

CAA

Code of
Ethics &
Business
Conduct



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A MESSAGE FROM **THE GENERAL COUNSEL**

Dear CAA Colleagues:

CAA expects all employees to conduct themselves ethically and in compliance with the law. The Code of Ethics and Business Conduct provides information, resources and tools to help guide your actions.

Always remember that, in every interaction, you are the face of CAA. Act responsibly and ethically in all of your professional relationships in a manner consistent with the high standards we set for our business conduct, and please let us know whenever you have a question or concern.

Please take the time to review The Code, which outlines our expectations. It's up to us to make the right decisions and act with integrity at all times



Jeffrey M. Freedman

General Counsel
CAA



THE CODE GUIDELINES

Honesty

Demonstrate honesty, integrity, and high ethical standards in all business dealings.

Respect

Treat clients, colleagues, and other third parties with whom we conduct business, with respect and courtesy.

Confidentiality

Protect the confidentiality of CAA's information and the information of our clients.

Compliance

Ensure that all business decisions comply with applicable laws, regulations, and The Code.



**WE KNOW
THE CODE**

How to use The Code

At CAA, our reputation for integrity and high ethics, and the unique organizational culture that supports it, sets us apart in the industry.

Since its founding, CAA business practices have been governed by integrity, honesty, fair dealing and full compliance with all applicable laws. Employees have upheld and lived by this commitment in our everyday responsibilities, and CAA's reputation remains one of the Company's most important assets today.

The nature of The Code is not meant to cover all possible situations that may occur. It is designed to provide a frame of reference in measuring any activities. In some instances, you may need additional information and guidance from your supervisor, manager, or the Office of the General Counsel, as it is the ultimate responsibility of each employee to "do the right thing," a responsibility that cannot be delegated.

Who must follow The Code?

The Code applies to all CAA personnel worldwide. We also require third parties with whom we do business to act in a way that is consistent with The Code. Appropriate measures may be taken if such third party fails to meet applicable standards or their contractual obligations.

If you are unsure whether you are covered by The Code, contact the Office of the General Counsel.

What is ethical decision-making?

If you are faced with an ethical dilemma and you are not sure what to do, ask these questions:

- Is this action the "right thing to do"?
- Is it aligned with our Core Values and policies?
- Will this action uphold CAA's reputation as an ethical organization?
- Would I be comfortable with my decision if it was made public?

If your answers are not a definite "yes," then stop, and contact any of the [resources](#) listed in The Code.



SPEAK UP

In most cases, your supervisor or manager should be your first point of contact. He or she is likely to be in the best position to understand your concern and take the appropriate action. If you are uncomfortable speaking with your supervisor, or you have already shared a concern and believe it is not being addressed appropriately, you have other options:

- Any other member of management
- Human Resources
- The Office of the General Counsel
- The Compliance Helpline: Visit the Compliance Helpline Website: <https://caa.ethicspoint.com> and follow the prompts.

The Compliance website is multilingual. You may file an online report or access a list of toll-free numbers for your region, which are available seven days a week, 24 hours a day. You may also find the list of [toll-free numbers here](#). Calls and emails to the Compliance Helpline are answered by an outside service. You do not need to reveal your identity, but you should give enough specific information to enable a complete investigation of the issue you are reporting.

If you call the Compliance Helpline, an operator will forward your report to the Office of the General Counsel for investigation and you will receive a tracking number so that you can call back for an update on your report or receive an answer to your question.

What happens when The Code is violated?

Violations of The Code, our policies, applicable laws, and regulations can result in serious consequences for you individually and to CAA. Violations may result in disciplinary action up to and including immediate termination of employment.

Employees who collaborate or participate in violations may also be subject to discipline. This includes those who fail to use reasonable care to detect a violation, persons who refuse to divulge information which may be material to an investigation, as well as supervisors who approve violations, “look the other way,” or attempt to retaliate against whistleblowers. Any attempt by any CAA personnel to have someone else violate The Code, whether successful or not, is itself a violation of The Code and may be a violation of the law.

Violations of applicable laws or regulations may result in legal proceedings and penalties including, in some circumstances, criminal prosecution.



WE HONOR
OUR
RESPONSIBILITIES

We put our values into practice

All of us have a role to play in protecting CAA's reputation. We are expected to meet the following:

- Help maintain our unique culture and support our Core Values.
- Work as a team and treat others respectfully.
- Do your part to create an environment where everyone is comfortable speaking up, and listen and respond to the concerns of others.
- Be familiar with the information contained in The Code as well as applicable laws, regulations, and CAA policies. Pay particular attention to the laws, regulations, and policies that pertain to your job responsibilities.
- Follow all applicable laws, rules, and regulations that apply to our businesses.
- Cooperate and tell the truth when responding to an investigation or audit.

We want you to share your concerns

If you see or suspect anything illegal or unethical, it may seem easier to look the other way or let someone else take the lead – but misconduct affects all of us. When you **speak up** to ask a question or report questionable conduct, you are protecting yourself, your colleagues, and the reputation of CAA. *Remember, an issue cannot be addressed unless it is brought to someone's attention.*



Cooperating with Investigations

All employees are required to cooperate fully and truthfully with investigations. With respect to inquiries from regulators, we must never mislead any investigator and never alter or destroy documents or records in response to an investigation.

All requests for information, other than what is provided on a routine basis, should be reported to the Office of the General Counsel. When we are notified of an external investigation, we will take prompt action to preserve documents that may be relevant.

We do not permit retaliation

Regardless of the type of misconduct reported or the method of reporting, we will not permit retaliation against anyone who makes a good faith report of an alleged violation of the law, The Code or our policies and procedures.

We take claims of retaliation seriously; they will be investigated and, if substantiated, retaliators will be disciplined up to and including immediate termination. If you believe you have been retaliated against, you should contact the Board of Directors, Chief Human Resources Officer, the Office of the General Counsel or any of the [resources](#) listed in The Code.



**WE CONDUCT
BUSINESS
LAWFULLY**

We respect the law at all times

CAA and its employees are bound by the law. Compliance with all applicable laws and regulations must never be compromised. Additionally, employees shall adhere to Company policies as they apply in a given situation. Those policies are specific to the Company and may go beyond what is required by the law.

We respect and follow insider trading rules

In the course of business, you may become aware of material non-public information about publicly traded companies. Using this information for personal gain, sharing it with others, or spreading false rumors, is not only unfair to other investors, it may be illegal. The fact that information may have been disclosed to a few members of the public does not make it public for insider trading purposes. To be “public” the information must have been disseminated in a manner designed to reach investors generally, such as in a press release, in a public filing made with the Securities and Exchange Commission, through a news wire service or daily newspaper of wide circulation or, in some circumstances, on the website of the relevant company or individual, and the investors must be given the opportunity to absorb the information.

The following guidelines must be followed:

- Never buy or sell any securities of any company based on material, non-public information.
- Do not pass on material, non-public information or “tips” to others.
- When trading, use care even if you ‘think’ you are not relying on material, non-public information.
- Know the kinds of information considered inside information. Examples include non-public information about mergers or acquisitions, sales or earnings results, financial forecasts, changes to the executive management team, pending lawsuits, or major wins or losses.

See the “Use and Disclosure of Nonpublic Information Policy” for more information.



Key Definition

Information may be **material** if it is likely that an investor would want to know or benefit from having that information ahead of making an investment decision, or if disclosed, it would have an impact on the pricing of a security. For more information, please review the “Use and Disclosure of Nonpublic Information Policy” for more information.

Information may not be used to trade if it has not been released broadly to the market, for example, through widely disseminated agency communications or press releases.

We follow international trade laws

It is important that we know and comply with all applicable laws, regulations and restrictions in the import or export of services, information or technology, wherever we operate in the world. If you are involved in the movement of services or technology across international borders, make sure you know and comply with:

- Any U.S. restrictions on doing business with certain foreign countries.
- The trade laws and regulations associated with the countries in which you do business.

Review in advance with the Office of the General Counsel any proposed activity that could involve an embargoed country. If you are unsure about whether there may be trade restrictions that apply to your particular transaction, always err on the side of caution and consult with the Office of the General Counsel. See the “International and U.S. Embargoes Policy.”

Anti-Boycott Regulations

We also have a responsibility to comply with U.S. anti-boycott laws. If you receive a request to comply with a foreign boycott (or a request to supply boycott-related information), please consult with the Office of the General Counsel immediately in order to determine the appropriate course of action.

We follow anti-bribery laws

Employees are prohibited from offering, giving, soliciting, or accepting any form of bribe, payoff, unlawful gratuity, or kickback to or from any person. In addition to being a violation of Company policy, such conduct may subject the Company and the involved individuals to criminal penalties. Employees also should refrain from receiving gifts in circumstances that may give rise to an actual or apparent conflict of interest. Illegal payments, gifts, travel, or provision of other items or services of value to government officials are strictly prohibited. With respect to foreign activities, the U.S. Foreign Corrupt Practices Act and the UK Bribery Act prohibit giving anything of value, directly or indirectly, to foreign government officials or foreign political candidates in order to obtain or retain business.

It is especially important that we carefully screen contractors, consultants, and vendors who work with us or on our behalf particularly when dealing in countries with high corruption rates, or in any situations where “red flags” would indicate further screening is necessary. All contractors, consultants, and vendors with whom we conduct business are required to operate in strict compliance with our standards and are required to maintain accurate records of all transactions conducted on our behalf.

For more information on anti-bribery, please see the section of The Code entitled, **“We understand the rules about gifts and entertainment.”** See the “Gifts and Payments Policy” for more information.

Regulations

CAA is committed to compliance with all laws, rules, and regulations that apply to our business.

Since we operate in several countries, we need to be especially aware of different laws and customs that apply. While we respect the norms of our business partners and co-workers throughout the world, all CAA personnel must, at a minimum, comply with the standards and principles in The Code unless they are inconsistent with local law, in which case you should seek guidance from the Office of the General Counsel.

Non-compliance may not only result in disciplinary sanctions, but may also result in criminal charges.



WE PROMOTE DIVERSITY

We embrace diversity and respect the personal dignity of our colleagues

We are a diverse, talented, and motivated group of individuals aligned around a common set of goals.

We work best when we work together as a team, when we treat each other with respect, and value the unique contributions of others. We are committed to maintaining a diverse and welcoming work environment.

CAA provides equal employment opportunity for all applicants and employees and does not discriminate on the basis of race, color, religion, creed, gender or sex (including pregnancy, childbirth, breastfeeding, or related medical conditions), national origin, ancestry, age, physical disability, mental disability, medical condition, genetic information, family and medical care leave status, military or veteran status, marital status, family status, sexual orientation, gender identity, gender expression, or any other characteristic protected by applicable law.

Employees who feel that our workplace does not comply with the above principles are encouraged to raise their concerns with the Human Resources Department or the Office of the General Counsel. See the “Equal Employment Opportunity Policy” for more information.

Our hiring and people development decisions will be fair and objective

These principles of fair employment apply to all aspects of employment, including compensation, promotions, and transfers. Immediate family members and partners of employees may be hired as employees or consultants but these situations must be disclosed and approved in advance by the Office of the General Counsel, or the Chief Human Resources Officer. For more information, please refer to the “Employment of Relatives Policy.”

We do not permit harassment

CAA is committed to providing the workplace that each of us deserves, free of harassment (sexual or otherwise) and discrimination based on any of the following protected categories: race, color, religion, creed, national origin, ancestry, age, physical disability, mental disability, medical condition, genetic information, marital status, family status, gender and sex, sexual orientation, gender identity, gender expression, family and medical care leave status, military or veteran status, or any other characteristic protected by applicable law. Every reported complaint of harassment or discrimination will be investigated fairly, thoroughly, promptly, and in as confidential a manner as possible. The Company will not reveal the names of participants, the facts of an investigation, or any written information regarding an investigation to anyone not directly involved in the investigation, except to the extent required by law or as appropriate to resolve the matter.

Harassing conduct can take many forms and includes, but is not limited to:

- **VERBAL CONDUCT** such as epithets, derogatory comments, slurs, jokes, or other offensive “humor,” or unwanted sexual advances, invitations, or comments.
- **VISUAL CONDUCT** such as derogatory posters, photographs, cartoons, displays, memes, GIFs, or gestures.
- **PHYSICAL CONDUCT** such as assault, blocking normal movement or interference with work directed at an employee because of his or her sex or other protected basis.
- **RETALIATION** for having reported harassment, such as intentionally excluding someone from normal workplace activities or making that person feel unwelcome because he or she reported harassment or discrimination, or participated in an investigation of harassment or discrimination.

See the “Anti-Harassment and Non-Discrimination Policy” for more information.



WE DO THE RIGHT THING

We are careful to avoid conflicts of interest

Employees are expected to devote their best efforts and attention to the full-time performance of their jobs and to act at all times in the Company's best interests. They are expected to use good judgment, to adhere to high ethical standards and to avoid situations that create an actual or potential conflict between the employee's personal interests and the interests of the Company.

Depending on the circumstances, some conflicts may be resolved if they are proactively disclosed and handled properly. If a conflict of interest situation has occurred or if an employee faces a situation that may involve or lead to a conflict of interest, the employee shall disclose it to his or her supervisor and/or the Human Resources Department or the Office of the General Counsel to resolve the situation in a fair and transparent manner.

While it is not feasible to describe all possible conflicts of interest that could develop, some of the more common conflicts, from which employees should refrain, include the following:

- Accepting personal gifts or entertainment from the media, competitors, clients, vendors, business partners, or potential business partners, except that receipt of gifts of nominal value in the ordinary course of business, (e.g., holiday or birthday gift baskets), is generally acceptable;
- Working directly or indirectly for a competitor, business partner, or client;
- Engaging in self-employment that is competitive with and/or detrimental to the Company;
- Using proprietary or confidential Company information for personal gain or to the Company's detriment;
- Having a direct or indirect financial interest in or relationship with a competitor, client, or business partner; provided however, that ownership of 5% or less of any class of securities of any entity whose securities are publicly traded does not constitute a violation of this provision;

- Using Company assets or labor for personal use;
- Approving expenses that are not covered by the applicable “Expense and Travel Policy;”
- Kickbacks and rebates by business partners and vendors;
- Acquiring any interest in property or assets of any kind for the purpose of selling or leasing it to the Company; or
- Committing the Company to give its financial or other support to any outside activity or organization.

See the “Conflicts of Interest Policy” for more information.

We understand the rules about gifts and entertainment

Employees are prohibited from offering, giving, soliciting, or accepting any form of gifts in order to gain competitive advantage. In addition to being a violation of this policy, such conduct may subject the Company and the involved individuals to criminal penalties. Employees also should refrain from receiving gifts in circumstances that may give rise to an actual or apparent conflict of interest.

Employees may give or accept gifts, or permit immediate family members to give or accept gifts, from any client, business partner, vendor, or other person doing or seeking to do business with the Company so long as doing so: (1) complies with applicable laws; (2) does not violate any Company policy; and (3) is consistent with accepted business practices and customs, including practice and custom in the locale where business is being conducted. The Company encourages discretion and moderation when providing or accepting gifts or entertainment that are intended to serve legitimate business goals. See the “Conflicts of Interest Policy” for more information.



We believe in the importance of free competition

CAA is prepared to compete successfully in today's business environment and will always do so in full compliance with all applicable antitrust, competition, and fair dealing laws. Therefore, employees must at all times adhere to the following:

- Be familiar with how competition laws may impact your job and how they apply in the jurisdictions where you work. If you have any questions, contact the Office of the General Counsel.
- If you find yourself in a meeting, including trade association meetings, where a questionable discussion is taking place, state that you believe the discussion is inappropriate, break away from the discussion, and promptly inform the Office of the General Counsel.
- Seek competitive information from public sources, such as news stories and trade journal articles. Never engage in fraud, misrepresentation, or deception to obtain information; nor should you ever use invasive technology to “spy” on others.
- Be fair, factual and complete in our advertising, sales and promotional materials.

All employees, but especially those who are involved in marketing or sales, and buyers who are in regular contact with competitors, have a responsibility to ensure that they are familiar with applicable competition laws. If you have a question about the legality of a certain practice, do not take any action without first seeking guidance and approval from the Office of the General Counsel.

Antitrust “Red Flags”

Competition or antitrust laws are complex, and compliance requirements can vary depending on the circumstance, but in general, these laws prohibit: (1) arrangements with competitors that restrain trade in some way; (2) abuse of intellectual property rights; and (3) use of market power to unfairly disadvantage competitors.

Do not enter into any agreement or understanding, whether formal or informal to:

- Fix prices, contract, or delivery terms for services or products
- Rig bids or allocate customers or markets among competitors
- Boycott a business partner or customer

Due to the sensitive nature of these topics, CAA personnel should not discuss such matters with any competitors. If you ever have a question about how antitrust and competition laws apply to a particular business situation, you should contact the Office of the General Counsel.



**WE ARE RESPONSIBLE
WHEN
COMMUNICATING
ABOUT CAA**

Speaking on behalf of CAA

We need a clear and consistent voice when providing information to the public and the media. For this reason, it is important that only formally designated CAA personnel speak publicly on behalf of CAA. All press inquiries from the media requesting a statement or response from the Company are handled by the Corporate Communications Department.

Unless you are authorized to do so by the Corporate Communications department, do not make any public statements on behalf of CAA. See the “Press Inquiries Policy” for more information.

Our social media policy

We believe all social media posts must always be appropriate, lawful, and professional. We realize that inappropriate posts, even if related purely to our private lives, can adversely impact our personal reputation as well as that of CAA.

When using social media we encourage our employees to:

- Use good judgment on social media, including expressing ideas and opinions in a respectful manner. Ultimately, you are solely responsible for what you post online.
- Clearly state that any opinions you express are your own and do not reflect those of CAA.
- Do not disclose confidential business information about CAA, our clients, or our business partners.
- Never post anything that’s discriminatory or could constitute a threat, intimidation, harassment or bullying.

See the “Social Media Policy” for more information.



WE UNDERSTAND **OUR RESPONSIBILITY TO OTHERS**

We value and protect the confidential information of everyone we do business with

Confidential information consists of any Company information that is not known generally to the public or to the industry. It includes, but is not limited to all information concerning the business, operations, activities, personnel, finances, business and creative plans, personal habits, creative ideas and expressions, and client lists of CAA, its members, directors, officers, employees, shareholders, representatives, affiliates, and/or clients. CAA's continued success depends on the use of its confidential information and its nondisclosure to third parties. Unless required by law or authorized by CAA's management, CAA employees, consultants, contractors, and vendors shall not disclose confidential information or allow such disclosure. This obligation continues beyond the termination of employment or engagement. Furthermore, CAA employees and those representing CAA must use best efforts to avoid unintentional disclosure by applying special care when storing or transmitting confidential information.

CAA respects that third parties have a similar interest in protecting their confidential information. Should third parties, such as clients, vendors, or business partners, share confidential information with CAA, such information shall be treated with the same care as if it were CAA's confidential information. In that same spirit, employees shall protect confidential information that they have obtained in the course of their prior employment, and shall use care not to distribute such information to third parties including CAA. See the "Company Property, Confidential and Proprietary Information Policy" for more information.

Maintaining Information Security

As we service and represent our clients, we understand the role of cybersecurity in protecting the confidentiality of their data, and our Company data. At CAA, we:

- Implement cybersecurity by design as an integral part of doing business daily.
- Focus on our clients, vendors, employees, and business partners, and their data so that they are always safe and secure.
- Speak up if we see an actual or potential cybersecurity issue.

We protect personal information

We respect the privacy of all CAA personnel and others with whom we conduct business. We always handle their personal information and sensitive data with care.

“Personal information” is any information that could be used to identify someone, either directly or indirectly, such as a name, employee ID, government-issued numbers, email address, or phone number. Sensitive data is more private to the individual and includes racial or ethnic origin, political opinions, religious beliefs, trade union activities, physical or mental health, sexual life or details of criminal offenses. There are data privacy laws that cover how we must collect, store, use, share, transfer, and dispose of personal information, and we comply with those laws everywhere we operate. In furtherance of this effort, the following is a non-exhaustive list of guidelines:

- Follow our policies and protect any personal information that is entrusted to you. Use it only in the way it is meant to be used, and do not share it with anyone inside or outside of CAA who is not authorized to see it.
- Keep personal information safe and secure.
- Use care when you provide personal, sensitive and confidential data to anyone inside or outside CAA and limit access to authorized individuals.
- When we use third parties to provide services for us, make sure they understand the importance we place on privacy and that they must uphold our standards.

Protecting Personal Information

We follow globally recognized privacy laws and strive to implement reasonable and appropriate practices in our collection, use, and sharing of personal information about individuals.

These principles and practices ensure that:

- Personal information and sensitive data can be used to support legitimate business purposes only.
- Privacy by design is incorporated into the development processes for the applications and systems we use to process data.



Protecting our clients' intellectual property and confidential information

We do not permit violating the intellectual property rights of others.

Given the nature of our business, we frequently have access to the intellectual property of third parties, including that of clients. In furtherance of this effort, the following is a non-exhaustive list of guidelines:

- Never use the intellectual property of any third party without permission or legal right.
- If you suspect that CAA personnel may be infringing on an intellectual property right, including patents, copyrights, trademarks, or trade secrets owned by a third party, contact the Office of the General Counsel.
- No employee may reproduce any copyrighted work in print, video, or digital form in violation of the law. Works are considered protected even if they are not registered with the U.S. Copyright Office or any registering agency outside the U.S. and even if they do not carry the copyright symbol (©).

See the “Copyrighted Materials Policy” for more information.

We maintain a safe and healthy workplace

The Company is committed to providing a safe workplace and strictly prohibits employees, consultants, clients, vendors, visitors, or anyone else on Company premises or engaging in a Company-related activity from making threats or behaving in a violent manner.

The list of prohibited activities includes, but is not limited to:

- Causing physical injury to yourself or another person.
- Making threatening remarks.
- Displaying aggressive or hostile behavior that creates a reasonable fear of injury to another person or subjects another individual to emotional distress.
- Intentionally damaging employer property or property of another employee.
- Possessing a weapon while on Company property or while on Company business; other than law enforcement personnel and security personnel engaged in official duties.
- Committing acts motivated by, or related to, sexual harassment or domestic violence.

See the “Violence in the Workplace Policy” for more information.

We treat our business partners fairly

Our business partners, vendors, and business partners make significant contributions to our success. To create an environment where they have an incentive to continue to work with us, they must be confident that they will be treated lawfully and in an ethical manner.

We never take unfair advantage of anyone through manipulation, concealment, misuse of confidential information, misrepresentation of facts, or any other unfair dealing or practice.

We base our business partner relationships on the fundamental concepts of honesty, fairness, mutual respect, and nondiscrimination.

Our policy is to purchase supplies and select business partners based on need, quality, service, price, terms, and other relevant conditions. We work with others who share similar values and our commitment to ethics and compliance.

In furtherance of this effort, the following is a non-exhaustive list of guidelines:

- Make business partner-related decisions in the best interest of CAA, not for any personal benefit or gain for you or a family member.
- If you are in a leadership position and oversee our business partners, make sure they understand and follow our expectations for ethics and compliance and all contractual obligations.
- If you become involved in any situation that may appear to be a conflict with a business partner, discuss the matter with Human Resources, or the Office of the General Counsel.
- When we hire former employees of competitors, we respect their obligations not to use or disclose the confidential information of their former employers.



WE SAFEGUARD OUR COMPANY ASSETS

We maintain accurate records

Business partners, government officials, and the public rely on our true, accurate, and complete disclosures, and business records. Such information is also essential within CAA so we can make informed business decisions.

To ensure that our books and records meet these various purposes, they must be accurate, honest, complete, and in compliance with accepted accounting principles, and our internal controls.

CAA's financial records are the basis for managing the Company's business and fulfilling its obligations to various stakeholders. Therefore, any financial record must be accurate and in line with CAA's accounting standards. Employees shall safeguard and make only proper and efficient use of CAA's property.

Company documents should only be stored on company recommended systems, and should only be destroyed when they are no longer needed for business purposes. Documents should never be destroyed in response to or in anticipation of an investigation, claim, lawsuit, or arbitration proceeding. Contact the Office of the General Counsel if there is any doubt about the appropriateness of record destruction.

We protect our Company assets and property

All employees shall seek to protect CAA's property from loss, damage, misuse, theft, fraud, embezzlement, and destruction. These obligations cover both tangible and intangible assets, including trademarks, know-how, confidential or proprietary information, and information systems.

Fraud

Fraud can appear in many forms and can occur at all levels of CAA. Some examples of fraud include: misrepresentation of financial results; expense claims that are intentionally inflated or falsified; and improper use of business resources or CAA assets.

If you have questions or suspect any instance of actual or potential fraud with CAA, you should immediately contact the Office of the General Counsel or the Compliance Helpline.

To the extent permitted under applicable country laws, the Company reserves the right to monitor use of CAA's systems, computer equipment, and related resources to prevent system compromise and work-related criminal activity. CAA expressly reserves the right to monitor, copy, and/or disclose all emails, documents, data, messages, or other files not marked as private or personal, that are stored on CAA computers and email systems, in connection with security measures and investigations into suspected criminal activity.

To that end:

- CAA property must not be given or sold to anyone without approval.
- Report any suspicions or evidence of fraud, falsification of records, or other intentional manipulation of data and information.
- Remember: email, computer systems, voicemail systems and the content on them are considered CAA property.
- Limited personal use of phones and computer systems is allowed so long as it does not have a negative impact on performance or productivity, or violate any CAA policies.

Cybersecurity

Make sure you follow our policies and practices that are designed to protect our networks, computers, programs, and data from attack, damage, or unauthorized access:

- Do not use unlicensed software or make copies of software to use at home or for someone else to use.
- Be alert to phishing scams or other attempts to uncover sensitive personal or corporate information.
- Do not open suspicious links in emails, even if you know the source.



WE ARE GOOD NEIGHBORS

We protect human rights

We conduct our business in a manner that respects the human rights and dignity of all, and we support international efforts to promote and protect human rights. We will not permit abuse of human rights in our operations.

Each of us can help support efforts to eliminate abuses such as child labor, slavery, human trafficking, and forced labor by following these guidelines:

- Report any suspicion or evidence of human rights abuses in our operations or in the operations of our business partners.
- Remember that respect for human dignity begins with our daily interactions with one another and with our clients and includes promoting diversity and inclusion, accommodating disabilities, and doing our part to protect the rights and dignity of everyone with whom we do business.

Our political and charitable activities

We take pride in CAA's reputation and consider CAA's best interests also in our outside engagements and activities.

We believe in the right of CAA personnel to participate in the political process and to support charities and community organizations. You are encouraged to be active in community and political activities as individual citizens on your own time and at your own expense.

Even though we bring in several political figures to speak at the Company, in accordance with state laws we never pressure another employee, client, or other third parties with whom we conduct business to contribute to, support, or oppose any political candidate, party, or charitable cause.

Consistent with applicable laws, CAA will exercise its right and responsibility to make its position known on relevant issues.

Our employees are asked to respect the following guidelines when participating in political and charitable activities:

- Make it clear that your political views and actions are your own and not those of CAA.
- Never use CAA funds, assets, or facilities to support any political candidate or party unless specifically permitted by law and authorized by the Office of the General Counsel.
- Take steps to ensure that donations are not used as a way to make an improper payment to foreign officials in violation of the anti-corruption laws or to fund improper activities in violation of anti-money laundering or other laws.
- Holding or campaigning for political office must not create, or appear to create, a conflict of interest with your duties to CAA.
- Do not solicit contributions or distribute political literature during work hours.
- Never make a political or charitable contribution with the intent to improperly influence someone.

The CAA Foundation

CAA believes that contributing to the communities where we do business is an important part of our civic responsibility. With this in mind, we launched the CAA Foundation in 1995. It harnesses the power and reach of the entertainment industry to drive positive social change. As an employee, your involvement is at the heart of its mission. You are encouraged (but not required) to participate in the many opportunities it affords each of us to make a difference. To ensure that any contributions you make personally or on behalf of CAA are used as intended and do not violate any laws, please check with the Office of the General Counsel or the Chief Financial Officer when in doubt.

If you would like to know more, visit the CAA Foundation section of CAA's website.



CLOSING THOUGHTS

When you are committed to putting clients, colleagues, and culture first, conduct matters – especially your conduct here at work. Thank you for taking the time to read The Code and for referring to it on a regular basis throughout your employment. The information it provides is designed to help you make the right decisions for you and for CAA.

Remember that we are a team. The individual actions we take and the decisions we make reflect on CAA and the world-class work that we do, so comply with The Code, our policies, and the law, and conduct business with honesty, respect, and integrity. Speak up if you ever see or suspect misconduct or are unsure about the proper course of action. When you allow these values to guide your conduct and relationships, you promote an ethical workplace and help CAA to grow and thrive.

Glossary The descriptions below are not intended to be binding, but are illustrative definitions of some of the terms used throughout this document.

Antitrust: The set of laws (sometimes referred to as anti-competition laws) that prohibit agreements and practices that restrain fair competition, such as price fixing, restricting production, sales or output, dividing markets, customers or territories, preventing competitors from entering the market, agreeing with competitors to not deal with a particular client or business partner, or any other unfair business practices.

Bribery: The act of offering or receiving anything of value (for example, cash, favors, job offers, trips, gifts, or charitable contributions) in exchange for an improper decision.

Company assets: Any item of value that belongs to the Company, including physical assets (for example, buildings, furniture, equipment, inventory, supplies, and computers), electronic assets (for example, email and internet access, data, databases, hardware, and software), and financial assets.

Confidential information: Any non-public information that might be useful to competitors, or harmful to a company or its clients if disclosed. This could include financial information (for example, forecasts and marketing strategies), client information (for example, addresses, phone numbers, and email addresses), and third-party information (for example, contract terms and pricing).

Conflicts of interest: Any situation, or appearance of a situation, where personal interests interfere with the Company's interests, or where we take for ourselves a benefit, opportunity, or advantage that rightfully belongs to the Company.

Cybersecurity: Policies and practices that are designed to protect our networks, computers, programs, and data from attack, damage, or unauthorized access.

Embargoed country: A country subject to the complete ban or prohibition of trade by another country.

Foreign Corrupt Practices Act (FCPA): A United States law passed in 1977 that prohibits U.S. firms and individuals from paying bribes to foreign officials in furtherance of a business deal.

Free competition: A system in which competition between businesses is based on the quality of service, price and similar factors and not on illegal or unfair business practices.

Harassment: Unwelcome conduct based on a protected characteristic (which can be sexual, verbal, physical, or visual in nature) that creates a hostile or intimidating environment and makes it difficult for an employee to do his or her job.

Insider trading: The illegal practice of buying or selling stock or engaging in any other action that takes advantage of "inside information" (information that is [1] non-public, or has not been released to the public and [2] material, or would influence an investor to buy, sell, or hold the securities [often stock] of a company).

Intellectual property: A work or invention that is the result of creativity, such as a literary and artistic work, design, commercial symbol, name, or image, to which one has rights and for which one may apply for a patent, copyright, or trademark.

Personal information: Information that can help identify an individual. It can include someone's name, email, address, ethnicity, race, identifying number, and employment history.

Proprietary information: Information that a company or individual owns that they wish to keep confidential. It can include secret formulas, processes, and methods used in production.

Reasonable care: A legal duty that refers to the degree of caution and concern an ordinarily prudent and rational person would use in a certain circumstance.

Retaliation: When an employer punishes an employee for engaging in a legally protected activity, such as speaking up about a potential Code violation. It can include any negative job action, such as demotion, discipline, firing, salary reduction, or job or shift reassignment.

Trade secrets: Any confidential business information, such as a secret device or technique, used by a company that gives it a competitive edge.

UK Bribery Act: A United Kingdom act that prohibits bribery of public officials and business-to-business bribery.

Whistleblower: A person who exposes any kind of information or activity that is deemed illegal or unethical within an organization. Such activity could include violation of company policies, fraud, and corruption.



Compliance Helpline Toll-Free Numbers

The Compliance Helpline is a resource available for you to ask questions or report suspected violations of The Code, our policies or the law. You may [report online](#) or via phone using the toll-free numbers listed below.

Region	Contact
China	Southern: 10-800-120-1239 Northern: 10-800-712-1239
Canada	English language: 1-855-382-7949 French language: 1-855-350-9393
Czech Republic	English language: 800-142-550
Germany	0800-1016582
India	English language: 000-800-100-1071 English language: 000-800-001-6112
Israel	English language: 1-809-21-4405
Russia	8-10-8002-6053011
Sweden	Svenska language: 020-79-8729 Suomi English language: Option 2
Switzerland	0800-562907
United Kingdom	0800-032-8483
United States	1-855-382-7949

Calls and emails to the Compliance Helpline are answered by an outside service. You do not need to reveal your identity, but you should give enough specific information to enable a complete investigation of the issue you are reporting.

If you call the Compliance Helpline, an operator will forward your report to the Office of the General Counsel for investigation and you will receive a tracking number so that you can call back for an update on your report or receive an answer to your question.