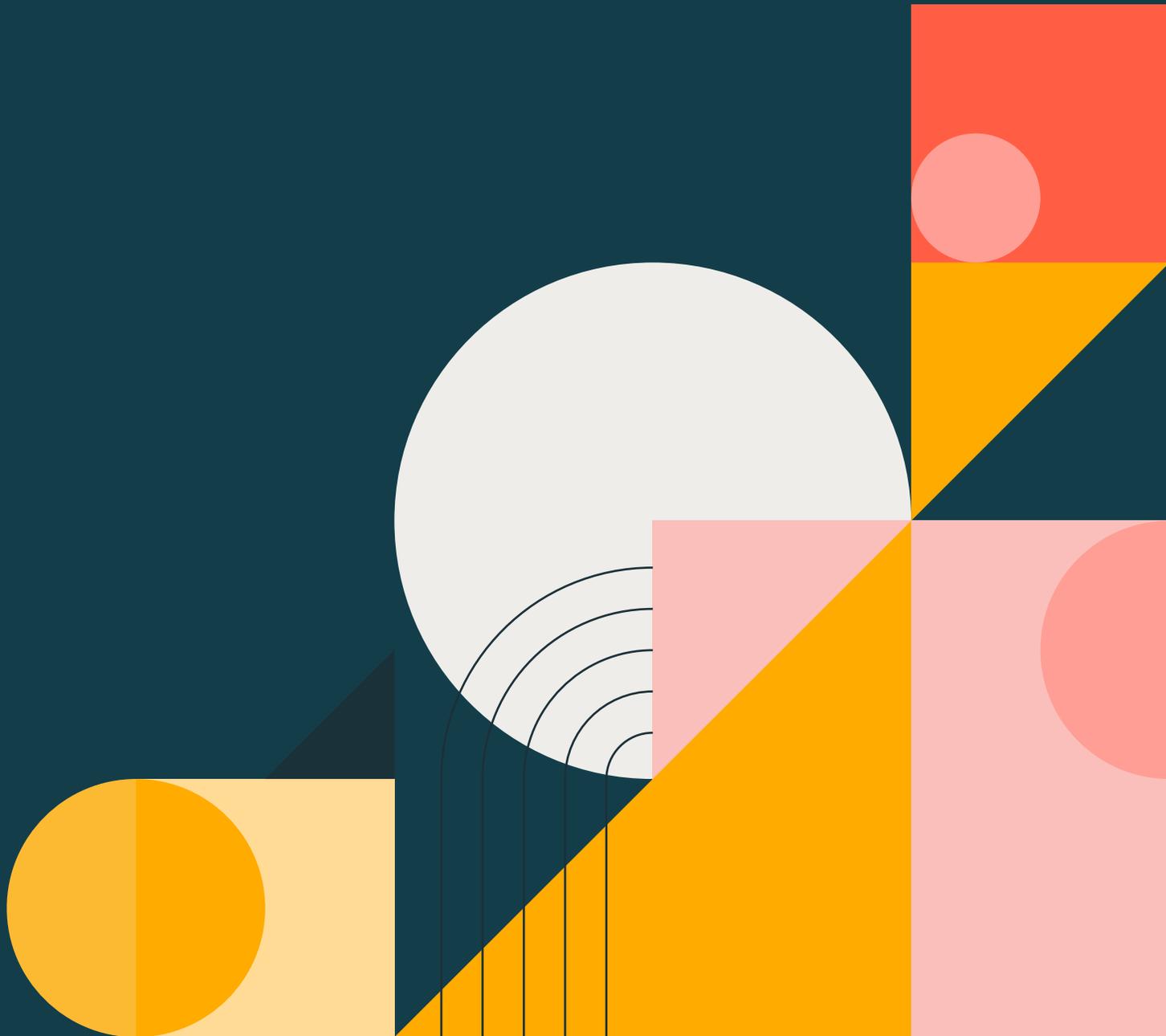




Third Party Code of Conduct



Introduction



Purpose and Scope

Databricks conducts its business with integrity: we seek to do the right thing by avoiding illegal, corrupt and dishonest behavior, and we expect the same from everyone who works with us.

This Third Party Code of Conduct (the “**Code**”) sets our standards and expectations for you as our trusted collaborator, and it applies to all partners, suppliers, vendors, contractors, subcontractors, consultants, agents, or providers of goods or services who do business with us. In short, we require you to abide by the below principles and ensure that anyone you work with to represent us or serve our customers abides by the underlying spirit of the Code.

Getting Help

If you have questions, start with your Databricks business contact. If you need more information or to speak to someone else, please contact us at:

Procurement@databricks.com

(for vendors and suppliers)

PartnerOps@databricks.com

(for partners)

Principles

We require you, and those you work with for Databricks or our customers, to:

- 1 Act With Integrity**
- 2 Play by the Rules**
- 3 Speak Up**

Follow the law

Know and comply with all applicable local, state, national, and international laws and regulations, including criminal and civil laws, environmental laws, and controls governing the transfer, access, export, re-export, and import of products, services and technology.

You must also maintain, as applicable, effective compliance programs and policies to manage products, technologies, and technical data that is controlled or restricted by law. You will not provide controlled technologies, products or technical data to Databricks without also providing notice of relevant controls as necessary for Databricks to maintain compliance with applicable laws.

Foster safety at work

Build safe work environments, where all potential and existing employees and business partners feel protected, respected and valued as individuals, and are treated equally without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, disabilities or veteran status. Discrimination, harassment, intimidation, and other behavior that offends or creates a hostile work environment is unacceptable.

These principles apply equally in your work with Databricks employees: we value them and expect you to as well.

Provide healthy working conditions

Comply with relevant environmental health and safety laws, regulations, and requirements, and maintain sufficient systems, controls, policies or processes to guard against risks relating to occupational injuries, illnesses and hazards, sanitation, and hygiene in the workplace.

Respect human rights

Consistent with our Anti-Slavery & Human Trafficking Policy, and the U.N. Guiding Principles on Business and Human Rights, you must prohibit slavery and all forms of coerced, compulsory or bonded labor, human trafficking, procuring commercial sex acts, and other practices inconsistent with basic human rights. Employment must be based on free choice, without threats of violence, physical, sexual, or psychological abuse, or control or restriction of worker movement (e.g., through retention of identity papers) or freedom of association. Child labor is strictly prohibited: you must comply with minimum employment age and compulsory schooling age definitions under local laws.

Business decisions must be based on business rationales

Conduct your (and our) business ethically, fairly, objectively and transparently, free from bias, improper influence or other factors that could appear to be improper. This includes:

COMPETING FAIRLY AND LAWFULLY

We are committed to a free, fair and open marketplace and have zero tolerance for bribery, corruption, kickbacks, fraud and anticompetitive behavior. Never provide anything of value to any person, including government officials or private actors, to induce someone to misuse their position to obtain or retain an improper business advantage or personal benefit, in violation of the U.S. Foreign Corrupt Practices Act and other anti-corruption laws. You must also never collude with anyone to fix prices, or engage in other conduct that would violate antitrust or fair competition laws.

UNBIASED PROCUREMENT DECISIONS

When procuring further (e.g., subcontracted) services or supplies relating to your Databricks relationship, you must act legally and ethically, and in the best interests of our relationship.

NO IMPROPER GIFTS

Never attempt to influence anyone to prioritize a personal interest over the interest of their employer (including Databricks employees, government officials, or anyone else). When you work with Databricks, you must never give or receive gifts, hospitality, favors, or any other value in order to improperly induce favorable actions or outcomes or cause conflicts of interest.

NO OFF-THE-BOOKS FUNDS

You must refuse any request by a Databricks employee to create misleading, inaccurate or false documentation, including to “park” funds or misrepresent the intended use of funds. Databricks does not tolerate the creation of “slush funds” or “parked funds,” making “off-the-books” payments, or similar improper financial practices.

CONFLICTS OF INTEREST

In connection with our relationship, you must not deal directly with any Databricks employee who owns a significant financial interest in your company (e.g., 1% of a public company or 5% of other companies), or who has a close family member who holds such an interest. While you work with us, you should also avoid any situations that could cause your interests to conflict with ours (e.g., engaging in activities that compete with the purpose of our work together). Conflicts must be immediately disclosed to Databricks so we can collaborate on an appropriate solution.

HONEST MARKETING AND ADVERTISING

Whenever speaking about Databricks or your work for us, you must always be truthful and never misrepresent or mislead customers or other market actors about our or your products and capabilities.

You must never solicit a Databricks employee to engage in these unethical practices, and any requests by our employees to engage in these practices should be reported to Databricks through one of the methods specified below.

Care for the environment

You must operate in an environmentally sound manner and minimize environmental impacts within your reach. We expect you to collaborate with us, when requested, to help reduce any environmental impacts that could arise from Databricks' business or our relationship.

Encourage openness, but respect privacy and protect confidential information

Information and data are powerful tools and must be guarded in compliance with privacy and information security laws and requirements, especially when personal information is collected, stored, processed, transmitted and shared. Take all reasonable and necessary precautions to protect our, and our employees', partners' and customers', information and data to which you have access, and never disclose them to anyone unless the disclosure is allowable under the nondisclosure agreement that governs our relationship.

Responsible sourcing of minerals

As applicable to your and our business, you must exercise reasonable diligence regarding the source and chain of custody of tantalum, tin, tungsten and gold in any products you manufacture to reasonably assure they are sourced consistent with the Organisation for Economic Co-operation and Development (OECD) Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, or an equivalent recognized diligence framework.

Maintain excellence

Uphold the same high ethical standards and quality of product and service that we provide to the marketplace. By working with you, we place our trust in you to be a Databricks ambassador and always act with integrity.

Follow the rules

Comply with Databricks policies and procedures that apply to our relationship, including any relating to billing, payments, training requirements (e.g., security, compliance), and supplying due diligence information. As applicable to our relationship, you must also comply with all Databricks requirements around IT and security, including device security. To conduct business with us, you must comply with this Code or – if your own company code of conduct covers all of the topics in this Code – with your own. However, if any of the topics in this Code are not covered by your Code, you must comply with the additional principles in this Code.

Be cooperative

You may be asked to complete or review reasonable training or enablement material related to this Code, or to provide a certification regarding your compliance with this Code. You may also be asked, with notice, to supply information or meet with us in the context of an investigation or audit. We require you to cooperate with our requests, particularly any we deem necessary to meet regulatory demands.

Maintain accurate books and records and reasonable control processes and management systems

You must operate, and help us maintain, a mature and responsible business. This includes accurate record-keeping. All your invoices and other payment or reimbursement requests must be sufficiently detailed to demonstrate that charges and expenses are legitimate.

Oral or written misrepresentations or the use of falsified business documentation in our relationship is strictly prohibited. We also expect you to have appropriate policies, procedures and management systems designed to ensure compliance with applicable laws and conformance with this Code.

Empower your teams

Databricks expects you to encourage frankness, openness, transparency and honesty among your own employees and to further support them by having a mechanism for reporting grievances or misconduct internally. You are expected to comply with all laws and directives protecting whistleblowers from retaliation for reporting good faith misconduct.

Ask questions and report misconduct

If you have any questions or concerns about the Code, or if you observe misconduct relating to our business, please alert your Databricks business contact or contact us at:

Procurement@databricks.com

(for vendors and suppliers)

PartnerOps@databricks.com

(for partners)

