ACHIEVE
MORE
Microsoft
STANDARDS OF BUSINESS CONDUCT

LETTER FROM SATYA

NADELLA

Team,

Each one of us shapes our culture through our words and actions. We strive to build a diverse and inclusive culture that embraces learning and fosters trust—a culture where every employee can do their best work.

Making good decisions and ethical choices in our wor builds trust in each other and with our customers and partners. You should never compromise your persona integrity or the company's reputation and trust in exchange for any short-term gain.

We are more likely to make ethical choices when integrity, honesty, and compliance guide our decision making. We should always be transparent about our motives, learn from our mistakes, and ask for help wh faced with a difficult situation. I expect leaders and managers to foster a culture where employees feel fre to ask questions and raise concerns when something doesn't seem right.

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OUR CULTURE & VALUES

Achieve More

When we think about how we achieve our mission, it all depends on building trust with people and organizations around the globe. Our goals are only possible when people trust Microsoft and trust our technology.

How do we earn and build that trust? It starts by applying our culture and values to build lasting relationships inside and outside Microsoft. Our **values** are the enduring principles that we use to do business with integrity and win trust every day. Our **culture** is our operating framework—who we are and how we behave.

Microsoft's Standards of Business Conduct (the "Standards") will show you how we use our culture and values to build and preserve trust with our customers, governments, investors, partners, representatives, and each other, so we can achieve more together.

LinkedIn's Culture and Values

In partnership with Microsoft, we have a unique opportunity to accelerate LinkedIn's mission to connect the world's professionals to make them more productive and successful. Working together, we can bring even greater value to our members and customers.

Our **culture** is our competitive advantage and it comes to life through our employees. Our **values** are the principles we use to run the company on a daily basis. Together, our **culture** and **values** are what makes LinkedIn who we are.

While they are distinct, there are a lot of similarities between our companies' missions, and our respective cultures and values. These similarities are reflected in our new Standards of Business Conduct, which is centered around building trust.

The Standards of Business Conduct outline our legal and ethical commitments that help us stay true to our culture and values. The decisions we make each and every day are what define us. Please make the time to read through our shared standards so you understand and commit to the high bar we set for ourselves at LinkedIn, and as part of Microsoft.

HOW TO USE THE STANDARDS TO MAKE GOOD DECISIONS

Making good decisions and ethical choices builds trust between each of us and the people we interact with. But not all situations you encounter are straightforward—how do you make the best choice when facing difficult or unclear circumstances? How do you navigate ethical dilemmas?

While the Standards won't tell you exactly what to do in every situation, they serve as a guide to help you make good decisions and navigate complex situations where the answer might not always be clear.

The Role of Managers

As a leader, you have a special responsibility for setting the culture and the work environment on your team. The way you make decisions, and handle concerns, different opinions, and even bad news, will set the foundation for trust with your teams, customers, and stakeholders. Your success and the success of your team depends on the trust you build together.

TAKE THESE SIMPLE STEPS TO BUILD A CULTURE OF TRUST AND INTEGRITY ON YOUR TEAM:

- Talk to your team about ethics and integrity, and be clear that you expect work to be done ethically.
- Lead by example, by modeling ethical decision-making.
- Ensure your team knows that for results to matter, they must be achieved the right way. Then, satisfy yourself that results have been achieved the right way.
- Make sure your team knows you will listen, even if they have something difficult to say.

SPEAKIN

You don't have to have all the details, or be sure that something is wrong to raise an integrity concern. You can trust that we'll treat your reports seriously, fairly, and promptly, and if something needs to be fixed, we'll take action based on what we learn.

There is No Tolerance for Retaliation

It takes courage to speak up when something's not right. We understand that you might be uncomfortable or anxious. That is why we do not tolerate retaliation.

KNOW THAT YOU WILL NOT SUFFER ADVERSE CONSEQUENCES FOR:

- Refusing to do something that violates these Standards, Microsoft's policies, or the law, even if your refusal results in the loss of business to Microsoft.
- Raising a concern in good faith about potential misconduct.
- Cooperating with an investigation.

Anyone who retaliates against an employee for engaging in any of these activities will be subject to disciplinary action, up to and including termination.

How to Report a Concern

Raising a concern should be as easy as possible. That's why there are a variety of ways to tell us when something's wrong, or you can ask the Legal to treat your report as anonymous.

How Managers Should Handle Concerns

If someone comes to you with a concern, you have a special responsibility to listen and act. Handling concerns appropriately is critical to preserving trust and protecting Microsoft.

IF SOMEONE RAISES A CONCERN, TAKE THESE SPECIFIC STEPS:

- Remove distractions and listen carefully. Thank the person for speaking up—remember that they've just done something difficult and very important for the company.
- Respond respectfully and take every concern seriously, even if you disagree. Show that you are committed to solving the problem.
- Take steps to protect the person's confidentiality—avoid discussing the conversation with others on your team.

As a manager, you should feel empowered to resolve performance issues yourself, but you should escalate integrity concerns about business ethics or misconduct to Legal. If you have a question or are not sure whether you can or should resolve the issue yourself, you can always consult Legal for advice.

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Honor Privacy

We are transparent about how we handle customer data.

We're successful when our customers trust us to protect their privacy and use their data in the ways that they permit us.

HOW WE BUILD TRUST:

- We follow local privacy and data protection laws.
- We provide clear and accurate privacy notices when collecting or processing personal data.
- We honor privacy choices by using customer data to provide the services customers have agreed to.
- We protect our customers' data by building secure products and services.

Learn More:

Privacy Policy
go/privacy

Don't Make Improper Payments

We are truthful and transparent in our interactions with customers, and do not influence their decisions through improper payments.

Corruption harms our customers in many ways, including sometimes causing them to pay more than they should. Winning and preserving customers' trust every day is more important than any benefit we might get from doing business improperly.

In some parts of the world, paying a bribe to get business may be something that others are doing. We won't. We would rather lose the business than secure it through a bribe, kickback, or other improper benefit.

HOW WE BUILD TRUST:

- We refuse to offer or pay bribes or kickbacks to anyone.
- We prohibit corrupt payments of all kinds, including payments to secure permits or approvals, and small payments to speed up a routine government process (often known as a "facilitating payment").
- In any deal, we avoid hidden terms or arrangements and reduce complexity wherever possible, because transparent transactions reduce the risk of a bribe or kickback.
- We use partners that have a reputation for integrity, and we report signs that a representative is unethical or could be paying a bribe.
- We make sure that any gifts, hospitality, or travel we offer to government officials or customers are reasonable and appropriate, and pre-approved where necessary.
- We hire candidates based on their merits, and do not make hiring decisions to benefit a customer or government official.
- If we make charitable donations, we do so to support a legitimate charitable cause, not as part of an exchange of favors.

Learn More:

Global Anti-Corruption Policy
Read Microsoft's Commitment to Anti-Corruption & Anti-Bribery

Compete Fairly

The way we compete is as important as the result we achieve.

Healthy competition and fair business practices put our customers first by giving them access to a variety of products and services at fair prices. Competing fairly ensure that we meet our business objectives with ou integrity intact.

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Respect Laws Around the World

We operate around the globe and respect the laws wherever we do business.

This helps us to build trust with governments, strengthen the communities where we live and work, and contribute to a fair society where we enjoy the protection of these same laws.

HOW WE BUILD TRUST:

- We follow the laws and regulations of the U.S. and of all the places where we operate.
- We are honest and transparent in our discussions with government representatives and officials.
- We respond truthfully, appropriately, and promptly to government inquires and requests for information.
- We comply with global trade controls and economic sanctions that prohibit us from doing business with certain countries, governments, entities, and individuals. We comply with laws that govern how our technology may be distributed and used internationally.