such as maintaining a safe and healthy environment at work, strictly respecting labor rights by prohibiting employee labor abuse and all forms of child employment, as well as complying



with anti-human trafficking regulations, including F5's [Combatting Trafficking in Persons Policy](#). Likewise, partners are expected to implement related policies and due diligence programs that set forth, at a minimum, these same values and guidelines for their employees and Third Parties' behaviors and provide a mechanism to report violations or concerns.

F5 believes all people are entitled to live with freedom and dignity and as such, we require our partners to have anti-discrimination policies and programs in place that, at a minimum, protect people from discrimination based on gender, race, religion, sexual orientation, sexual identity, age, physical or mental disability, pregnancy, free expression, marital or parental status, and any other condition protected by law.

In addition to treating people with dignity and respect, doing the right thing also includes operating in an environmentally responsible way. We expect all partners to provide products and services that comply with applicable environmental laws, including F5's [Environmental Policy](#), as well as maintain a conflict-free minerals program that meets the applicable laws and F5's [Conflict Minerals Policy](#). In addition, we expect our partners to work on reporting and reducing their carbon emissions, including the ability to allocate their emissions based upon the business conducted with F5.

### **I. Trade Compliance Regulations**

F5 is committed to attaining full compliance with applicable import, export, and economic sanctions, regulations, and policies wherever we operate. F5's Third Parties, as well as its subcontractors and business partners, are expected to comply with all applicable import, export, and economic sanctions controls where they operate, and agree not to import, export, or use F5 products in violation of such regulations. Specifically, Third Parties are expected not to export, re-export, or transfer F5 products to any U.S.-sanctioned country or territory, sanctioned and prohibited individuals wherever located, or any person or entity that will utilize F5 products to design, develop, or produce nuclear, chemical, or biological weapons. F5's Third Parties should warrant that they are not located or under control of, or a citizen or resident of any such country or sanctioned party list.

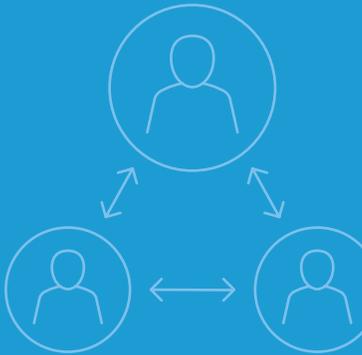
THREE

## **III. Financial Integrity and Accurate Record Keeping**

We rely on honest and accurate recording and reporting of information to make sound business decisions. It is important that you document and record business expenses accurately in all dealings on behalf of or related to your business with F5. Maintain all books, records, accounts, and financial statements according to legal requirements. "Off the books" funds or assets are not allowed in any business dealing with or on behalf of F5, unless these

are specifically permitted by applicable laws and regulations.

It is entirely possible that all business records and communications on behalf of or related to your business with F5 could at some point be made public. Avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people or companies in all communications, from informal emails to formal presentations.



#### FOUR

### IV. Third-Party Commitment to This Code

F5 expects the professional commitment of our Third Parties (and their employees) to strictly comply with the principles and provisions of this Code and our contractual terms, as well as cooperate timely and diligently in any audits, training, or requests of information, in order to verify compliance with F5's standards.

Violations will not be taken lightly and may be subject to corrective actions up to the termination of our business relationship.

#### FIVE

### V. Reporting Your Concerns

If you ever need to report an ethical violation or concern, you can do so in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, we will protect your anonymity. F5 does not permit retaliation of any kind for good faith reports of ethical violations. You can report violations online or by phone using the Business Integrity Hotline:

[f5.ethicspoint.com](https://f5.ethicspoint.com)

**Phone (U.S.): 1 (855) 409-0974**

**For a list of phone numbers outside the U.S.,**

**go to [f5.ethicspoint.com](https://f5.ethicspoint.com)**

For more information about reporting ethical violations or concerns, please refer to our [Whistleblower and Non-Retaliation Policy](#).

