



# Code of Conduct



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Welcome to Bizagi's Code of Conduct. Our Code of Conduct applies to all Bizagi employees, directors, and officers in every country. In addition, third parties, such as consultants, agents, and suppliers, are required to comply with the Code of Conduct when acting on Bizagi's behalf.

### Message from CEO

As we continue to grow, innovate, build a culture based on the principles of respect and transparency, and be a leader in the automation market, it's our duty to our customers, our business associates, the communities we serve, and our company to uphold the highest standard of ethical conduct, integrity, and compliance in all that we do.

I ask that you read our Code of Conduct carefully and to think deeply about how our everyday actions affect our colleagues, our customers, our investors, and our communities. The Code places emphasis on issues of increased attention within the industry, in public discussion, or among investors, such as diversity and inclusion, privacy, safety and health and social media. You may face ethical decisions in your day-to-day work, and I urge you to ask for guidance or raise any concerns through the channels outlined in this Code. Our reputation and success depend on the personal commitment we all make to understanding and living our values and behaving ethically and legally.

We have a shared commitment and responsibility to uphold these principles outlined in our Code. We will not tolerate any deviation from our Code. Please consult with your manager, the HR team or myself for guidance if you are not clear on how to uphold this Code.

Thank you for following our Code, living our values, and fulfilling our purpose.

Gustavo Gomez

CEO

## I. Bizagi Values

Our Company values serve many purposes, from helping us make informed decisions to driving our behaviors with our colleagues and customers. Values create a unique identity of what Bizagi stands for.

### Collaborative



Being collaborative enables us to connect with our colleagues and customers to ensure that we deliver the outcomes that our customers want and need.

### Innovative



Allowing space for ideas to be explored and having a learning mindset enables us to always improve through creative and forward-thinking approaches.

### Responsive



Our ability to adapt and be nimble enables us to move at pace, make important changes quickly as well as predict and adapt to customers' needs to remain competitive.

## II. Bizagi & Our Employees-Workplace Environment

### a. Raising Concerns

Speak up if you experience or witness disrespectful, inappropriate, fraudulent, un-ethical or illegal behavior, including concerns about sexual harassment, harassment or discrimination based on personal characteristics (such as race, color, ancestry, national/regional or ethnic origin, religion, sex, gender identity, sexual orientation, pregnancy, age or disability), retaliation or workplace violence or threats.

If you know of, or have good reason to suspect, an unlawful or unethical situation or believe you are a victim of prohibited workplace conduct, immediately report the matter through any of Bizagi's Communication Channels:

- Your manager is usually the best place to start.
- Bizagi Human Resources

### b. Non-Retaliation

Bizagi will promptly review your report of unlawful or unethical conduct and will not tolerate threats or acts of retaliation against you for making that report.

### c. Diversity and Inclusion

Innovation, along with our other values of Collaboration and Responsiveness, form the foundations of life at Bizagi. Innovation can only be achieved by diversity of thought; and that diversity begins and ends with our Employees. Through diversity of backgrounds and perspectives, we gain the benefit of different ways of looking at our company. Promoting inclusion leads to innovative breakthroughs for our customers and an engaging employee experience for our people.

Our entire executive team encourages colleagues to expand their knowledge and gain new experiences. Inclusion comes from open interactions with people who think differently than us. It comes from teams that collaborate across disciplines, identities, and cultures from around the globe. We want Bizagi to be a place where people from all walks of life can belong.

At Bizagi we are committed to encouraging and ensuring equality, diversity and inclusion among our workforce, and eliminating unlawful discrimination.

#### Bizagi will:

- Provide equality, fairness and respect for all employees.
- Not unlawfully discriminate because of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race (including colour, nationality, and ethnic or national origin), veteran status, religion or belief, sex and sexual orientation, or any other status protected by applicable local law.
- Oppose and avoid all forms of unlawful discrimination. This includes in pay and benefits, terms and conditions of employment, dealing with grievances and discipline, dismissal, redundancy, leave for parents, requests for flexible working, and selection for employment, promotion, training or other developmental opportunities.

#### Bizagi commits to:

- Encourage equality, diversity, and inclusion in the workplace as they are good practice and make business sense
- Encourage social cohesion and reduce social and economic barriers
- Create a working environment free of bullying, harassment, victimization, and unlawful discrimination, promoting dignity and respect for all, and where individual differences and the contributions of all staff are recognized and valued.

This commitment includes training managers and all other employees about their rights and responsibilities. Responsibilities include staff conducting themselves to help the organization provide equal opportunities in employment, and prevent bullying, harassment, victimization, and unlawful discrimination.

All employees should understand they, as well as Bizagi, can be held liable for acts of bullying, harassment, victimization, and unlawful discrimination, in the course of their employment, against fellow employees, customers, suppliers, and the public

- Bizagi takes seriously complaints of bullying, harassment, victimization, and unlawful discrimination by fellow employees, customers, suppliers, visitors, the public, and any others in the course of the organization's work activities.

Such acts will be dealt with as misconduct under the organization's grievance and/or disciplinary procedures, and appropriate action will be taken. Subject to local laws and regulations, particularly serious complaints could amount to gross misconduct and lead to dismissal with or without notice.

Further, sexual harassment may amount to both an employment rights matter and a criminal matter, such as in sexual assault allegations.

- Ensure opportunities for training, development, and progress are available to all staff, who will be helped and encouraged to develop their full potential, so Bizagi can fully utilize their talents and resources to maximize the organization's efficiency.
- Make decisions concerning staff based on merit (apart from any necessary and limited exemptions and exceptions allowed under applicable local laws).
- Review employment practices and procedures to ensure fairness and update them to take account of changes in the law.
- Monitor the demographics of the workforce regarding information such as age, sex, ethnic background, sexual orientation, religion or belief, and disability in encouraging equality, diversity, and inclusion.

#### **d. Preventing Discrimination, Harassment, and Bullying**

We strive to provide a work environment free of discrimination and harassment. We are an equal opportunity employer, and employment decisions are based on merit and business needs.

We all must ensure that we never verbally or physically mistreat others or engage in offensive behaviour, and we should not tolerate those who do. This behaviour includes harassing, bullying, abusive or intimidating treatment, inappropriate language or gestures, disorderly conduct, violence, and any other conduct that interferes with a co-worker's ability to do their job. The Company takes allegations of discrimination, intimidation, harassment, and retaliation very seriously. Bizagi will promptly conduct an investigation and take appropriate corrective action when warranted, including discipline, up to and including termination of employment.

#### **e. Environment, Health, and Safety**

To work effectively, all of us need a healthy and safe work environment. All of us should be safe at our place of work. We monitor our facilities and protect against hazards that may cause serious physical harm in accordance with all local laws.

Should you observe any unsafe situations at work, please reach out to Human Resources at [HR@bizagi.com](mailto:HR@bizagi.com). Please also take the time to familiarize yourselves with emergency procedures and the safety manuals applicable to your location.

Other prohibited conduct, because of its adverse impact on the work environment, includes:

- Threats or violent behaviour
- Possession of weapons of any type
- Use of recording devices, including cell phone cameras and web cameras, except as established on the [Physical and environmental Security Policy](#).
- Use, distribution, sale or possession of illegal drugs, or any other controlled substance,

- except for approved medical purposes
- Being under the influence of illegal drugs, controlled substances used for non-medical
- purposes

If your conduct on or off the job adversely affects your performance, that of other employees, or Bizagi's legitimate business interests, you may be subject to disciplinary action, up to and including termination of employment.

#### **f. Immigration Laws**

You must ensure that you, and any employees that report to you, comply with all applicable immigration laws and/or the advice of Bizagi's designated immigration service providers. At all times, Bizagi employees must possess proper work authorization for the country in which they are working. If you travel internationally on business, you are responsible for obtaining the appropriate visa before attempting to enter a host country. Visa requirements apply to all Bizagi employees who travel outside of their home countries for business purposes or who work on projects or international assignments outside of their home country for any duration. Bizagi also prohibits you from allowing contractors or other employees to work on a project without the proper authorization or documentation.

### **III. Bizagi Assets and Information**

#### **a. Intellectual Property**

At Bizagi, we protect, respect, and value business information and ideas, whether they belong to Bizagi or a third-party. It is important that we all understand that Bizagi may lose its competitive advantage if Bizagi's confidential information or other intellectual property is disclosed or otherwise provided to a third party. We also risk damaging our reputation and harming relationships with third parties with which we do business if we disclose or otherwise compromise the confidential information they share with Bizagi. Protecting information and ideas, whether our own or those of others, is crucial to the success of our company and strengthens our reputation as a trustworthy business partner.

As a Bizagi employee you will have access to and may develop intellectual property that belongs to Bizagi. When you joined Bizagi, you signed an employee agreement or other agreement in which you assumed specific obligations relating to intellectual property. For example, one such obligation is to assign Bizagi all your rights for the intellectual property you develop for the company. That intellectual property includes inventions, software, templates, publications, and other materials relating to Bizagi's current or anticipated offerings, business, research, or development. Subject to the laws of each country, this applies no matter where or when—at work or outside of working hours—you create such intellectual property.

Besides our people, Bizagi's most important assets are its intellectual property rights, which include:

- Copyrights
- Patents
- Trademarks
- Trade secrets

We are each responsible for protecting Bizagi's intellectual property rights by complying with Bizagi's policies and procedures that govern their protection. Maintaining the confidentiality of Bizagi's trade secrets and proprietary information is an important element of such protection. Please remember that this obligation continues even after you leave Bizagi.

#### **b. Open Source Software**

Do not confuse open-source software with software that is in the public domain. Open-sourcesoftware licenses often impose obligations that could result in a conflict of interest with Bizagi and the inappropriate transfer of Bizagi's intellectual property rights. If you want to be involvedwith or use open source software you must first obtain the legal department's approval and comply with Bizagi's [Open-Source Policy](#).

#### **c. Confidential Information**

Bizagi's confidential information is a valuable asset. It includes, without limitation, product architectures; source code; product plans and road maps; names and lists of customers and employees; and financial information. This information is the property of Bizagi and may be protected by patent, trademark, copyright, and trade secret laws.

All confidential information must be used for Bizagi's business purposes only and must be safeguarded. This responsibility includes securing, storage, and proper disposal of confidential information to which you have access. Your obligation extends to confidential information of third parties you have access to and that Bizagi has lawfully received under Non-Disclosure Agreements.

(i) **Non-Disclosure.** When you joined Bizagi, you signed an agreement which included an obligation to protect and hold as confidential Bizagi's proprietary information that you gain access to because of your employment. This agreement remains in effect for as long as you work for Bizagi and after you leave Bizagi. Under this agreement, you may not disclose Bizagi's confidential information to anyone or use it to benefit anyone other than Bizagi without the prior written consent of the Legal Department.

(ii) **Disclosure of Bizagi Confidential Information.** To encourage Bizagi's business objectives, our confidential information may be disclosed to potential business partners in limited circumstances. However, such disclosure should never be done without carefully considering all potential benefits and risks. If you, in consultation with your manager and other appropriate Bizagi management, determine that disclosure of confidential

information is necessary, you must always ensure that a non-disclosure agreement is signed before the disclosure. You must not sign a third party's non-disclosure agreement or accept changes to Bizagi's standard non-disclosure agreements without review and approval of the Legal Department.

(iii) Requests by Regulatory Authorities. Bizagi and its employees, agents, and contractors must cooperate with appropriate government inquiries and investigations. However, it is still important to protect the legal rights of Bizagi and other third parties concerning their confidential information. All government requests for information, documents or investigative interviews must be referred to the Legal Department for review. With respect to requests for financial information, it may be disclosed only with the prior approval of the Chief Financial Officer.

#### **d. Protect Bizagi Assets and Resources**

- (i) Bizagi owns tangible and intangible assets and is committed to protecting them. To safeguard these assets, Bizagi has established safety procedures and policies. All employees must identify and report the loss or risk of loss, the harm or risk of harm of any asset.
- (ii) All employees must identify and report improper and / or unauthorized use of resources such as:
  - Utilizing equipment or materials of Bizagi for personal use.
  - Disclosing information of Bizagi.
  - Inappropriate use of the goods or services delivered.
  - Failure to protect the integrity of the equipment.
  - Storing Bizagi's information on private computers or other means not provided or approved by Bizagi.
- (iii) Physical Access Control. Bizagi has and will continue to develop procedures covering physical access control to ensure communications privacy, maintain the security of Bizagi's communication equipment, and safeguard Bizagi's assets from theft, misuse, and destruction. You are personally responsible for complying with the level of access control that has been implemented in the facility where you work on a permanent or temporary basis.
- (iv) Bizagi Funds. Every Bizagi employee is personally responsible for all funds over which they exercise control. Bizagi funds must be used only for Bizagi's legitimate business purposes. Every employee, agent, and contractor must take reasonable steps to ensure that Bizagi receives good value for the Bizagi funds that they spend and maintain accurate and timely records of each expenditure. Expense reports must be accurate and submitted promptly following our internal procedures. Bizagi's employees, agents, and



contractors must not use Bizagi's funds for any personal purpose. Please refer to Bizagi's [Global Travel Policy](#) and [Global Expenses Policy](#) for further information on Bizagi's guidelines to expenditure handling and travel requests and services.

- (v) **Computers and Other Equipment.** Bizagi strives to provide employees with the equipment necessary to do their jobs efficiently and effectively. You must care for that equipment and use it responsibly only for Bizagi's legitimate business purposes. If you use Bizagi's equipment at your home or off-site, take precautions to protect it from theft or damage, just as if it were your own. If Bizagi no longer employs you, you must immediately return all equipment. While computers and other electronic devices are made accessible to employees to assist them in the performance of their jobs and to promote Bizagi's interests, all such computers and electronic devices, whether used entirely or partially on Bizagi's premises or with the aid of Bizagi's equipment or resources, must remain fully accessible to Bizagi and, to the maximum extent permitted by law, will remain the sole and exclusive property of Bizagi. You can find Bizagi's [Physical and Environmental Security Policy](#) here.
- (vi) **Third-Party Software.** All software used by employees to conduct Bizagi's business must be appropriately licensed. Never make or use of illegal or unauthorized copies of any software, whether in the office, at home, or on the road, since doing so may constitute copyright infringement and may expose you and Bizagi to potential civil and criminal liability. In addition, the use of illegal or unauthorized copies of software may subject the employee to disciplinary action, up to and including termination of employment.
- (vii) **Electronic Usage.** Bizagi's employees are responsible for the fair and proper use of all electronic communications devices within the organization, including computers, e-mail, connections to the Internet, intranet and extranet and any other public or private networks, voice mail, video conferencing, facsimiles, and telephones. Posting or discussing confidential information concerning Bizagi's products, employees, or business on the Internet is prohibited. It is not possible to identify every standard and rule applicable to the use of electronic communications devices. Therefore, in addition to the measures specifically mentioned here, you are encouraged to use sound judgment whenever using any feature of Bizagi's communications systems.

#### **e. Data Protection and Privacy**

Bizagi takes the protection and privacy of personal data very seriously and acts in compliance with all applicable data protection and privacy laws, including, without limitation, the General Data Protection Regulation of the European Union (GDPR).

Personal data is any information related to an identified or identifiable natural person, known as the data subject, that can be used to identify directly or indirectly such data subject, including:

- names,
- identification numbers,
- location data,
- online identifiers, or
- one or more factors specific to the physical, physiological, genetic, mental, economic, cultural, or social identity of the data subject.

At Bizagi we process personal data fairly and lawfully and provide access to personal data based on the company's specific needs. We properly inform a company that provides us with their personal data of who is collecting/using the data, the intended use and access. We do not re-use personal data for any purpose other than our legitimate business needs as permitted under applicable law and regulation. Where feasible we always seek to minimize and anonymize data collection. Where personal data is no longer needed, we destroy it and we comply with all requests from data subjects to access, delete, or modify their personal data that is in our possession.

As an employee of Bizagi, you are bound by our data protection policies and procedures which are made available to you and must always act in accordance with applicable data privacy laws and regulations within the scope of your responsibilities.

Violation of such laws and regulations by Bizagi employees can result in significant fines and penalties in addition to reputational harm. Therefore, your failure to comply with Bizagi's data protection policies and procedures may result in disciplinary action up to and including termination of employment.

In addition to the general obligations relating to confidential information, you must take special care not to disclose, share, destroy, or otherwise misappropriate any personal data in your custody within the scope of your employment.

Bizagi's external privacy policies on [www.bizagi.com](http://www.bizagi.com) govern the collection, use, transfer, and security of personal, customer, and prospect information, and information Bizagi may access or be provided in connection with the performance of services. Bizagi's internal privacy policy on [Employee Privacy Statement](#) governs Bizagi's treatment of Bizagi's employee and contractor personal information. In addition to the obligations explained in the preceding paragraphs, you are required to abide by these policies when collecting, processing, or handling this information.

#### **f. Social Media**

As a company, except for confidential information, we encourage communication among our employees, customers, partners, and others—and weblogs (blogs), social networks, discussion forums, wikis, video, and other social media can be a great way to stimulate conversation and discussion. Participating in blogs and other social media outlets and contributing to relevant



online communities can be a terrific way to expand and elevate Bizagi's business presence and your status as an expert in our field. Bizagi has determined that you possess the necessary professionalism and industry knowledge, and experience to act as our "representative" in the social media arena, subject to the terms of these guidelines.

[Bizagi's Social Media Guidelines](#) set forth the requirements for employee participation in social media.

#### **IV. Fair Dealing**

##### **a. Conflicts of Interest**

Each of us has a responsibility to Bizagi, our shareholders, and each other to avoid conflicts of interest. Although this duty does not prevent us from engaging in personal transactions and investments, it does demand that we avoid situations where a conflict of interest might occur or appear to occur. Bizagi is subject to scrutiny from many different individuals and organizations, including investors and regulatory authorities. We should always strive to avoid even the appearance of impropriety.

A conflict of interest exists where the interests or benefits of one person or entity conflict with the interests or benefits of Bizagi.

Examples include:

- (i) **Employment/Outside Employment.** In consideration of your employment with Bizagi, you are expected to devote your full attention to the business interests of Bizagi. You are prohibited from engaging in any activity that interferes with your performance or responsibilities to Bizagi or is otherwise in conflict with or prejudicial to Bizagi. Our policies prohibit any employee from accepting simultaneous employment with a Bizagi supplier, customer, developer, or competitor, or from taking part in any activity that enhances or supports a competitor's position. Additionally, you must disclose to Bizagi any interest that you have that may conflict with the business of Bizagi. If you have any questions on this requirement, you should contact your manager or the Human Resources Department.
- (ii) **Business Interests.** If you are considering investing in a Bizagi customer, supplier, developer, or competitor you must first take great care to ensure that these investments do not compromise your responsibilities to Bizagi. Many factors should be considered in determining whether a conflict exists, including the size and nature of the investment; your ability to influence Bizagi or the third-party's decisions; your access to confidential information of Bizagi or of the third-party; and the nature of the relationship between Bizagi and the third-party. As always, you should try at all times to avoid even the appearance of impropriety or conflict of interest.
- (iii) **Related Parties.** As a general rule, you should avoid conducting business on behalf of



Bizagi with a relative or significant other or with a business in which you, a relative or significant other, are associated in any significant role. Relatives include your spouse, siblings, children, parents, grandparents, step relationships, and in-laws. Significant others include any person sharing the household with you (other than a tenant or employee). If a transaction involving a related party is unavoidable or otherwise strategically important to Bizagi you must fully disclose the nature of the related party transaction to Bizagi's legal team prior to entering the transaction. The legal team will determine whether the transaction constitutes a "Related Party Transaction" and whether the transaction needs be reported to the Human Resources Department.

The Human Resources Department will then determine whether the Related Party Transaction will require approval of the Board of Directors. Bizagi may be required to report material-related party transactions under applicable accounting rules, federal securities laws, SEC rules and regulations, and securities market rules. Any dealings with a related party must be conducted in such a way that no preferential treatment is given to this outside business.

Bizagi discourages the employment of relatives and significant others in positions or assignments within the same department and prohibits the employment of such individuals in positions that have a financial dependence or influence (*e.g.*, an auditing or control relationship, or a manager/subordinate relationship). The purpose of this is to prevent the organizational impairment and conflicts that are a likely outcome of the employment of relatives or significant others, especially in a manager/subordinate relationship. If a question arises about whether this policy covers a relationship the Human Resources Department is responsible for making such determination. The Human Resources Department will advise all affected individuals. Wilful withholding of information regarding a prohibited relationship/reporting arrangement may be subject to corrective action, up to and including termination of employment. If a prohibited relationship exists or develops between two employees, the employee in the senior position must bring this to the attention of their manager. Bizagi may in its discretion opt to separate the individuals at any time, either by reassignment or by termination, if necessary.

#### **b. Trade Compliance**

International trade controls are laws that govern the cross-border transfer of goods, technology and services. These laws include economic sanctions, which are legal measures that restrict where and with whom we can do business; and export controls, which are laws that impose special legal requirements like government licensing on the international transfer of certain goods, technology and services. As international trade controls may change over time, we are responsible for understanding the applicable policies and working with the Legal Department to ensure compliance.

### **c. Anticompetitive Conduct**

In the development of Bizagi's projects and activities we comply with current regulations. In this sense, we focus on norms related to technology, safety in the workplace, work, and contracting regulations. We work legally and responsibly, providing our employees with safety.

We are also committed to presenting Bizagi's accounting reports by the established dates and complying with audits and internal procedures which check our compliance with governing regulations.

For this reason, Bizagi declares it strictly prohibits all illegal actions, harassment, bribery, and identity theft by its employees or collaborators, be it inside Bizagi or towards its competitors. Any commission of these offenses is cause for dismissal in accordance with the provisions of the employment contracts and the internal regulations of Bizagi.

With respect to all software development, trading, or administrative activities, Bizagi commits to work under the highest ethical standards, preventing any corruption or bribery by its workers, clients, providers, or other interested parties.

In compliance with governing regulations, Bizagi has established that non-compliance with anti-corruption and anti-bribery policies and rules constitutes an ethical breach and a violation of internal workplace rules.

All employees of Bizagi are covered by this Code of Conduct and agree that they will not tolerate or participate in any acts of corruption or bribery and that violators of the foregoing may be subject to Bizagi disciplinary actions up to and including termination of employment.

### **d. Corruption**

Corruption is conduct by which a person (public official or private person) makes, demands, or accepts, directly or through an intermediary, an offer or promise, gifts, or any advantages with a view to accomplishing, delaying, or not accomplishing an act entering directly or indirectly into the scope of their functions to obtain or conserve a commercial or financial advantage, or influence a decision. Below are examples of activities that constitute corruption:

- Acceptance of any incentive or favoring a third party over any employee of Bizagi, causing a change in the decision, action, or an omission that benefits this third party.
- Payment or offering of any incentive or favor by any employee of Bizagi to state officials, clients or other third parties, directly or indirectly; for government or third parties, directly or through agents; to generate a change in the decision, action or omission that benefits the employee or a third party.

#### **e. Anti-bribery**

A bribe is the granting of a payment in money, kind, services, or any object of value directly or indirectly by a third party from the private or public sector, by a legal person or natural person in exchange for a favor, benefit, or business.

While ordinary relationship building activities can be appropriate under certain circumstances, we must avoid any actions that could create an appearance of impropriety or bribery. Even if the thing of value is not paid for by Bizagi, the very act of offering something of value can violate the law even if it is not accepted.

It should be noted that objects of value do not just include money. It can be seen in travel expenses, gifts, entertainment, hospitality, meals or drinks, invitations to events, benefits for members of the family, services, courtesy, favors, scholarships, internships, and sponsorships, payments to local officials, disguised as contributions of social or environmental development, and payments to members of the police or military forces also disguised as contributions, among others.

#### **f. Anti-money laundering**

In any commercial or economic activity by Bizagi, it is forbidden to participate in any conduct that hides the real origin of the funds, which could be illegal. Therefore, in any corporate transaction, we are committed to complying with all laws regarding preventing money laundering or other assets, as a company and in front of our workers.

If a situation regarding money or assets laundering arises, it must be disclosed to the legal department to take the disciplinary and legal measures and notify the authorities.

#### **g. Receiving Gifts**

Neither you nor any member of your family may, directly or through others, solicit or accept from anyone money, a gift, or any amenity that could influence or could reasonably give the appearance of influencing Bizagi's business relationship with that person or organization. If you or your family members receive a gift (including money), even if the gift was unsolicited, you must notify your manager and take appropriate measures, which may include returning or disposing of what you received.

#### **h. Fraud**

Fraud is an act of intentional omission that seeks to deceive others, to acquire a foreign asset (tangible or intangible), to the detriment of a third party. Regarding this, the following behaviors are examples of activities that could be considered fraudulent:

- Intentional acts to seek a personal benefit (material or immaterial) or the benefit of third parties above the interests of Bizagi.
- Altering information and documents of Bizagi to obtain a particular benefit.
- Generation of reports based on false or inaccurate information.

- Improper use of internal or confidential information (intellectual property, inside information, etc.).
- Deliberate conduct in the contracting and bidding processes to obtain favors (payments or gifts to third parties, payments or gifts received from third parties, etc.).
- Destruction or concealment of information, records, or assets.
- Making resources generated from illegal activities, appear as legal.
- Use resources for financing terrorism.
- Improper use of assets owned by Bizagi under the person's custody.
- Computer fraud.
- Any irregularity similar or related to the events described above.

#### **i. Insider Information**

In the course of your employment with Bizagi, you may become aware of information about Bizagi or other companies that has not been made public. The use or disclosure of such non- public information about Bizagi or another company for your financial or other benefit is not only unethical, but it also may be a violation of the law. Most jurisdictions make it unlawful for any person who has “material” non-public information about a company to trade the stock or other securities of that company, including options, puts, calls, and any derivatives, or to disclose such information to others who may trade. Violation of such laws may result in civil and criminal penalties, including fines and jail sentences. Bizagi will not tolerate the improper use of insider information. These prohibitions apply anywhere in the world where we do business.

#### **j. Government and Public Sector**

The structure of public sector procurement laws ensures that the procurement of products and services in a fair manner with reasonable prices. These laws vary widely and can be very complex. We must always be sensitive to the following when working with the public sector:

- Procurement laws generally require competitive bidding on a “level playing field” and permit sole source procurement only in specific circumstances
- You may review an advance copy of a solicitation or tender document only if the client has also made it available to other bidders.
- You should never discuss business or employment opportunities that could personally benefit any public sector procurement personnel during an active or anticipated procurement and must not offer or provide gratuities or any promises in connection with a procurement activity.
- If we plan to use subcontractors, we need to ensure that the subcontractors also follow our guidelines.

## k. Contracting (approvals matrix, signing matrix)

- **Signing**

It is against Bizagi's policy for any employee to sign a contract or other binding document without having been granted the appropriate authority. Generally, only certain senior corporate executives have been granted signature authority; any delegations of signature authority from these senior executives must be in writing and must specifically identify the person(s) to whom signature authority is being delegated and the scope of the delegation. Signing Bizagi's documents without authority, including, but not limited to, wrongfully signing the name of an authorized signatory to a document, is a violation of Bizagi's policy that is punishable by termination and may constitute fraud in which case Bizagi may refer the matter to law enforcement authorities for criminal prosecution. When in doubt regarding signature authority, please contact the Legal Department. For your reference, the current Signature Authority Policy is linked below.

[Bizagi's Signature Authority Policy](#)

- **Approvals**

Bizagi has an approval matrix available to all employees to ensure that the area in charge approves all non-standard contractual or commercial obligations properly. Bizagi's employees are responsible for knowing and following the approval matrix. No employee should agree to any non-standard terms verbally or in writing without obtaining approval.

The approval matrix can be viewed at the following document, Bizagi's Approval Matrix:  [6.8.22 Approvals Matrix FY23.xlsx](#)

## **I. Working with Partners**

Bizagi has relationships with third parties, such as Bizagi's Partners, to help Bizagi market its products and services. If you work with these third parties, you must follow the applicable sales, marketing and services guidelines for dealing with them, including the [Partner Code of Ethics and Business Conduct Policy](#).

### **m. Suppliers**

Bizagi's suppliers make significant contributions to our success. To create an environment where our suppliers have an incentive to work with the Company, they must be confident that they will be treated lawfully and in an ethical manner. Bizagi's policy is to purchase supplies based on need, quality, service, price and terms and conditions. Bizagi's policy is to select suppliers through a competitive bid process where possible. Under no circumstances should any Company employee, agent or contractor attempt to coerce suppliers in any way. The confidential information of a supplier is entitled to the same protection as that of any other third party and should not be disclosed to us or requested by us before an appropriate non-disclosure agreement has been signed. A supplier's performance should never be discussed with anyone outside the Company without the supplier's specific prior consent. Bizagi's suppliers are generally free to sell their products or services to any other party, including competitors of Bizagi. In some cases where the products or services have been designed, fabricated, or developed to our specifications the agreement between the parties may contain restrictions on sales. Always consult the Legal Department in advance with respect to any such restrictions.