



1.0 PURPOSE

F5's Anti-Bribery and Corruption Policy (the 'Policy') is intended to help you understand your obligations in adhering to the Foreign Corrupt Practices Act ("FCPA"), the UK Bribery Act and other anti-corruption laws (the 'Applicable Laws') established in the countries in which we do business.

2.0 SCOPE

This Policy applies to all employees, officers and directors of F5, Inc., its subsidiaries established and affiliates worldwide ('F5'), as well as third parties acting on behalf of F5 such as contractors, consultants, agents, resellers, distributors, joint venture partners, suppliers, vendors and other representatives ('Third Party Partners'). The requirements of this Policy apply regardless of the local customs and practices of a foreign country.

3.0 POLICY STATEMENT

F5 has a well- reputation for running its business in an ethical manner. It is important for us to continue to maintain this record of integrity and the company's reputation both in the U.S., the U.K. and abroad. Like many U.S. companies that do business overseas, F5 is subject to the terms and requirements of the Applicable Laws. As a US company, F5 and its employees are subject to the FCPA and other Federal & local laws which prohibits bribery and other improper payments, directly or indirectly, to government officials, and makes it illegal to offer, promise, pay, or authorize giving anything of value to any government official to help obtain or keep business or for any other improper business advantage. Similar laws exist in nearly all countries.

In addition to laws prohibiting bribery of government officials, US state laws and the laws of other countries such as the UK Bribery Act extends such prohibitions to bribery involving private persons ("commercial bribery"). F5 is required to comply with the Applicable Laws in all the jurisdictions in which we conduct business.

Violations of the Applicable Laws can result in severe penalties for the individuals and entities involved. Employees may face significant fines and imprisonment. F5 could face for example, large fines, reputational harm, debarment from government contracting, the loss of export and other privileges, and the confiscation of any benefits derived from the offense and termination and debarment from contracts with large institutional clients. F5 also may be held liable for violations by its Third-Party Partners, even if the Third-Party Partner would not otherwise be subject to the Applicable Laws.

Who is considered a Government Official under this policy?

A government official is broadly defined and includes:

- Any person acting in an official capacity on behalf of a government entity.
- An employee of any entity owned or controlled by government (e.g. doctors, pharmacists working for public hospitals or teachers, administrators working for public universities).
- A political party official or political party.



- A candidate for a political office
- Any officer or employee of a public international organization such as the United Nations, its agencies and similar bodies. (In this policy, these categories are collectively referred to as “government officials” or “government affiliated individuals”).
- Any person performing public activities on behalf of a government entity even if they are not employees of such government entity.
- Any close family member or business partner of a government official.

Prohibited Conduct

This Policy strictly prohibits giving or receiving (either directly or indirectly by using any third party or intermediary) anything of value to or from any person for the purpose of obtaining or retaining business or any other improper advantage.

An “improper business advantage” may include, for example, obtaining insider information (e.g., access to sealed bid information), influencing legislation, improperly securing a required permit, license or certification, or avoiding or reducing taxes, customs fees, or import duties.

“Anything of value” includes more than cash or cash equivalent. The Applicable Laws, nor this Policy, establishes a minimum amount that can constitute an improper payment. It can be any amount or any item of value if it is given with the intent that it improperly influences decision making. It can include items such as: customer rebates, additional discounts, expensive bottles of wine, golf outings, a trip, airfare for a government official or a private person’s family member, a donation to the government official or private person’s charity of choice, employment of a friend or relative of a government official or private person, or even a visa invitation letter.

Third Parties.

This Policy also prohibits the use of any Third Parties to facilitate any of the illegal payments or actions described above. Under the Applicable Laws an entity may not make payments to a third party when it knows, or has reason to believe, that such payment will be passed on to improperly influence the decision-making authority of that individual. Put simply, F5 may not use a Third Party to make any payment F5 could not make directly and vice versa.

Third Party is considered any service provider, partner, distributor, reseller, consultant, contractor, subcontractor, vendor, supplier, customer or any other third party, either as individual or entity, providing services or assisting F5 in any business, function or activity.

Third Party Due Diligence and Continuous Risk Management.

Third Party Due Diligence is the process by which F5 gathers and assesses a Third Party candidate’s information to gain an understanding of the integrity and corruption risks associated with such Third Party before engaging. These Third Parties usually known as “Third Party Intermediaries” may be any service provider, partner, vendor, supplier, consultant, agent, reseller, channel partner or distributor, whether an entity or individual, engaged to conduct any



business, function or activity on its own behalf or on F5's behalf, involving direct or indirect interaction with Government Entities or officials, or whose interaction's nature could expose F5 to a corruption related risk or allegation. This is extended not only to the F5's Third Party but also to its subcontractors, subsidiaries and other related parties involved in the services provided to F5.

Each department is responsible to identify whether a Third Party should apply for Due Diligence and seek approval before the engagement.

Aside from Due Diligence and as part of our efforts to continuous risk management, depending on the corruption risk assessment of each Third Party, some may be required to certify compliance with our policies, to take appropriate training, to be audited and put on ongoing monitoring (which is a continuous review of the business relationship to ensure that transactions remain consistent with what we know about the third party and to satisfy ourselves that new risks have been appropriately assessed) and refresh its Due Diligence (Due Diligence recertification) to enable an update to the information we hold, especially where a Third Party's circumstances have changed.

Appropriate Gifts, Travel and Entertainment

F5 recognizes that legitimate business may at times involve business meals, entertainment or the giving of gifts. Neither F5, nor the law, prohibits legitimate business entertainment or the giving of gifts when appropriate. However, F5 and the law strictly prohibit the giving of any item of value when done for the purpose of improperly influencing one's actions. Some hallmarks of appropriate gift-giving are when the gift is given openly and transparently, properly recorded in the Company's books and records, provided only to reflect esteem or gratitude, and permitted under local law.

Raffles and Lucky Dips

Participation in raffles, lucky dips and giveaways that are fair, indiscriminatory and are conducted in a public forum are typically permitted unless the prize is worth more than \$100 US Dollar equivalent. Prizes worth more than the dollar limit can only be accepted with written approval from Finance and direct line management.

Facilitating Payments

Under the FCPA and under certain very limited circumstances, a foreign government employee may be paid a relatively small amount to facilitate or expedite performance of routine governmental action over which such officials have no discretion. Examples of such routine governmental and non-discretionary actions are:

- Obtaining permits, licenses, or other official documents.
- Processing governmental papers, such as visas and work orders.
- Providing police protection, mail pick-up and delivery, phone service, or power and water supply.
- Loading and unloading cargo.
- Scheduling inspections associated with contract performance or transit of good across country.



These payments are made to secure prompt and proper performance of routine administrative duties, rather than to improperly influence an official making a discretionary decision. Such payments are commonly known as 'facilitating payments' and are prohibited under the UK Bribery Act. As such facilitating payments are prohibited under this Policy without the prior written approval of the F5 General Counsel.

Record Keeping/Accounting Requirements

The Applicable Laws further requires that F5 and its Third Parties maintain books and records that in reasonable detail accurately and fairly reflect all company transactions. Although the standard is one of reasonable detail, it is never appropriate to mischaracterize transactions in a company's books and records.

All payments, promotional and marketing expenses, gifts, travel, and entertainment involving government officials and private persons must be accurately recorded in the company's records to completely reflect the true nature of the transaction. For example, the documentation should show the following:

- the date of the payment.
- the purpose of the payment.
- to whom the payment was made.
- the payment amount (both in foreign currency and U.S. dollars); and
- the documentation must also include a copy of the approved authorization where applicable.

Permissible and approved facilitating payments, promotional or marketing expenses, gifts, travel, and entertainment involving government officials shall not be commingled with or disguised as regular expenses.

Potential Red Flags

It is often difficult to determine whether a specific circumstance might represent a violation, therefore, it is imperative that all F5 and its Third Parties read and understand this Policy and ask questions if any aspect of the Policy or the Applicable Law is unclear.

F5 and its Third Parties are encouraged to be aware of "Red Flags" which might represent a questionable existing or contemplated transaction or relationship and are reminded to seek guidance from F5's Office of Business Integrity before any transaction is completed. Such "Red Flags" might include:

- Unusual payments or financial arrangements, such as:
 - Payments to a numbered bank account.
 - Payments to accounts in countries other than where the agent is located, or business is to be performed; or



- Cash payments.
- Transactions involving unusually high commissions.
- A transaction occurring in a country with a known history of corruption.
- Questionable reputation of agent or consultant.
- Refusal by an F5 third party partner or representative to enter a contract, or provide a certification, stating it will not take any action that would violate the Applicable Laws.
- Lack of transparency in expenses in accounting records.
- Inflated invoices.
- Overly general statements of services provided in invoices.
- Relationship between the agent/consultant and the government official or the private person.
- Apparent lack of qualifications or resources on the part of the third-party or representative to perform the services offered.
- Recommendations for an F5 third party or representative that come from a government official or a potential government customer.

The above list is not exhaustive, and everyone is encouraged to bring to the attention of the Office of Business Integrity or the General Counsel any issues or questionable transactions that come to their attention.

Contacts and Reporting

If you are aware of any violations of this Policy, it is your duty and responsibility to report that violation to management or through the F5 Business Integrity hotline, which is available online at f5.ethicspoint.com or by telephone at 1(855) 409-0947 (for a list of phone numbers outside the U.S., go to f5.ethicspoint.com). F5's Whistle Blower Policy protects you from retaliation for any good faith report.

If you have any questions or comments regarding this Policy, please contact the Office of Business Integrity.

5.0 RESPONSIBILITIES

This section intentionally blank.

6.0 ENFORCEMENT

Failure to follow this Policy may result in disciplinary action up to and including the termination of your business relationship with F5.



7.0 EXCEPTIONS

Exceptions to this policy are not permitted. If there are questions about compliance, please contact the Office of Business Integrity.

8.0 DOCUMENT MANAGEMENT

This policy is to be reviewed every 3 years.

9.0 RELATED POLICIES & PROCESSES

[Enterprise Code of Conduct](#)

[Third-Party Code of Conduct](#)