

EMC CORPORATION
PARTNER CODE
OF CONDUCT

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APPLICABILITY AND SCOPE

This Partner Code of Conduct sets out EMC's expectations as to how its partners, including their permanent and temporary employees, independent contractors, suppliers, agents and downstream partners (collectively, "Partners" or "you") conduct themselves. EMC expects you to act with integrity. That includes being knowledgeable about and complying with the law, EMC's policies, and this Code. Failure to meet these expectations could subject both EMC and you to severe civil and criminal penalties and jeopardize your relationship with EMC.

IMPLEMENTATION OF CODE

You are expected to have a written company code of conduct that, at a minimum, incorporates the requirements contained in this Code and the laws applicable to your business, including the laws applicable to conducting business with governmental entities and officials. Your code should be publicly available and binding on all of your employees, contractors, suppliers, agents and downstream partners. In addition, you are expected to conduct periodic training and monitoring to ensure that those parties are familiar with and are following that code of conduct.

COMPLIANCE WITH LAWS, REGULATIONS, AND BUSINESS PRACTICES

COMPLY WITH ANTI-BRIBERY LAWS

Business decisions involving EMC should always be made based on the merits and integrity of EMC's products, services and people. EMC does not tolerate bribes, kickbacks or extortion of any kind. Anti-bribery, anti-kickback, and anti-corruption laws apply in every country in which EMC does business. Examples include the United States Foreign Corrupt Practices Act (FCPA), the U.K. Bribery Act and provisions in other national criminal and civil codes.

Never offer, promise, request, authorize or accept a bribe, directly or indirectly, for any reason. A bribe can be any benefit (meaning anything of value or any other advantage) that is offered or given with the intent to obligate or influence a decision or act of the recipient. Bribes can take the form of kickbacks or other cash payments, but may also take other forms, such as loans, gifts, travel or lodging expenses, charitable donations, event sponsorships, tickets to a sporting event, meals and entertainment or job opportunities, whenever offered for an improper purpose.

EMC also prohibits you from working with any individual or entity that engages in, or is suspected of engaging in, bribes, kickbacks, or other improper payments. Do not use third-parties to do what EMC prohibits you from doing by contract or in this Code. You are expected to adopt reasonable third-party due diligence procedures, internal policies, controls and methods for ensuring compliance with the foregoing.

Additional information regarding the FCPA, the UK Bribery Act, and other anti-bribery laws is available at:

- U.S. Department of Justice (FCPA): <http://www.usdoj.gov/criminal/fraud/fcpa/>
- UK Ministry of Justice (UK Bribery Act): <http://www.justice.gov.uk/legislation/bribery>
- The Organization for Economic Co-operation and Development: <http://www.oecd.org>

COMPLY WITH ANTITRUST AND COMPETITION LAWS

EMC is committed to observing the applicable antitrust or competition laws of all countries and expects you to share that commitment. These laws prohibit certain practices which are deemed to unreasonably restrain trade. For example, when working with or for EMC you must never:

- unlawfully fix, adjust, or control prices;
- structure or orchestrate bids to direct a contract to a certain competitor;
- boycott suppliers or customers;
- divide or allocate markets or customers;
- limit the product or sale of products or product lines; or
- engage in any discussions or activities that unfairly restrain competition.

Consult with a competent attorney if you have questions about anti-competition laws that apply where you do business.

ABIDE BY TRADE CONTROL AND ANTI-BOYCOTT RULES

EMC conducts its global business in strict compliance with applicable import and export control laws and regulations throughout the world. You must do the same when selling EMC's products and services. EMC presumes that all of its products and services are subject to U.S. export control requirements, in addition to any other countries' requirements. As such, unless authorized by the U.S. government, EMC products and services must not be provided to any:

- citizens, nationals, or residents of, or entities that are or become subject to export controls;
- person or entity listed on the U.S. Department of Treasury list of Specially Designated Nationals and Blocked Persons, or the U.S. Department of Commerce Denied Persons List or Entity List; or
- person or entity if you know they will use the products, software or technologies for purposes prohibited by U.S. law, such as for the development, design, manufacture or production of missiles or nuclear, chemical or biological weapons.

Additional information regarding economic sanctions and trade embargoes can be found at the [U.S. Treasury – OFAC](#) website.

Certain EMC products may contain cryptographic features that are subject to special restrictions under U.S. export control regulations, or may be subject to mandatory U.S. reporting requirements. You must obtain any licenses or other authorizations that may be required with respect to the use, transfer, or re-export of EMC's products or services. See EMC's [U.S. Export Control Guidance for Global Resellers](#) for further information. The import and export control laws and regulations of particular countries may vary. It is your obligation to understand and comply with all such applicable laws and regulations.

OBSERVE SUSTAINABLE BUSINESS PRACTICES

You are expected to conduct your business in ways that are environmentally responsible and in compliance with all applicable environmental laws and regulations.

UPHOLD HUMAN RIGHTS, LABOR LAWS, AND FAIR LABOR PRACTICES

You are expected to uphold the basic human rights of individuals and workers within your company and your supply chain. This means you must comply with:

- health and safety regulations;
- laws upholding the rights of persons with disabilities;
- domestic and international labor laws;
- fair labor practices; and
- human trafficking laws.

You must never use forced, debt-bonded, indentured, or child labor. The term "child" refers to any person employed under (a) the minimum age for employment under the applicable law, or (b) the age of 14, whichever is greatest. The use of legitimate workplace apprenticeship programs, which comply with all laws and regulations, is supported.

You must also never discriminate on the basis of race, color, religion, creed, gender (including pregnancy), sexual orientation, marital status, gender identity or expression, national origin and ancestry, genetics, citizenship status when otherwise legally able to work, age, disability (including HIV), veteran status, or any other characteristic protected by applicable law.

You are also expected to take all reasonable steps to ensure that you are not selling EMC's products or services to anyone who intends to misuse those products to violate the basic human rights of others.

FOLLOW DATA PROTECTION LAWS

EMC expects that its Partners understand, track, and comply with all laws and regulations related to data protection that are relevant to their actions as an EMC Partner. Among other things, this means that you should access, collect, use, share, transfer or store the personal information of others only when specifically authorized and only as necessary for legitimate business purposes. EMC expects you to implement appropriate safeguards to ensure the protection, integrity, and security of personal information in accordance with applicable data privacy laws.

HANDLE THE TRADE SECRETS AND CONFIDENTIAL INFORMATION OF OTHERS WITH CARE

EMC competes vigorously, but fairly and it expects you to do the same. You may use any publicly available information about EMC's competitors or other companies, but you may not unlawfully acquire or misuse the trade secrets or other confidential information of another third-party in connection with your work with or for EMC.

PROTECT EMC'S CONFIDENTIAL AND PROPRIETARY INFORMATION

Any taking, downloading or other prohibited use of information that EMC considers confidential or proprietary constitutes theft of EMC property and may be deemed to be a misappropriation of EMC trade secrets. This includes, but is not limited to, source code, software, hardware, and other inventions or developments (regardless of the stage of development) developed or licensed by or for EMC, marketing and sales plans, competitive analyses, product development plans, non-public pricing, potential contracts or acquisitions, business and financial plans or forecasts, internal business processes and practices, and prospects, customers, and employee information.

Additionally, you must take steps to prevent the disclosure of EMC confidential or proprietary information that you are authorized to use. Do not transfer, publish, use, or disclose that information other than as necessary in the ordinary course of business or as directed or authorized in writing by EMC. Inform EMC of any improper attempts by outsiders to obtain EMC's confidential or proprietary information.

FINANCIAL INTEGRITY AND ACCURATE RECORD KEEPING

Maintaining accurate, complete, and reliable financial and business records is of critical importance to EMC. You must maintain and provide accurate, complete and reliable financial information to EMC regarding sales of EMC products and services and all related transactions, including all expenses. Side agreements, whether oral or written, are forbidden, and no undisclosed or unrecorded fund or asset related to any EMC transaction may be established or maintained for any purpose.

COMPLIANCE AND REPORTING

SUSPECTED VIOLATIONS

Partners are required to maintain effective policies, documentation and business controls capable of preventing and detecting unlawful conduct by their employees, contractors, suppliers, agents, and downstream partners. Partners must ensure that their business controls contain: (i) periodic risk assessments; (ii) a written code of conduct that expressly confirms their commitment to, and states objectives for, their compliance and ethics, program; (iii) a designated company representative responsible for overseeing and implementing the compliance and ethics program; and (iv) clearly communicated mechanisms for employees to report misconduct or seek guidance without fear of retaliation.

Partners must also complete all due diligence screenings required by EMC, including, but not limited to, periodically certifying that they are in compliance with anti-bribery, export control, and other laws.

In addition, Partners are expected, consistent with applicable laws and contractual obligations, to provide reasonable assistance to any investigation by EMC of a violation of this Code or applicable laws and allow EMC reasonable access to all facilities, records and documentation concerning their compliance with this Code and laws applicable to their sale and distribution of EMC products and services.

If you know or suspect of a violation of applicable laws or regulations, this Code, or any EMC policy, you are encouraged to report such violation in any of the following ways:

- Contact EMC's Office of the General Counsel by telephone (508-435-1000 ext. 77267), by facsimile (508-497-8079) or by e-mail (General_Counsel@emc.com)
- Contact the Audit Committee of the EMC Board of Directors by e-mail (AuditCommitteeChairman@emc.com) or by mail (Alertline, PMB 3767, 13950 Ballantyne Corporate Place, Charlotte, NC 28277).
- If you are located within the United States, contact EMC's hotline by telephone (877-764-0557) or via a secure web report to <https://emccorporation.alertline.com>.
- If you are located outside the United States, the laws and procedures for reporting violations vary from country to country. Please click here for country-specific dialing information: <http://www.business.att.com/bt/access.jsp>.

Any reported violation will be kept confidential to the maximum extent allowed under applicable laws. Such reports may be made anonymously, where local law permits, by using any of the methods set forth above. Although reports of violations or suspected violations under this Code may be made verbally, you are encouraged to make any such reports in writing, which assists the investigation process.

EMC will not retaliate against anyone who provides information or otherwise assists in an investigation or proceeding regarding any conduct the person reasonably believes constitutes a violation of applicable laws or regulations, this Code or any EMC policy.