Team Rubrik:

To build on our past successes, achieve our long-term strategies, and create sustainable competitive advantage, all of us must do our best to maintain the high standards of business ethics, integrity and personal accountability that our core values embodied in RIVET reflect. Our Rubrik Code of Conduct (also referred to as “the Code”) supplements, supports and breathes further life into our values and purpose. It, in turn, is supported by other, more detailed corporate policies and procedures. All of these together serve as important resources in helping us live our values, play by the rules and remain part of a winning team.

This Code does not provide a set of precise checklists to cover every situation or challenge we may face. Rather, the principles in the Code serve as guidance for each of us in making sound, ethical decisions in the best interests of Rubrik. When questions arise, as they will, we are expected to seek further guidance and help, as explained in the Code.

Each of us is responsible for understanding and following the standards of business conduct as described in our Code. Our individual behavior should be guided by these standards and, in so doing, we should lead by our example.

Sincerely (and Go Rubrik!),

Bipul Sinha
Chief Executive Officer
PART I. PURPOSE

At Rubrik, we believe in a set of core values we refer to as RIVET – Relentlessness, Integrity, Velocity, Excellence and Transparency. In line with these core values, we expect everyone who is part of the Rubrik family to act with the highest integrity at all times and to comply with all applicable laws, rules and regulations. This Code outlines Rubrik’s expectations for acceptable behavior, promoting ethical and legal business conduct.

The guidelines in this Code do not create any contractual rights of any kind between Rubrik and its employees. In addition, all employees should understand that these guidelines do not modify their employment relationship, whether at will or governed by contract. Rubrik reserves the right to amend or alter this Code at any time, for any reason.

PART II. POLICY

OVERVIEW

Coverage. If you work at Rubrik or any of Rubrik’s subsidiaries or other business entities (which we collectively refer to in this Code as ‘Rubrik’ or ‘we’) as an employee, contractor or consultant, or if you serve on Rubrik’s board of directors (collectively referred to in this Code as ‘you’), this Code applies to you and we expect you to know, understand and follow its rules.

General Guidelines. This Code provides general guidelines for how we expect you to behave in business situations. While this Code does not cover every issue or situation you may encounter at work, it contains guidelines, rules and principles you should follow. This Code is supplemented, in certain instances, by other Rubrik policies and procedures already in place that are relevant to Rubrik’s day-to-day operations. You can find these additional policies on Rubrik’s intranet or by emailing the Rubrik People (hr@) or the Rubrik Legal Team (legal@).

Interpretation. The principles in this Code should be interpreted in the context of real life facts and circumstances of the particular situation, applicable legal requirements and good judgment. It may help to think about the spirit as well as the letter of the Code. As a common sense rule of thumb, if you wouldn’t want to tell your parents or children about your actions, or read about it in a newspaper, don’t do it. Be on alert if you hear yourself or someone else justify an action by saying, “Everybody does it,” “No one will ever know,” “Technically, it’s not illegal” or “It won’t matter in the end.” Any such statements are red flags.

Seeking Guidance, Raising Concerns and Reporting Violations. Situations may arise that are not specifically addressed in this Code, involve complex topics, difficult value judgments or otherwise seem ambiguous. If in doubt, before you act, ask for guidance from your manager, the Rubrik People Team or the Rubrik Legal Team. It is each individual’s responsibility to read and understand this Code and to comply with its guidelines. Ignorance of the Code and/or its provisions, will not excuse anyone from its requirements.

If you supervise others, it is particularly important to lead by example and demonstrate the highest standards of behavior. Additionally, you must create an environment where team members understand their responsibilities and feel comfortable raising issues and concerns without fear of retaliation. If an issue is raised, you must take prompt action to properly address the concerns and correct problems that arise. You must also ensure that employees reporting to you understand the Code and the policies, laws and regulations that affect their roles. Most importantly, employees must understand that ethical business conduct is most important to Rubrik – even if behaving ethically means sacrificing a desirable business outcome.

You must immediately report any conduct that appears to be unethical or illegal or that may be in violation of the Code to Rubrik’s General Counsel. If you prefer to stay anonymous, you can also submit a report though our whistleblower hotline in the following ways:

- By calling 844-611-3941 (toll-free) from the US or 0800-022-4058 (may be toll-free depending on location) from outside of the US; or
- By submitting an online report at https://rubrik.ethicspoint.com/.

We will investigate and act based on the nature and seriousness of the reported issue or concern.

No Retaliation. We do not allow any form of retaliation against anyone, who in good faith, reports or participates in an investigation of a possible violation of laws, regulations, or the Code. Any act that appears to be retaliation should be reported to your manager, the Rubrik People team or the Rubrik Legal Team immediately.

INDIVIDUAL CONDUCT

General. Wherever Rubrik does business, we all must comply with all applicable laws, rules and regulations. Compliance with the law is mandatory.

Complying with Laws, Rules and Regulations. While you are not expected to be an expert on the details of all laws that may apply to Rubrik everywhere we conduct business, you are expected to know or learn enough about the laws and regulations that apply to your duties at Rubrik to do your work, or to determine when to seek guidance or advice from the appropriate Rubrik teams. Laws and regulations may seem complex, ambiguous or difficult to interpret or apply to everyday business circumstances, so it’s each individual’s responsibility to seek guidance to promote Rubrik’s compliance with laws.

Avoiding Conflicts of Interest. Each of us is expected to make business decisions based on the best interests of Rubrik as a whole, and not based on personal interests, relationships or individual benefits. When we act with integrity and loyalty to Rubrik, we earn trust and build long-term business relationships. When we act, or appear to be acting,
in our own self-interest, we lose trust and risk damage to Rubrik’s and our own individual reputation. Ultimately, each of us is responsible for behaving in accordance with the highest standards of integrity, honesty and fair dealing and to avoid inappropriate conflicts of interest or the appearance of such conflicts.

Rubrik expects you to use sound business judgment to avoid actual or apparent conflicts of interest between your obligations to Rubrik and your personal affairs that could negatively affect Rubrik or its business. A conflict of interest generally occurs when an individual’s personal or private interest in a situation or transaction interferes, appears to interfere, or has the potential to interfere, with the interests of Rubrik as a whole or otherwise impairs that individual’s objective judgment as to what is best for Rubrik. Conflicts of interest may arise directly or indirectly through the involvement of a family member or personal friend in Rubrik’s business.

Rubrik also expects you to disclose promptly and fully situations that may involve conflicts of interest. If you become aware of any significant transaction or relationship that could reasonably be expected to give rise to such a conflict of interest, whether involving you personally or others at Rubrik, you should provide relevant details and discuss the matter with your manager or the Rubrik People or Legal Team. We can then work with you to resolve the situation in an appropriate manner and take steps to avoid any inappropriate or improper conflicts of interest.

There are many different ways in which conflicts of interest may arise. For example, personal financial interests, obligations to another company or governmental entity or the desire to help a relative or friend are factors that may divide our loyalties. To clarify what we mean, we have provided the following guidance regarding some common conflicts of interest:

**Outside Employment or other Business or Financial Relationships.** You may not work for or receive compensation for services from any competitors, customers or vendors of or to Rubrik, except with the prior written approval of Rubrik’s General Counsel. In addition, you may not serve as a board member for, or maintain any ownership or other significant financial interests in, any of our competitors, customers or vendors without the prior written approval of Rubrik’s General Counsel. This policy does not prevent your ownership of one percent or less of a publicly traded company (subject of course to the other policies in this Code, such as our insider trading policy below). If you are uncertain as to whether any business relationship may require prior review and approval, you should disclose and discuss the matter as provided above.

If you are engaged in other outside employment or are involved as an outside board member, you need to make your supervisor aware of it. Such outside employment or board membership may not interfere with your ability to meet the expectations of your current position with Rubrik.

**Public Service.** We encourage you to become involved in political activities and civic affairs, including charitable or educational activities. You should recognize, however, that any such involvement and participation must be on an individual basis, on your own time and at your own expense, unless as part of Rubrik’s corporate social responsibility program or as otherwise permitted by Rubrik. Further, when you speak on public issues, your statements and comments should not be attributed to Rubrik without the prior approval of the Rubrik’s General Counsel.

**Personal Use of Company Assets.** You may not use or take for your own benefit or improper personal gain any opportunities that are discovered using Rubrik property or information, or by virtue of your position with Rubrik, without obtaining prior approval from the Rubrik’s General Counsel.

**Loans.** Company loans to, and guarantees of obligations of, employees, where such loans or obligations have been incurred for personal reasons, also may create conflicts of interest. Rubrik will not make loans to or for its employees.

**Family Members and Close Personal Friendships.** Situations may arise where our relationships with family members and friends could create actual or apparent conflicts between Company and personal interests. Generally, as an employee, you are prohibited from being in the position of supervising, reviewing or having any influence on the job evaluation or salary of any close relatives. If you have family members or friends who work for competitors or current or prospective customers, vendors or other business relations (including temporary agencies used by Rubrik), you should disclose this fact to Rubrik’s General Counsel, and discuss appropriate steps to minimize any potential, actual or apparent conflict of interest.

**Corporate Opportunities.** You may not use or take for your own benefit or improper personal gain any opportunities that are discovered using Rubrik property or information, or by virtue of your position with Rubrik, without obtaining prior approval from the Rubrik’s General Counsel.

**Fair Employment and Positive Environment.** Rubrik believes in providing all employees with a safe work environment and is committed to being an equal opportunity employer. All policies and practices are administered without regard to race, color, national origin, ancestry, gender, religion, physical or mental disability, age, marital status, sexual orientation, military status or any other basis protected under federal, state, or local law. It is Rubrik’s policy that all employees be treated with respect, free from illegal discrimination or harassment. Rubrik prohibits unlawful harassment in any form – verbal, physical, virtual, visual or otherwise. If you believe you, or anyone else at Rubrik, have been harassed by anyone at Rubrik or by a Rubrik partner, customer or vendor, immediately report the incident to your manager, the Rubrik People Team or the Rubrik Legal Team. Managers who learn of any such incident must immediately report it to the Rubrik People Team or the Rubrik Legal Team. Regardless of whether it is considered unlawful or not, Rubrik will not tolerate any behavior that creates an intimidating, hostile or offensive work environment. In addition, Rubrik policy also prohibits retaliation against any employee who makes a
good faith discrimination or harassment complaint or participates in such an investigation.

Environmental, Health and Safety. Rubrik strives to protect the environment and the health and safety of its employees through full compliance with all applicable environmental laws and regulations and other actions. It is important to provide each employee with a safe and healthful work environment. Each of you has a responsibility for maintaining a safe and healthy workplace for all employees by following safety and health rules and practices and immediately reporting accidents, injuries and unsafe equipment, practices or conditions. We have a zero tolerance policy for violence and threatening behavior. Under no circumstances may anyone bring a weapon of any kind into a Rubrik facility, a Rubrik sponsored event or a Rubrik customer site.

Drugs and Alcohol. Rubrik strives to maintain a professional, drug-free work environment. While consumption of alcohol is not banned at our offices, at company sponsored events or when representing Rubrik, we expect everyone to exercise good judgment and act in a professional and responsible manner at all times. Illegal drugs (and the use of cannabis) at company sponsored events or when representing Rubrik are strictly prohibited.

Privacy. Rubrik is committed to safeguarding the privacy of its personnel, customers and vendors at all times. Access to any individual’s personal information is strictly limited by Rubrik policy as well as applicable privacy laws. While you have the right to access your own personnel or medical information, you are not authorized to access or use personal or medical information of other individuals in Rubrik’s possession unless expressly authorized to do so in advance.

BUSINESS RELATIONSHIPS

Fair Dealing and Fair Business Practices. We seek to outperform our competition fairly and honestly through superior performance, and never through unethical or illegal business practices. All personnel must endeavor to respect the rights of, and deal fairly with, our employees, customers, vendors and competitors. You will not take unfair advantage of anyone on Rubrik’s behalf through manipulation, concealment, misuse of confidential, proprietary or privileged information, misrepresentation of material facts or any other unfair dealing practices. Stealing proprietary information, possessing trade secret information that is obtained without the owner’s consent or improperly inducing such disclosures by others are examples of conduct we will not tolerate or condone.

Payments to Government Personnel. Practices that may be acceptable in the business environment, such as providing meals, entertainment or other things of reasonable value, may violate applicable laws when we are dealing with governmental officials or employees. It is a violation of this Code for any Rubrik personnel to offer or give anything of value to governmental authorities if it could be interpreted as an attempt to obtain an improper advantage in selling goods and services, conducting financial transactions or otherwise representing Rubrik’s interests.

Gifts and Entertainment. The purpose of business entertainment and gifts in a commercial setting is to promote sound business relationships and goodwill, not to create an unfair advantage or improper influence. While Rubrik encourages proper business courtesies, no gift or entertainment should be offered, given, provided or accepted by any of our employees, their family members or our agents if (1) it reasonably might affect the exercise of their sound business judgment in the best interests of Rubrik, or (2) it is accompanied by an express or implied understanding that the recipient is obligated to provide favorable or preferential treatment to the provider in exchange for the gift.

- Accepting Gifts. Although each situation is unique, in general, gifts, gratuities, “perks,” services and entertainment may be accepted only if they:
  - are consistent with customary business practices, and appropriate to the circumstances and your role;
  - are not excessive in value, and cannot be construed as a bribe or payoff;
  - are not given on a regular or frequent basis;
  - are in a form other than cash or a cash equivalent; and
  - do not violate applicable laws.

Generally, it is acceptable and appropriate to participate in and accept business meals (those in which you are representing Rubrik in a meeting for a legitimate business purpose), unless unreasonable in value or frequency. The above guidelines also apply to entertainment in which you are involved as a spectator or participant, such as golf or other sporting events, plays, concerts, meals to which spouses are invited and other social events. For such social, sporting or other entertainment events, the business sponsor generally should be in attendance. Also, even if a customer or vendor’s company practices allow for more generous business courtesies than Rubrik, you should always abide by Rubrik’s guidelines.

If you are uncertain as to the appropriateness of any gifts or entertainment offered to you, you should fully disclose the matter with and seek approval from your manager or the Rubrik Legal Team.

- Providing Gifts. Gifts, gratuities, “perks,” services, favors and entertainment may be provided to representatives of our customers, vendors and others with whom Rubrik has business relationships only if they meet the same general standards as set forth above. Such gifts should be reported and approved through Rubrik’s normal expense reporting procedures. If a customer or vendor’s company has a more restrictive practice regarding gifts and entertainment, you should abide by their policy.

Proposals or commitments for payments to secure business or induce growth in business with Rubrik are not considered gifts but they must either be made pursuant to a regular,
previously authorized Rubrik program or specifically approved in accordance with Rubrik’s corporate approval requirements. All such payments must be reasonable, competitively justified, properly documented, accurately recorded and in compliance with applicable laws, to the business entity that is the source of the business, not to its individual officers, employees or agents, without express prior Rubrik approval.

Side Deals or Side Letters. All terms and conditions of agreements entered into on behalf of by Rubrik must be formally documented. Any business commitments through side deals, side letters or otherwise made outside of a contract vetted and approved by Rubrik are strictly prohibited and could be grounds for disciplinary action, including termination of your employment. Any oral or written commitments need to be documented through the proper channels and with the proper approvals.

Competitors and Former Employers. Rubrik competes vigorously but fairly and respects its competitors. When dealing with our competitors, the same standards of integrity apply. We may use any publicly available information about competitors and other companies but we will not unlawfully acquire or use their confidential information or trade secrets. We expect all of our employees to comply with any continuing obligations to their former employers which may include obligations regarding confidentiality and non-solicitation of customers or employees of the former employer.

OBEYING THE LAW

Securities Laws and Insider Trading. In the course of your duties, you may have access to information about other companies (such as customers or vendors) that is not available to the general public. It is illegal and against Rubrik policy for you, your family members or any other person to whom you may have communicated the information, to trade securities of such companies while in possession of material, nonpublic information that has not yet been disclosed to the public. If you are uncertain about what may constitute insider trading, you should consult with the Rubrik’s General Counsel before engaging in any such activity.

Competition Laws. It is Rubrik’s policy to compete fairly and legitimately. Every Rubrik employee is responsible for complying with applicable laws designed to preserve the competitive market system. Often referred to as competition or antitrust laws, these laws govern a wide range of business activities, including setting prices, purchasing, selling and marketing goods and services.

The antitrust laws prohibit agreements that unreasonably restrain trade or restrict competition. Included are all kinds of agreements, whether written or oral, express or implied, formal or informal. A written contract is not required; oral understandings and “gentleman’s agreements” or “handshake agreements” are also illegal if they unreasonably restrain trade. Some agreements—most frequently those between competitors—are considered “per se” illegal without any consideration of the reasons for the agreement. Other agreements require a closer analysis of their context to determine whether they unreasonably restrain trade. The antitrust laws also prohibit unilateral conduct—that is, conduct of Rubrik only—that is intended to and has the effect of destroying competition between businesses.

The following are examples of conduct that constitutes a violation of this Code:

- **Employee Non-Solicitation.** An employee non-solicitation agreement, sometimes called a “no poaching” agreement, is an agreement between companies not to solicit or hire employees of the other company. Employee non-solicitation agreements that are separate from or not reasonably necessary to a larger legitimate collaboration between the employers are considered “per se” illegal. It does not matter if Rubrik considers the other company a “competitor” or a “partner.” Prohibited agreements include those agreements not to solicit, recruit, hire without prior approval, or otherwise compete with another company for employees. All Rubrik personnel are strictly forbidden from entering into employee non-solicitation agreements without express approval from Rubrik’s Legal Team.

- **Price Fixing.** Price fixing is an agreement between competitors to buy or sell a product or service at the same price (or the same price differential), or create market conditions such that the price is maintained at a given level by controlling supply and demand. Price fixing is considered “per se” illegal. All Rubrik personnel are strictly forbidden from entering price fixing agreements.

- **Bid Rigging.** Bid rigging is an agreement among competitors to pre-determine the winner of a bidding process, frequently involving the submission of intentionally uncompetitive bids. Bid rigging is considered “per se” illegal. All Rubrik personnel are strictly forbidden from engaging in bid rigging.

- **Market Allocation.** Market allocation, sometimes referred to as “market division,” involves an agreement between competitors to “carve up” a market or that prohibits them from selling in each other’s territories or to each other’s customers. Market allocation is considered “per se” illegal. All Rubrik personnel are strictly forbidden from agreeing to allocate or divide markets, territories, or customers with competitors.

- **Refusals to Deal.** A seller, acting on its own, can select customers and refuse to deal with others. This principle may not apply when the seller’s refusal to deal is the result of an agreement with a third party. Before making any decision to stop doing business with a customer, all Rubrik personnel involved must consult with Rubrik’s Legal Team.

- **Tying Arrangements.** Packaging multiple products or services for sale is generally lawful, but certain tying arrangements are prohibited by antitrust laws. A tying arrangement is an agreement to sell a product or service only on the condition that the purchaser will also buy a different or “tied” product or service. When a proposal for such an arrangement is proposed, all Rubrik personnel involved must promptly consult with Rubrik’s Legal Team.


- **Discriminatory Pricing.** Antitrust laws prohibit discriminating in price between different purchasers of commodities of like grade and quality, where the effect substantially lessens competition or tends to create a monopoly. When a proposal for such an arrangement is proposed, all Rubrik personnel involved must promptly consult with Rubrik’s Legal Team.

Certain **lawful conduct** can still raise concerns under the antitrust laws, oftentimes because it provides an opportunity for competitors to collude with each other. All Rubrik personnel must take care to avoid any improper conduct when interacting with competitors, particularly at conferences and in the following settings:

- **Information Exchanges.** Through trade associations or otherwise, companies sometimes provide historical information to permit appropriate market research and analysis. All Rubrik personnel are strictly forbidden from sharing current, confidential, and competitively sensitive information with competitors. Before sharing any historical non-public information, Rubrik personnel must consult with Rubrik’s Legal Team.

- **Trade Associations.** Trade associations are subject to antitrust scrutiny because their activities bring together competing companies. Even legitimate concerted action among members, such as cooperative advertising, trade show sponsorship, educational activities, market research, and trade journal publication, can lead to unlawful agreements if care is not taken. Before participating in any trade association, you should consult with Rubrik’s Legal Team.

Employees are required to report promptly to Rubrik’s Legal Team any instance in which a third party has raised any of these topics or otherwise suggested collaboration with respect to these matters.

**Anti-Corruption Compliance.** Rubrik personnel who come in contact in the course of their employment with government officials, political parties, party officials, candidates for political office and officials of public international organizations – whether U.S. or foreign – must maintain the highest ethical standards. Never offer anything of value to any of the foregoing persons or related parties in an attempt to obtain a particular result for Rubrik or induce an act or decision by such person in his or her professional capacity. All Rubrik personnel must adhere to all applicable laws and regulations, including, without limitation, the Foreign Corrupt Practices Act, the UK Bribery Act and similar laws that regulate interactions with government officials. Before you give, or even offer, anything of value to a government official, you are responsible for understanding and following Rubrik’s Anti-Corruption Policy and obtaining prior approval from Rubrik’s General Counsel.

**Political Contributions.** Rubrik personnel must comply with all applicable laws and regulations regarding political contributions. Rubrik funds or assets cannot be used for political campaigns or practices under any circumstances unless pre-approved by Rubrik’s General Counsel and, if necessary, Rubrik’s board of directors or its designated committee. However, it is acceptable to make lawful personal political contributions.

**Trade Laws.** U.S. and international trade laws control where Rubrik can send or receive its products and services. Some of the strictest export controls are maintained by the United States against countries that the U.S. government considers unfriendly or as supporting international terrorism. U.S. regulations are complex and apply both to deemed exports from the United States and to deemed exports of products from other countries when those products contain U.S.-origin components or technology. For example, software created in the United States is subject to these regulations even if duplicated and packaged abroad. In some circumstances, an oral presentation containing technical data made to foreign nationals in the United States or access by foreign nationals to certain technology may constitute a controlled export. The Rubrik Legal Team can provide you with guidance on which countries are prohibited destinations for company products or whether a proposed technical presentation or the provision of controlled technology to foreign nationals may require a U.S. government license.

**Sales and Advertising.** In all sales and advertising, Rubrik competes only on the merits and quality of its products and services. All communications with Rubrik’s customers, potential customers and the public at large must be truthful and accurate and we must at all times be able to truthfully substantiate all our claims regarding our products and services.

**Other Policies, Laws, Rules and Regulations.** This Code does not summarize all policies, laws, rules and regulations applicable to Rubrik, its business operations and its employees, officers and directors. Please consult Rubrik’s other policies and procedures for additional information about compliance with specific laws, rules and regulations. In the event that this Code overlaps with another Rubrik policy, the more specific and/or restrictive policy will take precedence. If you have any questions about particular legal requirements or their applicability to your work or Rubrik responsibilities, contact Rubrik’s Legal Team.

**PROTECT AND MAKE PROPER USE OF RUBRIK ASSETS AND INFORMATION**

**General Guidelines.** All Rubrik personnel are expected to protect Rubrik’s assets, tangible and intangible, and ensure their proper and efficient use. For these purposes, Rubrik assets include items such as facilities, equipment, inventory, funds, computer systems and equipment, computer software and data, business records, intellectual property (such as our patents and trademarks) and proprietary or sensitive information and materials. Each of us has a duty to protect Rubrik’s assets from theft, loss, damage, sabotage and waste, as each has a direct, negative impact on Rubrik’s profitability. In addition, Rubrik assets should be used only for legitimate business purposes, except for such incidental personal use as may be permitted by this Code and other Rubrik policies.

**Use of Electronic Equipment.** Rubrik personnel are provided with computers, laptops and other equipment necessary to perform their jobs and all equipment must be used responsibly. You may use Rubrik-provided equipment for reasonable personal use so long as
such use does not interfere with your performance of your business obligations. All Rubrik-provided equipment is owned by Rubrik and as such, can be accessed by Rubrik at any time without prior notice. Although Rubrik strives to protect individual privacy, all information sent, received or stored on Rubrik equipment or systems is not considered private. To the extent permitted by applicable law, Rubrik reserves the right to access any such information at any time, with or without your knowledge, consent or approval. Upon termination of the relationship with Rubrik, all Rubrik-owned equipment must be promptly returned to Rubrik.

**Security.** Be sure to follow all IT-related policies, including our acceptable use policy. If you have any reason to believe that our network or system security has been compromised, immediately report the incident to Rubrik’s Chief Information Officer. Examples include losing your laptop or any other device that accesses Rubrik’s network and systems or having reason to believe that your network password may have been compromised. Also, please report any suspected phishing attempts you see on Rubrik systems or networks to IT security. Always secure your laptop, important equipment and your personal belongings, even while on Rubrik premises. Always wear your Rubrik badge visibly while on Rubrik premises. If you see someone who does not wear a Rubrik or visitor badge and you don’t know if he or she is an employee or otherwise authorized to be there, ask them to see the badge or explain why he or she is onsite. As appropriate, please direct the individual to the front desk for assistance.

**Use of Software and Services.** All software and services used by Rubrik personnel in performing their obligations to Rubrik must at all times be properly licensed and no unauthorized copies should be made or used. Rubrik’s IT team may inspect any equipment used by Rubrik personnel in the performance of their obligations to Rubrik to verify that all software and services used have been approved and licensed appropriately. If Rubrik did not authorize the use of certain software or services or it is not properly licensed, it will be removed with or without notice, consent or approval.

**Proper Use of Electronic Communications.** All electronic communications concerning Rubrik via computers, smart phones, video conferencing, voice mail, social media or other channels should be made in a legal, ethical and appropriate manner. You may not post or discuss confidential aspects of Rubrik business, products and services online without prior approvals.

**Intellectual Property.** Each of us is responsible for safeguarding Rubrik’s intangible assets, such as our confidential/proprietary information and other so-called “intellectual property.” These valuable assets include, for example, non-public financial, business and operating information, budgets, sales or earnings forecasts, business and strategic plans, pricing information and contract terms, information about customers, vendors or prospects, marketing plans, new product or service information, trademarks, copyrights, trade secrets and other proprietary business information and methods. Rubrik’s intellectual property assets are not limited to those in written form, but also include information in electronic form, as well as information that may be held in the mind and memory of Rubrik employees.

**Preserving Confidentiality.** You are expected to maintain the confidentiality of information not generally known to the public, but entrusted or made available to you by Rubrik or as a result of your activities on behalf of Rubrik. Such information should not be disclosed to others, except when disclosure is appropriate to advance Rubrik’s business interests, is required by laws or regulations, or is authorized by an appropriate officer of Rubrik. Confidential information includes all non-public information that, if disclosed, might be of use to competitors, or harmful to Rubrik, its customers, vendors or other business partners or its employees. Be mindful of inadvertent disclosures as well. For example, if you take any pictures or video or audio recordings in the office, it is up to you to be sure those pictures or recordings do not inadvertently capture confidential information. In some cases, these types of recordings may even be unlawful. Be thoughtful about what you make visible to others on whiteboards, screens, computers, laptops or at your desk.

**Entering into Contracts.** Every time Rubrik enters into a contract, there should be sufficient documentation that is has been approved by the Rubrik Legal Team or the procurement team and that both the responsible business owner as well as finance has signed off. Never sign any contract on behalf of Rubrik unless you are authorized to do so by Rubrik’s signature authority policy and the contract has been approved by the Rubrik Legal Team and/or the procurement team. If you are the responsible business owner, always make sure you understand the contract and its terms and that entering into the contract is in Rubrik’s best interests. All contracts need to be in writing and should contain all the terms agreed to by the parties. Rubrik does not permit oral agreements or side letters.

**Safeguarding the Integrity and Accuracy of Company Books and Records.** Rubrik is required to maintain accurate and reliable business records. Accurate and reliable, fact-based information is also critical to our decision-making process and to the proper discharge of our financial, legal and reporting obligations. Consequently, our books, records, accounts and financial statements will be maintained in appropriate and reasonable detail, will appropriately reflect our transactions and arrangements and will conform both to applicable legal and accounting requirements and to our system of internal controls. Rubrik will not tolerate any false, artificial or misleading entries, or any unrecorded or “off-the-books” funds, transactions, assets or liabilities.

**Document Retention, Destruction, and Execution.** You must fully comply with any policies regarding information or document retention, including e-mails and other documents in electronic form. It may be a criminal offense to destroy or alter documents that are subject to a subpoena or other legal process. When a legal proceeding is reasonably likely, federal and state laws require us to preserve documents relevant to the issues in that proceeding even before they have been formally requested. In addition, any business contract can only be signed (executed) by an authorized signatory of Rubrik. If you have any questions about what documents to retain or who can sign agreements, please contact the Rubrik Legal Team.

**Outside Communications.** You may from time to time may receive inquiries from various third parties such as business analysts and the media including requests for information about our customers,
vendors, and other business relations. It is important that Rubrik knows about all such inquiries, so that it can respond properly and in compliance with applicable laws. Even if you believe that you can respond to the questions, please note that in accordance with our corporate policies, all such inquiries should be referred to the Rubrik PR Team. You should never speak to the press or analysts on behalf of Rubrik without express authorization by the Rubrik PR Team to do so, even if Rubrik is not the main topic of conversation. Be very cautious with posting opinions or information about Rubrik on the internet and social media, even if it is not confidential information, as the statements you make may be unintentionally attributed to Rubrik. Before accepting any public speaking engagement where you will be discussing Rubrik or its products or services, please review our internal policies and get advance express approval from the Rubrik PR Team and the Rubrik Legal Team.

Government Investigations. In order to respond properly and promptly to governmental inquiries or investigations, we must be made aware of any inquiries from any governmental agencies or legal authorities. If a representative of a governmental agency contacts you to seek an interview or facility inspection or makes a request for Rubrik documents or information, you should promptly contact the Rubrik Legal Team so that appropriate arrangements can be made. Similarly, if you believe that a governmental investigation or inquiry involving Rubrik has been initiated or is under consideration, appropriate details should be communicated promptly, on a priority basis, to the Rubrik Legal Team. Appropriate handling of governmental investigations is important for Rubrik, because many of the laws regulating the conduct of our business contain civil and criminal penalties for violations.

You also should remember that the retention and destruction of Company records is governed by other more detailed corporate policies and procedures. Those policies strictly prohibit the destruction or alteration of documents that might be relevant to any pending or threatened government investigation or legal proceeding.

PART III. ADMINISTRATION OF THE CODE

ENFORCEMENT OF THE CODE

The principles set forth in this Code will be enforced at all levels, fairly and without prejudice. Those who violate these rules will be subject to disciplinary action, up to and including termination of employment, in accordance with Company procedures. Rubrik’s board of directors or its designated committee will be responsible for investigating violations and deciding on any disciplinary actions with respect to members of the board of directors or Rubrik’s executive officers. Rubrik’s board or its designated committee may designate others to conduct or manage investigations on its behalf and recommend disciplinary action. Subject to the oversight by the board or its designated committee, Rubrik’s General Counsel will be responsible for investigations and determining appropriate disciplinary action for all other Rubrik personnel. Rubrik’s General Counsel may designate others to conduct or manage investigations on his or her behalf and recommend disciplinary action. Rubrik’s board of directors may also act independently of the General Counsel to investigate violations. All Rubrik personnel are expected to cooperate fully with any investigation into reported violations.

CODE INTERPRETATION AND WAIVERS

Review and Interpretation. Rubrik’s board of directors or its designated committee will review this Code periodically as appropriate to ensure that it continues to provide guiding principles designed to promote the conduct of Rubrik’s business by its employees, officers and directors in an honest, ethical and appropriate manner. Rubrik’s board of directors or its designated committee is responsible for interpreting and construing the terms of this Code, subject to appropriate input from others. In addition, the board or its designated committee will make such determinations under this Code as they deem appropriate under the circumstances (including determinations with respect to whether violations or waivers of the Code have occurred).

Waivers. While some of these guidelines must be strictly adhered to and no exceptions can be allowed, in other cases, exceptions may be possible. For example, a minor conflict of interest situation can sometimes be resolved by disclosure of the possible conflict to all interested parties. Any employee who believes that an exception to any of these policies is appropriate should first contact their immediate supervisor. If the immediate supervisor agrees that an exception is appropriate, he or she will take the exception request to the Rubrik Legal Team to obtain any necessary approvals. Waivers involving Rubrik’s executive officers or directors may only be made by Rubrik’s board of directors.

Rubrik delivers a single platform to manage and protect data in the cloud, at the edge, and on-premises. Enterprises choose Rubrik’s Cloud Data Management software to simplify backup and recovery, accelerate cloud adoption, and enable automation at scale. As organizations of all sizes adopt cloud-first policies, they rely on Rubrik’s Polaris SaaS platform to unify data for security, governance, and compliance. For more information, visit www.rubrik.com and follow @rubrikInc on Twitter.