



SugarCRM Inc.

Code of Business Conduct and Ethics

Dear Sugar Employees,

Our success is driven by how people perceive the SugarCRM Inc. brand. Having a reputation as a trustworthy and ethical corporation among customers, investors, partners, employees and within the communities in which we serve and live is necessary to maintain a positive brand perception.

To achieve this, we must have a high-caliber workforce that continuously holds itself to the highest standards. The SugarCRM Inc. Code of Business Conduct and Ethics (the “Code”) is designed to support our efforts and guide our performance to meet the highest ethical standards within the workplace. It is our responsibility to understand and act upon the Code as we conduct business day to day.

Our business is complex in terms of the geographies and cultures in which we function and the laws with which we must comply. We have created this Code to help you understand what is expected of you and to help you carry out your responsibilities.

SugarCRM Inc. and its subsidiaries worldwide (collectively, “SugarCRM” or the “Company”) expects and requires that employees conduct themselves with integrity, diligence, and in compliance with our policies and the laws that govern our global business activities. The standards described in this Code of Business Conduct and Ethics (this “Code”) are intended to support day-to-day decision making and should be used as a resource when questions of legal or ethical appropriateness arise on the job. It is not a comprehensive rulebook, but rather a statement of how we commit to do business. Employees should seek guidance if they have questions regarding this Code.

References in the Code to “employees” are intended to cover employees, officers, and directors. Employees should ensure that third parties who are authorized by SugarCRM to conduct business on SugarCRM’s behalf are familiar with SugarCRM’s values, ethics, and requirements set forth in this Code and referenced policies and conduct themselves accordingly.

SugarCRM is committed to operating within the framework of the laws, regulations, and rules applicable to our business and to ensuring legal compliance as well as good management, employee safety, and fairness. To fulfill this commitment, SugarCRM expects employees to conduct themselves in a professional and business-like manner while representing SugarCRM, and for everyone to be aware of, and to comply with, this Code. As members of SugarCRM’s team, employees have a personal responsibility to uphold and ensure the letter and spirit of the Code in their individual roles and must:

- Commit to conducting SugarCRM business with integrity, and in compliance with other applicable SugarCRM policies, applicable laws, and regulations.
- Read, understand, and comply with this Code and all SugarCRM policies related to their job.
- Participate in training and educational programs required for their job.
- Obtain guidance, according to the methods described in this Code, for resolving a business practice or compliance concern if they are uncertain about how to proceed in a situation.

- Report possible violations of the Code, applicable laws, and regulatory requirements, according to the methods described in this Code.
- Cooperate fully in any investigation.

In addition, it is important to note that this Code is not the exclusive source of guidance and information regarding the conduct of SugarCRM business and additional policies and procedures may also be applicable.

Periodically, employees may be asked to provide a written certification that they have reviewed and understand this Code, comply with its standards, and are not personally aware of any violations of the Code by others. This certification is each employee's pledge to live up to SugarCRM's Code and its expectations and to promptly raise concerns about any situation that may violate the Code.

Our collective ability to follow the guidelines outlined in this Code, including a commitment to behavior above reproach, is key to our customer experience, brand perception, and financial performance.

Recognizing ethical issues and doing the right thing in all SugarCRM business activities is an employee's responsibility. When engaging in business activities for the Company, an employee should consider the following:

- What feels right or wrong about the planned action?
- Is the planned action consistent with the Code, Company policies, and the law?
- How will the planned action appear to an employee's manager, Company executives, the Board, or the general public?
- Would another person's input help to evaluate the planned action?

Thank you for supporting our commitment towards the highest standards of legal and ethical business conduct.

Sincerely,

SugarCRM Inc.

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1. Standards of Conduct

SugarCRM is built upon a foundation of strong corporate values and business practices. This Code is designed to deter wrongdoing and promote:

- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- Full, fair, accurate, timely, and understandable disclosure in reports and documents we file with regulatory agencies and in our other public communications;
- Compliance with applicable laws, rules, and regulations;
- The prompt internal reporting of violations of this Code; and
- Accountability for adherence to this Code.

Violations of this Code will not be tolerated. Any employee who violates the standards in the Code may be subject to disciplinary action, which depending on the nature of the violation and the requirements of the law, may range from a warning or reprimand or up to and including termination. The following are examples of violations that may result in disciplinary action; they are not all inclusive:

1. Engagement in any unethical or illegal activity that may compromise SugarCRM's financial integrity, confidentiality, or regulatory obligations.
2. Misuse or destruction of Company property, including telephones, computers, email, or other SugarCRM property and equipment.
3. Use of abusive or offensive language toward any employee, manager, or customer, or being disrespectful to others.
5. Spreading of false or malicious statements concerning other employees, managers, SugarCRM, or its products.
6. Theft of Company or other employee's property.
7. Falsification of medical benefits enrollment information, timecard, identification number, expense reports and/or any other Company records.
9. Willful, deliberate, or continual violation of safety rules or common safety practices.
10. Insubordination, refusal, or willful failure to perform work as required.
11. Fighting or disorderly conduct on Company premises or Company business.
12. Misuse or misrepresentation of Company information for personal gain.
13. Disclosure of confidential Company information to unauthorized persons or without a confidentiality or non-disclosure agreement approved in advance by SugarCRM's Legal Department, or any other breach of confidentiality obligations.
14. Deliberate interference with Company operations.
15. Possession of any weapon on Company premises.
17. Willful violation of data privacy requirements such as GDPR, CCPA/CPRA, or any other applicable data privacy law.
18. Non-compliance with SugarCRM's Acceptable Use Policy
19. Entering into "Side Agreements" as described below.

2. Side Agreements

It is a violation of Company policy for any employee to enter into a Side Agreement.

A "**Side Agreement**" is any agreement, term, promise, or commitment (whether written or oral, whether in the form of a letter or formal agreement or in the form of any exchange of physical or



electronic communications) by or on behalf of SugarCRM (or any subsidiary, director, employee or agent of SugarCRM) with a customer, distributor, partner or the like (hereafter referred to as “customer”) that is not contained in an approved and authorized written purchase agreement with the customer, or purchase order from the customer, which has been generated by or delivered to, and approved by, SugarCRM’s Finance and Legal Departments.

The definition of a Side Agreement is not limited by any particular subject matter. For purposes of example only, any agreement not contained in a purchase agreement that relates to return rights, acceptance rights, future pricing, payment terms, free consulting, committed development, free training, free maintenance, free extensions on support, other free services, exchange rights, any commitments or concessions to deliver additional, upgraded or enhanced products in the future outside of SugarCRM’s maintenance agreement, commitments or concessions which deviate from the requirements of SugarCRM, or the laws and regulations of the host country would be a Side Agreement.

For clarity, any agreement or implied agreement made on behalf of SugarCRM with a customer, whether verbal or in writing, shall be considered a “Side Agreement” in violation of SugarCRM policies unless the agreement or purported agreement, and all terms thereof, are made clear to SugarCRM’s Finance and Legal Departments and are approved in writing by those departments in advance.

It is every employee’s responsibility to fully understand SugarCRM’s policy on Side Agreements, and any employee with questions about SugarCRM’s strict policy against Side Agreements should contact SugarCRM’s Legal Department or CFO for clarification.

Any employee with knowledge of a Side Agreement should immediately communicate this fact to SugarCRM’s Legal Department or CFO.

Any employee found to be in violation of this policy will be subject to discipline up to and including termination consistent with applicable laws. In addition, violation of this policy may also subject the employee personally to civil and criminal penalties.

3. Confidential Information and Intellectual Property

In carrying out SugarCRM’s business, employees often learn confidential or proprietary information about the Company, its customers, prospective customers, partners, or other third parties. Employees must maintain the confidentiality of all information so entrusted to them, except when disclosure is authorized or legally mandated and may use that confidential information only as necessary to conduct SugarCRM business. Confidential or proprietary information includes, among other things, any non-public information concerning SugarCRM, including, but not limited to its business, financial performance, results or prospects, and any nonpublic information provided by a third party with the expectation that the information will be kept confidential and used solely for the business purpose for which it was conveyed.

One of SugarCRM’s most important assets is its confidential information. As an employee of SugarCRM you may learn of information before that information is released to the general public. Employees who have received or have access to confidential information should take care to keep this information confidential.

Employees are expected to keep confidential and proprietary information confidential unless and until that information is released to the public through approved channels. Every employee has a duty to refrain from disclosing to any person, confidential or proprietary information about



SugarCRM or any other company learned in the course of employment, until that information is disclosed to the public through approved channels.

After you leave your employment with SugarCRM, regardless of the reason for the termination of employment, you may not use or disclose any confidential proprietary information, business documents or trade secrets of SugarCRM for any purpose. Employees are prohibited from posting Company confidential or proprietary information on Internet chat rooms, blogs, wikis, social networks, or any other public communication domains.

Confidential information includes, but is not limited to, the following examples:

- Computer programs and codes
- Non-public Customer lists
- Non-public financial information, including financial data or forecasts
- Marketing strategies
- Planned or contemplated mergers and acquisitions
- Material customer wins that are subject to confidentiality restrictions
- Research and development strategies
- Employee salaries and competency levels of other employees without their consent
- Intellectual property
- Pricing lists
- Company phone lists and organizational charts

All employees are required to sign a confidentiality and non-disclosure agreement as a condition of employment, and, regardless of whether such agreement is signed, employees are subject to the requirements around confidentiality herein. Employees who improperly use or disclose trade secrets or confidential business information may be subject to disciplinary action, up to and including termination of employment and legal action (including penalty fines against them personally and possible criminal charges), even if they do not actually benefit from the disclosed information.

SugarCRM also respects the intellectual property of others. Employees are strictly prohibited from using, distributing, or retaining any confidential information about third parties or competitors on SugarCRM equipment or premises. Employees should be particularly sensitive to unpublished documents or property or other confidential or proprietary information of prior employers.

4. Personal Data & Privacy

SugarCRM respects the privacy of all individuals including employees and customers and their personal data, including digital information SugarCRM holds about them. We will collect and use personal data in accordance with applicable laws and with respect for privacy as a human right.

When collecting, using, or storing personal data, employees must:

- Only collect data that is adequate and relevant and use it solely for the purpose for which it is collected;
- Obtain consent in accordance with local laws;
- Keep personal data confidential and secure; and
- Act responsibly and ethically, upholding SugarCRM's core values, always considering the risk of using personal data and taking steps to mitigate such risks.

When collecting, using, or storing personal data, employees must not:

- Retain personal data for longer than necessary to achieve the business objective or meet minimum legal requirements;
- Transfer personal data outside the country in which it is collected without advice from the Legal Department; or
- Collect and use personal data for purposes that are not reasonably expected by our customers.

If in doubt, seek advice from your manager and/or the Legal Department.

5. Avoiding Conflicts of Interest

Conflicts of interest can have a significant negative impact on the reputation and effectiveness of SugarCRM, its business, and its people. They arise when an employee allows their actual, perceived, or potential personal, financial, or non-financial interests to affect their objectivity when performing their job at SugarCRM.

SugarCRM requires employees to avoid any conflict, or even the appearance of a conflict between employee's personal interests and the interests of the Company. This policy establishes the framework within which SugarCRM wishes the business to operate in a conflict-free manner.

Employees should also be sensitive to even the appearance of a conflict. This means that employees should avoid any investment, interest, association, or activity that may cause others to doubt the integrity or fairness of an employee's actions.

Examples of potential conflicts of interest are when a SugarCRM employee:

- Owns, directly or indirectly, or has a significant financial interest in an entity that does business, seeks to do business with SugarCRM, like a partner, supplier, client or customer, or an entity that competes with SugarCRM;
- Engages in a second job that interferes with the employee's ability to carry out their obligations with SugarCRM;
- Employs, consults, or serves on the board of a competitor, customer, supplier or partner;
- Has a relationship with the owner or principal of, an actual or potential supplier, client or competitor of the Company that causes the employee's business judgment to be compromised; or
- Hires, manages, or has an influence on the workload, performance assessment, granting of approvals and/or rewards of someone with whom they have a close personal relationship.

As it is impossible to describe every potential conflict of interest, SugarCRM relies on each employee to exercise sound judgment, to seek advice when appropriate and to adhere to the highest standards of integrity. Employees **MUST** disclose any actual, potential, or perceived conflicts of interest, so that SugarCRM can make an unbiased assessment of whether a conflict of interest exists. This disclosure requirement does not apply to investments in mutual funds over which employees exercise no discretionary control.

If an employee thinks they may face an actual or potential conflict, obtain written consent from SugarCRM's Chief Legal Officer before proceeding.

6. Export/Import Compliance, Anti-Boycott Laws, and Anti-Corruption

Laws and customs vary throughout the world, but all employees, contractors and partners must uphold the integrity of SugarCRM in the United States and other nations. This policy requires compliance with all applicable laws and regulations, including import and export controls, anti-boycott laws, and anti-corruption laws. This policy applies to all SugarCRM employees, contractors, and partners. Violations of any of the policies in Section 6 need to be reported to the CFO.

Anti-Bribery Provisions: Dealing with Governments, Government Officials, and Anti-Corruption Laws

All forms of bribery and corruption are prohibited. We will not tolerate bribery or corruption in any form or for any purpose. There is no potential benefit that can justify damaging our integrity and reputation or the trust others place in us.

All Employees must comply fully with the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act and any other applicable laws that prohibit bribery and corruption. Many of these laws are very broad and apply to both government and private or commercial bribery and corruption.

The term “bribery” is the offering, giving, receiving, or soliciting of anything of value to obtain or retain business or other improper advance. It prohibits any activity, including the provision of meals, payment for travel, lodging or entertainment, which is meant to influence the recipient. The term “kickback” is a payment returned, or promised to be returned, as a result of a contract or as a reward for making or fostering business arrangements. No employee can hire third party intermediaries (*e.g.*, consultants, sales agents, accounting firms, etc.) to do something they are not allowed to do themselves.

Employees are responsible for ensuring that they understand the applicable laws and our Anti-Corruption policy. If you have a question regarding any gift, entertainment, or other expense, consult with our Chief Legal Officer before you incur or authorize the expense.

All employees engaged in business with a governmental official must know and abide by the specific rules and regulations covering relations with public agencies. Such employees must also conduct themselves in a manner that avoids any dealings which might be perceived as attempts to influence government officials in the performance of their official duties. Violations of the above provisions are punishable by (a) criminal charges, penalties, and imprisonment, (b) significant fines, including personal fines against the employee, (c) disciplinary action by SugarCRM, or (d) all of the above. For these reasons, any sale of our products or services to any national, state, or local government entity must be in accordance with this Code and Company policies.

Reasonable Business Expenses

In extremely limited circumstances wherein SugarCRM is engaging in a lawful and Company approved business transaction, it may be permissible to pay certain, necessary and limited business expenses for government officials, but only if such expenses are directly related to the approved business transaction. Examples of such expenses include but are not limited to: (i) the promotion, demonstration, or explanation of SugarCRM’s products or services, and (ii) the execution or performance of a contract with a foreign government. The payment of such expenses is permitted only if: (a) the expense is reasonable and customary, (b) the payment is pre-approved in writing by SugarCRM’s Chief Legal Officer and by one level of management above the person making the payment, including the local manager of the subsidiary or foreign branch, and (c) the payment is correctly and timely entered in SugarCRM’s books and records according to Company policy.

Complying with Import and Export Controls

The global nature of our business means that we must understand and comply with the laws and regulations that govern the export, re-export or import of products, software or technology. Export activity takes place when a product, software or technical information is transferred from one country to another or is provided to a citizen or representative of another country, no matter where that person is located. Prior to undertaking any export transactions, employees must determine whether the item is eligible for export. This depends upon the nature of the item, the country of destination and the end use and end user.

Before engaging in exporting activity, SugarCRM must verify the eligibility of both the location of delivery and the export's recipient. In addition, SugarCRM must obtain all required and necessary licenses and permits and pay all proper duties, in compliance with local requirements. SugarCRM uses export control software when processing customer orders through CSI (Cloud Sugar Internal) to ensure compliance. Employees must not interfere with the export compliance software, nor otherwise authorize or approve, or knowingly enter into, any transaction to provide products, services or technology to any individual, company or countries subject to national or international sanctions without seeking the prior written approval of the Legal Department.

Import activity or bringing the products SugarCRM purchases from others into a country, is also generally subject to various laws and regulations. This activity may trigger the payment of duties and taxes. It also may involve the filing of required documentation. Employees must always comply with all import requirements.

Import and export controls do not simply apply to material or physical goods. They also relate to data, information, research, and other intellectual property exchanged with overseas suppliers. Failure to obtain the appropriate government approvals before exporting products or technology can result in serious consequences, such as the loss of export privileges, as well as civil and criminal penalties. Employees who are involved in importing or exporting products, services or technology must understand all applicable laws and be familiar with all applicable policies.

Following Anti-Boycott Laws

A "boycott" occurs when one group, business, or country refuses to do business with a particular person or country. U.S. anti-boycott laws prohibit the Company from cooperating with boycotts that are not sanctioned by the United States, such as the Arab League boycott of Israel. It is important to note that, even when SugarCRM is not conducting business in the United States, we must comply with U.S. anti-boycott laws.

SugarCRM is required by law to report all requests to participate in an unsanctioned boycott. Such requests are often hidden in seemingly harmless documents, like letters of credit or bills of lading. If employees have a question regarding anti-boycott laws or a conflict regarding what they believe is such a request, contact the Legal Department immediately.

Gifts and Entertainment: Dealing with Commercial Parties and Following Anti-Corruption Laws

Anti-corruption laws apply to all our global operations and business dealings with commercial third parties. Commercial bribery can carry steep consequences, so employees should use good judgment and ensure no improper gift or thing of value is offered or accepted.

In developing goodwill and strong working relationships with suppliers, clients and partners, appropriate gifts and entertainment can be standard business courtesies. However, employees must be careful not to engage in commercial bribery. This form of bribery occurs when we offer to give or accept a business courtesy with the intent of obtaining or retaining business or otherwise improperly influencing a company's business affairs.

At times, employees may find themselves in a situation where they must return a gift but doing so may be impractical (such as perishable items or personalized gifts) or discourteous. In these situations, employees should immediately notify the General Counsel.

Examples of appropriate business courtesies may include reasonable business-related meals that are not intended to induce or reward certain behavior, cost-appropriate recreational events, nominal gifts in recognition of a special event, and small prizes or awards given at Company-sponsored events. To ensure the exchange of business courtesies could not be construed as a form of bribery, business courtesies must be all of the following:

- Lawful under all applicable laws;
- Of appropriate value and consistent with customary business practice;
- Consistent with the policies of both the giver's and recipient's employer;
- In no way offered or accepted with the intent of obtaining or retaining business or otherwise improperly influencing a company's business affairs; and
- Properly approved and reported in compliance with local policies.

Examples of inappropriate business courtesies include, but are not limited to, the following: costly or lavish entertainment, contributions to political parties or candidates, unapproved event sponsorship and charitable contributions, cash gifts, and any type of kickback or similarly unlawful behavior.

Record Keeping

All records must reflect the transactions they record. All assets and liabilities must be recorded in SugarCRM's regular books of account. No undisclosed or unrecorded fund or asset shall be established for any purpose. No false or artificial entries may be made in SugarCRM's books and records for any reason.

Political Contributions and Activities

SugarCRM encourages each employee to participate in the political process. Employees should, however, only do so voluntarily and during personal time, unless applicable law requires otherwise. No political contribution or donation shall be made, directly or indirectly, with SugarCRM funds or assets, regardless of whether the contribution is legal under the laws of the country in which it is made. Employees must make certain that participating in political activity in no way impairs their work efforts or damages the Company's standing or image.

Anti-Money Laundering Policy Guidelines

We are committed to complying fully with all anti-money laundering and anti-terrorism laws throughout the world. It is important that we prevent SugarCRM from being used for illegal activities such as money laundering and related illegal transactions. Money laundering occurs when individuals and organizations attempt to conceal illicit funds or make such funds look legitimate.

If you suspect that a SugarCRM service or product is being used to launder funds, you are required to immediately report the suspicious activity to your manager or to the CFO. If a report of suspicious activity is made, an investigation will be carried out.

The following examples may be indications of potential money laundering:

- Attempts to make large cash payments
- Payments by or to someone who is not a party to the relevant contract
- Payments from an unusual, non-business account

Entities that participate in or facilitate money laundering can be prosecuted. Finance personnel undergo and participate in discussions and training regarding controls and ensure that proper procedures are followed, and our finances are audited on a regular basis. The CFO will be responsible for all anti-money laundering policies.

Economic Sanctions Policy Guidelines

SugarCRM has extensive procedures in place to ensure compliance with export control laws. Likewise, economic sanctions regulations also address the export of proprietary, confidential, or restricted items, information, services and software, as well as interactions with embargoed or sanctioned countries, organizations and individuals. They exist to protect the national security, foreign policy and economic interests of the United States. The purpose of these guidelines is to ensure that SugarCRM employees comply with economic sanctions regulations.

The U.S. Treasury Department maintains a list of sanctioned countries and individuals, at: <https://home.treasury.gov/policy-issues/financial-sanctions/sanctions-programs-and-country-information>. It is the responsibility of each employee who causes or facilitates the export of software and related information to third parties to familiarize themselves with these lists, and, where an employee believes that an export may have been made to a sanctioned party, to promptly notify SugarCRM's Legal Department, who will investigate such reports.

Partners and customers are reviewed against the US Treasury list monthly. If the Company becomes aware a customer or partner is located within a country on the sanctioned list or is otherwise sanctioned, SugarCRM must cease doing business with that customer or partner and report the transaction that is in violation within ten business days to the OFAC.

Anti-Human Trafficking Policy

SugarCRM maintains relationships with many different organizations in its supply chain, as well as directly employing large numbers of people. SugarCRM has a zero-tolerance approach to modern slavery both within SugarCRM and within its supply chain.

We support and respect the protection of human rights within our sphere of influence - the effective elimination of compulsory labor and child labor. We are committed to opposing modern slavery in all its forms and preventing it by whatever means we can. We demand the same attitude of all who work for us and expect it of all with whom we have business dealings. SugarCRM expects equivalent standards of conduct from all persons acting on its behalf, such as suppliers and partners.

We are committed to ensuring there is transparency in our own business and in our approach to tackling modern slavery throughout our supply chains, consistent with our disclosure obligations under the UK Modern Slavery Act 2015 and other applicable anti-trafficking regulations.



We are committed to conducting business in an ethical manner and to comply with all applicable laws and regulations, this includes, but is not limited to, laws and regulations relating to labor and employment, compensation, work hours, days of service, rest periods, overtime, non-discrimination, freedom of association, health and safety, and the environment. SugarCRM is committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in our own businesses or those of our suppliers.

We expect the same high standards from all our contractors and suppliers. Therefore, our standard purchase agreement and our standard contractor agreement requires suppliers and contractors to adhere to our Supplier Code of Conduct which includes our detailed expectations on workplace standards and practices.

7. Respect, Dignity and Fair Treatment

SugarCRM is committed to ensuring that all employees work in an environment that promotes diversity and where there is mutual trust, respect for human rights and equal opportunity, and no unlawful discrimination. Every employee has the right to a work environment free from harassment, regardless of whether the harasser is an employee, manager, customer, partner, vendor, or visitor.

Employees must treat everyone fairly and equally, without discrimination on the grounds of race, age, role, gender, gender identity, color, religion, country of origin, sexual orientation, marital status, disability, social class, political views, or any other legally protected category.

Harassment can include any behavior (verbal, visual, or physical) that creates an intimidating, offensive, abusive, or hostile work environment. In addition, any harassment that either impacts or influences wages, hours, or working conditions is specifically prohibited. It is SugarCRM's policy and practice to maintain a positive and respectful work environment and unlawful harassment will not be tolerated. As a result, violation of this policy may subject an employee to disciplinary action, up to and including, immediate termination.

Any individual who believes that they have been subjected to such harassment or that someone else is being harassed, should immediately report the harassment, as indicated in the reporting section of this Code. In addition to reporting harassment in the workplace by other employees of the Company, employees should immediately report harassment from non-employees such as vendors, partners, service providers, and anyone who interacts or does business with SugarCRM. SugarCRM encourages the reporting of all incidents of harassment, regardless of who the offender may be or the offender's relationship to SugarCRM. For the avoidance of doubt, harassment includes verbal, physical and visual conduct when:

- a. Submission to the conduct is made a term or condition of employment;
- b. Submission to or rejection of the conduct is used as a basis for an employment decision; or
- c. Such conduct has the purpose or effect of unreasonably interfering with an employee's work performance or creating an intimidating, hostile or offensive work environment.

Retaliation for making a complaint or for assisting in the investigation of a discrimination or harassment complaint in good faith is absolutely prohibited and will not be tolerated. In addition, employees who engage in conduct in violation of applicable law are acting outside the scope of their employment responsibilities and may be subject to individual liability for their unlawful and Company-prohibited actions.

8. Corporate Communications Policy and Global Social Media Policy

Only pre-approved Company spokespersons are authorized to make public disclosures of material Company information to third parties. From time to time, these spokespersons may designate others within SugarCRM to provide information on behalf of SugarCRM or to respond to specific public inquiries, in the form of press releases, speeches, interviews, emails, blogs, wikis, social networks, or other communications reasonably expected to reach the investment community, such as industry analysts or the press.

Social media plays an important role in how we interact with industry thought leaders, prospects and customers. Sugar encourages employees to engage in social media and online communities.

We ask that Sugar social media contributors engage as follows:

- Proactively disclose affiliation as a SugarCRM employee.
- Follow and engage with Sugar on the social networks of your choice, including LinkedIn, X, Facebook, and Instagram.
- If commenting or posting anything off-topic (e.g. opinions or views not industry or Sugar related content), be mindful that you are still acting on behalf of the company and expected to adhere to our code of conduct.
- Abide by Sugar's harassment prevention guidelines.
- Inform the Sugar social team at social@sugarcrm.com of any potential problems, issues, negative information or even accolades you see during online engagement.
- Ask questions anytime you need help.

We require that when employees engage in social media, they refrain from:

- Sharing confidential or proprietary information.
- Misrepresenting themselves or the company or asking others to do so.
- Issuing false claims.
- Making personal attacks or speaking negatively about Sugar employees, interns, contractors, customers, potential prospects or competitors.

9. Personal Relationships at Work

Personal relationships in the workplace can result in actual or perceived divided loyalties that could compromise SugarCRM as well as individual and group effectiveness. Consequently, SugarCRM has established the following policy regarding personal relationships at work.

SugarCRM employees or any person engaged to provide services on behalf of SugarCRM must not have a personal relationship with any other employee or with any person engaged to provide services on behalf of SugarCRM with whom they have either a direct or indirect reporting or contractual relationship without prior approval from the Chief Human Resource Officer.

10. Off Duty Conduct

While SugarCRM does not seek to interfere with the off-duty and personal conduct of its employees, certain types of off-duty conduct may interfere with SugarCRM's legitimate business interests. For this reason, employees are expected to conduct their personal affairs in a manner that does not adversely affect SugarCRM's integrity, reputation, or credibility. Conduct on the part of an employee that creates a conflict of interest, adversely affects SugarCRM's legitimate business interests or the employee's ability to satisfactorily perform his or her job must be disclosed, in writing, to the Company's Chief Legal Officer. Absent written consent from the Chief

Legal Officer, any such conduct will not be tolerated.

11. Corporate Opportunities

Employees have a responsibility to act in the Company's best interests and advance these interests whenever the opportunity to do so arises. Taking personal advantage of a business opportunity learned about through work done on the Company's behalf, or otherwise personally benefiting from the Company's information, is generally prohibited. While conducting work on behalf of the Company, employees may come across opportunities in which the Company may also have an interest. If so, employees must notify their manager or the Company's Chief Legal Officer of the opportunity and provide ample time for the Company to determine whether it will pursue the opportunity. If, after this period of time, the Company passes on the opportunity, with the Company's written permission, the employee may act on it for their own personal gain.

12. Competing Fairly and Following Competition/Anti-trust Laws

SugarCRM competes vigorously for business based solely on the merits of our products and services and does not participate in any activities that unfairly harm competition. We want to win, but win fairly.

The Company will accurately represent itself and its products and services in our marketing, advertising, and sales materials. The Company can promote its products and services and make comparisons between it and its competitors. Deliberately misleading messages, leaving out important facts or false claims about the Company's products and services or competitors are inconsistent with SugarCRM's policies.

To ensure markets operate fairly and efficiently, many nations have implemented laws to combat anti-competitive practices. SugarCRM prides itself on strictly complying with these anti-competition laws, which are designed to protect free enterprise. While anti-competition laws may be complex, they generally forbid discussing or entering into formal or informal agreements regarding activities that may restrain trade.

Examples of such activities include:

- Bid rigging
- Price fixing
- Dividing or allocating specific market territories with competitors
- Fixing production or production quotes

Illegal agreements do not have to be signed contracts and may be as simple as informal understandings between two parties. If any of these topics of discussion arise when talking with a competitor, such as at an industry association meeting or a trade show, employees should stop the conversation immediately and report it to the Company's Chief Legal Officer.

Violations of anti-competition laws carry severe consequences. Keep in mind that these laws can be difficult to understand, and every country maintains its own laws regulating competition. Employees should exercise caution and avoid any interaction with competitors that may place you or the Company at risk.

13. Questions, Reporting, and Effect of Violation



Compliance with this Code is, first and foremost, the individual responsibility of every employee. SugarCRM attempts to foster a work environment in which ethical issues and concerns may be raised and discussed with managers, HR, or Legal without fear of retribution. We encourage you to bring concerns into the open so that any problems can be resolved quickly, and more serious harm is prevented. SugarCRM will not allow any retaliation against any Employee who acts in good faith in reporting any violation of this Code or against any person who is assisting in good faith in any investigation or process with respect to such a report. Any Employee who participates in any such retaliation is subject to disciplinary action, including termination.

If you are aware of a suspected or actual violation of this Code, you have the responsibility to report it in accordance with the procedures outlined below. Because the way violations may be reported varies from country to country, please consider the appropriate method by which to report, according to the following options:

- a. Generally, your manager or any member of local management will be in the best position to resolve the issue quickly.
- b. If after raising an ethics or conduct concern and the issue is not resolved, raise it with HR or Legal.
- c. Contact our 24-hour anonymous reporting tool online at: <https://yourvoice.hibob.com/consult/MfqBmJeEQG>
- d. You may also raise your concerns in writing by mail to the Chief Executive Officer, Chief Legal Officer, or Chief Human Resources Officer at: SugarCRM Inc., 548 Market St PMB 59423, San Francisco, CA 94104 or by email, as such email is listed in the employee directory.

While SugarCRM prefers that each Employee give their name and other pertinent information when making a report because it makes the investigation and resolution of the suspected violations being reported more effective and efficient, if you prefer, you may also make a report anonymously.

These procedures have been established so that properly trained individuals will be made aware of and can then investigate any alleged violation of this Code. Employees may not conduct their own investigation either before or after making a report.

SugarCRM recognizes that, to preserve a culture of integrity and respect, it must protect its employees when they report in good faith. Therefore, any employee who reports incidents that they, in good faith, believe to be violations of the Code, SugarCRM's policies, or applicable law, will not be subject to reprisal or retaliation. Such employees will be treated with dignity and respect and will not be subjected to any form of discipline or retaliation for reporting in good faith. The "in good faith" requirement means the employee believes or perceives the information reported to be true. Employees do not have to be correct, but they must act in good faith. In addition, employees will not be retaliated against for participating in good faith in an investigation involving possible violations.

Retaliation is a serious violation of Company policy and certain laws, and employees who believe they were retaliated against should report it according to the methods described in this Code. The Company carefully investigates all reports of misconduct consistent with local requirements. Employees will help this process by cooperating fully and honestly in an investigation of potential illegal or unethical activity. The report and investigation of allegations of retaliation will follow the procedures set forth in this Code and applicable Company policy. Any person found to have retaliated against an individual for reporting a concern or suspected violation or participating in an



investigation of allegations of such conduct in good faith, will be subject to disciplinary action in accordance with local law.

Certification and Acknowledgment

I acknowledge that I have received SugarCRM's Code of Business Conduct and Ethics ("Code") and will comply with it. I also understand that I must review and comply with the Company's policies and procedures that apply to my job responsibilities. I understand that a violation of the policies and ethical standards outlined in this Code may subject me to disciplinary action, up to and including termination, as well as civil and criminal penalties.

I understand that, if I have any questions related to the guidelines outlined in this Code or other Company policies, I should ask my local manager, HR, the Chief Legal Officer or Chief Executive Officer. If I have a concern or wish to make a report, I understand the reporting channels set forth in this Code.

Signature

Date

Printed Name