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Global Conflict of Interest Policy

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Version 2

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Summary

As an Oracle employee, you must act in Oracle's best interests and exercise sound judgment, free from personal interests or divided loyalties. A conflict of interest exists when personal activities or relationships interfere (or appear to interfere) with your objectivity and judgment in doing what is best for Oracle. The purpose of this Global Conflict of Interest Policy ("Policy") is to help you identify and deal with situations that may give rise to potential conflicts of interest or the appearance of conflicts.

Relevant terms (found in **red**) are defined at the end of the Policy.

Scope

This Policy aligns with Oracle's Code of Ethics and Business Conduct ("Code of Ethics" or "Code") and applies to all employees of Oracle Corporation, its subsidiaries, and affiliates.

As an Oracle employee, you are responsible for reading, understanding, and complying with this Policy. Oracle managers are responsible for working with Human Resources ("HR") and the Compliance & Ethics team to evaluate situations reported to them that may create conflicts of interest or the appearance of them, develop solutions to address them and ensure solutions are carried out. Managers must also ensure that their direct reports understand and adhere to this Policy and complete any related training.

On a biennial basis every employee, including senior officers, is required to submit a Conflict of Interest Questionnaire and Affirmation disclosing any actual or potential conflicts of interest and affirming that he/she has read and understands the Policy and is in compliance with the Policy.

It is the duty of the employee to comply with this Policy - failure to disclose a conflict that exists prior to employment or arises during the course of employment; submission of an incomplete, inaccurate or misleading disclosure; failure to report any changes to an already disclosed conflict or the failure to comply with a condition or resolution developed to address a conflict - may result in disciplinary action up to and including termination, as permitted by local law.

Any conduct that you believe to be a violation of this Policy should be reported directly to a member of the Compliance & Ethics team, HR, the Oracle Legal Department, the Chief Compliance Officer or Oracle's General Counsel. Reports may also be made through the Oracle Integrity Helpline, which allows for anonymous reporting as permitted by applicable law.

Oracle will not tolerate retaliation against an employee for reporting a concern in good faith or for cooperating with a compliance investigation, even when no evidence is found to substantiate the report.

If you have any questions or concerns relating to this Policy, please consult your manager, your HR representative or a member of the Compliance & Ethics team.

Policy Statement

You must avoid conflicts of interest, promptly cease activities that cause conflicts to exist, and provide written disclosure of any conflict of interest or potential conflict of interest that you are aware of upon hire or that may occur during your employment at Oracle. The most common situations that create a conflict of interest (or the appearance of one) are those related to:

- Family, Friends, and Romantic Relationships
- Personal Financial Interests
- Corporate Business Opportunities
- Outside Business and Technical Activities
- Public Service or Office

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- [Public Speaking, Books, and Other Publications](#)

It is not possible to list every situation that may result in a conflict of interest. This Policy spells out in more detail the most common situations, noted above, that create a conflict of interest or the appearance of one. Local customs and practices, for example, may give rise to unique situations not described in this Policy, but still create a conflict of interest. As Oracle employees, you must avoid any type of conflict and identify those situations that create – or appear to create – a conflict between your personal benefit and Oracle's interests.

Disclosure and Approvals

If a potential or actual conflict of interest exists or if you are unsure whether one exists, you must refrain from the activity. You must then promptly disclose the conflict of interest or potential conflict of interest via the Conflict of Interest Disclosure Tool.

- EMEA Approval Requests: emeacomplianceprogram-appr_ch@oracle.com
- LAD Approval Requests: lad-compliance-appr_ww@oracle.com
- NA Approval Requests: nacomplianceprogram-appr_ww@oracle.com
- JAPAC Approval Requests: japaccoi-appr_ww@oracle.com

NOTE: Currently, employees based in **Austria and Germany should not access** or use the Conflict of Interest Disclosure Tool and should continue to utilize the Conflict of Interest Disclosure Form until further notice.

The Compliance & Ethics team will work with you, your manager, HR and any other functional group(s) necessary to address the actual or potential conflict of interest and, if appropriate, obtain the required approvals in accordance with the approval matrix below.

Employee Level	Required Approval
Chief Executive Officer or Chief Technology Officer	- Chief Compliance & Ethics Officer and General Counsel - Independence Committee - Board of Directors
Senior officers (President, Chief Operating Officer, Chief Financial Officer, Chief Accounting Officer, Executive Vice President, Senior Vice President, and any other employee senior to any Senior Vice President excluding the Chief Executive Officer or Chief Technology Officer)	- Chief Compliance & Ethics Officer and General Counsel - Chief Executive Officer or Chief Technology Officer in the senior officer's reporting chain - Direct manager
All other employees	- Regional Compliance & Ethics Officer (or as delegated by RCO) - Direct manager

Additional approvals may be required in certain situations, which are described throughout the Policy.

Family, Friends and Romantic Relationships

You must not take part in or attempt to influence any Oracle-related decision or business dealings (including those concerning current or potential customers, partners, vendors or suppliers) that may benefit or appear to benefit a relative, close personal friend, someone with whom you have a romantic relationship, or a business enterprise in which someone with whom you have a romantic relationship, a **relative**, or **close personal friend** has a direct or indirect **financial interest**. You and employees you manage, directly or indirectly, cannot be involved in deciding to retain, manage, oversee or approve purchase orders or invoices of such business enterprises. If a potential conflict exists concerning a vendor, supplier, or partner, you

must report it to your regional Compliance and Ethics team prior to onboarding or engaging such a third party.

Oracle generally does not permit work situations where a manager directly or indirectly manages a relative or a person with whom he/she has a romantic relationship. If you are aware that Oracle plans to hire your relative or a person with whom you have a romantic relationship for a position that directly or indirectly reports to you, you must disclose that information immediately (see Disclosure and Approvals).

If, during the course of your employment, a romantic relationship develops between you and another Oracle employee within your direct or indirect reporting chain, you both must promptly disclose that information (see Disclosure and Approvals).

Although employees involved in a consensual relationship are individually responsible for disclosure, a manager's failure to report such a relationship will be grounds for appropriate disciplinary action.

Additionally, Oracle does not permit a manager to directly or indirectly supervise the work of his/her relative. Any familial relationship should be disclosed to your Human Resources Manager. Failure to disclose such a relationship will result in the appropriate disciplinary action, up to and including termination, as permitted by applicable law.

Personal Financial Interests

You and employees you manage, directly or indirectly, must not take part in or attempt to influence any Oracle decision or any business dealings with a current or potential competitor, customer, partner, vendor, supplier or other business entity in which you have a direct or indirect financial interest. In addition, to avoid the appearance of a conflict, you must disclose any direct or indirect financial interest in a current or potential competitor, customer, partner, vendor, or supplier with which you discover Oracle does or plans to do business.

Oracle employees cannot loan money to or borrow money from, act as a guarantor, co-signer or surety in any similar capacity for any current or prospective Oracle competitor, customer, partner, vendor, supplier or an employee or representative of any such enterprise, if you and employees you manage, directly or indirectly, are involved in deciding to retain, manage, oversee and/or approve purchase orders or invoices of such business enterprises.

Corporate Business Opportunities

You must not take personal advantage of or interfere with any existing or potential Oracle business opportunities. Oracle business opportunities include acquiring property or organizations or pursuing lines of business that are related to Oracle's business mission and existing lines of business.   Additionally, you must not direct any such opportunity to a relative, close personal friend, or to a business enterprise in which a relative or close personal friend is involved or has a direct or indirect financial interest.

You must not accept payment or **financial interests** (in any form) from another entity for work that you perform for Oracle. You may not personally accept finder's fees, referral fees or other payments/incentives from companies that you have obtained access to as a result of your Oracle duties (including vendors/potential vendors) or to whom you have referred business on behalf of Oracle.

Outside Business and Technical Activities

Your outside business and technical activities must not compete with or reflect adversely on Oracle or give rise to a conflict of interest. You must not engage in any outside business or technical activity that is likely to involve disclosure of Oracle's proprietary information or that is likely to divert time and attention from your responsibilities at Oracle. You may not use Oracle's brand, reputation, or your employment with Oracle in order to promote or generate business for any outside business or creative or technical activities not

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related to Oracle. Oracle reserves the right to decline requests to participate in an outside business, which may reflect adversely on Oracle and the company's reputation.

You cannot serve as a board member or technical advisor of a competitor or of a company that may reasonably be expected to become a competitor. To serve as a board member or technical advisor of a non-competing business or to accept a board position or technical advisor position (paid or unpaid) with a current or potential customer, partner, vendor or supplier, you must first disclose the opportunity and obtain approval (see Disclosure and Approvals). Participation in outside technical projects, including open source projects and standard setting organizations, that involve technologies within the scope of Oracle's current or reasonably anticipated products or services requires approval as outlined in the Disclosure and Approval matrix above and from Oracle's Corporate Architecture group. Approval may be granted if the proposed business activity would not entail disclosure of Oracle's proprietary information, give rise to a conflict of interest, or negatively affect your job performance. If approval is granted, you may not use Oracle resources, including office space, devices, or working hours for outside business activities. However, if the outside organization is engaged in business or technical work that is so closely related to your work at Oracle that you might inadvertently use or disclose Oracle proprietary information while working with that organization, approval is unlikely. Oracle may withdraw approvals at its sole discretion at any time.

Additional approvals are required for **media activities** and **promotions related to your board position(s) or outside investments:**

- Media interviews or press releases must also be approved by Oracle PR. Approval would be dependent upon the subject matter and media outlet.

You are not required to seek approval of the following activities:

- Any affiliation with a trade association, professional association or other such organization related to your work or position at Oracle. However, if the organization is involved in lobbying activities relating to the business of Oracle and you are either an executive officer or board member of the organization or directly involved in the government relations activities of the organization, you must seek approval (see Disclosure and Approvals) and consult with Oracle's Government Affairs group. If you are located in either the U.S. or Canada, you must also consult with Political Compliance to receive guidance prior to accepting the role.
- Participation in non-profit civic or charitable activities, including serving as a member of a board of directors or technical advisory board. However, you must obtain approval if the entity is an Oracle customer or expects to receive or seek a contribution from Oracle (see Disclosure and Approvals).
- Positions with co-op boards, condominium associations and similar entities where the sole purpose of such participation would be to hold title to and/or manage real property in which you can or do reside.
- Positions with holding companies, trusts or other non-operating entities established solely for purposes of you or your family's investment, estate or tax planning or to hold you, your family's real estate or other investments that would not otherwise require disclosure under this Policy.

You are expected to be alert to situations that may give rise to conflicts of interests or the appearance of conflicts of interests. You may be asked to discontinue an outside activity if it impacts or is perceived to impact your impartiality, effectiveness, productivity, reflects adversely on Oracle and its reputation, or if the disclosure of Oracle proprietary information is at risk.

Public Service or Office

Service as a public official may give rise to conflicts of interest if the government entity is or is likely to become an Oracle customer, regulates or taxes Oracle business directly or indirectly or if the position entails the likely disclosure of Oracle proprietary information. Service as a public official could also be considered a conflict of interest if it requires so much time that it interferes with the performance of your job as an Oracle

employee. Before seeking or accepting an elected or appointed office or position in any national, state, provincial, regional or local government, including any government department, ministry, agency, authority, commission, legislature, council or other public body (such as a school or library board), you must first disclose your plans and obtain approval (see Disclosure and Approvals).

Public Speaking, Books, and Other Publications

As with outside business activities, personal and business-related speaking engagements (including, for example, lectures at an educational institution, presentations at trade associations, or participation on panels) and publishing activities must not compete with or reflect adversely on Oracle, nor should they give rise to a conflict of interest. Outside business activities should not entail disclosure of Oracle's proprietary information or divert time and attention away from your responsibilities at Oracle. For all employees, except EVP and above, prior to accepting a position for a speaking engagement, the proposed activity(s) must first be disclosed and approval obtained (see Disclosure and Approvals).

Any written or oral presentations or publications (personal or business-related) that concern or are related to the business of Oracle or where you are representing yourself as an Oracle employee must also be pre-approved in accordance with the Information Protection Policy and the Social Media Participation Policy, as applicable. For personal written or oral presentations or publications that are not related to the business of Oracle, it should be clear that you are representing yourself and not Oracle.

Additional approvals required for **books** and the **promotion of your books**:

- Any press releases, publicity tours and press interviews must also be approved by Oracle PR.
- Any blogs on Oracle.com or on your social channels (Facebook, LinkedIn) related to your book must also be approved by Oracle PR.
- Any work or publications related to Oracle that you may create while completing studies or research for University programs are to be approved by Oracle PR.

Definitions

Financial Interest is (1) the ownership of 5% or more of the outstanding stock or other securities of a public or private company or other entity; or (2) the right to receive compensation or payment or other benefits from an entity in any form (including, but not limited to, bonus, salary, commission, consulting fees, royalties, rent or the right to repayment of principal or interest on a loan, equity compensation or other securities including stock, options or subscription of securities in an initial public offering, employment or offer of future employment).

Relatives include an employee's spouse or domestic partner, children, children by adoption, stepchildren, parents, siblings and all other relatives, by blood or by law.

Close Personal Friend is defined as any person with whom an employee has a meaningful social or business relationship outside of his/her work for Oracle, including co-employees, customers and business partners with whom the employee may have developed a relationship in the course of employment with Oracle.

Resources and Related Policies

Conflict of Interest Q & A

Acceptable Use Policy

Anti-Corruption Policy and Business Courtesies Guidelines

Code of Ethics and Business Conduct

Conflict of Interest Disclosure Tool

Conflict of Interest Disclosure Form (For Austria and Germany Only)

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Information Protection Policy

Social Media Participation Policy