

## Anti-Corruption Policy

### The Way We Do Business Worldwide

#### **1. ANTI-CORRUPTION AND BLOOM'S MISSION**

Bloom Energy wins business by providing clean reliable energy affordable for everyone in the world. Bloom Energy is committed to promoting the highest standards of ethical business conduct and complying with all applicable laws, rules, and regulations, including all laws prohibiting improper payments or inducements to any person, including Government Officials. We compete on the quality of our products and strictly prohibit all forms of bribes or other corrupt payments.

The United States Foreign Corrupt Practices Act ("FCPA"), the United Kingdom Bribery Act ("UKBA"), and the local anti-corruption laws in China, Korea, India, Japan, Taiwan and other countries where we operate or do business are very broad and prohibit all forms of bribery. Violation of these laws can have severe consequences - individuals and companies have been fined hundreds of millions of dollars and individuals have been imprisoned.

This Policy is designed to provide practical guidance to Bloom Energy employees to support the growth of our business in a lawful, ethical and sustainable manner. Compliance with this Policy protects you and Bloom Energy, and those with whom we do business. This Policy also supports each employee's obligation to manage company assets efficiently and effectively.

Please read this Policy carefully and consult it on a regular basis. If you are a supervisor or manager we expect you to discuss this Policy and its requirements with your team on a regular basis.

If you have questions please review the resources available on the Business Conduct and Ethics Page of BE Central, speak with your supervisor or manager, or contact the Legal Department at [compliance@bloomenergy.com](mailto:compliance@bloomenergy.com).

#### **2. THE SCOPE OF THIS POLICY**

##### **Employees, corporate officers, directors and contractors**

This Policy applies worldwide to Bloom Energy Corporation and its subsidiaries and their employees, corporate officers, and directors as well as contractors assigned to work at Bloom Energy, regardless of position, location or level of responsibility. Throughout the Policy, when we use the term "employee," we are referring to employees, officers, corporate directors, and contractors of Bloom Energy and its subsidiaries and joint ventures.

You are prohibited from using your personal funds to avoid the requirements of this Policy. Bloom Energy personnel cannot use their own personal funds or resources to do something that is prohibited by this Policy. For example, this Policy prohibits Bloom Energy personnel from paying for a recreational trip for a Government Official or a potential customer and seeking reimbursement from Bloom Energy. Similarly, Bloom Energy personnel cannot pay for the same trip with their own personal resources and avoid the application of this Policy.

You are prohibited from asking, directing or permitting a third party, whether an individual or organization, to do what this Policy prohibits you from doing.

#### **3. CORRUPTION IS PROHIBITED**

Bloom Energy strictly prohibits all forms of bribes:

- Anything of value offered to influence any action or decision or gain an improper advantage is a bribe and is prohibited. This is true regardless of whether the payment or offer is called a commission, gratuity, or other name.
- Offering, authorizing, promising, making, accepting, requesting or receiving a bribe is prohibited – even if the bribe is not actually made.
- Bribes in any form – whether cash, services, favors, gifts, employment, travel or entertainment – are prohibited.

- Bribes to anyone – whether a Government Official or private individual – are prohibited.
- Bribes made directly or indirectly through third parties are prohibited.
- Bribes are prohibited even if bribes or payments are common or “customary” in a country.

Examples of prohibited conduct include:

- payments or gifts given directly to a Government Official for an improper purpose;
- payments or gifts to third parties, where you know or have reason to know that at least a portion of the payments or gifts is likely to be offered by the third party to a Government Official or commercial party for an improper purpose;
- payments or gifts to entities (such as charities, hospitals, or relief funds) that are made for the benefit of a Government Official or commercial party for an improper purpose; and
- acts “in furtherance of” an improper payment or gift, such as arranging for funds or gifts to be available for the improper payment.

It is important to avoid even the appearance of impropriety. If you have any questions about whether a payment or gift may be improper or violate this Policy, consult the Legal Department in advance – before you discuss the payment or gift with the third party.

#### **4. KEY DEFINITIONS**

**(A) Definition of Government Official:** a “Government Official” includes:

- Employees, directors, officers and agents of a business that is owned or controlled (whether in full or in part) by a government, such as a government energy company, refinery, airline, university or newspaper;
- Employees, officials, and agents of public international organizations such as the World Bank, European Union, and the United Nations;
- All officials, employees, agents, and representatives of any branch or level of government (executive, legislative or judicial and whether national, state or local) or of any government department or agency (including advisers to such agencies and branches), such as the employee of an environmental ministry or agency responsible for regulating Bloom Energy installations and services;
- Any political party official, employee or agent of a political party, or candidate for political office (or political party position); and
- Any family member or representative of any of the above.

**(B) Definition of Anything of Value:** In the corruption context, there is no “minimum” required – any amount or value can be sufficient to trigger a violation of law or this Policy. “Anything of value” can include, but is not limited to:

- Cash or cash equivalents, such as gift cards or coupons;
- Gifts;
- Meals;
- Travel;
- Entertainment;
- Compensation for services;
- Partnerships;
- Political or charitable contributions; and
- Internships or employment of family members or close associates of Government Officials.

#### **5. FACILITATING PAYMENTS**

Bloom Energy prohibits Facilitating Payments, which are minor payments to Government Officials for the purpose of facilitating or expediting routine, lawful services or non-discretionary administrative actions, such as telephone installation or clerical approvals.

## **6. GIFTS, MEALS, TRAVEL AND BUSINESS HOSPITALITY**

In many places throughout the world, giving and receiving gifts, business meals, business travel, and entertainment is an important part of doing business and can serve legitimate business purposes, such as product demonstration, education or promotion, or site visits. However, gifts, meals, travel and other business hospitality given to Government Officials, may be prohibited by law or subject to restrictions. To protect you and Bloom Energy, we require that you secure prior written approval from the General Counsel for any gifts, meals, travel and business hospitality related to Government Officials before you offer or incur the expense. The approval process is described in the Gifts, Meals, Travel, and Business Hospitality Policy on the Business Conduct and Ethics Page of BE Central.

## **7. Government Inspections**

In many parts of the world, Bloom Energy is audited or inspected by regulators, such as those responsible for enforcing environment, energy or construction regulations. In addition to fees associates with a required license or permit, we could be asked to pay for the travel or hotel stay for the regulator or for a per diem. Even when these requests are customary, they can be seen as improper payments. Remember the following general rules:

- No Cash: Expenses cannot be paid in cash or cash equivalents (e.g., gift cards, etc.)
- No payments to individual Government Officials – we only pay the relevant government regulatory authority;
- No inappropriate expenses: no payment of expenses that could cause embarrassment to Bloom Energy anywhere in the world; and
- No per diem unless the per diem is required by published regulations

To protect you and Bloom Energy, we require that you secure prior written approval from the General Counsel for any expenses (other than fees published by governments for required licenses or permits) before you offer or incur the expense.

## **8. CORPORATE SPONSORSHIPS AND CHARITABLE CONTRIBUTIONS**

From time to time, governments and organizations that are in the private sector or government-owned or controlled may ask Bloom Energy, or Bloom Energy may decide, to:

- sponsor an event or
- make a contribution for purely charitable or humanitarian purposes.

Although these transactions may be well intentioned, they are carefully scrutinized by regulators around the world, especially those who enforce anti-corruption laws. Regulators have determined that, in some cases, a company's charitable contribution made at the suggestion of a government official or a private sector organization can be deemed corrupt when the contributor receives an improper benefit.

To protect you and Bloom Energy from the corruption risks that may be associated with corporate sponsorships and charitable contributions, Bloom Energy requires that employees receive prior written approval from the Chief Compliance officer before employees offer, commit, or otherwise enter into a corporate sponsorship or charitable contribution.

## **9. THIRD PARTIES**

Bloom Energy may engage third parties (individuals or organizations), including agents, advisors, brokers, consultants, lawyers or lobbyists as well as sales and marketing intermediaries, distributors, resellers, and travel or event planners to interact with Government Officials, commercial parties, or others. Bloom Energy may also enter into joint venture or similar relationships with third parties. Anti-corruption laws can hold Bloom Energy responsible for the actions of those third parties.

As a result, before you engage any third party in connection with Bloom Energy business you are required to secure the prior written approval of the General Counsel, document the need for the third parties' services, conduct appropriate due diligence and capture Bloom Energy's expectations in a written contract which also includes requirements for the third

party to support the principles of this Policy. To initiate the process, consult the Business Conduct and Ethics Page of BE Central.

### **Due Diligence**

Before engaging any third parties, you must conduct appropriate risk-based due diligence to assess the qualifications and associations of the third parties and to provide assurances that they will not engage in improper or unlawful conduct. Due diligence typically requires that you evaluate:

- the reason that Bloom Energy cannot perform the services with its own employees;
- the third party's qualifications;
- the third party's personal or professional ties to a government;
- the number and reputation of the representative's clientele;
- the third party's reputation with local bankers, clients and customers, other business associates, or perhaps, the US Embassy in the third party's country; and
- the reasonableness of the compensation for the services to be provided.

### **Red Flags**

During the due diligence process and throughout any subsequent contract period with a third party, you are responsible for monitoring your interactions with the third party for "red flags." A "red flag" is a fact or circumstance which requires additional consideration and extra caution. Any red flags should be brought promptly to the attention of the Legal Department.

Red flags may appear in many forms and can include:

- the Business Partner's refusal to provide a certification of compliance with anti-corruption laws;
- unusual payment patterns or requests by the third party, including payments to third parties, in cash, special invoice requests and payments made to bank accounts outside the country;
- representations or boasting by the third party about influence or connections;
- the third party's use of a shell or holding company that obscures ownership without a credible explanation;
- accusations of improper business practices about the Business Partner (credible rumors or media reports, etc.);
- the third party has family or business relationships with the government or a government official;
- requests by the third party for payments "up front" or statements that a particular amount of money is needed to "get the business," "make the necessary arrangements," or similar requests;
- the third party requests unusually high commissions, discounts, margins or fees;
- the third party appears to lack qualifications or resources, such as inadequate staff to fulfill his or her contractual obligations;
- recommendation to use the third party by a Government Official or commercial customer;
- the third party suggests that we conclude the agreement without relevant approvals from Bloom Energy or the third party's organization; or
- the third party requests that agreements or communications be kept secret.

### **10. EMPLOYING GOVERNMENT OFFICIALS OR THOSE WITH FAMILY OR CLOSE ASSOCIATES WHO ARE GOVERNMENT OFFICIALS**

It may be illegal to hire a Government Official (or a close relative or associate of an Official) to influence the Government Official's actions. As a result, care must be taken when making an offer of employment or an internship to a Government Official (or his or her close relative or associate) as it could be viewed as a benefit to the Official in exchange for a favorable government decision for Bloom Energy. You must evaluate these candidates the same as other candidates and document a decision to hire which is based on the merits.

When considering a Government Official (or a close relative or associate of the Official) for employment or an internship position, you must: (1) follow a transparent selection process that is overseen by a hiring manager who is separate from those recommending candidates or involved in managing relationships with the Official; (2) apply the procedures that would ordinarily apply to the job or internship opportunity; and (3) notify and obtain advice from the Legal Department before offering a position.

#### **11. POLITICAL CONTRIBUTIONS**

Political activity by corporations, including contributions to officeholders, candidates, political parties and political committees is highly regulated globally and in many cases prohibited or otherwise restricted. You cannot make, pledge, offer, or solicit any political contribution on behalf of Bloom Energy without prior approval from the General Counsel and the Vice President of Global Business Development and Policy.

Bloom Energy Employees may not make political contributions in their personal capacities with the intention of influencing any act or decision of a candidate, Government Official or government entity. Bloom Energy Employees are required to keep all personal political activity separate and distinct from Bloom Energy. Bloom Energy cannot reimburse any political contribution, and no contributions should be made using a Bloom Energy corporate credit card. Any questions regarding political activity should be directed to the General Counsel and the Vice President of Global Business Development and Policy.

#### **12. BOOKS AND RECORDS**

All employees must maintain accurate records of all transactions and assist in ensuring that Bloom Energy's books and records accurately and fairly reflect, with appropriate detail, all transactions, expenses, or other dispositions of assets. Falsifying any business or accounting record is grounds for dismissal. To the extent your job requires you to record or report the disposition of any of Bloom Energy's assets, such reports must be truthful and accurate and not intended to conceal any fact concerning the disposition of those assets. Undisclosed or unrecorded funds or assets – used for any purpose – are prohibited. Any questions about how to record transactions should be referred to Bloom Energy's Legal Department.

#### **13. EDUCATION AND TRAINING**

Bloom Energy has a program to provide periodic anti-corruption training to its employees. Training sessions may include on-line courses and in-person presentations.

#### **14. SEEKING ASSISTANCE AND REPORTING CONCERNS**

You are encouraged to ask questions and seek advice before acting, rather than after. No Employee will be penalized for any delay or loss of business resulting from his or her refusal to pay a bribe.

#### **15. VIOLATIONS**

Violations of this Policy or applicable anti-corruption laws could result in criminal and civil penalties against the individual involved, as well as against Bloom Energy. Personnel involved in violations of this Policy may be subject to disciplinary action, up to and including termination, and loss or reduction of incentive compensation and equity, to the extent permitted by law.

#### **16. NO RETALIATION**

We will not tolerate retaliation against any individual who, in good faith, discloses any actual or suspected violations or participates in a Bloom Energy investigation. Retaliation will result in disciplinary action which could include termination of employment.

#### **17. SPEAK UP – BE HEARD**

We also count on you to speak up if there is reason to suspect that any Bloom Energy employee has violated Company policies or local law. You must also report any activity that could damage the Company's reputation. You may use any of the following reporting channels:

- Your supervisor or manager (provided they are not involved in the violation);

- Bloom Energy Human Resources ([humanresources@bloomenergy.com](mailto:humanresources@bloomenergy.com));
- For violations related to financial recording and reporting, internal accounting controls, an auditing matter or fraud, you may contact the Audit Committee of the Bloom Energy Board of Directors,  
by mail:  
Bloom Energy Corporation  
Attn: Audit Committee of the Board of Directors  
4353 N. First Street, San Jose, Ca 95134 or  
by email: [audit\\_committee@bloomenergy.com](mailto:audit_committee@bloomenergy.com)
- Bloom Energy's General Counsel ([compliance@bloomenergy.com](mailto:compliance@bloomenergy.com)); or
- The Bloom Energy Helpline