



Document Name	BigID Code of Business Conduct and Ethics Policy
Accountable	Human Resources, General Counsel
Responsible	All BigID Employees, Contractors, and Third Parties
Inform	Board of Directors, Legal Affairs, Information Security
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Table of Contents

1. Purpose	2
2. Scope	2
3. Policy Statements	2
3.1 Compliance with Laws, Rules, and Regulations	2
3.2 Conflicts of Interest	2
3.3 Insider Trading	3
3.4 Corporate Opportunities	3
3.5 Competition and Fair Dealing	3
3.6 Gifts	3
3.7 Discrimination or Harassment	3
3.8 Employment of Relatives and Significant Others	4
3.9 Record-Keeping	4
3.10 Preparation of Periodic Reports	4
3.11 Protection and Proper Use of Company Assets	5
3.12 Payments to Government Personnel	6
3.13 Amendments to and Waivers of the Code of Business Conduct and Ethics	6
3.14 Obligations to the External Auditor	6
3.15 Confidentiality	6
3.16 Reporting Any Illegal or Unethical Behavior; Anonymous Reporting	6
3.17 Accountability for Adherence	7
4. Policy Compliance	7



1. Purpose

The purpose of this policy is to set and maintain standards for acceptable legal and ethical conduct at BigID.

2. Scope

This policy applies to all directors, employees, contractors, agents, and professional advisors of BigID and others performing services for or on behalf of BigID (collectively, "Company Personnel").

3. Policy Statements

3.1 Compliance with Laws, Rules, and Regulations

Obedying the law, both in letter and in spirit, is the foundation upon which the Company's ethical standards are built. All company personnel must respect and obey the laws, rules and regulations of government agencies and authorities in any states and countries in which we operate or any other laws, rules and regulations applicable to BigID. Although not all company personnel are expected to know the details of these laws, it is important to know enough to determine when to seek advice from supervisors, managers or other appropriate personnel.

3.2 Conflicts of Interest

A conflict of interest exists when a person's private interest interferes in any way with the interests of the Company. Company Personnel must avoid any personal activity, investment or association that could appear to interfere with your good judgment concerning the Company's best interests. Company Personnel may not exploit their position for personal gain. Company Personnel should avoid even the appearance of such a conflict.

It is almost always a conflict of interest for Company Personnel to work simultaneously for a competitor, customer or supplier of the Company. Company Personnel may not, furthermore, serve as a consultant or board member for a competitor. The best policy is to avoid any direct or indirect business connections with the BigID's customers, suppliers or competitors, except on the Company's behalf.

Conflicts of interest may not always be clear-cut, so if Company Personnel have questions, they should consult with BigID management. Any Director, Officer or employee who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor, manager or other appropriate personnel, or follow the procedures described in the Confidentiality section of this Code.

Loans to, and guarantees of obligations of, Company Personnel incurred for personal reasons can also present conflicts of interest. The Company's policy is to refrain from extending or maintaining credit, arranging for the extension of credit, or renewing an extension of credit, in the form of a personal loan to or for any Director or Executive Officer of the Company. It is the policy of the Company that such loans will generally not be made to other Company Personnel as well.



3.3 Insider Trading

Company Personnel who have access to confidential, Company-related information are not permitted to use or share that information for securities trading purposes or for any other purpose except the conduct of the Company's business. All non-public information concerning the Company should be considered confidential information. To use non-public information for personal financial benefit or to "tip" others who might make an investment or business decision on the basis of such information is not only unethical but in certain circumstances also illegal.

3.4 Corporate Opportunities

Company Personnel are prohibited from taking opportunities for themselves personally through the use of corporate property, information or position without the consent of our Board of Directors. No employee may use corporate property, information, or position for improper personal gain, and no Director, Officer or employee may compete with the Company directly or indirectly. All Company Personnel owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

3.5 Competition and Fair Dealing

The Company seeks to outperform our competition fairly and honestly. Stealing proprietary information or possessing trade secret information that was obtained without the owner's consent, or inducing disclosure of such information by past or present employees of other companies is prohibited. All Company Personnel should endeavor to respect the rights of, and deal fairly with the Company's customers, suppliers, competitors and employees. Company Personnel should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice. Aggressive marketing of the Company's products and services should not include misstatements, innuendo or rumors about competitors or their products and financial condition. Company Personnel must not make unsupportable promises concerning our products or services.

3.6 Gifts

The purpose of business entertainment and gifts in a commercial setting is to create goodwill and sound working relationships, not to gain unfair advantage with customers. No gift or entertainment should ever be accepted by any Company Personnel, or family member or agent of Company Personnel, unless it: (1) is not a cash gift, (2) is consistent with customary business practices, (3) is not excessive in value, (4) cannot be construed as a bribe or payoff and (5) does not violate any applicable laws or regulations. Company Personnel should discuss with a supervisor any gifts or proposed gifts about which they are uncertain or that they suspect might not be appropriate.

3.7 Discrimination or Harassment

The Company is committed to providing a work environment that is free from all forms of discrimination on the basis of race, ethnicity, gender, creed, religion, age, disability or sexual preference. It is the Company's policy to provide equal opportunity to all employees with respect to hiring, salary, training and development, promotion and other terms of employment. Employment decisions will comply with all applicable employment laws and regulations. The Company does not tolerate harassment, including sexual harassment, in any form.



3.8 Employment of Relatives and Significant Others

To avoid conflicts of interest and to promote stability and goodwill in the workplace, the Company usually doesn't hire or transfer relatives into positions in which they supervise or are supervised by another close family member. The Company also tries to avoid placing them in positions in which they work with or have access to sensitive information about family members. The same general considerations apply if two worksite employees marry or become involved in a domestic-partner relationship. If a supervisory, security, morale, safety, or other conflict results from the relationship, the Company reserves the right to use discretion in hiring and placing worksite employees in a manner designed to avoid these concerns. One of the worksite employees may be transferred— or, if necessary, terminated—to resolve the situation.

The term “relatives,” as used in the preceding paragraph, refers to a spouse or domestic partner, parents, legal guardians, siblings, children, grandparents, grandchildren, or current in-laws. (Natural, step- or adopted relationships are included in this definition.) This Code also applies to significant others. In addition, if a conflict or appearance of a conflict arises because of a dating relationship, at our sole discretion, the conflict may be resolved by transfer of one or both worksite employees or termination of employment. There may be other considerations or restrictions based on job requirements and situations specific to the Company. Company Personnel should check with their manager for clarification.

3.9 Record-Keeping

The Company requires honest and accurate recording and reporting of information in order that, among other things, the Company can make responsible business decisions. For example, only the true and actual number of hours worked should be reported. Many Directors, Officers and employees regularly use business expense accounts, which must be documented and recorded accurately. If Company Personnel are not sure whether a certain expense is legitimate, they should ask their supervisor or your controller.

All of the Company's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately and accurately reflect the Company's transactions and must conform to applicable legal requirements and to the Company's system of internal controls. Unrecorded or “off the books” funds or assets should not be maintained. The only transactions to be entered into by the Company are those that are executed in accordance with management's general or specific authorization. No transaction will be recorded in the accounts of the Company unless it is within the scope of policies and procedures or is specifically and formally approved by an appropriate and designated employee. Such approval requires the determination that the transaction:

- Has been authorized in accordance with this corporate policy, and
- Is supported by documentary evidence to verify the validity of the transaction.

Mistakes should never be covered up, but should be immediately fully disclosed and corrected. Falsification of any record is prohibited.

3.10 Preparation of Periodic Reports

All Company Personnel are responsible for full, fair, accurate, timely and understandable disclosure in the periodic reports to the extent those are required or may in the future be required



to be filed by the Company with relevant regulatory bodies. Accordingly, it is the responsibility of Company Personnel to establish and maintain disclosure controls and procedures and internal control over financial reporting and to bring to the attention of the Board of Directors any information of which they may become aware that affects the disclosures made by us.

Company Personnel shall promptly bring to the attention of the Board of Directors any information that they possess concerning (a) significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Company's ability to record, process, summarize and report financial information, and (b) any fraud, whether or not material, that involves management or other Company Personnel who play a significant role in maintaining the Company's internal control over financial reporting.

Company Personnel shall promptly bring to the attention of the Company's Chief Executive Officer (the "CEO") or Board of Directors any information that they possess concerning any violation of this Code, including any actual or apparent conflicts of interest between personal and professional relationships, involving any management or other employees who play a significant role with respect to the Company's financial reporting or public disclosures, or in maintaining the Company's internal controls. The CEO shall promptly bring to the attention of the Board of Directors any information that he or she receives from Company Personnel, or any information that he or she may possess, concerning any violation of this Code, including any actual or apparent conflicts of interest between Company Personnel and professional relationships, involving any management or other employees who play a significant role with respect to the Company's financial reporting or public disclosures, or in maintaining the Company's internal controls.

Company Personnel shall promptly bring to the attention of the CEO or Board of Directors any information that they possess concerning evidence of a violation of the securities or other laws, rules or regulations applicable to the Company or the operation of its business, by the Company or any agent thereof, or of a violation of this Code. The CEO shall promptly bring to the attention of the Board of Directors any information that he or she receives from Company Personnel, or any information that he or she may possess concerning evidence of a violation of the securities or other laws, rules or regulations applicable to the Company or the operation of its business, by the Company or any agent thereof, or of a violation of this Code.

3.11 Protection and Proper Use of Company Assets

All Company Personnel should endeavor to protect the Company's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's profitability. Any suspected incident of fraud or theft should be immediately reported for investigation. Company equipment should not be used for non-Company business, though incidental personal use is generally permitted.

The obligation of Company Personnel to protect the Company's assets includes its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, Company payroll data and salary information (other than your own) and any other unpublished financial data or reports. Unauthorized use or distribution of this information would violate Company policy. It could also be illegal and could result in civil or even criminal penalties.



3.12 Payments to Government Personnel

The Company's policy is to prohibit giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country. In addition, there are a number of laws and regulations in various countries regarding business gratuities that may be accepted by government personnel. The promise, offer or delivery to a government official or employee of a gift, favor or other gratuity in violation of these rules would not only violate Company policy but may also be a criminal offense.

3.13 Amendments to and Waivers of the Code of Business Conduct and Ethics

This Code has been adopted by the Company and may be changed at any time by the Company. Final authority with respect to the interpretation of this Code rests with the Board of Directors. The interpretation of any matter with respect to this Code by the Board of Directors shall be final and binding. Waivers for the benefit of all employees must be approved by the Chief Executive Officer ("CEO") and waivers for the benefit of Executive Officers and Directors must be approved by the Board of Directors and will be promptly disclosed as required by law or stock exchange rules.

3.14 Obligations to the External Auditor

Company Personnel must be candid in all dealings with the external auditor of the Company's financial statements (the "External Auditor"), and may not knowingly misrepresent facts or knowingly fail to disclose material facts, and must respond to specific inquiries and requests by the External Auditor. Company Personnel must not take any action, or direct any person to take any action to fraudulently influence, coerce, manipulate or mislead the External Auditor in the performance of an audit of the Company's financial statements for the purpose of rendering such financial statements materially misleading.

3.15 Confidentiality

Company Personnel must not disclose any confidential information of the Company, its customers, suppliers, business partners, Company Personnel or shareholders, except when disclosure is authorized by the Company or is legally mandated. Confidential information includes all non-public information relating to, among other things, decisions, operations, procedures, plans, earnings, financial or business forecasts, databases, names and addresses, competitive bids, formulas, designs, configurations, technical processes, methods or characteristics of machines, trade secrets, supplies, products or materials, research, development, strategies and know-how, regarding the Company, its customers, suppliers, business partners, business relationships, Company Personnel or shareholders, that might be of use to competitors or harmful to the Company, its customers, suppliers, business partners, business relationships, Company Personnel or shareholders, if disclosed.

3.16 Reporting Any Illegal or Unethical Behavior; Anonymous Reporting

The conduct of Company Personnel can reinforce an ethical atmosphere and positively influence the conduct of fellow employees. If there is a situation that Company Personnel believe may violate or lead to a violation of this Policy, or if they are powerless to stop suspected misconduct or discover it after it has occurred, Company Personnel must report it to the appropriate level of management at their location (office/region). When in doubt as to the best course of action in a



particular situation, Company Personnel are encouraged to talk to supervisors, managers or other appropriate personnel about illegal or unethical behavior that they observe.

If Company Personnel are still concerned after speaking with their local management or feel uncomfortable speaking with them (for whatever reason), Company Personnel may directly, and, if they so wish, anonymously, contact the Board of Directors by sending detailed correspondence, together with relevant supporting documents (if any), to the Company legal department (legal@bigid.com).

The Company has also established an outlet via its website to submit concerns anonymously of potential misconduct or violation of this Code. The direct link is <https://secure.ethicspoint.com/domain/media/en/gui/89742/index.html>.

3.17 Accountability for Adherence

The values and responsibilities set forth in this Code are important to the Company and must be taken seriously by all of us. Accordingly, violation of this Code will lead to disciplinary action in accordance with the Company's policies. The Board of Directors shall have responsibility for determining the consequences of a violation of this Code.

It is the policy of the Company not to allow retaliation for reports of misconduct made in good faith by employees. Company Personnel's calls, detailed notes and/or e-mails will be dealt with confidentiality. Company Personnel have the commitment of the Company and the Board of Directors that they will be protected from retaliation.

4. Policy Compliance

This policy shall take effect upon publication. Failure to adhere to this policy or its associated policies and procedures, may lead to disciplinary action up to and including termination of employment, services, or relationship with BigID and/or action in accordance with applicable laws. If compliance with this policy is not feasible or technically possible, or if deviation from this policy is necessary to support a business function, an exception can be requested through management.