



**COHESITY**

CODE OF CONDUCT

VERSION 1.0

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# MESSAGE FROM SANJAY

## Cohesians,

Our creativity, vision, and ingenuity drive our innovations and customer adoption every day. As our global footprint expands, we're boldly innovating to offer vital features and solutions to simplify how organizations manage data and enable them to unlock limitless business value.

One thing is constant throughout our innovation, growth, and daily pressures: Cohesians do the right thing to deliver results. In everything we do, we stand firm in our belief that no business result is ever worth compromising our commitment to integrity.

So how do we do the right thing? Our RADIO values and our Code of Conduct guide our day-to-day decision making to make the right choices for Cohesity. We are EACH responsible for living our RADIO values, following our Code, strengthening our culture, and supporting our fellow Cohesians along the way.

Of course, our Code can't answer every question or anticipate every situation. If we have questions or concerns or see something that isn't right, we do the right thing by saying something, asking questions, or respectfully challenging decisions. That is how we get ahead of issues and drive continuous improvement and success for Cohesity and our customers.

I expect every Cohesian to read, understand, and follow our Code. Even if you're not certain, tell us when something doesn't seem right and ask questions if you're not sure. Together, we can address and fix issues and let you know that action has been taken.

As always, I thank you for your ongoing commitment to doing the right thing. Your commitment to our RADIO values and our Code helps grow and protect Cohesity's proven success as a strong, resilient, and dynamic company.

Sincerely,



Sanjay Poonen  
Chief Executive Officer and President



# OUR CODE

## Our Code and RADIO values guide our purpose-driven culture

Our Code of Conduct (“Code”) guides our business practices and professional behaviors. It helps us do the right thing for Cohesity by putting our RADIO values into action. Our Code must always be referenced in conjunction with our RADIO values and our Cohesity policies. Cohesity policies are available in [Policy Central](#).



### **Respect**

We treat everyone with dignity, compassion, and fairness.



### **Positive Attitude**

We embrace change and tackle resistance with energy and enthusiasm.



### **Deliver**

We focus on outcomes not activity. And we expect the incredible from our teams.



### **Integrity**

We have an unwavering commitment to doing the right thing even when no one is looking.



### **Customer Obsession**

We put our customers at the center of everything we do.



## Our Code Applies To All Cohesians

Our Code applies to Cohesity, Inc., and its subsidiaries and affiliates worldwide (collectively, “Cohesity”) and all Cohesity personnel, including employees, officers, directors, contract workers, and consultants (for ease of reference, hereinafter “Cohesians”). Our Code does not address every issue that may arise but sets out basic principles to act as a compass in guiding our decisions. All Cohesians must follow the Code and seek to act with the utmost integrity, avoiding even the appearance of improper behavior.

We all need to show our commitment to act with integrity by acknowledging that we have read, understand, and agree to abide by the letter and spirit of our Code. Cohesians are required to do this upon hire and to renew this commitment regularly. Cohesians with specific roles and responsibilities may also be required to complete additional certifications, disclosures, and training.

With personnel and customers throughout the world, we are committed to understanding and obeying the laws and regulations in the countries where we conduct business. Sometimes, local law or policy may be less or more restrictive than our Code and policies. In the event of such a deviation, Cohesians must always follow the stricter rules in these instances. For situations involving a conflict, contact [Cohesity’s Compliance & Ethics Team](#) or the [Legal Team](#).

### ***Training***

It is your responsibility to complete all training that Cohesity makes available to you related to this Code of Conduct. Training is not optional.

### ***Violations***

Violations of our Code—including failure to complete required certifications, disclosures, or training—may result in disciplinary action up to and including termination of employment.

Nonemployee personnel may be subject to termination of their contract or business relationship with Cohesity for violating our Code or other applicable policies.

### ***Waivers***

Requests for waivers of the Code must be submitted in writing to the Chief Compliance Officer for appropriate review and decision. Any waiver of the Code for directors or the following executive officers may only be granted by our Board: CEO, CFO, CAO, CRO, CCO, or General Counsel. Any such waiver of the Code for directors or these executive officers and the reasons for such waiver will be disclosed as required by law.

## Doing the Right Thing

We build trust together through our individual actions and daily decisions. Our day-to-day choices shape our reputation and define who we are as Cohesians.

Sometimes, it can be tough to know how to do the right thing. The best course of action may not always be obvious, and our Code can't address every situation you might face.

The good news is that there are many resources available to support you. When in doubt, ask for guidance. Your manager, the People Team, Legal Team, Compliance & Ethics Team, and our Ethics HelpLine are always available.

### When navigating a decision, keep the following in mind:

- Use good judgment and common sense. If something seems unethical or improper, there is a good chance your intuition is right.
- Avoid even the appearance of improper behavior or conduct that could be perceived as unethical. We don't ever want a third party (such as a customer, investor, or regulator) to perceive behavior that could be regarded as improper.
- If you see or hear something that doesn't seem right, speak up. We each have a duty to promptly raise concerns about any activity that may violate our Code—this is how we protect each other and our company.

### Unsure about a situation?

Ask yourself:

- Is this legal?
- Is this in line with our Code and policies?
- Is this consistent with our RADIO values?
- Would this reflect well on Cohesity?
- Would I be proud of this action if it were made public?

**If the answer is “no” or you are not sure, please seek guidance before taking action.**

**At Cohesity, we are focused on delivering results, exceeding customer expectations, and doing it in a predictable and reliable way. We respect one another and do the right thing by acting with integrity.**

## If Something Doesn't Seem Right, Say Something

Raising concerns and asking questions is critical to our continued success. If you know about or suspect a violation of our Code, company policy or procedure, or some illegal or unethical conduct, we want to hear about it as soon as possible so that we can correct the situation and prevent it from continuing. We all share a responsibility for strengthening Cohesity's culture every day. By transparently asking questions and raising concerns, you help us continuously improve our culture, business, and workplace.

If you have questions or concerns, you should always feel free to discuss them directly with your manager or another manager. Additionally, Cohesity has many resources available to provide help and guidance — you can choose the option that is most comfortable for you. **The People Team, Legal Team, and Compliance & Ethics Team are always available to you for support and advice.**

Additionally, Cohesity offers an Ethics HelpLine available at [www.cohesity.ethicspoint.com](http://www.cohesity.ethicspoint.com) for seeking guidance and raising ethics and compliance concerns. All communications to the Ethics HelpLine are fielded by an independent third party who forwards details to Cohesity's Compliance & Ethics Team. You may contact the Ethics HelpLine online or by telephone. Global phone numbers are listed at [www.cohesity.ethicspoint.com](http://www.cohesity.ethicspoint.com).

When utilizing the Ethics HelpLine, you have the option to remain

anonymous unless prohibited by local law. Please be mindful that it may be difficult or even impossible for anonymous concerns to be thoroughly investigated. Reporters are, therefore, encouraged to provide their contact information when raising concerns. Whenever good-faith concerns are raised, confidentiality is respected to the fullest extent possible, and retaliation is strictly prohibited.

In addition to the many internal resources available for raising concerns or seeking guidance, nothing in this Code prevents you from reporting potential violations of the law to relevant government authorities.

**The People Team, Legal Team, and the Compliance & Ethics Team are always available to you for support and advice.**



## What Happens if a Concern Is Raised?

If you raise a good-faith concern, you can expect an objective, consistent, and trustworthy process in which you are treated with dignity and respect. Your concern will be taken seriously, and you will not be ignored. While your concern is being reviewed, you can expect that:

- Information will only be shared with those who need to know in order to thoroughly review the concern and take appropriate action.
- The investigator will stay in contact with you throughout the process. You will be provided with their contact information so you can provide additional information or receive updates. If you have utilized the Ethics HelpLine and have chosen to remain anonymous, please be sure to follow the instructions to receive updates.
- The investigator will collect and evaluate the facts by reviewing relevant data or documents and by conducting interviews as necessary.
- As appropriate, the investigator will determine root cause(s) to develop corrective actions to prevent recurrence.
- If warranted, the need for discipline will be evaluated impartially, and individuals will be held accountable for their actions on an objective and reasonable basis.
- When the investigation is completed, you will be informed of the case closure. Discipline details may not be shared in order to protect the confidentiality and rights of those involved.

All Cohesians are required to cooperate fully in any Cohesity investigation and are asked to protect the integrity of the investigation, witnesses, and relevant evidence by maintaining confidentiality throughout the investigation. During an investigation, you are expected to answer all questions completely and honestly. It is a violation of our Code to knowingly make a false accusation, lie to an investigator, destroy evidence, or interfere with or refuse to cooperate with an investigation.

**Honest reporting does not mean that you must be right or have all the facts; it means that you must have a good faith belief that the information you provide is accurate.**

## Retaliation Is Never Tolerated

Cohesity has a strict nonretaliation policy. Any retaliation against someone who raises a good-faith concern or participates in an investigation is grounds for discipline up to and including termination. This means that adverse employment actions cannot be taken against someone because they raised a concern in good faith or participated in an investigation.

Retaliation can include any negative job action, such as demotion, discipline, firing, salary reduction, or job reassignment without your consent. It can also include other negative employment actions, such as being denied a raise or transfer to a more desirable position or missing out on training or mentoring opportunities.

If you experience retaliation for raising a concern or for participating in an investigation, report it immediately. Additionally, if you believe another Cohesian may be experiencing retaliation, promptly raise this concern.



## People Leaders Have Additional Responsibilities

While all Cohesians are expected to follow our Code, act with integrity, and build trust, Cohesity people leaders and managers have additional responsibilities. If you lead or supervise others, you are also expected to **lead with integrity** by:

**1. Modeling behaviors and decisions consistent with our Code and RADIO values.**

- Reach out for guidance and support if you're not sure how to handle a situation; the Compliance & Ethics Team, Legal Team, People Team, or our Ethics HelpLine are always available to assist you.

**2. Regularly communicating the importance of following our Code in all of our business practices.**

- Hold your team accountable to behave in a manner that is legal and aligned with our Code.
- Connect your team with any of our internal resources when they need guidance or have concerns.

**3. Being aware of and understanding risks.**

- Make sure your team is familiar with our Code, our policies, and any legal requirements relevant to their jobs.
- Complete assigned certifications, disclosures, or training in a timely fashion and hold your team accountable for doing the same.
- Discuss risks and promote risk identification to proactively protect our business and drive results.

**4. Encouraging your team to ask questions or raise concerns and supporting them when they do.**

- Be available to your team for both good and bad news.
- Respond to questions and concerns with courtesy and respect to help your team feel comfortable speaking up.

**5. Promptly escalating issues so that they can be appropriately addressed.**

- If you see or hear of suspected misconduct or a violation of our Code, policy, or applicable law, promptly contact the Compliance & Ethics Team, Legal Team, People Team, or our Ethics HelpLine.
- Do not conduct your own investigation; be sure you and your team cooperate fully with any Cohesity investigation to ensure we maintain the integrity of the investigative process.

**6. Recognize, prevent, and report retaliation.**

- Do not participate in or tolerate retaliatory behavior; immediately report any suspected acts of retaliation or retribution.



# OUR PEOPLE

## Treating Each Other with Fairness and Respect

We live our value of respect by treating everyone with dignity and compassion and without bias.

### *An Environment Where Everyone Can Thrive*

We are committed to equal opportunity and to fostering diversity, equity, inclusion, and belonging (DEIB). We are intentional about building a more diverse, equitable, and inclusive community within Cohesity, where everyone can thrive. This means a culture where everyone has a voice, can be their unique selves, and feels a sense of belonging. We believe that, when diversity, equity, and inclusion are sewn into the fabric of our business and talent practices, we grow our collective creativity, innovation, and personal enrichment. Everyone's unique background, identity, and experiences are valued and appreciated. The diverse nature of Cohesians all around the world is one of our greatest strengths. Additionally, fostering and promoting DEIB is a key component of our environmental, social, and governance (ESG) commitments. For more information, see the Code section "Living Our Environmental, Social, and Governance (ESG) Commitments."



## ***No Discrimination***

Our policies and practices require that there be no discrimination because of any legally protected status. We hire and promote based on qualifications, skills, and achievements. We expect our business partners to behave consistently with our equal-opportunity standards and to comply with all applicable labor and employment laws.

- Make employment decisions based on job qualifications and merit.
- Do not discriminate based on any legally protected status.
- Foster an atmosphere of open and candid communication in which different ideas, perspectives, and beliefs are respected and encouraged.

### **Related Resources:**

- [Equal Employment Opportunity Policy \(U.S.\)](#)
- Prohibition of Harassment, Discrimination, and Retaliation (see [Employee Handbook](#))

## ***No Harassment***

We strive to provide a work environment free of harassment based upon race, color, sex, gender, religion, age, national origin or ancestry, physical or mental disability, genetic information, medical condition, marital status, pregnancy, gender identity or expression, sexual orientation, or any other legally protected status. While anti-harassment concepts and standards are to be consistently applied throughout Cohesity, in countries where legal requirements differ, refer to the local relevant policy.

Cohesity does not tolerate harassment of any kind in relation to any legally protected category. Examples of prohibited conduct include::

- Verbal conduct, such as epithets or derogatory jokes or comments.
- Visual conduct, such as derogatory or sexually oriented pictures, photographs, cartoons, drawings, screen savers, or sexual gestures.
- Physical conduct, such as assault, unwanted touching, patting, grabbing, pinching, brushing against another's body, leering, or blocking normal movement or interfering with work.
- Unwanted sexual advances, threats, and demands to submit to sexual requests as a condition of employment or to avoid some other loss of employment benefits or offers of employment benefits in return for sexual favors.

**Cohesity does not tolerate harassment of any kind in relation to any legally protected category.**



## Providing a Safe and Healthy Working Environment

We are committed to providing all Cohesians with a safe and healthy work environment. You are responsible for helping to maintain a safe and healthy work environment for all employees by following safety and health rules and reporting accidents; injuries; and unsafe equipment, practices, or conditions. Violence and threatening behavior are not tolerated. When you conduct activities on behalf of Cohesity, you should be in condition to perform your job duties, free from the influence of illegal drugs or alcohol.

- Take personal responsibility for knowing and following the safety-related policies and procedures applicable to your role and location.
- Follow all facility entry and exit procedures.
- Do not conduct work activities while impaired by drugs or alcohol; understand that the possession or use of illegal drugs or unauthorized consumption of alcohol are not tolerated in the workplace.
- Do not participate in any conduct that could be perceived as violent, threatening, or physically intimidating.
- Speak up immediately if you see unsafe behavior or hazardous conditions or witness any violent or threatening behavior.

### Related Resources:

- [Facilities policies and procedures](#)





# OUR COMPANY

## Managing Conflicts of Interest

We are expected to always act in Cohesity's best interest. Sometimes a conflict of interest may arise when personal activities or relationships influence or appear to influence your ability to act in Cohesity's best interest.

Potential conflicts of interest are not uncommon or necessarily prohibited so long as they are properly disclosed and appropriately managed. The most important thing is to recognize and disclose potential conflicts of interest so that the situation can be appropriately managed to protect both you and Cohesity.

Actual conflicts of interest are prohibited unless the conflict is fully disclosed and an exception is approved in accordance with our [Conflicts of Interest Policy](#).

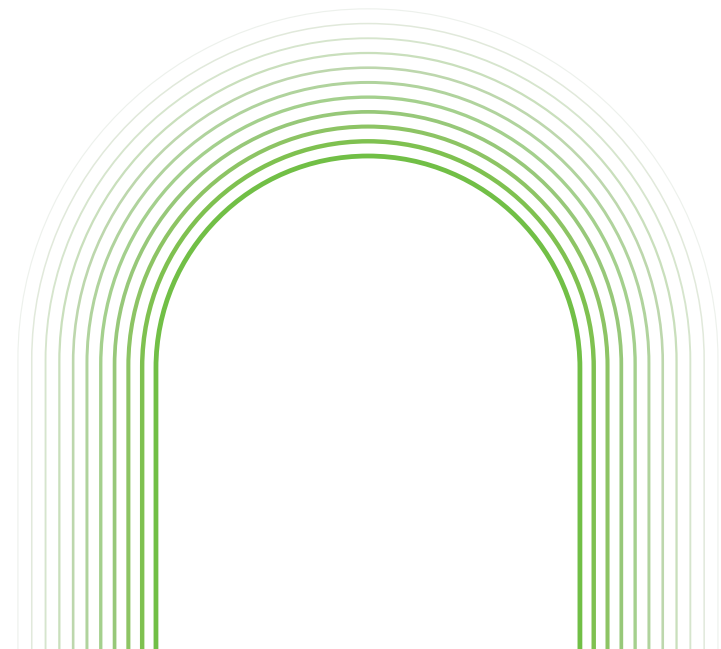
Some of the most common examples of potential and actual conflicts include:

- Outside employment, investments, and business interests.
- Participation in standards organizations without appropriate permissions.
- Contributing to open-source projects or releasing code under an open-source license without appropriate permissions.
- Technical advisory or board of directorship opportunities.
- Family or other personal relationships with Cohesians.
- Conducting Cohesity business with family or other related individuals.
- Developing intellectual property or pursuing inventions related to Cohesity's foreseeable business outside of work.

Be aware of how your conduct may be perceived and proactively avoid any appearance of impropriety. Identify any potential conflicts, disclose them promptly, and cooperate fully to resolve or manage any issues. When in doubt about whether a situation should be disclosed, it's simply best to disclose. Cohesians are expected to update their Conflicts of Interest disclosures annually or sooner if circumstances change. Consult our [Conflicts of Interest Policy](#) for specific requirements and details regarding the disclosure process.

### Related Resources:

- [Conflicts of Interest Policy](#)



## Preventing Theft and Fraud

We do not tolerate theft or fraud. Theft is taking something that doesn't belong to you without permission. It can include physically taking something, such as money or property, or it can be done through other means, such as forgery, embezzlement, or fraud. Fraud is a type of theft by deception. An example of fraud is making someone believe something that isn't true with the purpose of having that person act in a certain way.

When Cohesians steal or commit fraud, it damages our reputation and brand. Fraudulent activity can also result in litigation or criminal proceedings and may negatively impact our ability to compete in the commercial market or public sector. We are all responsible for helping to safeguard Cohesity's assets and reputation by watching for any kind of fraudulent activities against Cohesity, our personnel, customers, shareholders, business partners, or other stakeholders. You should raise concerns regarding any suspicious activity immediately.

Fraud and financial impropriety may include but are not limited to the following actions:

- Embezzlement or other financial irregularities
- Forgery, alteration, or falsification of documents (including checks, time sheets, travel expense reports, contractor agreements, purchase orders, other financial documents or financial records, or electronic files)
- Misappropriation, misuse, theft, removal, or destruction of Cohesity's resources (including funds, securities, supplies, inventory, furniture, fixtures, equipment, intellectual property, or any other asset)

- Improprieties in the handling or reporting of money or financial transactions
- Misuse of Cohesity's facilities (including telephones, computers, and e-mail system)
- False claims by employees, vendors, or others associated with Cohesity
- Receiving or offering bribes, rebates, or kickbacks
- Personal use of Cohesity's property in outside business activities
- Conflicts of interest
- Misrepresentation of facts
- Any similar or related irregularity

### Related Resources:

- [Global Fraud Policy](#)
- [Global Travel and Expense Reimbursement Policy](#)
- [Anti-bribery, Corruption, and Money Laundering Policy](#)
- [Conflicts of Interest Policy](#)

**We are all responsible for helping to safeguard Cohesity's assets and reputation by watching for any kind of fraudulent activities against Cohesity, our personnel, customers, shareholders, business partners, or other stakeholders.**

## Creating and Maintaining Accurate Business and Financial Records

We require that all Cohesity books, records, accounts, and financial statements be accurate, maintained in reasonable detail, and appropriately reflect Cohesity's transactions. Business records must be maintained in accordance with Cohesity's system of internal controls and all applicable laws and regulations, including, where relevant, Sarbanes–Oxley and Internal Revenue Service requirements.

- Unrecorded or “off the books” funds or assets should not be maintained unless permitted by applicable law or regulation.
- Do not create or maintain “slush funds” or similar improper financial practices. Such practices may also violate applicable laws, including anti-corruption laws.
- Do not engage in the creation or preparation of any misleading or inaccurate transactional documentation or the falsification of any type of transactional documentation relevant to Cohesity-related business.
- Refer to Cohesity's [Bookings Policy](#) for comprehensive requirements to ensure customer and channel partner orders are properly booked in alignment with our processes and are compliant with all applicable regulatory requirements.
- When submitting business-related expenses for reimbursement, expense claims must be substantiated and recorded accurately in accordance with our policies. Do not submit personal expenses without a business purpose or inflate or claim business expenses not actually incurred. These claims must be submitted in a timely manner. Refer to our [Global Travel & Expense Reimbursement Policy](#).

- U.S. Federal securities laws may require Cohesity to disclose certain information. In addition, from time to time, Cohesity may make other public communications, such as issuing press releases. If you are involved in the preparation of such public documents, you must ensure that any information disclosed is full, fair, accurate, timely, and understandable.
- In the event you reasonably believe that questionable accounting or auditing practices have occurred or are occurring, you should immediately report your concerns to any of the internal resources available to you. Additionally, you can report such concerns directly to Cohesity's Chief Compliance Officer, Chief Financial Officer, Chief Accounting Officer, or the Audit Committee of Cohesity's Board of Directors.

### Related Resources:

- [Global Travel and Expense Reimbursement Policy](#)
- [Global Fraud Policy](#)
- [Anti-Bribery, Corruption, and Money Laundering Policy](#)
- [Bookings Policy](#)



## Safeguarding Assets and Confidential Information

We protect Cohesity's assets, confidential information, and intellectual property from damage, loss, waste, misuse, unauthorized disclosure, and security threats.

### *Company Assets*

To perform your job, you have access to many Cohesity assets, including physical assets, such as our facilities, equipment, and technology resources. These also include intangible assets, such as our information, intellectual property (source code, documentation, patents, copyrights, trademarks, and trade secrets), brands, and reputation.

Cohesity assets should be used primarily for Cohesity business. Except in some countries—Germany and Austria, for example—limited personal use of Cohesity equipment and technology resources is acceptable if it does not interfere with your job responsibilities or otherwise violate this Code or any other Cohesity policy. All Cohesity assets are the property of Cohesity, and to the extent permitted by law, Cohesity may deploy monitoring systems to protect the security, confidentiality, and privacy of data, infrastructure, systems, and personnel and to prevent the misappropriation of intellectual property and confidential information.



## ***Confidential Information***

Confidential information includes any information that is not authorized for release to the public, such as product development and business plans, algorithms, interfaces, product architecture, source code, object code, financial data, customer lists, pricing strategies, marketing plans, organizational charts, and personally identifiable information (PII).

Confidential information is one of our most valuable assets, and protecting it is one of our greatest collective responsibilities.

- Assume any information that has not been specifically authorized for public release is confidential information whether owned by Cohesity or entrusted to Cohesity by a third party (such as a customer, channel partner, or employee).
- Use confidential information only as authorized and do not share it with anyone who is not authorized to see it—including other Cohesians.

There are many reasons for protecting confidential information, including maintaining our competitive lead, keeping a customer's trust, and protecting personal privacy. Your obligation to protect confidential information continues even after your employment or contract with Cohesity ends. If you become aware of or suspect compromised confidential information, raise a concern or disclose the situation immediately.

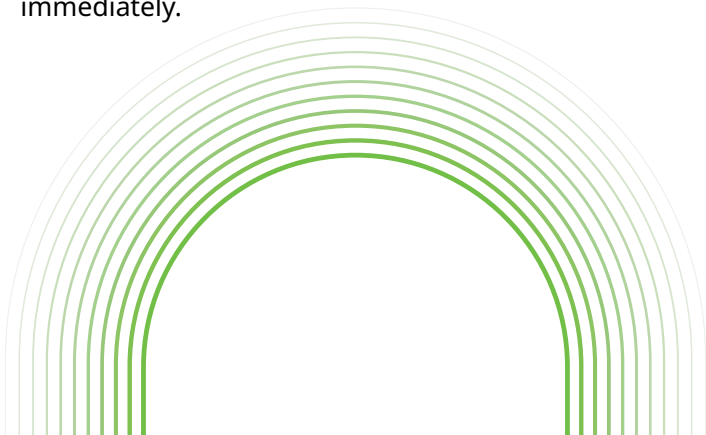
## ***Intellectual Property***

We must protect Cohesity's intellectual property rights and respect the intellectual property rights of others.

- Use Cohesity software, technology, documentation, trademarks, and/or copyrighted materials appropriately and in accordance with our policies.
- Do not knowingly infringe the intellectual property rights of third parties—if you have any doubts about this, contact Cohesity's [Intellectual Property & Products Team](#) in the Legal Team.
- Honor any obligations to your past employer(s) to protect their confidential information and intellectual property and do not bring any such information into Cohesity.
- Follow our [Open-Source Software Use and Distribution Policy](#) when utilizing open-source software.
- If you become aware of any unauthorized use of copyrights, trademarks, trade secrets, or proprietary or confidential information, promptly raise a concern to the Compliance & Ethics Team or the Legal Team.

Related Resources:

- [Intellectual Property & Products Team](#)
- [Copyright, Trademark, and Disclaimer Notice](#)
- [Open Source Software Use and Distribution Policy](#)
- [Cohesity Brand Guidelines](#)





## Insider Trading

We must comply with all applicable U.S. federal, state, local, and international insider trading and securities laws governing securities transactions, including Cohesity's securities when the company is public. As a Cohesian, you may have access to or receive material, nonpublic information about Cohesity customers, vendors, suppliers, distributors, or other companies engaged in business or contemplating a transaction with Cohesity.

You must not share material, nonpublic information unless proper legal protections, such as a non-disclosure agreement (NDA), are in place. You must not trade or tip others to trade any company's securities while in possession of material, nonpublic information about that company. "Nonpublic" information is any information that has not yet been disclosed or absorbed by the public. Nonpublic information is "material" if a reasonable investor would consider the information important in deciding whether to buy or sell stock. Examples of material, nonpublic information may include unreleased financial results, pending mergers or acquisitions, data breaches, or introduction of new products or services. Buying or selling stock while in possession of material, nonpublic information or tipping others to buy or sell is a violation of insider trading laws and Cohesity policy. Insider trading may result in substantial civil and criminal penalties, including the possibility of a jail sentence.

If you have questions about material, nonpublic information, promptly [contact the Legal Team](#). Visit [Policy Central](#) for policy specifics regarding insider trading.



## Communicating Externally

We are deliberate and thoughtful in how we publicly present Cohesity and place a high value on our credibility and reputation. We carefully consider our public communications to ensure they reflect our RADIO values and follow our policies.

What is publicly written or said about Cohesity directly impacts our reputation, positively or negatively. We are committed to providing fair, timely, accurate, and complete information in response to public requests, consistent with our obligations to maintain the confidentiality of competitive and proprietary information.

- Only an authorized spokesperson may communicate Cohesity's material, nonpublic information to the press. Authorized spokespersons include the Chief Executive Officer, Chief Financial Officer, Chief Marketing Officer, Head of Investor Relations, Vice President, Corporate Communications, and such individuals' designees.
- Our [External Communications Policy](#) provides the best practices for Cohesity's marketing personnel with regard to developing content for the general public on behalf of Cohesity through social media, press releases, webinars, our website, or other similar or analogous external communications.
- When communicating with customers, channel partners, and vendors for commercial purposes, do not disclose any material, nonpublic information (e.g., our future road maps) or forward-looking statements unless proper procedures have been followed and express Legal Team approval has been received. As a reminder, always seek guidance if any such information may be confidential, sensitive, or proprietary in nature. For more information, see the Code section "Safeguarding Assets and Confidential Information."

- If you are contacted by an outside source or the media with a request for information about Cohesity (including any request regarding information about our employees, directors, officers, or operations), do not respond. Instead, refer the inquiry to an authorized spokesperson. In order to avoid providing inaccurate, incomplete, or material information to outside sources, only an authorized spokesperson may make or approve public statements regarding Cohesity.
- If you are invited to speak at a public event/webinar/podcast/techtalk or a similar speaking opportunity, [notify the Legal Team](#). Your slides, talking points, or materials for the event may require the Legal Team's review and/or additional approvals. Additionally, please refer to our [Conflicts of Interest Policy](#) regarding approvals and disclosures of such activities.
- Never share communications you've had with the Legal Team with any third party without express permission from the Legal Team. This includes both written and verbal communications even if you think they are informal or nonsensitive.
- Follow Cohesity's [Social Media Policy](#) and ensure you're discreet, responsible, and respectful in your online activities.

### Related Resources:

- [Conflicts of Interest Policy](#)
- [External Communications Policy](#)
- [Social Media Policy](#)
- [Legal Communications Policy](#)



# OUR RELATIONSHIPS

## Protecting Privacy and Personal Data

We are transparent about how we handle PII and other sensitive data, and we respect the privacy of our employees, customers, and business partners who share personal data with us. During the course of our activities, we may collect, store, and process PII about our current (or former) employees, partners, workers, job applicants, agency workers, consultants, individual contractors, directors, and other third parties. We handle this information responsibly and consistently with applicable data protection and privacy laws. The correct and lawful treatment of PII helps maintain confidence in Cohesity and provides for successful business operations.

### Related Resources:

- [Employee Data Protection Policy](#)
- [Cohesity Privacy Policy \(website\)](#)



## Competing with Integrity

We compete fairly and honestly.

- Using or disclosing or encouraging others to use or disclose other companies' proprietary, confidential, or trade secret information without the owner's prior consent or any theft or misappropriation of such information is strictly prohibited.
- Resellers should decide end-user pricing and respond to tenders themselves. Cohesity never sets end-user pricing regardless of local practices or what a particular end user asks us for. Reach out to the [Legal Team](#) for guidance if you have questions.
- Do not propose or enter into any agreement (whether formal or informal) with any competitor that harms or reduces competition. For example, agreements to fix or control prices for Cohesity products or services; boycott suppliers, partners, or customers; divide or allocate customers or markets; or coordinate on the bidding process are strictly prohibited.
- Do not share competitively sensitive information, such as price, profit or profit margin, exchange rates, costs, credit terms, or quotes for a specific customer's business with any of their competitors.

### ***Advertising and Marketing Standards***

Cohesity advertising, marketing, or promotional activities must comply with all applicable laws, rules, and regulations and must be truthful and accurate. This means that these materials may not be false or misleading or have a tendency to deceive. You must be able to substantiate any claims referenced in advertising, marketing, or promotional materials. Additionally, any advertised offers must include clearly disclosed material terms and limitations. For additional guidance on this topic, please [contact the Legal Team](#).

### ***Sales Practices***

All Cohesity sales practices must reflect a commitment to honest, accurate, and fair dealings with our current and potential partners and customers. Cohesity partners are also prohibited from engaging in any misleading or deceptive sales practices.

### ***Quarterly Field Certifications***

Individuals involved in sales transactions and other selected individuals are required to provide quarterly certifications to reinforce Cohesity's expectations regarding business conduct and sales practices and to ensure all transacted business meets the standards of our Code and other relevant Cohesity policies.

#### **Related Resources:**

- [Channel Partner Code of Conduct](#)
- [Quarterly Field Certification Program Policy](#)
- [Bookings Policy](#)

## Giving and Receiving Gifts and Entertainment

We build and strengthen our business relationships with transparency and integrity. While exchanging gifts and business courtesies is helpful to develop and promote goodwill, it is critical that we never ask for, request, or expect gifts or hospitality in exchange for business favors. Additionally, we avoid giving lavish or frequent gifts or entertainment that could compromise objectivity or create an appearance of impropriety.

All business gifts and entertainment must be infrequent and appropriate for the business relationship and culturally appropriate and may not violate laws or regulations. No gift or entertainment should be offered, given, provided, or accepted unless it:

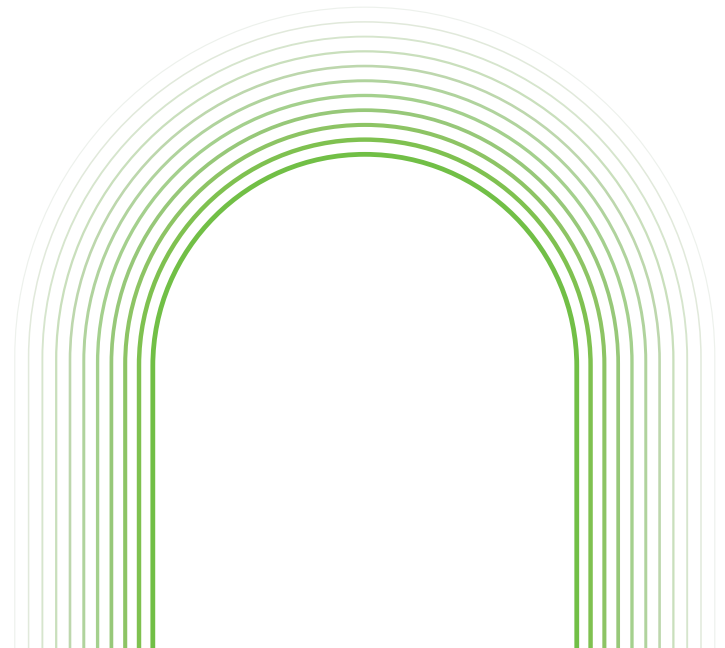
- Is **not** a cash gift (including gift cards unless pursuant to a company-sanctioned program or marketing event).
- Is **consistent** with customary business practices.
- Is **not** “excessive in value”
- **Cannot** be construed as a bribe or payoff.
- **Does not** involve any quid pro quo.
- Does **not** violate any laws or regulations.

The criteria above are complex and can be difficult to navigate. Refer to our [Gifts, Entertainment and Business Courtesies Policy](#) for rules and requirements.

The above requirements also apply to gifts and entertainment among Cohesity employees. Violations of these requirements regarding business entertainment and gifts may result in disciplinary action up to and including termination of employment as well as denied reimbursement for the expenditure at issue.

### Related Resources:

- [Anti-Bribery, Corruption, and Money Laundering Policy](#)
- [Conflicts of Interest Policy](#)
- [Global Fraud Policy](#)
- [Gifts, Entertainment and Business Courtesies Policy](#)
- [Global Travel & Expense Reimbursement Policy](#)



## Interacting with Public Sector and U.S. Government Officials and Personnel

We follow all applicable U.S. government (federal, state, and local departments and agencies) legal and regulatory requirements when interacting with public sector and U.S. government officials and personnel. These specific rules often vary widely from other commercial customers and govern gifts and entertainment, conflicts of interest, billing, security obligations, business development engagement, and advocacy on policy matters. A violation can lead to serious financial and reputational harm and may prohibit Cohesity from future U.S. government and public sector business.

### ***Business Courtesies, Gifts, and Entertainment***

Cohesians are prohibited from giving anything of value to public sector or U.S. government officials or personnel without preapproval from the Legal Team or the Compliance & Ethics Team. Anything that violates U.S. federal gifting requirements or a public sector entity's policy is prohibited. All marketing events or similar programs relating to Cohesity's U.S. Federal business that could be perceived as a violation of the federal Standards of Ethical Conduct (e.g., standards set by the Office of Government Ethics) must be reviewed and approved by the Compliance & Ethics Team. Refer to our [Gifts, Entertainment and Business Courtesies Policy](#) rules and requirements.

### ***Mandatory Disclosures***

The U.S. Government requires Cohesity to affirmatively report on any violation of a federal criminal law involving fraud, conflicts of interest, bribery, gift and gratuity restrictions, or the False Claims Act of which Cohesity becomes aware in the course of its business.

### ***Organizational Conflict of Interest (OCI)***

Cohesity is prohibited from engaging in conduct that may create an OCI. This includes:

- Inappropriately influencing the U.S. government's decisions.
- Defining the terms of a procurement for which Cohesity may have an interest in competing.
- Having unequal access to nonpublic information in a competitive U.S. government procurement.

### ***Lobbying and Political Participation***

- Cohesity's actions in any political process must be directed by the Legal Team.
- Do not directly or indirectly lobby on behalf of Cohesity without written authorization from the Legal Team.
- Do not use Cohesity funds to help elect individual candidates to public office even if allowed by law.
- You must undertake personal political and civic activities on your own time, at your own expense, and in compliance with Cohesity's [Conflicts of Interest Policy](#).

### **Related Resources:**

- [Anti-bribery, Corruption, and Money Laundering Policy](#)
- [Gifts, Entertainment and Business Courtesies Policy](#)
- [Conflicts of Interest Policy](#)



## Preventing Bribery, Corruption, and Money Laundering

### *Anti-Bribery and Anti-Corruption*

We have zero tolerance for bribery, kickbacks, and corruption. Even if bribery and corruption are a common way of doing business in a particular country or region, that is not Cohesity's way of doing business under any circumstances.

Bribery comes in many forms and does not only mean the payment of money. In your work for Cohesity, do not offer, give, promise, or authorize the giving of anything of value, including money, a favor, a fee, a job, entertainment, a gift, a loan, a rebate, a reward, a payoff, travel expenses, charitable donations, or products to anyone to obtain any business, to improperly influence any act or decision, or to otherwise gain an improper advantage.

**You must take extra precautions when dealing with foreign government and public sector officials, including employees of enterprises that are owned (in whole or in part) by foreign governments.** The U.S. Foreign Corrupt Practices Act prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. Additionally, many countries individually enforce public sector and commercial bribery. It is strictly prohibited to make illegal payments to government officials of any country or use third parties to do the same.





## ***Anti-Money Laundering***

We abide by all applicable anti-money laundering laws, rules, and regulations in all jurisdictions in which we operate. Cohesity requires that its customers, vendors, and business partners do the same.

Money laundering is the process by which a person or entity conceals the existence, nature, or source of the proceeds of illegal activity (“criminal funds”) and disguises them to appear legitimate and avoid government detection. Some examples of money laundering include:

- Engaging in a financial transaction involving criminal funds in order to conceal the nature, source, or ownership thereof.
- Engaging in a financial transaction involving criminal funds in order to promote further offenses.
- Transporting criminal funds into, out of, or through the United States.
- Engaging in a financial transaction involving criminal funds in order to evade taxes on the income produced by the illicit activity.
- Structuring financial transactions in order to evade reporting requirements.
- Smuggling unreported cash across a U.S. border.
- Failing to comply with the U.S. Department of the Treasury’s anti-money laundering provisions.

Raise a concern regarding any activity that may indicate possible money laundering or otherwise illegal activities, such as:

- Payment in a currency other than that specified in the contract.
- Payment to countries with no relation to the contract.
- Payment in cash.
- Payment to others who are not part of the agreement.
- Any other odd or uncommon payment requests.

### **Related Resources:**

- [Anti-Bribery, Corruption, and Money Laundering Policy](#)
- [Gifts, Entertainment and Business Courtesies Policy](#)
- [Channel Partner Code of Conduct](#)

**Money laundering is the process by which a person or entity conceals the existence, nature or source of the proceeds of illegal activity and disguises them to appear legitimate and avoid government detection.**

## Complying with Export Control Laws

We comply with all applicable export control laws and trade restrictions. These laws and restrictions regulate sophisticated goods, software, and advanced technology and may limit who may receive such items based on the country involved. Commercial activity with certain countries, territories, entities, persons, or sectors is prohibited.

Violations can lead to significant penalties, including potential loss of export privileges, which could make it difficult or impossible to conduct our business.

- Remain alert to any suspicious activities, such as other parties sending our items to prohibited destinations or for prohibited end uses.
- Watch for boycott requests and understand that Cohesity does not participate in unlawful boycotts.
- Understand that export controls and restrictions also apply to activities performed by third parties on Cohesity's behalf. Follow our third-party due diligence requirements to ensure third parties have been properly screened for compliance with sanctions, export controls, and anti-boycott requirements.
- Maintain accurate and complete records related to export and trade activities.

### Related Resources:

- [Global Logistics](#)



# OUR COMMUNITIES

## Living Our Environmental, Social, and Governance (ESG) Commitments

We strive to build a more sustainable, equitable, and secure future by integrating ESG goals across Cohesity and aligning them with our core business strategies. We continue to adopt new strategies and foster leadership in these areas to deepen our ESG program and commitments.

### ***Diversity, Equity, Inclusion and Belonging***

Cohesity is driven to create a culture of belonging where everyone is seen, heard, celebrated, and empowered to bring our authentic selves to work and thrive. We believe there is strength in our differences and are committed to building and fostering a more diverse, equitable, and inclusive community within Cohesity. Our global diversity, equity, and inclusion strategies center around community building, recruiting (or attracting) and developing talent, sourcing, and supplier relationships. We strive to increase the demographic diversity of our employee population while cultivating an inclusive culture that leverages our unique experiences and backgrounds to accelerate our organizational performance by:

- Ensuring DEIB is a key component of our hiring and development practices.
- Increasing our focus on women in technology and underrepresented talent.
- Creating opportunities for new affinity and employee resource groups (ERGs).
- Helping all Cohesians build awareness about conscious inclusion.

### ***Caring for Our Communities***

We're proud to be a company that cares about the communities around us. Giving our time, talents, and passion to our local communities is something we care about and take great pride in. Throughout the year, our teams across the globe support various causes and organizations through our [Cohesity for Good program](#).

### ***Charitable Contributions***

How and to whom we give reflects strongly on who we are as a company. As we mature our ESG program, charitable giving is a key component to supporting our communities and giving back globally. See the "Giving and Receiving Gifts and Entertainment" section of this Code and our [Gifts, Entertainment and Business Courtesies Policy](#) for additional information and guidance regarding charitable contributions made on Cohesity's behalf.

**Our global diversity, equity, and inclusion strategies center around community building, developing talent, sourcing, and supplier relationships.**

### ***Environmental Laws***

Cohesity is committed to conserving, protecting, and respecting the environment. We conduct our operations in compliance with all applicable environmental laws, regulations, and standards and expect our partners to do the same. We encourage our partners to have their own environmental management plan and create internal goals to reduce environmental impact.

### ***Our Supply Chain***

Cohesity is committed to working with partners who demonstrate the highest ethical standards and operate according to legal requirements and accepted economic principles as well as human rights and environmental guidelines. Cohesity prioritizes sourcing from vendors that reflect the values of both Cohesity and our customers. As Cohesity continues to enhance its ESG program, our values-based procurement strategy will focus on climate and environmental protection, diversity, and corporate due diligence on human rights in global supply chains.

### ***Human Rights, Labor Standards, and Fair Labor Practices***

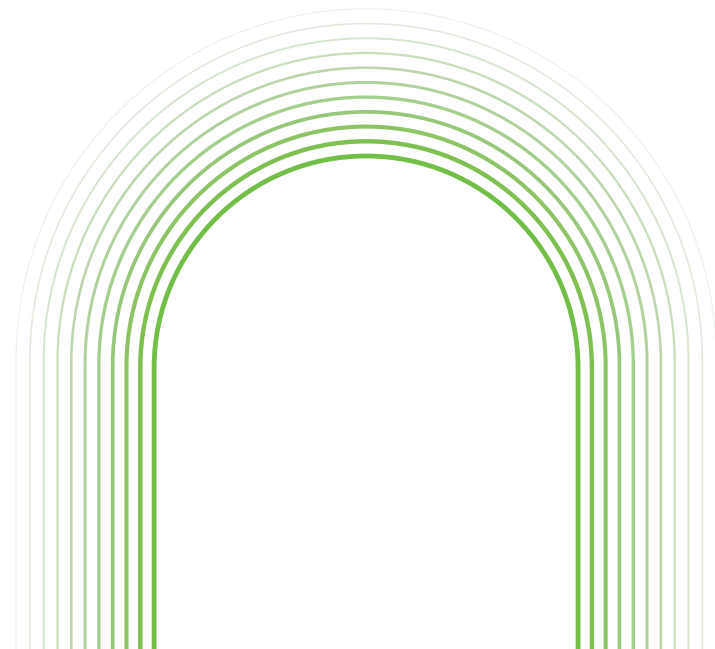
We are committed to protecting and promoting human rights wherever we do business by:

- Supporting internationally recognized human rights and treating employees fairly, with dignity and respect.
- Complying with all applicable laws and regulations regarding health and safety in the workplace, wages, and benefits.
- Working toward the eradication of human trafficking and slavery and the elimination of child labor in our operations and supply chains.

Additionally, Cohesity expects our partners to support fair labor practices and to create a safe work environment that is also free from harassment and discrimination. Partners must also comply with all relevant slavery and human trafficking and other applicable laws in the countries in which they do business..

#### **Related Resources:**

- [Channel Partner Code of Conduct](#)
- [Gifts, Entertainment and Business Courtesies Policy](#)





# OUR RESOURCES

## People Team

<https://sites.google.com/cohesity.com/connect/help/people-team-services>

## Legal Team

<https://sites.google.com/cohesity.com/connect/functions/legal>

## Compliance & Ethics Team

[complianceandethics@cohesity.com](mailto:complianceandethics@cohesity.com)

### Mail to:

Cohesity  
Attn: Compliance & Ethics  
300 Park Ave, Suite 1700  
San Jose, CA 95110

## Cohesity Ethics Line

[www.cohesity.ethicspoint.com](http://www.cohesity.ethicspoint.com)

## Policy Central

<https://connect.cohesity.com/functions/legal/policy-central>