

Code of Conduct

**People  
matter here.**



**ENTER →**

February 2025

**KINAXIS®**

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# A message from our Chair

Thanks for taking the time to read our Code of Conduct (“Code”). As you know, we describe our culture with three simple words: **People matter here**. That simple but powerful statement is expanded on through a core set of values: Be real, Be empowered, Stronger together, Laugh often, Be customer-centric and Be a global citizen. The Code is integrally related to both our culture and values; it describes in greater detail who we are and how we show up every day for many critical aspects of life at Kinaxis.

You should look to the Code for help. It applies to directors, officers and all employees and is a core document you need to fully understand and refer to often. It will help you apply our values to every business transaction and every business

relationship and will help Kinaxis continue to grow rapidly in an ethical, sustainable and safe manner. Speak up if you suspect anything is in violation of our Code and ask questions if something isn’t clear.


Your commitment to living our values is especially important considering our industry. We operate in a space that has the potential to reach into every corner of the world. Your conduct matters. Our conduct matters. Let’s work together to uphold the highest standards of integrity, staying connected by our values, always.

**Bob Courteau**  
*Chair of the Board of Directors*  
*Kinaxis*



# What guides us

Our culture, values and vision guide our behaviours, decisions and ways of working around the world.

 **Our culture**  
**People matter here.** It’s in our DNA. It’s at the centre of everything we do. Each one of us plays an important part in accomplishing our work, building our culture and making a global impact. At Kinaxis, who we are and how we show up is grounded in our common belief that people matter. We expect employees to perform, to live our values and to contribute to the best of their ability.

-  **Our values**
- Be real** – We are authentic, respectful and act with integrity.
  - Be empowered** – We are an empowered group of problem-solvers, thinkers and doers.
  - Stronger together** – We know the whole is greater than the sum of our parts.
  - Laugh often** – We laugh, have fun and joke around – it’s how we build meaningful relationships.
  - Be customer-centric** – We feel great pride and a deep connection to our customers – both internal and external.
  - Be a global citizen** – We are connected as a global team, active in our communities and here to make the world better.

 **Our vision**  
**Revolutionize** planning  
We make the world **better**.  
Every day, we are empowered to work together to help our customers make fast, confident planning decisions to **improve agility and resiliency**.  
This is how we create a **better planet** for each other, for our customers and for generations to come.



# Know the Code



## Be real

We are authentic, respectful and act with integrity.

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# About our Code

## What connects us

Helping our customers make fast, confident planning decisions takes a team effort. It also takes a lot of different skill sets. But with our diverse array of talent, from developers and business consultants all the way to administrators and architects, we've got it covered. Although our roles vary greatly, **Our values connect us.**

Our Code shows how each of us can put our values into practice. It explains common ethical issues and provides key takeaways and fact-based scenarios. It can't answer every ethical question we may have while working at Kinaxis, but it can steer us toward the principles and resources we need to do what's right.

If we each commit to reading and applying the Code, using good judgment and reaching out when we need help, we'll continue to operate in the high trust, collaborative space that has brought us success since 1984.

## Who follows the Code

We all do! The Code applies to everyone, at every level of our company, including directors, officers and employees.

All of our suppliers and other third-party business partners are also expected to respect the values and uphold the specific requirements for them that are set out in our Supplier Code of Conduct.

Waivers of the Code will only be granted for exceptional circumstances. In order to seek a waiver, full disclosure of the particular circumstance must be made to the Chief Legal Officer, or the Audit Committee in the case of directors and officers seeking waivers. We will publicly disclose any amendments to or waivers of the Code as required by applicable laws, rules and regulations.

## What happens if we don't follow the Code

Everything in the Code is here for a reason. It's a guide to make sure we are acting in ways we would all be proud of. If there is a violation of our Code, it reflects poorly on all of us and may weaken our customers' trust in Kinaxis. That's why breaking the Code can result in disciplinary action, including losing our jobs. Depending on how serious the incident is, there may even be civil or criminal consequences for individual employees or Kinaxis.

# Our responsibilities

Throughout the Code, you will find information on specific topics that affect us each in different ways. However, no matter our role, we each share the following responsibilities. We must:

- **Honour our values.**
- **Follow our Code, our policies and the law.**
- **Maintain our culture of high ethical standards and commitment to compliance.**
- **Use good judgment and common sense.**
- **Speak up when we see or suspect misconduct.**
- **Cooperate with investigations.**
- **Ask questions if we don't know what to do.**

Managers have additional responsibilities. If you're in a leadership role, you must also:

- **Set an ethical tone.**
- **Keep an open-door policy.**
- **Encourage others to share ideas and concerns.**
- **Show that our values are more important than results.**
- **Report potential misconduct and escalate reports when necessary.**
- **Prevent retaliation against anyone who reports a concern in good faith.**
- **Consider appropriate courses of action when someone has violated our Code.**



# Ethical decision-making



If ever you are uncertain about what to do in a situation, ask yourself:

- **Is it legal?**
- **Is it allowed? (check our Code and policies)**
- **Does it reflect our values?**
- **Is it the right thing to do?**
- **Would I be comfortable if my actions were reported by the media?**

If you answer “yes” to every question, then it’s probably okay to proceed. But if you answer “no” or “I’m not sure” at any point, stop and ask a manager or a member of the **Human Resources Department** for help.



# Speaking up

Violations of our Code, our policies or the law can hurt us. If you ever see or suspect something wrong, speak up. Even if you’re unsure, speaking up is always the right thing to do. We have put in place a variety of ways to do so, take all reported violations seriously and will review and investigate reports promptly, thoroughly and fairly, taking appropriate action whenever necessary.

## When to speak up

If you see or suspect a violation of:

- **Our values or Code**
- **Our policies and procedures**
- **Any applicable law, rule or regulation**

## How to speak up

Reach out to any of the following:

- **Your manager**
- **A member of management**
- **Any member of the Legal Department**
- **Any member of the Human Resources Department**
- **The EthicsPoint Helpline, independently hosted by a third party for anonymous reporting**

Ideally, any concerns should be brought forward to your manager, or other members of our human resources or management teams. We recognize, however, that there may be circumstances

when you are not comfortable reporting the issue this way. In those cases, we have partnered with EthicsPoint and encourage you to report anonymously rather than keep the information to yourself. The EthicsPoint Helpline is available 24 hours a day, seven days a week by phone and online, and reported concerns are promptly forwarded to the Chair of the Audit Committee. The toll-free number for your region can be found on the website. Translators are available in many languages.

Individuals who file reports are encouraged to follow up on them anonymously by accessing the **EthicsPoint Helpline**. They may also add additional information to the **EthicsPoint Helpline** report at any time.

## We don’t tolerate retaliation

At Kinaxis, we don’t allow any form of retaliation (such as firing, salary reduction or other negative job actions) against those who speak up in good faith.

What do we mean by good faith? It’s speaking up about something that you truly believe may be a violation of our Code, our policies or the law, even if you’re mistaken.

Come forward, know that you’re protected by our **Whistleblower Policy**, and understand that, by speaking up, you’re helping *Our values connect us*.

# Respect each other



## Stronger together

We know the whole is greater than the sum of our parts.

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# Diversity, equity and inclusion

## Who we are

At Kinaxis, we believe diversity of viewpoints and experiences drives innovation, and we work hard to hire employees of all backgrounds. However, we don't stop at recruitment.

We take a holistic view in developing company policies and programs. We consider not only the diversity of our teams, but also the informal customs and everyday behaviours of our workforce, in order to create an equitable and *inclusive* culture.

Kinaxis recognizes its duty to provide an **inclusive** environment for its employees.

To do so, Kinaxis commits to:

- » Ensuring every leader proactively supports employees from underrepresented groups to ensure career paths, goals and coaching are being provided.
- » Ensuring every employee contributes to creating an inclusive and diverse environment.

## How we show up

To help ensure everyone feels valued, included and respected, we:

- Celebrate differences and inspire those around us to be their best selves.
- Strive to be honest, fair, constructive and kind while listening to different points of view.
- Practice empathy in our everyday actions.
- Uncover any implicit or explicit personal biases so that we avoid treating others differently based on *personal characteristics*.
- Speak up if we witness any behaviour that could be a violation of the Code or our values.

Depending on your place of work, protected **personal characteristics** may include:

- |                                  |   |
|----------------------------------|---|
| » Race                           | » Sexual orientation                    |
| » Ancestry                       | » Gender identity and gender expression |
| » Place of origin                | » Disability                            |
| » Colour                         | » Age                                   |
| » Ethnic origin, including caste | » Marital or family status              |
| » Religion                       | » Record of offenses                    |
| » Citizenship                    |   |
| » Creed                          |   |
| » Sex, including pregnancy       |   |



## What would you do?

**I recently misgendered a co-worker, and I am afraid that I have offended them. What should I do?**

You've already taken a great first step by recognizing your mistake. Next, apologize, being mindful of keeping your apology brief so that it doesn't become about you and your mistake. Make sure to remedy that mistake moving forward. Misgendering someone, particularly on a reoccurring basis, can make them feel uncomfortable and unsafe. Avoid this by always honouring each person's personal gender pronoun (PGP).

Additional ways to honour PGPs, while encouraging others to do the same, include using your own PGP in email signatures, opting for non-binary greetings when addressing groups, asking for (never assuming) a person's PGP and correcting others when they've made a mistake.



## Find out more

[Board Diversity Policy](#)

[Management Diversity Policy](#)

# Harassment and discrimination

## Who we are

Our people are at the core of all we do, so it should be no surprise that treating everyone with dignity and respect is an integral part of who we are.

At Kinaxis, we work hard to foster a diverse and inclusive workplace that is free from **harassment**, bullying and abuse. You matter, and we're here to support and protect you.

**Harassment** can involve unwelcome words or actions that are known, or should be known, to be offensive, embarrassing, humiliating or demeaning.

It can also include behaviour that intimidates, isolates or even discriminates against the targeted person or persons.

## How we show up

To help ensure everyone feels valued and motivated to do and be their very best, we:

- Remember that when dealing with others, how we want to be treated is not as important as how *they* want to be treated. Because respect doesn't look the same way to everyone, we honour each other's needs in order to foster a truly inclusive environment.
- Value and respect what makes us unique, including our **personal characteristics**, ensuring that every employee contributes to creating an inclusive and diverse environment.
- Prohibit all unlawful discrimination.
- Support employees' rights to reasonable accommodations, including for religious beliefs and practices, disabilities, pregnancy, childbirth and related medical conditions.
- Proactively support employees from underrepresented groups to ensure career paths, goals and coaching are being provided.
- Watch out for harassment, **sexual harassment** and other forms of inappropriate conduct both within our workplace and at work-related functions or settings.
- Remember that we do not tolerate harassment, including sexual harassment, from any of our employees or those working with us or on our behalf.
- Speak up if we see or suspect any behaviour that goes against our **Stronger together** value.

**Sexual harassment** includes inappropriate behaviour of a sexual nature, such as:

- » Unwelcome sexual advances (e.g., uninvited touching)
- » Requests for sexual favours
- » Sexual comments
- » Sharing of sexual materials
- » Any other verbal or physical conduct of a sexual nature

## What would you do?

The team lead for a partner of ours often loses his temper and yells whenever he thinks someone has done something wrong. I don't know if that constitutes harassment. What should I do?

Whether it constitutes harassment or not, the situation must be addressed because it violates our policies, our values and the commitment we've made to maintain a respectful workplace. We hold our partners to the same high standards, and this applies to workplaces for on-site projects too. Talk to your manager or another resource in the How to speak up section of our Code.



 **Find out more**  
Positive Workplace Policy



# Health and safety

## Who we are

People matter here, which means your health is among our highest priorities.

We put your health and safety first by following relevant laws and regulations, responding swiftly to all reported health and safety concerns and working to ensure we all show up in the right frame of mind.



## How we show up

We all must work in ways that protect both ourselves and each other. This means we:

- **Complete any appropriate training.**
- **Watch out for any threats to health and safety and follow posted warning signs and restrictions.**
- **Maintain a neat, safe working environment by keeping workstations, aisles and other areas clear of obstacles, wires and other potential hazards.**
- **Wear personal protective equipment and other protective gear, including face coverings, as necessary.**
- **Never work under the influence of alcohol or any illegal or recreational drugs. In circumstances where alcohol is served at a work event, and you choose to consume alcohol, always do so responsibly, with good judgment and follow the law. Do not feel pressured to consume alcohol at work events, and do not pressure others to do so.**
- **Ensure we are cleared by a physician to work while taking any prescribed medication.**
- **Report unsafe conditions or injuries right away.**
- **Participate in investigations into workplace health and safety issues and their resolution.**
- **Take a zero-tolerance approach to workplace violence. This applies to all employees as well as contractors and those who work with us. We must Speak up if we see any threats, fights or signs of *workplace violence*.**



Signs of **workplace violence** include:

- » *Written or verbal abuse or threats*
- » *Bullying or cyberbullying*
- » *Threatening behaviour, such as raising a fist or making a gun gesture*
- » *Intentional property damage*
- » *Cruelty to others*



## Find out more

[Workplace Accident and Injury Policy](#)

[Positive Workplace Policy](#)

[Health and Safety Policy](#)

[Substance Use Policy](#)

[Disconnecting from Work Policy](#)

# Protect our company



## Be empowered

We are an empowered group of problem-solvers, thinkers and doers.

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# Privacy and confidential information

## Who we are

Due to the nature of our work, we receive, generate, share and otherwise process data daily. We understand the power of information as a key corporate asset and take our responsibility to protect it very seriously.

By doing so, we not only protect our customers, suppliers, employees and investors, we also protect our reputation as a partner our stakeholders can trust. Maintaining confidentiality also prevents unauthorized use of our confidential information that could destroy its value and give an unfair advantage to others.



## How we show up

To prevent the loss, damage, unauthorized use, disclosure and modification of **restricted and confidential** information, we each must:

- **Know what information is considered restricted and confidential.**
- **Limit our sharing of restricted and confidential information, only exchanging information with those who have a legitimate business need to know it. If we are ever unsure, we err on the side of caution.**
- **Treat all information as restricted and confidential unless and until you receive instructions otherwise.**
- **Comply with our Digital Security program policies to ensure that you label, handle, store and dispose of information the right way.**
- **Protect the restricted and confidential information of our customers and suppliers the same way you do your own.**
- **Stay vigilant to avoid common schemes like phishing, smishing and ransomware.**
- **Continue to protect our restricted and confidential information even if you have left Kinaxis.**

- Examples of **restricted and confidential** information include:
- » Any information provided to us by or for our customers
  - » Any information that results in (or would reasonably be expected to result in) a significant change in the market price or value of Kinaxis shares
  - » Any information that a reasonable investor would consider important in making an investment decision
  - » Intellectual property, such as inventions and ideas
  - » Financial information, such as costs and profit margins
  - » Human resources information, such as employment data and wage and salary data
  - » Personally identifiable information, such as identification numbers and birth dates
  - » Supplier information, such as supplier lists and quality data
  - » Strategic information



## Find out more

[Privacy Policy](#)

[Data Classification & Handling Guidelines](#)



# Physical and electronic assets

## Who we are

Although our people give us meaning, our work gives us purpose. That’s why we treat our **assets**, everything that we own and use to support our work, with the utmost care.

Doing so empowers us to do what we do best: revolutionize planning so we can continue making the world a better place.

- Examples of **assets** include:
- » *Physical assets (such as equipment, hardware and office supplies)*
  - » *Electronic assets (such as software, internet access and voicemails)*

## How we show up

To care for our physical and electronic assets, we protect:

- **Physical assets:**
  - Guard against theft, fraud, damage and loss.
  - Use them only as intended.
  - Lock our workstations and secure workspaces, at home or the office, anytime we’re not using them.
- **Electronic assets:**
  - Use strong passwords or passphrases, and never share them.
  - Only use approved hardware, software, applications and storage devices. Free software downloads must also be approved.
  - Install security software and updates as directed.
  - Keep personal use minimal and appropriate (e.g., never for personal benefit or improper purposes like sending insulting messages). If you’re ever unsure, consult your manager for approval.
  - Remember that anything we write, download or store on Kinaxis systems or devices, or transmit on Kinaxis networks, is considered corporate property and may be monitored or reviewed, to the extent permitted by law. Use good judgment, don’t access, send or store any information that you wouldn’t want to be seen or heard by others.
  - Use them in ways that don’t adversely affect Kinaxis.

- **Additional assets, such as:**
  - **Financial assets (e.g., cash, bank accounts, credit cards, stocks and funds)**
  - **Informational assets**
  - **Time (we use company time honestly and record it accurately)**

Loss or theft of Kinaxis assets must immediately be reported to your manager, Corporate Information Technologies and the Security, Strategy and Compliance Team.

## What would you do?

When I am not working, I let my teenager use my laptop to browse the web – is that OK?

No. Your Kinaxis laptop and other property should only ever be used by you.

## Find out more

Social Media and Information Technology Use Policy



# Accurate recordkeeping

 **Who we are**

Accurate recordkeeping impacts every aspect of our business and is, therefore, critical to our success. By ensuring that our books and records accurately reflect our operations, we can evaluate our performance reliably and exercise strong stewardship, both of which build credibility, protect investors and instil pride in the Kinaxis name.

**Business records** include any document or data with information related to a business dealing. Consider:

- » Accounting reports
- » Contracts, bids and proposals
- » Customer information
- » Employee information
- » Emails and other correspondence
- » Meeting minutes
- » Performance evaluations
- » Timesheets
- » Invoices and vouchers

 **How we show up**

To present a clear and honest picture of every interaction and transaction, we:

- **Keep in mind that recording information accurately and handling *business records* with care is everyone’s responsibility.**
- **Support all groups that we work with to ensure all reports are full, fair, accurate, timely and understandable.**
- **Follow all recordkeeping and records management policies, and internal accounting and financial controls.**
- **Ensure response to auditors and regulatory bodies are timely, accurate and complete.**
- **Record everything carefully, completely, honestly and in ways that are easy-to-understand.**
- **Hold on to receipts, notes and anything else that may support what we record.**
- **Hold on to anything that could be tied to litigation.**
- **Never let anyone pressure us into recording something we know is wrong.**
- **Never establish any undisclosed, unrecorded or off-the-record accounts for any purpose.**
- **Speak up if we see any error, deficiency or non-compliance with recordkeeping or records management policies, or internal accounting controls.**



# Conflicts of interest

## Who we are

At Kinaxis, a healthy work-life balance means allowing for time to pursue interests and relationships *outside of* work while ensuring they don't interfere *with* work. When they do, it's called a **conflict of interest** and even the appearance of a conflict can erode the trust others place in us and our company.

A **significant investment** in securities (e.g., stocks or shares) is one that represents 5% or more of an organization's tradable value.



## How we show up

We are mindful of how we manage time spent at and outside of work. This means, we:

- **Understand what could be viewed as a conflict – these may not necessarily be violations of this Code, but remember that failing to be transparent about the potential or actual conflict of interest is. Common examples include:**
  - **Affiliations with other organizations** – taking on a role, such as an officer, director or employee with a competitor, supplier or customer without approval from our Nominating and Governance Committee of the Board.
  - **Personal investments** – making a **significant investment** in our competitors, suppliers, partners or customers (or those who wish to be).
  - **Outside employment** – working a second job that takes our attention and commitment away from our jobs at Kinaxis.
  - **Business opportunities** – taking opportunities for our own personal gain that we discovered through our position here or affects our ability to work effectively at Kinaxis.
  - **Personal relationships** – you must inform your manager before having a romantic partner or relative enter into a business relationship with us. You must also inform your manager if you become aware that a relative or household member of yours works for or has a financial interest in a supplier or competitor. Finally, employees cannot directly supervise or make

any salary-impacting decisions regarding a relative or someone with whom they have a romantic relationship. If this kind of relationship arises, the employees must inform the Employee Relations team.

- **Company resources** – using Kinaxis time, assets or facilities to work for another organization, without obtaining prior approval from your manager.
- **Criminal charges and convictions** – if you have been charged with or convicted of a crime.
- **Remember that the activities and interests of our family and household members can present conflicts as well, and we exercise care to avoid any potential conflicts that could arise from their actions.**
- **Conduct self-checks prior to engaging in new personal hobbies, activities or relationships by asking:**
  - Could this influence the decisions I make at work?
  - If not, could it look that way to someone else?

**If the answer to either question is “yes,” we stop and seek guidance.**

- **Immediately disclose any potential conflict to our manager or a resource in the How to speak up section of our Code.**
- **If you have been charged with a criminal offence while employed by Kinaxis, and again if convicted, you must inform a member of our Employee Relations or Employment Law teams as soon as possible, unless prohibited by local law.**

## What would you do?

**One of our suppliers mentioned that my manager is on the board of directors for their company. When I asked my manager about it, they said that it was nothing to worry about. Should I say something?**

*Yes. We each have a responsibility to not only disclose any personal conflicts of interest, but also to speak up if we suspect that others have a conflict. Disclose the potential conflict through any of the resources in the How to speak up section of our Code. However, if your manager is an executive officer, then the conflict should be disclosed directly to the Chair of the Board or to the **EthicsPoint Helpline**.*

# Inside information

 **Who we are**

We believe in fostering trust in the marketplace and ensuring everyone has equal access to information when making trading decisions.

That’s why we avoid trading on *inside information* or tipping off others so they may trade on it. These are forms of insider trading, an illegal practice that is not tolerated at Kinaxis and is prohibited under our Insider Trading Policy.

 **How we show up**

To avoid insider trading, or trading on inside information, we:

- Know what’s considered inside information.
- Never trade on inside information we receive about Kinaxis or any other publicly traded company.
- Never tip off others, like family and friends, about inside information so that they may trade. We keep in mind that both the “tipper” and the “tippee” could face serious consequences.
- Remain aware of and comply with any restrictive trading periods that may apply to our roles.

**Inside information** is information that:

- » *Has not been released to the public, and*
- » *Could influence someone to buy, sell or hold securities (often stock) of a company*

Examples of inside information include nonpublic information about:

- » *Actual or potential significant business deals*
- » *Budgets*
- » *Changes in executive leadership*
- » *Financial earnings or losses*
- » *New products or projects*



# Responsible communications

## Who we are

Although we enjoy the complexity of our work, we strive to keep our messaging simple: We care about planning, people and the planet, and we want the world to know. It's also important to remember that as a publicly traded company, we must make full, fair, accurate, timely and understandable disclosure as required by law.

This is why we have a team of employees who specialize in sharing our company mission and answering questions from the media and general public. They provide one clear, consistent voice to everyone outside of Kinaxis, which preserves our name and our reputation and ensures this is all done in line with our Disclosure Policy.

## How we show up

To ensure we are sending the right messaging, we:

- **Direct any inquiries or requests for information to the proper resource.** For questions or requests for comment:
  - From reporters and the media, we contact [media@kinaxis.com](mailto:media@kinaxis.com).
  - From investors, we contact [ir@kinaxis.com](mailto:ir@kinaxis.com).

- From potential customers, we contact [sales.inquiry@kinaxis.com](mailto:sales.inquiry@kinaxis.com).
- About financial matters, we contact [finance@kinaxis.com](mailto:finance@kinaxis.com).
- About charitable donations, we contact [giving@kinaxis.com](mailto:giving@kinaxis.com).
- About making speeches or participating in events, we contact [marketing\\_request@kinaxis.com](mailto:marketing_request@kinaxis.com).
- For questions on sharing information from internal channels or Town Halls, contact [kinect@kinaxis.com](mailto:kinect@kinaxis.com).
- **Seek approval from our manager and the Influencer Relations Team before participating in a speaking engagement or publishing an article on behalf of Kinaxis.**
- **Use social media responsibly by:**
  - **Sharing our relationship with Kinaxis when posting about Kinaxis and communicating that such posts are personal and purely our own.**
  - **Keeping confidential information private.**
  - **Avoiding posts that could cause harm to our employees (e.g., anything criminal in nature or that would constitute harassing or discriminatory behaviour).**
- **Speak up if we see any posts that violate company policies.**

## What would you do?

**I have a personal blog where I share my thoughts and opinions. What should I consider before including any work-related information?**

*You should understand that social media tools such as blogs, wikis and networking sites (e.g., LinkedIn), are subject to the same rules as other communications, so never disclose any confidential business information or confidential information relating to colleagues or our customers. Always forward any media inquiries to the appropriate resource. If you share your relationship with Kinaxis and post something work-related, you should make it clear that your posts are personal and, therefore, not authorized by Kinaxis. You may do so by including the following disclaimer: "The postings on this site are my own, are not authorized by Kinaxis and don't necessarily represent the positions of Kinaxis." Finally, please honour our values when posting publicly about work.*



## Find out more

[Social Media and Information Technology Use Policy](#)

[Disclosure Policy](#)



# Do what's right



## Be customer-centric

We feel great pride and a deep connection to our customers, both internal and external.

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# Anti-bribery and anti-corruption

## Who we are

We win business the right way, or we walk away. By earning customer loyalty based on the merits of our products and people, not **bribery** or acts of **corruption**, we grow our business and remain a company that customers can trust.

**Bribery** includes offering, giving, promising or receiving anything of value to improperly influence a professional decision.

Bribes can come in many forms, including:

- » Cash or cash equivalents (e.g., gift cards)
- » Gifts
- » Entertainment
- » Meals
- » Discounts
- » Favours
- » Jobs or internships
- » Charitable or political donations

**Corruption** includes any abuse of power for personal gain, including bribery.

## How we show up

We are deeply committed to conducting business in accordance with the highest ethical standards. This means we:

- **Never bribe, and never authorize anyone else to bribe for us.**
- **Understand that even an attempt to bribe is illegal, so avoid anything that could be perceived as such.**
- **Distinguish bribes from business courtesies and ask for clarity when unsure.**
- **Observe an even higher level of caution when working with **government officials** – the rules for what we may give to or accept from them are very strict.**
- **Do not make facilitation payments, or payments made to low-level government officials, to speed up or “take care of” routine government actions.**
- **Keep accurate books and records and monitor suppliers to help detect and prevent corruption.**


The term **government official** is broad and not only applies to elected officials, but also to employees of government agencies and government-controlled companies or entities, such as public schools.



## What would you do?

**One of our suppliers included an extra line item on their latest invoice labelled “special payments.” Is this something to flag?**

*Absolutely. This could be a legitimate expense, but we need additional details to be sure. Once you know more, if you have any concerns about the legitimacy of the expenditures, raise them right away with your manager or any of the resources in the How to speak up section of our Code.*

 **Find out more**  
[Anti-Bribery and Anti-Corruption Policy](#)

# Relationships with suppliers

## Who we are

Trust is at the foundation of our relationships with our suppliers, so it’s critical to remain honest, ethical and upfront in our interactions with them. We also expect the same in return.

Our work practices affect our suppliers, and the work of our suppliers affects us. Work honestly, lawfully and with integrity, and perform proper *due diligence* in selecting suppliers, monitoring them closely to ensure they observe the same high standards reflected in our Supplier Code of Conduct.

Examples of ways we conduct **due diligence** when selecting a supplier include:

» Checking business registrations

» Checking public documents

» Checking credit history

» Verifying trade accreditations

» Searching the internet

» Reading news articles

## How we show up

In creating and maintaining appropriate relationships with suppliers, we:

- **Conduct due diligence and make selections based on objective criteria (e.g., price and availability).**
- **Communicate our expectations, so suppliers know we only work with those who are honest and ethical.**
- **Put all contractual terms in writing and make sure they are clear and easy to understand.**
- **Monitor suppliers closely to ensure they meet all contractual obligations and that they represent us with integrity.**



# Fair competition

## Who we are

We know that full and fair competition leads to innovation, improved customer service and better insight into industry trends and advancements. That’s why we outperform our competitors fairly and lawfully and let the quality of our products and services drive our success.

## How we show up

We compete vigorously, but fairly, in our business dealings, meaning we:

- **Outperform our competitors fairly and lawfully.**
- **Never agree (whether verbally or in writing) to fix prices, divide markets, rig bids or limit competition in any way.**
- **Never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other intentional unfair dealing practice.**
- **Steer clear of topics like pricing, production, marketing, inventories, product development, sales territories or goals when communicating with competitors.**
- **Gather competitive intelligence the right way, using good judgment and only accessing appropriate sources, like publicly available information and customer feedback.**

- **Take appropriate measures not to infringe on the intellectual property rights of others.**
- **Avoid even the appearance of anything improper.**

## What would you do?

**I was attending a trade show and some competitors were discussing confidential information they had obtained about a competitor’s pricing. Something about this felt wrong, so I excused myself and left the room. Did I do the right thing?**

*Yes. Your good judgment prevailed. If discussions arise about pricing or other topics that could restrict trade, make it clear to the others in the room that you believe the discussion is inappropriate, then leave the room immediately and report the incident to someone in the Legal Department.*

# Gifts, entertainment and hospitality

## Who we are

We put our customers first, always. This means we rally around their needs and avoid any exchange that could compromise their interests. While we realize the exchange of certain business courtesies can foster goodwill between business partners, we never cross the line by giving or receiving anything that could influence a business decision.

**Reasonable** gifts or offers include the infrequent exchange of modest and low-cost:

- » Promotional objects
- » Business meals
- » Fruit baskets
- » Souvenirs with no cash value

**Indirect** gifts are gifts that benefit a person or organization closely related to us, including:

- » Relatives
- » Friends
- » Romantic partners
- » Charities we support
- » Businesses we serve

## How we show up

We only offer, give or accept gifts, entertainment and other business courtesies when doing so is appropriate and **reasonable**. This means we:

- **Never give or receive anything that:**
  - Is not for legitimate business reasons
  - Creates obligations in return
  - Violates either the giver’s or the recipient’s customs or policies
  - Is inherently compromising (e.g., cash or loans)
  - Is considered excessive under the circumstances
  - Could harm our reputation
- Avoid the inappropriate exchange of **indirect** gifts as well.
- Seek approval before exchanging anything of value with a **government official**.
- **Accurately record** any expenses for gifts, entertainment or hospitality.



# Be good neighbours



## Be a global citizen

We are connected as a global team, active in our communities and here to make the world better.

### In this section:

Human rights	23
Community involvement and sustainability	24
Political activities	24

# Human rights

## Who we are

We want to make the world better through our supply chain planning solutions ... and beyond. That’s why, in our work, we make it a priority to advance the human rights of everyone, everywhere.

This commitment means more than doing business ethically. It means treating people with decency, dignity and respect, and expecting everyone who works with us or for us to do the same.

## How we show up

In our commitment to human dignity and fair employment practices, we:

- Stand up against all forms of **human rights abuses**. We don’t tolerate any behaviour that is discriminatory or harassing or otherwise compromises any individual’s human rights.
- Monitor suppliers and never work with any individual or organization that we know participates in human rights abuses.
- Recognize our employees’ rights of **freedom of association**.
- Report any unsafe working conditions right away.



Examples of **human rights abuses** include:

- » *Forced labour*
- » *Human trafficking or slavery*
- » *Physical punishment*
- » *Unequal treatment*
- » *Unfair wages*
- » *Child labour*
- » *Discrimination*
- » *Unsafe working conditions*

At Kinaxis, we believe that direct, respectful and honest communication is the best way to avoid and resolve conflict in the workplace. We also recognize the basic right of employees to join, assist and seek representation from labour unions and workers’ councils and to bargain collectively, in accordance with local laws regarding the **freedom of association**, and to do so without fear of reprisal, intimidation or harassment.

## What would you do?

**I heard that a supplier we are considering partnering with has a reputation for engaging in questionable labour practices, but I’m not involved in the selection process. Should I say anything?**

*Yes. Whenever you learn about an activity that goes against our policies or could reflect negatively on our company, speak up. Let your manager and the co-workers who are involved in the decision know what you learned.*

# Community involvement and sustainability


## Who we are

Our purpose is to revolutionize planning to help people make fast, confident decisions, live better and, ultimately, change the world. We care deeply about the well-being of others as well as the sustainability of our planet.


We recognize our responsibilities as a leader in supply chain planning solutions, and we are committed to applying our unique and specialized resources toward the collective global effort to address the following UN Sustainable Development Goals (SDGs):

### Protecting the planet

12 RESPONSIBLE CONSUMPTION AND PRODUCTION




13 CLIMATE ACTION



### Taking care of people and giving back


3 GOOD HEALTH AND WELL-BEING



5 GENDER EQUALITY



8 DECENT WORK AND ECONOMIC GROWTH



10 REDUCED INEQUALITIES



## How we show up

In order to honour each other and strengthen our communities, we:

- **Protect our planet by doing what we do best. Creating a sustainable future is not only a key aspect of how we run our own business, but by combining human intelligence with AI and concurrent planning, we also empower our customers to make the best possible decisions for their businesses and the world.**
- **Take care of people. People matter here. This is the foundation of our culture. Our global teams are spread across the world, and each one is just as important to us as the next. We take great care in cultivating a socially conscious culture where we are all empowered.**
- **Give back. We know that we are all global citizens, and we support our communities and the causes where we can make the most impact.**
- **Build trust through integrity. We believe in our responsibility to build trust with all of our internal and external stakeholders – through openness, transparency and accountability, including the protection of all our stakeholders’ data.**

# Political activities

## Who we are

We believe that participating in the political process is one of the most effective ways to become a more productive member of society and make our communities better. However, we must do so in ways that respect the diversity of thought at Kinaxis. In other words, our personal politics must remain just that – personal.

## How we show up

In order to keep our personal political activities separate from our work, we:

- **Make sure that our participation is lawful and does not reflect unfavourably on Kinaxis.**
- **Refrain from using our company’s name or assets to support any political candidate, party or committee.**
- **Use our own time and resources when fundraising or making personal political contributions.**
- **Ensure any public statements or social media posts about politics are labelled as purely our own.**

## What would you do?

**I have a good friend who is running for political office and has asked if I would endorse them at a rally being held outside work hours. Is that a problem?**

*No, this should not be a problem as long as you’ve made it clear that your endorsement is your own personal action and that you’re not speaking on behalf of, or wearing branded clothing representing, Kinaxis.*

# Closing thoughts

Let everything you do – each thought, each word, each action, be motivated by our values. Ask yourself the **right** questions. Am I thinking about the feelings, wishes, rights and traditions of others ... would I make this choice if I knew the person whom I admire most would find out ... have I taken this as far as I can personally take it? Your answers should always be yes, yes and yes.

When they are, you'll be doing your part to ensure we all remain connected by our values.

Thank you for reading our Code and doing your part to maintain the trust that people have placed in the Kinaxis name. Our reputation, our growth, our future success depends on you and the commitment you make to doing the right thing every day, in every business situation.



# Helpful resources

Have questions or concerns?  
We are here to help:

Issues or Concerns	Contact
To ask questions, report potential misconduct or other ethical concerns	<a href="#"><u>Legal Team</u></a> , or any individual member of the Legal Team
	<a href="#"><u>Human Resources Team via ServiceNow</u></a>
	<a href="#"><u>EthicsPoint Helpline</u></a>
For global employee benefits questions or information	<a href="#"><u>Employee Benefits Team via ServiceNow</u></a>
To report loss or theft of company assets	<a href="#"><u>Corporate Information Technologies</u></a> and <a href="#"><u>Security, Strategy and Compliance Team</u></a>
For media inquiries	<p>From reporters and the media, contact <a href="mailto:media@kinaxis.com"><u>media@kinaxis.com</u></a>.</p> <p>From investors, contact <a href="mailto:ir@kinaxis.com"><u>ir@kinaxis.com</u></a>.</p> <p>From potential customers, contact <a href="mailto:sales.inquiry@kinaxis.com"><u>sales.inquiry@kinaxis.com</u></a>.</p> <p>About financial matters, contact <a href="mailto:finance@kinaxis.com"><u>finance@kinaxis.com</u></a>.</p> <p>About charitable donations, contact <a href="mailto:giving@kinaxis.com"><u>giving@kinaxis.com</u></a>.</p> <p>About making speeches or participating in events, contact <a href="mailto:media@kinaxis.com"><u>media@kinaxis.com</u></a>.</p> <p>For questions on sharing information from internal channels or Town Halls, contact <a href="mailto:kinect@kinaxis.com"><u>kinect@kinaxis.com</u></a>.</p>