



PERFORCE

Code of Conduct

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A Message from CEO Jim Cassens

Team,

At Perforce Software, we earn, maintain, and grow our business relationships as a result of innovation, high-quality products, world-class customer service, and an unwavering commitment to ethical business practices. As we grow and progress, this commitment to operating with the utmost integrity must remain constant.

We are all representatives of Perforce, and our conduct shapes the perceptions people have of our company. If we are to continue our success in caring for our customers, our employees, and our business partners, each person we come into contact with must be treated with the utmost dignity and respect. We must never compromise our basic principles in order to achieve a business objective.

The Perforce Code of Conduct and Employment Principles provide a foundation for how we conduct ourselves as a corporation and as individuals representing the company. These standards are your guide for ensuring that Perforce conducts business with integrity, consistent with sound business practices and fostering trusted relationships with employees, customers, partners, shareholders, and government authorities.

Please take the time to familiarize yourself with these standards of conduct, as these principles will serve as a guide when you encounter ethical questions throughout your career. If you suspect misconduct, you can report it to your manager or [People & Culture](#) without fear of retaliation.

Thank you for acting with integrity in every action, every day.

Jim Cassens

CEO

Perforce Software



Our Mission

We solve the hardest DevOps challenges, enabling teams that create, test, or support technology initiatives to deliver innovation, quality. And security – faster.

Our Values

Community

Treat everyone – customers, employees, and the communities we work in – with dignity and respect.

Action

We all roll up our sleeves and get things done while doing what we say we're going to do.

Trust

We do the right thing when no one else is watching.

Customer

By delivering reliable solutions, expert services, and outstanding support, we focus every day on making our customers successful.

Humility

We check our egos at the door and work collaboratively to make Perforce successful.



Getting Started

Purpose

The Code of Conduct sets high standards of integrity for Perforce employees and business partners. It reflects our commitment to conducting business with integrity and acting in an ethical and compliant manner in all of our business activities.

Scope

The Code applies to all employees, consultants, contractors, temporary employees and third parties or agents performing services for us on our behalf.

ACCOUNTABILITY FOR EVERYONE:

At Perforce, we are each responsible for knowing and adhering to the values and standards set forth in this Code and for raising questions if we are uncertain about company policy. If we are concerned whether the standards are being met or are aware of violations of the Code, we must contact the HR department. We all have a role to play in upholding our ethical values and policies.

LEADERS

It is up to leaders, at all levels and parts of the company, to be engaged and accountable, and to actively promote a culture of integrity. We entrust our Leaders to lead by example and to drive an open environment in which employees are comfortable to speak up.

EMPLOYEES

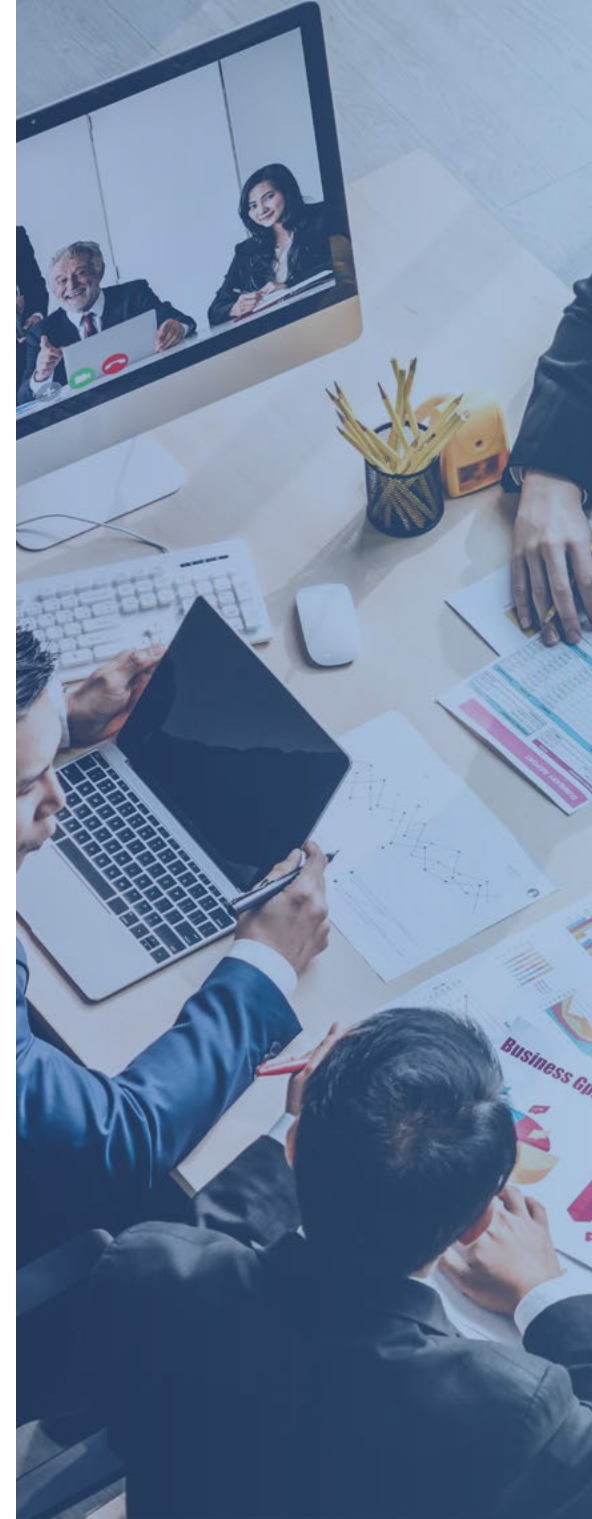
It is up to every employee, to know and understand the policies and rules, and to ask questions and raise concerns whenever something doesn't seem right.

In all cases, your obligations under the Code include:

- Reading, understanding, and following the Code of Conduct and its policies and seeking guidance when needed;
- Acting in a manner that is consistent with our core values and ethical standards,
- Promptly raising any and all compliance concerns;
- Avoiding any practices that may lead to unlawful conduct, an appearance of impropriety, or harm to Perforce's reputation;
- Fully supporting anyone who raises a concern and never retaliating in any way against anyone who does raise a question or concern;
- Cooperating fully in all investigations or audits.

VIOLATION OF THE CODE:

We are all expected to comply with our Code at all times. This Code will be strictly enforced and any violation may result in disciplinary action, up to and including termination. However, consideration may be given to those who self-report. We will not tolerate retaliation of any kind against any employee who, in good faith, makes a report or cooperates in an investigation.



A Global Code

With hundreds of employees around the world, Perforce operates under a wide variety of laws and regulations. At times, we tailor our decisions and actions to specific facts and situations. However, wherever we operate, our values and principles will not change. The Code highlights those values and principles which are instrumental in how we engage with our customers, business partners (such as vendors, suppliers, etc.), our colleagues and the communities where we work and live.

The Code applies in every country where we do business. If there is ever a conflict between this Code and local laws and/or supplemental policies that apply to our job, we must comply with the most restrictive requirement. If you have a question concerning the legality of your or other partners' conduct, you should consult with your manager or local HR Business Partner.



The Workplace – Our People and Community

Equality and respect are fundamental to our culture. As such, Perforce promotes a diverse and inclusive workplace where everyone is treated with dignity and respect. Discrimination, harassment, and retaliation, in any form, are prohibited.

Perforce provides equal opportunities to all employees in every aspect of employment, including recruitment, hiring, compensation, job assignment, promotion, and termination.

All employment decisions are made without regard to gender, race, religion, color, nationality, ethnic origin, citizenship, age, disability, sexual orientation, gender identity, characteristics or expression, marital status, or any other protected class. No one should be treated less favorably on the grounds of such characteristics.

Our communication with one another and third parties is always professional, respectful, and free from bias.

We also make reasonable accommodations for qualified individuals with disabilities and for colleagues with sincerely held religious beliefs. For these purposes, a “reasonable accommodation” is a modification or adjustment to job duties or the work environment that enables an employee to perform the essential functions of the job while not putting undue hardship on Perforce Software. Contact your manager or Human Resources if you believe you require an accommodation to perform the essential functions of your position, need a religious accommodation or have questions.



Fostering a Respectful Work Environment

Perforce promotes a work environment free from any intimidating or offensive behavior everywhere we do business and for everyone, including our employees, customers, suppliers, and business partners. This includes, for example, any verbal, physical, or other interaction that could be construed as harassment (sexual or otherwise), hate speech, or bullying, whether done face-to-face or electronically.

Examples of harassment can include:

- Slurs, disparaging remarks, off-color jokes, insults, vulgar language, epithets and teasing
- Displaying offensive posters, symbols, cartoons, drawings, computer images or e-mails

Examples of sexual harassment can include:

- Unwelcome propositions, demands or advances of a sexual nature
- Unwelcome physical contact such as hugging, kissing, grabbing, pinching, patting or brushing up against someone
- Unwelcome and inappropriate remarks about someone's body or appearance, sexual gestures or comments, or unwanted verbal or physical interactions of a sexual nature

- Unwelcome vulgar or obscene gestures, language or comments
- Teasing or other conduct directed toward a person because of his or her gender which is sufficiently severe or pervasive to create an unprofessional and hostile working environment.

Examples of bullying can include:

- Humiliation, threats or abuse
- Aggressive behavior
- Teasing or practical jokes
- Pressuring someone to do something against his or her will



Promoting a Safe, Secure and Healthy Workplace

HEALTH AND SAFETY

Perforce is strongly committed to maintaining a safe, secure, and healthy environment. As a company we adhere to all applicable health and safety laws and regulations as well as internal rules and policies to help ensure workplace safety.

We expect our suppliers, contractors, and other business partners to meet the same standards and place equally high priority on health, safety, and labor conditions in their operations.

WORKPLACE VIOLENCE

Threats, threatening language or any other acts of aggression or violence made toward or by any Company employee will not be tolerated. A threat includes any verbal or physical harassment or abuse, any attempt at intimidating or instilling fear in others, menacing gestures, flashing of weapons, stalking or any other hostile, aggressive, injurious or destructive action undertaken for the purpose of domination or intimidation.

Supporting Human Rights

Perforce has an unwavering commitment to treating each other with respect and dignity. Perforce prohibits the use of forced, compulsory, or trafficked labor, or anyone held in slavery or servitude, whether adults or children, and Perforce expects that its suppliers will hold their own suppliers to the same high standards.



Business Practices

CONFLICT OF INTEREST AND BUSINESS ETHICS

It is Perforce's policy that all employees avoid any conflict between their personal interests and those of the Company. The purpose of this policy is to ensure that the Company's honesty and integrity, and therefore its reputation, are not compromised. The fundamental principle guiding this policy is that no employee should have, or appear to have, personal interests or relationships that actually or potentially conflict with the best interests of the Company.

While not an exhaustive list, the situations that would constitute a conflict in most cases include but are not limited to:

- holding an interest in or accepting free or discounted goods from any organization that does, or is seeking to do, business with the Company, by any employee who is in a position to directly or indirectly influence either the Company's decision to do business, or the terms upon which business would be done with such organization;
- holding any interest in an organization that competes with the Company;
- being employed by (including as a consultant) or serving on the board of any organization which does, or is seeking to do, business with the Company or which competes with the Company; and/or
- profiting personally, e.g., through commissions, loans, expense reimbursements or other payments, from any organization seeking to do business with the Company.

A conflict of interest would also exist when a member of an employee's immediate family is involved in situations such as those above.

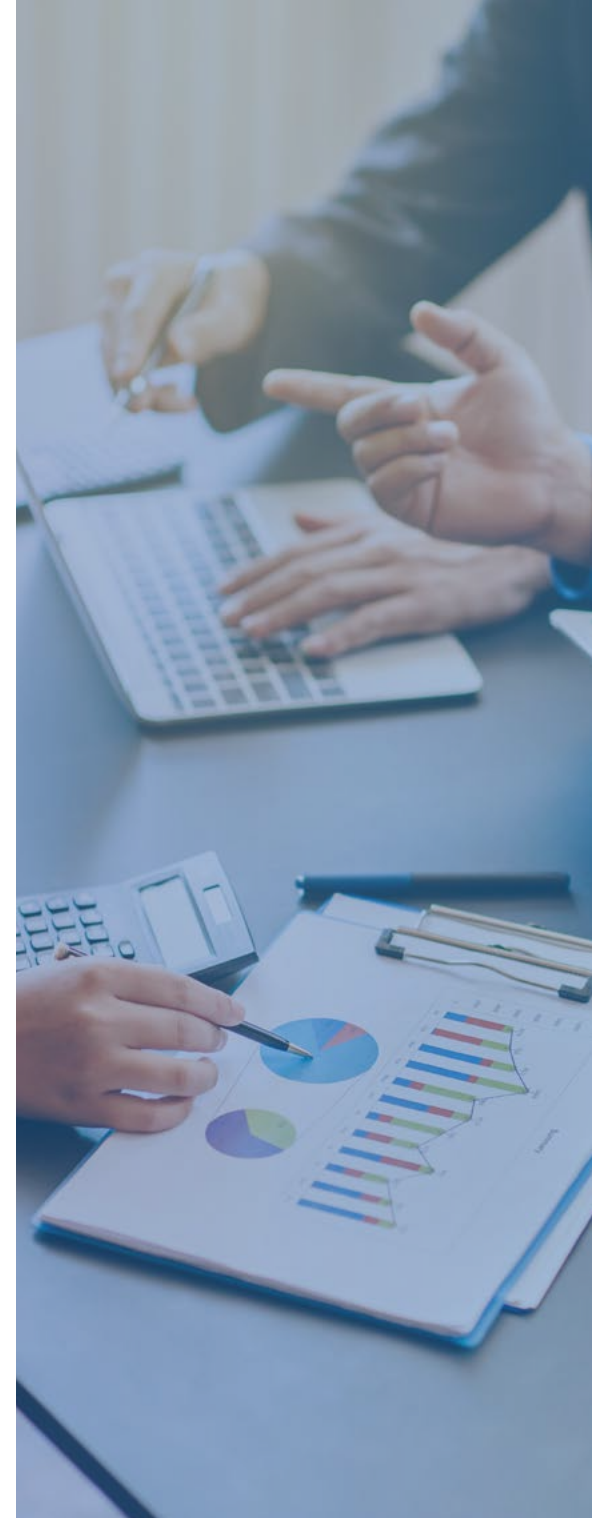
Determining whether a conflict of interest exists is not always easy to do. Employees with a conflict of interest question should seek advice from management. Before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, employees must seek review from their managers and Human Resources.

ANTI-BRIBERY AND CORRUPTION

Perforce is committed to establishing the highest standards and promotion of good practice in bribery and corruption prevention as a reflection of its core values of integrity, corporate responsibility and transparency.

All Perforce Personnel and Associates are expected to conduct Perforce business legally and ethically. Perforce will not tolerate any form of bribery or corruption either directly or through third parties. Perforce will conduct every national and international business transaction with integrity, regardless of differing local manners and traditions, and will comply with the laws and regulations of each foreign country in which Perforce operates (except to the extent inconsistent with U.S. or U.K. law), particularly the provisions of the FCPA in the U.S. and the Bribery Act in the U.K.

Bribery or corruption of any kind in any jurisdiction, regardless of local custom or practice, is strictly prohibited.



Business Practices (cont.)

No Perforce Personnel or Associate shall offer, promise, give any payment, advantage or anything of value, to any person, in order to improperly influence or induce that person to act in any way or to secure any form of advantage for Perforce, including obtaining or retaining business, obtaining or retaining an advantage in the conduct of business, or directing business to any person or entity.

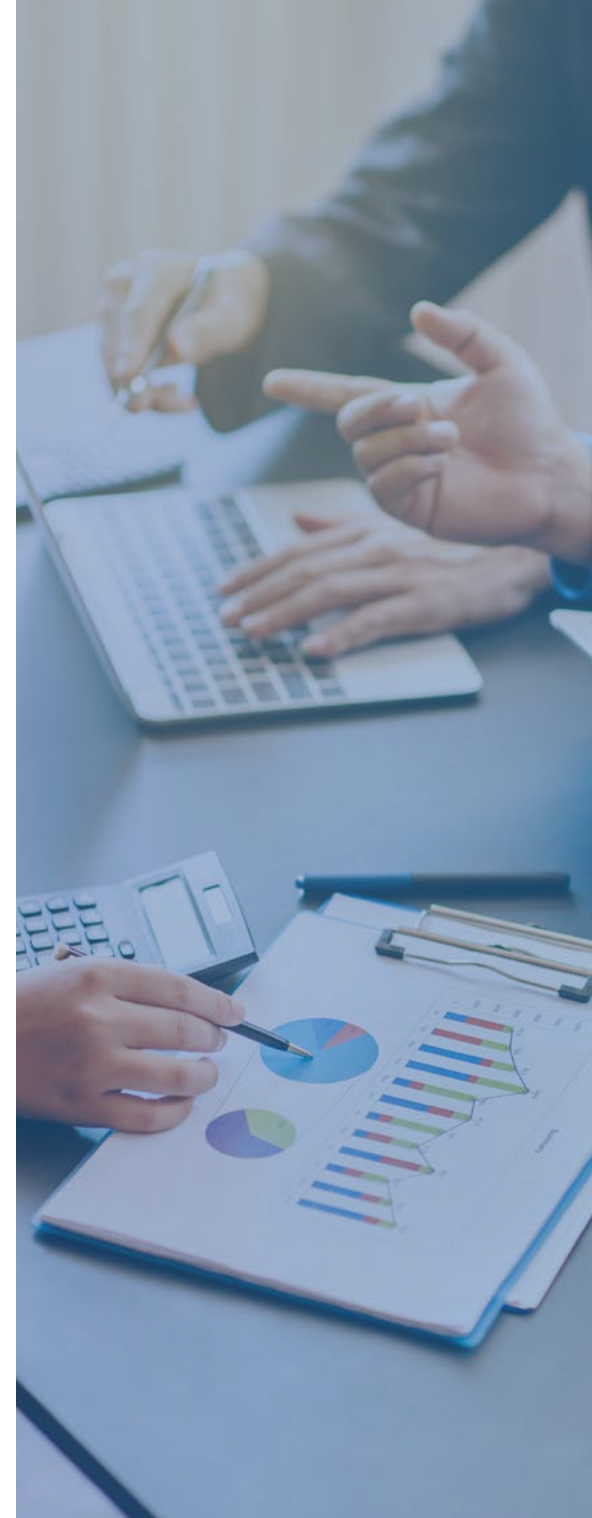
Nor shall any Perforce personnel or associate engage in any activity that would lessen the reputation or integrity of Perforce.

GIFTS AND HOSPITALITY

Perforce does not seek to gain any improper advantage through the giving of gifts, entertainment, hospitality, loans, gratuities or other courtesies. Similarly, the impartial judgment of Perforce Personnel and Associates must not be compromised through the receipt of such courtesies. Giving or receiving gifts or other gratuities must be performed and approved under the rules of the Perforce Code of Ethics Policy.

COMPETITION

We are dedicated to ethical and fair competition. We sell our products and services based on their merit, superior quality, functionality and competitive pricing. We make independent pricing and marketing decisions and do not improperly cooperate or coordinate our activities with our competitors. We do not offer or solicit improper payments or gratuities in connection with the purchase of goods or services for Perforce or the sales of its products or services.



Our Responsibility

CONFIDENTIAL COMPANY INFORMATION

Integral to Perforce's business success is our protection of confidential company information, as well as nonpublic information entrusted to us by employees, customers and other business partners. Use of proprietary or confidential information must be used for ethical and legal purposes. We are committed to protecting this information against loss, theft or other misuse.

Confidential or proprietary Information is any important or valuable information that has not been disclosed to the general public. Examples of confidential or proprietary information includes financial information, inventions, intellectual property and trade secrets, corporate strategy, pricing strategies and customer, supplier and business partner information.

Confidential or proprietary Information may not be disclosed or distributed except as authorized by Perforce.

PERSONAL DATA

We respect the privacy of our customers, our coworkers and others with whom we conduct business, and we handle their personal information with care. "Personal information" is any information that could be used to identify someone, either directly or indirectly, such as a name, employee ID, email address or phone number. There are data privacy laws that prescribe how to responsibly collect, store, use, share, transfer and dispose of personal information, and we strive to comply with those laws everywhere we operate.

ACCEPTABLE USE OF COMMUNICATION AND COMPUTER SYSTEMS

Company resources, including time, material, equipment and information, are provided for company business use. Occasional personal use is permissible as long as it does not affect job performance or cause a disruption to the workplace.

Generally, we will not use company resources to conduct outside business. Employees and those who represent Perforce are trusted to behave responsibly and use good judgment to conserve company resources.

We are each responsible for keeping our information resources and information systems safe by following our information security policies and procedures.

INTELLECTUAL PROPERTY

It is important that we respect the property rights of others. We will not acquire or seek to acquire improper means of a competitor's trade secrets or other proprietary or confidential information. We will not engage in unauthorized use, copying, distribution or alteration of software or other intellectual property.



