

# 2024-2025 CODE OF CONDUCT

> OUR SHARED PRINCIPLES



**hyve**  
solutions®



## A LETTER FROM OUR PRESIDENT

“THIS CODE OF CONDUCT IS ABOUT US. IT’S A PRACTICAL GUIDE FOR OUR DAILY DECISIONS AND A CLEAR STATEMENT OF WHO WE ARE AS A COMPANY.”



As a leading provider of hyperscale digital infrastructures, we design and deliver purpose-built, storage and networking solutions to the largest and most innovative companies in the world. If you search online, stream, connect with someone or buy online, chances are you are using infrastructure that you and our team built.

Our collective success (Hyve, our customers and our suppliers) requires that we continue to hold ourselves to the highest ethical standards.

We are committed to delivering excellence every day.

We benefit from a broad pool of talent, resources, locations, and technology. Our success is built on more than great tools and knowledge. We succeed by demonstrating integrity in every interaction.

We are highly trusted throughout the industry. Trust is why we thrive, and it is up to all of us to build on that trust every day.

This Code of Conduct introduces a shared model of ethical leadership, and it gives every team member in our organization the tools needed to pause, consider, and act when faced with an ethical decision.

This Code applies to all of us – including all leadership, team members, contingent workers and contractors around the world. Please read it, know it, and when something doesn't seem right, speak up. We need to hear when something is wrong so that we can work together to make it right.

While this Code is not a substitute for good judgment, it does provide you with basic principles and standards. I know you will do things the right way, and that's hopefully a big part of why you've chosen to work at Hyve Solutions. We depend on your ethical leadership, and I know you will deliver nothing less.



Steve Ichinaga  
President, Hyve Solutions



*The Code applies to all of us – including all of our team members, contingent workers, and contractors around the world. Please read it, know it, and when something doesn't seem right, speak up.*



# OUR CORE VALUES

AT HYVE, OUR CORE VALUES ARE OUR GUIDING PRINCIPLES. THEY PROVIDE FRAMEWORK FOR LEADERSHIP, DAILY DECISIONS, AND EMPLOYEE SATISFACTION. OUR VALUES ARE MORE THAN ASPIRATIONS; THEY DEFINE WHO WE ARE.





## TEAMWORK

We collaborate to achieve the best result.

We focus on achieving results together through principals of trust, constructive dialogue, collaboration and accountability.



## INNOVATION

We always find a better way.

We question conventional wisdom and challenge the status quo. If there's a better way, we'll find it. We're excited by ingenuity and ready to create new solutions that impact the company, customers or community in a positive way.



## QUALITY

We focus on quality in everything we do.

Excellence is a habit not a goal. We welcome challenge with enthusiasm and go above and beyond the call of duty because it's who we are.



## CARING

We are invested in a positive outcome.

We display respect for others, we're all human. Our compassion is what allows us to understand where we're needed and what we can do to facilitate a positive outcome for our customers and each other.



## INTEGRITY

We do the right thing.

We don't take our commitments lightly. We will do everything within our power to meet expectations. We own up to and learn from our mistakes. We do the right thing always.



“ AT HYVE, WE TAKE PRIDE IN BEING A COMPANY THAT PEOPLE WANT TO WORK FOR. CREATING A CULTURE IN ALIGNMENT WITH OUR SHARED CODE OF CONDUCT, TIES US TOGETHER AND FOSTERS AN ENVIRONMENT WHERE WE ARE ALL ABLE TO BE OUR AUTHENTIC SELVES. ”



Gina Rugani  
Chief Operating Officer



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# HOW TO USE THE CODE

No single document can provide guidance for every situation our team members encounter in their daily work. To help, we have created a Policy Portal to find additional information and documentation to supplement this Code of Conduct. You can find those documents on The Buzz, Hyve's intranet, [www.hyvesolutions.org/policyportal](http://www.hyvesolutions.org/policyportal).



*As a reminder, using this Code is everyone's responsibility.*



Sarah Lin,  
SVP, Supply Chain

“THIS CODE OF CONDUCT IS THE FOUNDATION TO DRIVE OUR BUSINESS FORWARD. PROVIDING THE BEST CUSTOMER, VENDOR, AND EMPLOYEE EXPERIENCE BY CREATING A CULTURE OF DOING THE RIGHT THING.”



# AT HYVE, WE BELIEVE IN TRANSPARENCY.

That's why we publish the same Code for everyone to see. That includes our active *team members*, as well as shareholders, vendors and potential new co-workers considering joining our team.

Many of the links found within this Code will only work for team members with an active Hyve account, but we're happy to help if you have questions.



*If you would like to learn more about your internal policies and resources, please email [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).*



# WE LEAD WITH INTEGRITY

**AT HYVE, INTEGRITY IS  
ONE OF OUR CORE VALUES.**

We have invested in policies, training, and resources to help our company make the right decision, every time. But those resources mean nothing without you.

To maintain our unwavering commitment to integrity, we rely on the sound judgment and thoughtful decision-making of every global team member. That's what we call ethical leadership.



# THE ETHICAL LEADERSHIP MODEL

We expect every Hyve team member to be an ethical leader.

Follow the three-step Ethical Leadership Model



## PAUSE

- > The first step to being an ethical leader is to stop and notice when we are faced with a choice.
- > We can't say "the customer asked me to" or "the vendor told me to" or "I was too busy to do the right thing."
- > We own our choices, and we owe it to ourselves to get them right.



## CONSIDER

- > What's the best for Hyve or our community?
- > Would it be okay if every Hyve team member regularly did what I'm about to do?
- > What do the relevant laws or policies require?
- > How would I feel if this decision ended up on the front page of a newspaper?



## ACT

- > Once we determine the right course of action, we must hold ourselves and our team members accountable to act.
- > This means following through on any procedures or processes Hyve has put in place to help us conduct business legally and ethically.
- > It also means asking the questions if we don't know the right course of action.

# OUR RESPONSIBILITY

At Hyve, we hold ourselves accountable to our principles. That commitment starts with our managers and extends to every member of our community.

## AS MANAGERS, WE:

- > Follow our Code to ensure compliance with our policies and the law.
- > Listen to anyone who raises a concern with respect and compassion. If they are reporting a potential violation of our values, the law or our policies – including this Code – escalate to HR, Ethics and Compliance or Legal for further support.
- > Never cover up or ignore misconduct.
- > Never retaliate or allow retaliation against anyone.

Integrity is key to our success at Hyve, so our managers must prioritize ethics and compliance on their teams. We encourage open discussion of compliance training and communication in team meetings. We praise team members for doing the right thing, the right way, and we make integrity and compliance a central component of our hiring and performance-management decisions. We are responsible for oversight in our business areas to identify and practices that could create risk for Hyve. We work proactively to reduce risk wherever it is found.

## WE MUST ALL HOLD OURSELVES ACCOUNTABLE.

Whenever we fall short of our policies, values, or shared principles, we put ourselves at risk. Our business partners must know they can count on us every decision we make. Even a single violation of this Code can jeopardize that trust. It could also result in fines and civil or event criminal liabilities.

When we receive a report, we take action. We investigate all good-faith reports with qualified investigators. During the investigation, we communicate with the person who made the report and the appropriate levels of leadership. If we find unethical or illegal behavior, we will take corrective action. This can include termination. If appropriate, we will also refer cases to government authorities for further investigation.

## WAIVERS

Any waivers or exceptions to this Code must be disclosed to the President of Hyve along with the reason for the request.



# WE SPEAK UP

**AT HYVE, WE SPEAK UP WHEN WE NOTICE MISCONDUCT OR ILLEGAL BEHAVIOR.**

We know that speaking up early can stop a bad situation from getting worse. That is why we use open communication to reduce risk to the company, or team members, our vendors, and ourselves.

If we have doubts, we reach out for help. And if we are asked to participate in an investigation, we are open and honest at all times.

# SPEAK UP, WE'LL LISTEN

If you have a concern regarding a violation of this Code, report it as soon as possible.

You can talk to your manager, your leadership team, HR, Legal or [Ethics and Compliance](#) ([bit.ly/Ethics-Line](http://bit.ly/Ethics-Line)).

Alternatively, you can submit a concern to our Board's Audit Committee or through the Ethics Line. Visit [bit.ly/Ethics-Line](http://bit.ly/Ethics-Line) for more information.

## THE ETHICS LINE

The Ethics Line is available 24 hours a day, seven days a week to help you report your concerns. You can report online or find a local hotline number to report by phone. If you'd like, you can choose to report anonymously. However, please remember that we'll have no way of identifying you, and we may require additional information to help. If you report anonymously, note your Report Key and Password, then check back through the Ethics Line often to communicate with us.

## NON-RETALIATION STATEMENT

At Hyve, we have zero tolerance for retaliation. We need to hear from you when you have concerns, and you are always protected from any form of retaliation when you speak up for what you believe is right. You don't need to know all the details before you can speak up. Your only obligation is to be honest and to participate in the investigation as needed. If your concerns aren't substantiated, that's okay. We still appreciate your genuine desire to help, and we'll still protect you from retaliation.



*For more information, visit the  
Ethics Line at [bit.ly/Ethics-Line](http://bit.ly/Ethics-Line).*



# WE CARE

BY REDUCING OUR CARBON FOOTPRINT AND WASTE, AND EMBRACING A DIVERSE AND INCLUSIVE WORK ENVIRONMENT, WE ARE BUILDING THE WAY FOR A MORE SUSTAINABLE FUTURE.

After assessing our stakeholders' priorities, we launched a global Corporate Citizen Program that focuses on:

- > Environmental impact
- > Social wellbeing
- > Governance – this Code is an example of our approach to governance. We have well established governance policies and principals, including a global Ethics and Compliance program.

These three principals are often referred to as ESG.

# PROTECTING OUR ENVIRONMENT

Hyve has a vision for a vibrant, interconnected world with a focus on protecting the environment.

## OUR ENVIRONMENTAL INITIATIVES

We have committed to the science-based target initiative Business Ambition Pledge and plan to achieve net-zero greenhouse gas emissions in our global operations by 2045. We are committed to embedding a culture of sustainability across our organization, lowering our global footprint, setting targets for our emission reductions, increasing our sustainability initiatives and supporting our customers and vendors to make similar improvements.

We use circular economy principles and partner with stakeholders to repair, refurbish and recycle IT products to reduce waste.

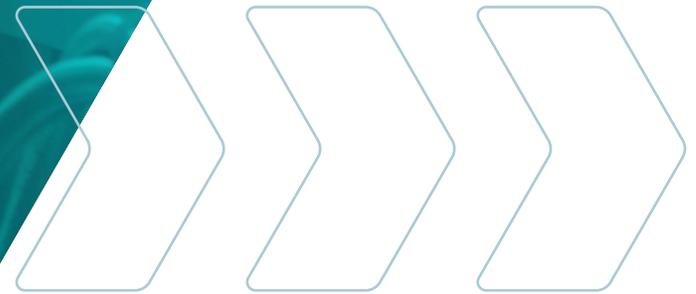
We report our environmental sustainability performance through DCP and are deploying environmental management systems to meet international standards, like ISO 14001.

These initiatives work together to help us minimize our environmental impact across all of Hyve.

For more details on our Corporate Responsibility program, please visit [www.hyvesolutions.com/corporate-responsibility/](https://www.hyvesolutions.com/corporate-responsibility/).



WE, AS A  
COMPANY,  
PERFORM AT OUR  
BEST WHEN ALL  
OF US ARE SEEN,  
APPRECIATED  
AND ABLE TO  
WORK TO OUR  
FULL POTENTIAL



At Hyve, our Culture & Inclusivity teams have built great resource for our community. Whether on a global or local level, team members have meaningful and inclusive conversations, celebrate cultural differences, and develop skills to meet their personal and professional growth.

## CULTURE & INCLUSION

We, as a company, perform at our best when all of us are seen, appreciated and able to work to our full potential. An environment that can see and harness the talent of team members without bias cultivates innovation, setting the stage for long term success for our company, customers, partners, and our team members. That's why Culture & Inclusion is a priority here at Hyve.

Our executive leadership actively participates in Hyve's Culture & Inclusion Council. This council provides advocacy and support for policies, programs, and initiatives that advance and celebrate an inclusive culture for all Hyve employees, including those with disabilities.

Our commitment to foster inclusivity includes various ongoing programs, such as cross-cultural events, education, and workforce engagement. We prioritize the unique needs of individuals with disabilities, providing reasonable accommodations to enhance innovation, productivity, and the overall success of our company.

Hyve has also committed to advancing supplier diversity by identifying diversity-owned businesses and service providers so we can consider these organizations, including those owned by individuals with disabilities in our operations procurement decisions.



As part of our ongoing commitment to Culture & Inclusion, we proudly support the [UNFE Standards of Conduct for Business](#), and have garnered a top score of 100 on the [Human Rights Campaign Foundation's 2022 Corporate Equality Index](#), the nations' foremost benchmarking survey and report measuring corporate policies and practices related to LGBTQ+ workplace equality.

To learn more, visit Hyve's website at [HyveSolutions.com](https://www.hyvesolutions.com).



OUR MISSION  
TO OBSESSIVELY DELIVER CUSTOMER  
EXPERIENCES THROUGH GREAT LEADERSHIP

# WE OFFER A SAFE, RESPECTFUL AND INCLUSIVE WORKPLACE

WE STRIVE TO BE AN EMPLOYER OF CHOICE WHERE TEAM MEMBERS CAN THRIVE.

We have local policies and tools to ensure team members safety in the workplace and we encourage team members to speak up if they have any concerns. We do not tolerate harassment, bullying or discrimination in any form.

We value diversity and we prioritize inclusion in our work. We cultivate a trusting, inclusive environment where all people are welcomed. We take proactive steps to ensure our team members and business partners feel comfortable, valued and empowered.

This is business critical. We need diverse skills and perspectives to continue our company's success.

# OPPORTUNITY & INCLUSION

## PROVIDING EQUAL OPPORTUNITY

Hyve follows the laws that prohibit discrimination in employment practices wherever we do business. We provide equal employment opportunities for everyone, and we never treat applicants or team members with any form of illegal bias.

## FIGHTING HARASSMENT AND DISCRIMINATION

No one at Hyve should be subject to discrimination or harassment because of who they are as a persons. We do not allow verbal or physical acts, emails, videos, pictures, jokes or slurs that make our team member feel harassed, bullied or unwelcome. This expectation also applies to our business partners and any outside events that we attend in the course of our business



### ZERO TOLERANCE

We provide reasonable accommodations for qualified team members with disabilities. We prohibit any form of harassment or discrimination on the basis of a legally protected status, including:

- |                   |                    |                                  |
|-------------------|--------------------|----------------------------------|
| Race              | Color              | Sexual Orientation               |
| Gender (Sex)      | Gender Identity    | Ethnicity                        |
| Gender Expression | National Origin    | Physical Disability              |
| Pregnancy         | Age                | Any other basis protected by law |
| Marital Status    | Veteran Status     |                                  |
| Mental Disability | Religion or Belief |                                  |



# STAND AGAINST INEQUALITY.

Diversity and inclusion are integral to Hyve's culture. We cultivate a trusting environment where all people are welcomed, and we extent that commitment to our communities.

We must all take proactive steps to ensure our team members and business partners feel comfortable, valued, and empowered – in every corner of our global footprint. We recognize that it's not just our words of compassion and empowerment that matter, but more importantly, our actions.



## PAUSE

Your manager made a joke in a team meeting that several of your team members found offensive. They told you afterwards in the breakroom that they feel highly offended by the remark, but your managers appears to have no idea.

What would you do?



## CONSIDER

- > What's the difference between a bad joke and an offensive joke? How far does it have to go before it becomes harassment?
- > Hyve thrives because of our diverse, inclusive community. We cannot allow words or actions that undermine that sense of community, and we are committed to reporting incidents and taking action when needed.
- > In this scenario, the fact that a team member is offended is enough to warrant a discussion. If you don't feel comfortable discussing the situation directly with your manager, reach out to a trusted HR representative.



## ACT

If you accidentally offend a team member, don't make the situation worse by getting defensive! Intention matters, but so does the impact our words and actions have on others. Welcome the feedback and take it as an opportunity to grow. It takes courage for someone else to share their point of view. Show your courage by listening and avoiding similar mistakes in the future.

# OUR COMMITMENT TO SAFETY & QUALITY

## We maintain our reputation by providing safe, quality products and services.

We always follow the quality processes and safety requirements of the locations where we work. We comply with all applicable standards and regulations regarding the development of products and services, as well as all laws and regulations designed to ensure safety in our workplace.

## PROHIBITING SUBSTANCE ABUSE

Substance abuse limits our ability to work safely and puts us all in jeopardy. We may never work while under the influence of alcohol, illegal drugs or misused medications that impair our ability to act safely. If a legally prescribed drug may be affecting your judgment or reaction time, discuss the situation with your supervisors or HR representative. If alcohol is provided at a business event, we always conduct ourselves professionally.

Our company recognizes that substance abuse and alcohol-related problems can be treated, and we can help with confidential support. Please inquire with HR to learn more.

## PREVENTING VIOLENCE

We do not allow actual or threatened violence against team members, visitors or anyone doing business with Hyve. Every threat of violence is serious and must be reported immediately to security, management, or local police, as appropriate for your location.



*Our Life Empowerment Assistance Program (LEAP) offers timely, qualified assistance and support to help manage all of life's complexities, including substance abuse counseling. LEAP can be contacted toll-free, 24 hours per day, 7 days a week.*

*Email [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com) for more information.*



# WE FOLLOW POLICIES AND THE LAW

## AT HYVE, WE PLAY BY THE RULES.

We follow the law everywhere we do business, including all applicable standards and regulations.

In addition to following all legal requirements, we follow the local and global policies put in place by our business to ensure compliance. If local law is more restrictive than these policies, we follow local law. If a local business practice conflicts with our policies, we follow our policies. When in doubt as to whether an activity is improper, we seek guidance.

These commitments apply to everyone, and any exceptions must be approved by the Board.

# IMPORTS, EXPORTS, & TRADE REGULATIONS

We are a global company. That means we have to pay careful attention to the rules and regulations that govern international trade.

Most countries have their own laws and legal requirements for imports and exports. These terms generally refer to the transfer of goods and services between countries, but exports can also include traveling abroad with company information, downloading software abroad or releasing source code or technical specifications.

As a technology distributor with a global footprint, we are committed to following import and export regulations at all times. We comply with all relevant sanctions and embargos.



## PAUSE

You just sold a high-value item to a new reseller in a foreign country. The item has both military and commercial uses, and the Regulatory Compliance team explains that we will need an export license to complete the transaction. When you call the reseller to request the necessary details, they cancel the order. The next day, they create an identical order listing a shipping address in another country.



## CONSIDER

- > Our Regulatory Compliance team is here to enable compliance with international export controls, finance laws and regulations. When they tell us an export license is required, we have to listen.
- > Items with both military and commercial uses are classified as “dual-use items” by governments like the United States and are often subject to more stringent export controls.
- > In this example, the timing and context of the new order are a red flag. The Regulatory Compliance team can help you evaluate the situation and respond appropriately, but it certainly seems like the reseller is hiding the real destination in an attempt to avoid the required paperwork.



## ACT

If we see a red flag that a business partner is trying to circumvent international trade laws or regulations, we escalate our concerns immediately. It may hurt to lose a sale, but helping a customer violate trade laws or sanctions could hurt our business even more.



*Have questions? Email HR at [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).*



# MONEY LAUNDERING



Sometimes, individuals or organizations try to hide illegal funds or make them look legitimate. This is called money laundering.

We are committed to following all anti-money laundering and anti-terrorism laws at Hyve.

Cooperating with money laundering schemes can result in large civil and criminal fines.

To avoid becoming an unknowing accomplice, we remain on the lookout for any red flags, including:

- > Requests to pay more than the agreed price
- > Payments from an unusual account
- > Requests to make payments in other currencies
- > Requests to pay in cash
- > Payments from a third party not related to the account



*Have questions or need more information?  
Email HR at [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).*



# WE BUILD TRUST IN OUR BUSINESS RELATIONSHIPS

Hussain, Mohammad

Fresquez, Dawn

Fadadu, Praful

## AT HYVE, INTEGRITY IS A COMPETITIVE ADVANTAGE.

We are committed to being honest and accurate at all times. We do what is right, even when it isn't easy.

We succeed by building trusting relationships with our vendors and customers, and we will never conceal or misrepresent information to manipulate our business partners.

We also take care when we speak or act on behalf of Hyve that we are authorized to do so. We always ensure our words and actions align with our policies, values and legal requirements.

Laureta, Jeffers

Ongcay, Leif

Searl, Pam

# ACCURATE BOOKS & FINANCIAL RECORDS

We only use company funds for authorized business purposes. We ensure our required disclosures are complete, fair, accurate, timely and understandable.

We do not alter or misstate a financial record, keep transactions “off the books”, or use fake transactions to hide misconduct. We do our best to ensure our transactions are properly documented, and we provide that documentation to internal auditors, external auditors or government officials, as needed.

## ACCOUNTING PRINCIPLES

Whether it’s revenue, expenses, marketing funds or rebates, we record the details and purpose for each transaction. Our Accounting Department works with co-workers throughout our business to ensure our financial disclosures are complete, fair, accurate, timely and understandable. Together, we maintain compliance with the accounting standards, laws, rules and regulations that govern our financial accounting and reporting.

We all help ensure this compliance by following U.S. GAAP standards, as well as the internal accounting policies and processes that apply to our work.

## SIGNATURE AUTHORITY

To manage risk and empower our business, we delegate specific roles with the responsibility to commit company funds, enter into agreements, or approve expenditures on behalf of the organization. Specific requirements vary based on the type of activity, the financial amount and the location. Detailed authorization levels can be found in our Approval policy, which can be found on Hyve’s Policy Portal.



For more information, visit Hyve’s Policy Portal [www.hyvesolutions.org/policyportal](http://www.hyvesolutions.org/policyportal) or contact HR at [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).



# PARTNERING WITH VENDORS

We respect the policies and expectations of our business partners.

If something doesn't feel right, we address our concerns proactively.

## ORIGINAL EQUIPMENT MANUFACTURER

Our role in the supply chain is usually simple. We purchase products directly from the original manufacturer.

## VENDOR MARKETING FUNDS

We only use Marketing Development Funds for their intended purpose and agree to use funds for legitimate, lawful, well-documented, vendor-approved transactions. It might be the vendors money, but once it passes through us, it's our responsibility to monitor and reconcile.

We confirm that the agreed services have been performed before invoice payment. If we have doubts or concerns, we communicate with the vendor and our internal Marketing team.

# PARTNERING WITH THIRD PARTIES

The conduct of the third parties we engage with in our business also reflects on us.

A third party can be any company or individual who provides goods or services directly to Hyve Solutions or to our customers or vendors on our behalf. We conduct appropriate due diligence to ensure that any money we pay to a third party is never used for fraud, bribery or corruption.

We will never allow a third party to engage in any conduct on our behalf that our policies or values would not allow us to perform ourselves.



## PAUSE

You need to engage a service provider to provide installation services for an end user. An important business partner recommends we use a specific provider, but you know the market, and you notice they charge much more than usual. They also won't commit to providing proof of performance after the work is done. What would you do?



## CONSIDER

When we engage a third party to perform a service on our behalf, we can be held responsible for their conduct. Unusually high costs could be a sign of a bribe or kickback. That would have serious consequences for us, even if we aren't aware of the bribery. Before working with any third party, we must:

- > Confirm they are a legitimate business with a track record of performing similar services and check that their costs and documentation are appropriate.
- > Follow our internal rules — including the relevant screening and onboarding policies — to ensure the third party meets our standards for ethics, compliance, IT security and data privacy.
- > Obtain proof of performance to ensure the expected services were delivered, before we pay.
- > Ensure we have sufficient documentation, including detailed invoices.



## ACT

It might be alright to engage the third party described in this scenario, but only if we can confirm why the costs are high and how the work will be documented. We cannot use this third party until those conditions are met. If you ever have doubts or questions, reach out to Ethics and Compliance.



# SPEAKING ON BEHALF OF HYVE



We are careful when working with our business partners, attending public events or posting to social media, that our words and actions never reflect negatively on Hyve. We ensure our words and actions are inclusive, ethical and professional.

#### AUTHORIZED SPOKESPEOPLE

Only designated spokespeople are approved to respond to or communicate with outside parties. This helps to avoid having our words taken out of context by the media or other external organizations.

#### SOCIAL MEDIA

When communicating on social media, our posts can reflect on Hyve. Whether communicating internally or externally, we must be respectful and inclusive at all times, and we must not engage in any communication that violates our values or policies. We must also take care never to divulge confidential information.



# WE RESPECT OUR SHAREHOLDERS AND RESOURCES

WE DO NOT TAKE ANY ACTION THAT UNFAIRLY HARMS OUR COMPANY, CUSTOMERS, SUPPLIERS, SHAREHOLDERS, OR FELLOW TEAM MEMBERS.

We do not take any action that unfairly harms our company, customers, suppliers, shareholders, or fellow team members.

As a wholly owned subsidiary of TD SYNEX, a publicly traded company, we have a commitment to our shareholders to conduct our business efficiently and ethically.

We do not allow the theft or waste of company resources. We do not take away any opportunities from our company that are discovered through our work at Hyve. We do not abuse our position for personal gain, and we do not compete with our company in any way.

We also take care of when we speak or act on behalf of Hyve that we are only acting in accordance with our policies, values, and legal requirements.

# CONFLICTS OF INTEREST

We must be open and transparent about anything that could keep us from making decisions in the best interest of Hyve.

Even if we do not act on a potential conflict, the mere perception of a conflict of interest can be dangerous if it is not disclosed and properly managed.

That is why we proactively disclose any financial interests, personal relationships, outside opportunities or secondary employment that could appear to influence our decision-making or impact our performance at Hyve.

We cannot accept compensation in any form from a competitor, vendor or customer while employed by Hyve.



## PAUSE

You need to fill a vacant position on your team and the right skills and experience are essential. Luckily, you know the perfect candidate and she happens to be looking for a new job. She has years of experience and could hit the ground running on day one. There's only one problem... she's your sister-in-law. Could you make the hire?



## CONSIDER

We need to help you manage conflicts of interest as soon as possible. Stop and disclose if:

- > You could cause Hyve to engage in business transactions with relatives or friends.
- > You could offer an unfair advantage to a co-worker or individual business partner as a result of your personal relationship, or they could give an unfair advantage to you.
- > You are considering outside employment that could detract from your performance at Hyve or be perceived as competing with us.
- > You or a family member have more than a modest financial interest in our company's vendors, clients or competitors, or you are being offered unusual benefits or gains from any of our partners.



## ACT

As the hiring manager, you're in a position to offer your sister-in-law an unfair advantage. You must disclose the conflict, but that doesn't mean we won't be able to hire her if she is the best candidate for the role. Potential conflicts can usually be resolved once they are brought into the open. Early disclosure allows us to address potential conflicts before they affect our work or our reputation. We may work with you to change reporting lines in this case or move the hiring decision to someone else. If you disclose, we can give you peace of mind!



Visit the full *Conflict of Interest Policy*, on the *Hyve Policy Portal*, to learn more. [www.hyvesolutions.org/policyportal](http://www.hyvesolutions.org/policyportal).



# CONFIDENTIAL INFORMATION

## INSIDER TRADING

We sometimes have access to material non-public information about our company or other companies we do business with. We cannot buy or sell securities of our company or any other company based on material non-public information. Any information that a reasonable investor would consider important in deciding whether to buy, hold or sell securities of a company is considered material. If you provide a “tip” to someone who then buys or sells securities based on material non-public information received from you, both of you can be convicted of insider trading. Insider trading violations can result in job loss, as well as civil and criminal penalties and fines.

## INTELLECTUAL PROPERTY (IP)

We protect our IP and the IP of our business partners. Hyve owns the IP we create in relation to our business, to the extent permissible by law. We have to be careful when using IP, like company names or logos, that could infringe on the owner’s rights. IP rights also apply to software. We follow licensing agreements when using third-party software, and we only use software properly licensed by Hyve.

## CONFIDENTIAL INFORMATION

We do not use non-public information for personal gain by ourselves, our relatives or our friends. We also do not disclose any confidential information that may harm free competition or violate the trust of our business partners. This may include:

- > Trade secrets
- > Financial results
- > Pricing plans
- > Customer lists
- > Sales figures
- > Strategy documents
- > New products or research
- > Product defects, recalls or modifications
- > Major leadership changes
- > Impending bankruptcy or financial problems
- > Mergers and acquisitions
- > Significant litigation

## WHEN WE ARE TRUSTED WITH CONFIDENTIAL INFORMATION, WE TAKE STEPS TO KEEP IT CONFIDENTIAL.

- > We do not discuss confidential information where it might be overheard.
- > We do not leave confidential information unattended.
- > We never post confidential information on social media or external sites.
- > We never share confidential information with anyone outside of Hyve unless authorized.

If we are authorized to disclose confidential information with a third party for a legitimate business need, we require that we always have an executed nondisclosure agreement (NDA) in place first. We do not accept another company's NDA or accept changes to our own without approval from the Legal Department.



# WE EMBRACE FREE AND FAIR COMPETITION

WE SUCCEED BY OFFERING GREAT SERVICE AND FAIR TERMS IN AN OPEN MARKETPLACE, AND WE WILL NEVER SEEK TO BENEFIT FROM AN UNFAIR ADVANTAGE.

We do not engage in bribery or corruption in any form. This commitment also influences how we can give and receive gifts as an organization.

We do not engage in any activity that could reduce free competition or harm the consumer. We do not use confidential information for personal gain, and we don't disclose confidential information that could reduce competition or violate the trust of our business partners.

We follow all applicable antitrust and competition laws and laws that prohibit insider trading.

# ANTI-BRIBERY & ANTI-CORRUPTION

## ANTI-BRIBERY AND ANTI-CORRUPTION

Anti-bribery laws, such as the U.S. Foreign Corrupt Practices Act and the UK Bribery Act, apply everywhere we do business. We follow these laws by never giving, receiving or soliciting any kind of bribe, regardless of local law or custom. And we will not hire a third party to do something that we cannot ethically or legally do ourselves. If we are ever asked to pay a bribe, we will decline and alert the Hyve Legal Department immediately.

## GOVERNMENT OFFICIALS

We have to be extra careful when working with government officials to avoid any appearance of corruption. We follow all local laws and have our own limits and approval processes for any business courtesies provided for government officials. View the Government Officials section in our Hyve Gifts and Entertainment policy to review the full requirements.

## WHAT IS A BRIBE?

A bribe happens when something of value is offered or changes hands to obtain an unfair advantage. A thing of value could be anything that is valued by the recipient, including:

- |                                |                          |
|--------------------------------|--------------------------|
| Cash payments                  | Gifts                    |
| Gift cards or cash equivalents | Entertainment            |
| Charitable donations           | Employment offers        |
| Loans                          | Confidential information |
| Travel expenses                |                          |

If it's offered or given with the intent or purpose to obtain an improper business advantage, it's a bribe. We do not tolerate bribery in any form. We will never make improper payments on our company's behalf or allow anyone else to commit bribery for us. We will never accept bribes of any kind.

### We also prohibit:

**Kickbacks:** The return of a sum already paid or due to be paid as a reward for awarding or fostering business.

**Facilitation Payments:** Fees or payments to a government official to expedite a government form or process.

The above restrictions do not apply to properly approved and documented rebate or discount programs or to official government fees with a legitimate receipt.



Visit the Hyve Policy Portal to learn more about the Gifts and Entertainment policy. [www.hyvesolutions.org/policyportal](http://www.hyvesolutions.org/policyportal).

Still have questions? Email HR at [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).



# GIFTS & ENTERTAINMENT

Companies sometimes engage in entertaining business partners or providing small business gifts to build or strengthen working relationships.

We use good judgment, discretion and moderation in these situations. Providing gifts or entertainment is not appropriate if doing so makes us appear biased or as if we are attempting to influence a business decision. We must also refrain from providing any gifts or entertainment that could be seen as inappropriate or unethical.

## USUALLY OK

Small-value business gifts are usually okay, as long as they aren't given for the wrong reason or at an inappropriate time.

Entertainment is usually okay too, as long as the host is present, the cost is reasonable, and the event is appropriate for work and incidental to a business discussion. We cannot solicit entertainment or provide entertainment solicited by our business partners. Discuss with your manager and our Ethics and Compliance team if you have doubts or questions.

- > Promo items
- > Flowers
- > Food
- > Reasonable meals
- > Low-cost, readily available events or shows.
- > Local conferences and marketing events with modest door prizes

Common sense still applies. If in doubt, double check or get approval first, even if it's listed above.

## NEVER OK

- > Cash
- > Gift cards
- > High-value gifts
- > Lewd or offensive gifts
- > Vacations
- > Extravagant meals
- > Global sporting events or sold-out shows
- > Soliciting gifts or entertainment



*We have established an Annual Gift Limit for giving and receiving business gifts, including lower limits and stricter approval processes for government officials.*

*Visit the Hyve Policy Portal to learn more about the Gifts and Entertainment policy. [www.hyvesolutions.org/policyportal](http://www.hyvesolutions.org/policyportal).*

*Still have questions? Email HR at [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).*

# ANTITRUST & COMPETITION LAW

We follow antitrust and competition laws everywhere we do business, and we never agree to any practice that could diminish free competition or harm the consumer.

That means we never discuss market strategies, customers, employee salaries or prices with our competitors. By the same principle, we will not facilitate or allow the indirect sharing of competitive information — like customer lists, prices, margins or bids — between competitors. We never engage in joint behavior with our competitors toward a customer or vendor.

We never use our relationships in the market to artificially maintain or raise prices, and we set our own resale prices independently.



## PAUSE

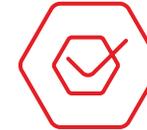
We are always undersold by a certain competitor. A co-worker suggests you email your contact at the vendor and ask them to talk to the competitor and help end the price war. What would you do?



## CONSIDER

This email could be seen as indirect price fixing. It could prompt an antitrust investigation and carry serious consequences. When communicating with a vendor or a customer, ask yourself:

- > Could it be seen as a direct or indirect attempt to agree on prices and terms or align market conduct between competitors?
- > Could it be seen as an attempt to share confidential information between competitors?
- > Could it be seen as an attempt to fix or interfere with resale prices for products or services?
- > Could it be seen as an attempt to limit competition to the detriment of the end customer?



## ACT

In this case, you should refrain from sending the email. If anyone attempts to engage you in a conversation that raises any of the above red flags, don't participate! State your commitment to following antitrust laws and stop the conversation immediately. If it happens in an email, make sure your response is saved in Hyve systems. If it happens at a meeting, leave if the discussion continues and ask that your departure is recorded in the minutes. Report immediately to the Legal Department for further support.



# WE PRESERVE PERSONAL PRIVACY

WE VALUE THE PRIVACY OF OUR CO-WORKERS AND BUSINESS PARTNERS BY TAKING APPROPRIATE PROTECTION MEASURES WHEN COLLECTING, STORING, USING OR SHARING PERSONAL DATA.

We do not collect more data than necessary to accomplish our business purpose, and we dispose of personal data responsibly when it is no longer needed. We follow our IT policies and requirements to ensure personal data is stored securely, and we take care to ensure personal data is only shared with authorized parties using secure methods.

We adhere to applicable data privacy laws everywhere we do business and use personal data with the necessary permission.

# PERSONAL DATA

## RECORDS MANAGEMENT

Laws and good business practice require us to keep some physical and electronic documentation for a specific period of time. We are also required to retain any records related to pending or anticipated litigation, investigations or audits. Storing business records longer than necessary, however, incurs needless costs and prevents the efficient retrieval and access of relevant information. We balance these needs by following the policies and procedures for maintaining and securely destroying the business records that apply to our work.

## PROCESSING PERSONAL DATA

Our co-workers and business partners trust us with their personal data. We repay that trust by treating their personal information with care. View our Processing Personal Data Policy to review the steps you must take when collecting, storing, using or sharing personal data to keep the data safe and meet our legal requirements.

## WHAT CAN I DO TO PROTECT PERSONAL DATA?

Follow these privacy essentials to help protect personal data at Hyve:

- > Only collect or use personal information as needed and authorized for the performance of our role.
- > Don't disclose personal information without authorization and a legitimate business need.
- > Take necessary steps to maintain the confidentiality and security of personal information.
- > Carefully select third parties we trust to process or access personal information. Establish appropriate contracts with those third parties.
- > Transfer personal information only to authorized third parties through secure methods.
- > Destroy or delete records containing personal data when no longer necessary in accordance with company policies and procedures.



# WE MAKE CYBERSECURITY A PRIORITY

**WE KNOW OUR BUSINESS PARTNERS LOOK TO US TO HELP SECURE THEIR IT SYSTEMS AND ASSETS, AND WE TAKE THAT RESPONSIBILITY SERIOUSLY.**

We follow cybersecurity best practices and international standards. We implement strict IT standards to achieve confidentiality, integrity and availability of information. Our co-workers are regularly trained to follow our policies and best practices regarding privacy, cybersecurity and IT acceptable use.

We design our IT systems and policies to provide safe and secure use of Hyve information, and we extend these best practices to our supporting partners.

# SECURITY

## INDIVIDUAL RESPONSIBILITY

Cyber risks like fraud, ransomware and data breaches can compromise our financial health and reputation. While we are constantly improving our technical countermeasures, we also rely on individual awareness to protect our company. Co-workers must actively participate in the Security Awareness Program by spotting simulated phishing exercises and completing all required training.

## ACCEPTABLE USE

We only use Hyve tools and systems responsibly.

- > We never use our IT resources for anything illegal or unethical. We don't access anything that could be considered obscene, indecent or offensive.
- > We do not download unlicensed software.

We reserve the right to monitor and restrict the use of Hyve systems to the extent allowed by law.

## WHAT CAN I DO TO MAINTAIN OUR CYBERSECURITY?

Follow these cybersecurity essentials to help maintain the security of our IT systems:

- > Keep our work and personal digital identities separate. We do not use our Hyve email addresses for personal accounts, and we only use approved Hyve tools when conducting company business.
- > Check before responding to suspicious emails, phone calls, text messages and other communications.
- > Phishing is one of the biggest threats to our cybersecurity program. If we suspect a phishing email, a potential data breach or any cyber threat, we must alert our Cyber Defense Center immediately, who will respond appropriately.
- > Take care when sending or receiving electronic records. The most common type of security incident is when information is accidentally shared with the wrong people. Double-check that all recipients are appropriate before sending.
- > Don't store confidential information outside of Hyve. Confidential information must remain on approved Hyve systems. If you have a need to share information on an external system, consult the IT Security Team first for approval.
- > Exercise due care when performing wire transfers or changing account information. Always follow all Hyve policies and procedures when performing any form of electronic transaction.



# RESOURCES

*For more information on the policies mentioned in this document, please visit Hyve's Policy Portal on The Buzz, Hyve's intranet, on The Buzz [hyvesolutions.org/policyportal](https://hyvesolutions.org/policyportal).*

*The Ethics Line reinforces Hyve's commitment to acting with integrity and promoting an ethical culture by providing a means to report any behavior inconsistent with our Code of Conduct, 24 hours a day, 365 days a year. You can find that page [bit.ly/Ethics-Line](https://bit.ly/Ethics-Line).*



**Question? Reach out to [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).**

# RECEIPT & ACKNOWLEDGEMENT

I have received a copy of our Company’s Code of Conduct and have read it carefully. I understand all of the guidelines, practices, and policies and agree to abide by them.

I understand and agree that if I violate the guidelines, practices, and policies in the Code of Conduct that I can be disciplined for my conduct and may even be terminated.

I understand that our Company reserves the right to change, amend, or delete any or all of the information contained in this Code of Conduct at any time as dictated by circumstances of the business.

I further understand that signing this Receipt and Acknowledgment form does not, nor is it intended to, confer any rights or benefits or employment, or constitute an assurance of continued employment or employment other than at-will.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Associate Number: \_\_\_\_\_

Location: \_\_\_\_\_

Waivers of any provision of the Code are generally not permitted and, in any event, may be granted only by the Board of Directors in writing and must be disclosed in accordance with applicable law. This Code of Conduct may be amended from time to time at our Company’s discretion. The current version of the Code will be posted and maintained on our intranet site, “TheBuzz.org” ([www.hyvesolutions.org/policyportal](http://www.hyvesolutions.org/policyportal)). Copies can also be requested through our Human Resources or Department by contacting them at [HyveHR@HyveSolutions.com](mailto:HyveHR@HyveSolutions.com).









Conor Malone,  
VP, of Engineering

BY LEADING WITH INTEGRITY,  
WE EARN THE TRUST OF OUR  
CUSTOMERS AT EVERY STEP OF  
THE WAY. WE EXPECT EACH TEAM  
MEMBER TO PUT THESE PRINCIPALS  
INTO ACTION IN EVERYTHING WE  
DO. THANK YOU FOR YOUR ETHICAL  
LEADERSHIP, AND FOR ALWAYS  
DOING THE RIGHT THING.”

44201 Nobel Dr.  
Fremont, CA 94538

Hyve Solutions Corporation  
855-869-6873  
[www.hyvesolutions.com](http://www.hyvesolutions.com)



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