



# CYBERARK® Vendor and Business Partner Code of Conduct

CyberArk Software Ltd. and its subsidiaries (“**CyberArk**”) are committed to promoting integrity, honesty and professionalism, and maintaining high standards of ethical conduct in all their activities. We expect our vendors, suppliers, distributors, partners, business associates, and third party representatives (“**Vendors**”) to uphold these standards of conduct and professional integrity and communicate them to their organization and supply chain. **This Vendor and Business Partner Code of Conduct (“Code”) sets forth CyberArk’s expectation that its Vendors uphold high standards of ethics and comply with all applicable laws and regulations.** These expectations complement your own company policies, applicable legal requirements, and the terms of any agreements you may have with CyberArk. Failure to comply with this Code could result in termination of the business relationship.

## Compliance with Applicable Governmental Laws, Rules, and Regulations

- CyberArk expects its Vendors to comply with both the letter and the spirit of all laws, rules and regulations that apply to the Vendor’s business, particularly related to Vendor’s business with CyberArk.

## Anti-Corruption Compliance and Business Courtesies

- CyberArk’s policy is simple: we have a zero-tolerance policy toward bribery. Vendors may not offer, provide, or promise (indirectly or directly) anything of value (including business courtesies) to anyone, including government officials or CyberArk employees, to improperly obtain or retain business or to obtain an unfair commercial advantage.
- CyberArk also prohibits Vendors from making facilitation payments (i.e., payments to a government official to expedite or secure a routine non-discretionary governmental action) in connection with CyberArk business.
- All business courtesies provided by Vendors related to its business with CyberArk – including gifts (whether money or another thing of value), hospitality, entertainment, events, travel, or accommodation – must be reasonable and appropriate, compliant with relevant laws and recipient policies, have a clear business purpose, and be supported by required documentation.

## Export, Customs, Trade Control, and Anti-Money Laundering

- CyberArk expects its Vendors to fully comply with all applicable export, customs and trade control laws and regulations, including economic and trade sanctions laws and any licensing requirements.
- We also expect our Vendors to comply with all applicable anti-money laundering laws and regulations.

## Conflicts of Interest

- Vendors must avoid actual or potential business or financial conflicts of interest involving CyberArk – i.e., instances where the Vendor’s personal interests (including interests of the Vendor itself or the Vendor’s employees, officers, or directors) conflict or appear to conflict with CyberArk’s interests.
- Any actual or potential conflicts of interest must be promptly reported to CyberArk.

## Insider Trading

- Vendors may not purchase or otherwise trade in CyberArk securities, directly or indirectly, while in possession of “material nonpublic information” about CyberArk. Information is material if it could reasonably be expected to affect the price of shares or that a reasonable investor would find significantly alters the total mix of information.
- CyberArk also prohibits Vendors from “tipping” others (e.g., family or friends) regarding material nonpublic information about CyberArk.

CyberArk’s Corporate Code of Conduct, which sets forth CyberArk’s compliance standards in more detail, is available at <https://investors.cyberark.com/corporate-governance/governance-documents/default.aspx>.

CyberArk encourages Vendors to raise questions or concerns about this Code to their CyberArk contact or CyberArk’s Compliance Officer (Compliance@cyberark.com). **Vendor shall promptly report any violations of law or this Code to CyberArk’s Compliance Officer or via the anonymous reporting hotline at [cyberark.ethicspoint.com](https://cyberark.ethicspoint.com)**



## Antitrust, Competition, and Fair Dealing

- CyberArk expects its Vendors to comply with applicable antitrust and competition laws designed to protect and promote free and fair competition, particularly as it relates to CyberArk. Vendors must not enter into any agreements or understandings with competitors in violation of relevant antitrust laws (e.g., fix prices, exclude competition, bid rig, limit production, etc.).
- Vendors must also deal fairly with CyberArk and others related to the CyberArk relationship. Vendors must not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information (including but not limited to competitively sensitive information), misrepresentation of material facts, or any other unfair dealing or practice.

## Record Management and Recording Transactions

- Vendors are expected to record and report information related to their business with CyberArk accurately and honestly, and to make and keep books, invoices, records and accounts that accurately and fairly reflect their financial transactions related to CyberArk.
- Vendors must not falsify documents, transactions, or accounting records related to CyberArk.

## Confidential Information

- We expect our Vendors to protect CyberArk's confidential information, as well as the confidential information of its customers, suppliers, shareholders, CyberArk employees, or other third parties that disclosed or made information available in confidence. Confidential information should be interpreted broadly to include any proprietary information or information not generally available to the public, in any form or any medium.
- Vendors also must not directly or indirectly exploit for personal gain any information or opportunities that are discovered because of the Vendor's relationship with CyberArk.

## Privacy

- CyberArk is committed to protecting confidential and sensitive information, and expects its Vendors to uphold that commitment. Vendors must comply with all applicable laws and regulations regarding the protection of personal information or other sensitive or protected information, and assist CyberArk in complying with its own obligations in this regard.

## Human Rights, Employee Relations and Non-Discrimination

- We expect our Vendors to comply with all applicable human rights laws prohibiting child, forced, indentured, or involuntary labor.
- CyberArk also expects its Vendors conduct themselves in a professional manner with courtesy and respect for others. We do not tolerate harassment by our Vendors in any form, including verbal, physical, or sexual harassment.
- CyberArk is committed to providing equal opportunities in employment, development, and advancement for all qualified persons – and we expect our Vendors to share that commitment. CyberArk does not tolerate unlawful discrimination by its Vendors.

## Environment, Safety, and Health

- CyberArk expects its Vendors to uphold high regard for the safety and well-being of their employees, customers and the general public. We expect our Vendors to operate in compliance with the letter and spirit of applicable environmental and workplace health and safety laws and regulations.

## Use and Protection of CyberArk Assets

- Vendors may only use CyberArk assets for legitimate CyberArk business, including both tangible (e.g., computers, vehicles, supplies) and intangible (e.g., know-how, trademarks, patent information) assets.
- If CyberArk provides Vendor with access to CyberArk computers or systems (including e-mail), these devices and accounts are to be used for appropriate business purposes only, and may be monitored/inspected by CyberArk.

CyberArk encourages Vendors to raise questions or concerns about this Code to their CyberArk contact or CyberArk's Compliance Officer (Compliance@cyberark.com). **Vendor shall promptly report any violations of law or this Code to CyberArk's Compliance Officer or via the anonymous reporting hotline at [cyberark.ethicspoint.com](https://cyberark.ethicspoint.com)**