

Bizagi Zero Tolerance & Anti-Corruption Policy

1. Introduction

At Bizagi, we are committed to conducting our business with the highest standards of integrity and ethics. We believe that corruption, bribery, and unethical behavior undermine trust, harm communities, and damage our reputation. As a global software company, we operate in diverse markets and cultures, and it is essential that we uphold consistent anti-corruption practices across all our operations.

2. Scope

This policy applies to all employees, officers, directors, contractors, consultants, agents, and business partners of Bizagi, regardless of their location or role within the organization.

3. Policy Statement

- We strictly prohibit all forms of corruption, including bribery, extortion, kickbacks, and facilitation payments, whether direct or indirect.
- We comply with all applicable anti-corruption laws and regulations in the countries and regions where we operate, including the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act, and other local laws.
- We do not tolerate the offering, giving, soliciting, or receiving of bribes or other improper inducements, whether to gain a business advantage or influence government officials.
- We maintain accurate and transparent records of all business transactions, expenditures, and interactions with government officials, customers, suppliers, and other stakeholders.
- We conduct due diligence on third parties, including suppliers, distributors, agents, and business partners, to ensure they adhere to our anti-corruption standards and values.
- We provide training and awareness programs to employees and stakeholders on anti-corruption policies, procedures, and best practices.
- We encourage employees and stakeholders to report suspected instances of corruption or unethical behavior through confidential channels, without fear of retaliation.

4. Fair Dealing

Conflicts of Interest

Each of us has a responsibility to Bizagi, our shareholders, and each other to avoid conflicts of interest. Although this duty does not prevent us from engaging in personal transactions and

investments, it does demand that we avoid situations where a conflict of interest might occur or appear to occur. Bizagi is subject to scrutiny from many different individuals and organizations, including investors and regulatory authorities. We should always strive to avoid even the appearance of impropriety.

A conflict of interest exists where the interests or benefits of one person or entity conflict with the interests or benefits of Bizagi.

Examples include:

- **Employment/Outside Employment.** In consideration of your employment with Bizagi, you are expected to devote your full attention to the business interests of Bizagi. You are prohibited from engaging in any activity that interferes with your performance or responsibilities to Bizagi or is otherwise in conflict with or prejudicial to Bizagi. Our policies prohibit any employee from accepting simultaneous employment with a Bizagi supplier, customer, developer, or competitor, or from taking part in any activity that enhances or supports a competitor's position. Additionally, you must disclose to Bizagi any interest that you have that may conflict with the business of Bizagi. If you have any questions on this requirement, you should contact your manager or the Human Resources Department.
- **Business Interests.** If you are considering investing in a Bizagi customer, supplier, developer, or competitor you must first take great care to ensure that these investments do not compromise your responsibilities to Bizagi. Many factors should be considered in determining whether a conflict exists, including the size and nature of the investment; your ability to influence Bizagi or the third-party's decisions; your access to confidential information of Bizagi or of the third-party; and the nature of the relationship between Bizagi and the third-party. As always, you should try at all times to avoid even the appearance of impropriety or conflict of interest.
- **Related Parties.** As a general rule, you should avoid conducting business on behalf of Bizagi with a relative or significant other or with a business in which you, a relative or significant other, are associated in any significant role. Relatives include your spouse, siblings, children, parents, grandparents, step relationships, and in-laws. Significant others include any person sharing the household with you (other than a tenant or employee). If a transaction involving a related party is unavoidable or otherwise strategically important to Bizagi you must fully disclose the nature of the related party transaction to Bizagi's legal team prior to entering the transaction. The legal team will determine whether the transaction constitutes a "Related Party Transaction" and whether the transaction needs be reported to the Human Resources Department.

The Human Resources Department will then determine whether the Related Party Transaction will require approval of the Board of Directors. Bizagi may be required to report material-related party transactions under applicable accounting rules, federal securities laws, SEC rules and

regulations, and securities market rules. Any dealings with a related party must be conducted in such a way that no preferential treatment is given to this outside business.

Bizagi discourages the employment of relatives and significant others in positions or assignments within the same department and prohibits the employment of such individuals in positions that have a financial dependence or influence (e.g., an auditing or control relationship, or a manager/subordinate relationship). The purpose of this is to prevent the organizational impairment and conflicts that are a likely outcome of the employment of relatives or significant others, especially in a manager/subordinate relationship. If a question arises about whether this policy covers a relationship the Human Resources Department is responsible for making such determination. The Human Resources Department will advise all affected individuals. Willful withholding of information regarding a prohibited relationship/reporting arrangement may be subject to corrective action, up to and including termination of employment. If a prohibited relationship exists or develops between two employees, the employee in the senior position must bring this to the attention of their manager. Bizagi may in its discretion opt to separate the individuals at any time, either by reassignment or by termination, if necessary.

Trade Compliance

International trade controls are laws that govern the cross-border transfer of goods, technology and services. These laws include economic sanctions, which are legal measures that restrict where and with whom we can do business; and export controls, which are laws that impose special legal requirements like government licensing on the international transfer of certain goods, technology and services. As international trade controls may change over time, we are responsible for understanding the applicable policies and working with the Legal Department to ensure compliance.

Anti-bribery

A bribe is the granting of a payment in money, kind, services, or any object of value directly or indirectly by a third party from the private or public sector, by a legal person or natural person in exchange for a favor, benefit, or business.

While ordinary relationship building activities can be appropriate under certain circumstances, we must avoid any actions that could create an appearance of impropriety or bribery. Even if the thing of value is not paid for by Bizagi, the very act of offering something of value can violate the law even if it is not accepted.

It should be noted that objects of value do not just include money. It can be seen in travel expenses, gifts, entertainment, hospitality, meals or drinks, invitations to events, benefits for members of the family, services, courtesy, favors, scholarships, internships, and sponsorships, payments to local officials, disguised as contributions of social or environmental development,

and payments to members of the police or military forces also disguised as contributions, among others.

Anti-money laundering

In any commercial or economic activity by Bizagi, it is forbidden to participate in any conduct that hides the real origin of the funds, which could be illegal. Therefore, in any corporate transaction, we are committed to complying with all laws regarding preventing money laundering or other assets, as a company and in front of our workers.

Receiving Gifts

Neither you nor any member of your family may, directly or through others, solicit or accept from anyone money, a gift, or any amenity that could influence or could reasonably give the appearance of influencing Bizagi's business relationship with that person or organization. If you or your family members receive a gift (including money), even if the gift was unsolicited, you must notify your manager and take appropriate measures, which may include returning or disposing of what you received.

Fraud

Fraud is an act of intentional omission that seeks to deceive others, to acquire a foreign asset (tangible or intangible), to the detriment of a third party. Regarding this, the following behaviors are examples of activities that could be considered fraudulent:

- Intentional acts to seek a personal benefit (material or immaterial) or the benefit of third parties above the interests of Bizagi.
- Altering information and documents of Bizagi to obtain a particular benefit.
- Generation of reports based on false or inaccurate information.
- Improper use of internal or confidential information (intellectual property, inside information, etc.).
- Deliberate conduct in the contracting and bidding processes to obtain favors (payments or gifts to third parties, payments or gifts received from third parties, etc.).
- Destruction or concealment of information, records, or assets.
- Making resources generated from illegal activities, appear as legal.
- Use resources for financing terrorism.
- Improper use of assets owned by Bizagi under the person's custody.
- Computer fraud.
- Any irregularity similar or related to the events described above

Contracting

It is against Bizagi's signature policy for any employee to sign a contract or other binding document without having been granted the appropriate authority. Generally, only certain senior corporate executives have been granted signature authority; any delegations of signature authority from these senior executives must be in writing and must specifically identify the person(s) to whom signature authority is being delegated and the scope of the delegation. Signing Bizagi's documents without authority, including, but not limited to, wrongfully signing the name of an authorized signatory to a document, is a violation of Bizagi's signature policy that is punishable by termination and may constitute fraud in which case Bizagi may refer the matter to law enforcement authorities for criminal prosecution. When in doubt regarding signature authority, please contact the Legal Department. For your reference, the current Signature Authority Policy is linked below.

Link: [Bizagi's Signature Authority Policy](#)

5. Responsibilities

The Board of Directors and senior management are responsible for setting the tone at the top and ensuring the implementation and enforcement of this policy.

Managers and supervisors are responsible for promoting compliance with this policy within their respective areas of responsibility and providing guidance and support to employees.

Employees and stakeholders are responsible for familiarizing themselves with this policy, adhering to its principles and guidelines, and reporting any suspected violations.

6. Compliance and Enforcement

Violations of this policy will result in disciplinary action, up to and including termination of employment or contractual relationships. Additionally, individuals found to have engaged in corrupt practices may be subject to civil or criminal prosecution.

7. Conclusion

By adhering to this anti-corruption policy, we demonstrate our commitment to ethical business practices, transparency, and integrity. Together, we can build a culture of trust and accountability that strengthens our reputation, fosters sustainable growth, and contributes to the well-being of our employees, customers, and communities.