

## CODE OF CONDUCT

Calabrio maintains high ethical standards in every business decision made. Good ethics and good business practices are inseparable. Therefore, it is expected that every Calabrio employee, partner, shareholder, and supplier uphold these standards. While it is not possible to cover every situation where a conflict may occur, this statement serves as a guideline for Calabrio employees. The foundation for adherence to this statement and all behavior should be common sense, sound judgment, and compliance with governmental rules and regulations. In the event that an employee is unsure of how to proceed with a potential real or perceived conflict, he/she should contact their supervisor or Human Resources for guidance.

Calabrio expects each employee to act in a professional, mature, and responsible way at all times. If an employee has any questions concerning any work or safety rule, or any of the unacceptable activities listed below the employee should discuss this further with management or contact Human Resources.

Note that the following list of unacceptable activities does not include all types of conduct that may result in disciplinary action, up to and including termination. Nothing in this list alters the at-will nature of employment; either the employee or Calabrio may terminate the employment relationship with or without reason.

List of unacceptable activities:

- Violation of any company rule; any action that is detrimental to Calabrio's efforts to operate profitably.
- Negligence or any careless action that endangers the life or safety of another person.
- Being intoxicated or under the influence of a non-prescribed controlled substance while at work; performing work while impaired from consuming alcohol; use, possession or sale of a controlled substance in any quantity while on company premises, except medications prescribed by a physician which do not impair work performance.
- Unauthorized or authorized possession of dangerous or illegal firearms, weapons or explosives on company property or while on duty at a customer/partner site or company off-site event.
- Engaging in criminal conduct or acts of violence or making threats of violence toward anyone on company premises or when representing Calabrio; fighting, or provoking a fight on company property, or intentional or negligent damage of property.
- Insubordination or refusing to obey instructions properly issued by management pertaining to the work; refusal to help out on a special assignment.
- Threatening, harassing, intimidating or coercing fellow employees on or off the premises at any time, for any purpose.
- Theft or unauthorized possession of company property or the property of fellow employees; unauthorized possession or removal of any company property, including documents, from the premises without prior permission from management;

unauthorized use of company equipment or property for personal reasons; using company equipment for personal profit.

- Dishonesty; falsification or misrepresentation on an application for employment or other work records; lying about sick or personal leave; falsifying reason for a leave of absence or other data requested by Calabrio; alteration of company records or other company documents.
- Violating the non-disclosure agreement; giving confidential or proprietary Calabrio information to competitors or other organizations or to unauthorized Calabrio employees; working for a competing business while a Calabrio employee; breach of confidentiality of personnel information.
- Spreading malicious gossip and/or rumors; engaging in behavior which creates discord and lack of harmony; interfering with another employee on the job; restricting work output or encouraging others to do the same.
- Anyone employed in a managerial or supervisory role needs to heed the fact that personal relationships with employees who directly or indirectly reports to him or her may be perceived as favoritism, misuse of authority, or potentially, sexual harassment. Even if no improper conduct occurs, the relationship may cause gossip, hard feelings, dissatisfaction, and distraction among other employees in the workplace.
- Unsatisfactory or careless work; failure to meet production or quality standards as explained to employees by management.
- Any act of harassment, sexual, racial or other; telling sexist or racist jokes; making racial or ethnic slurs.
- Calabrio reserves the right to determine whether these or other unacceptable conduct not listed may warrant corrective action or immediate termination.