

# Avanade Code of Business Ethics

# Letter from Adam Warby



Our Code of Business Ethics defines the standards that Avanade upholds in all of its operations—both external and internal. It incorporates key policies but goes beyond them as well, describing the foundation of integrity and respect that are hallmarks for Avanade people and our business overall.

As we imagine the future of Avanade, we also need to evolve the standards by which we conduct business. With Imagine 2020, we have taken a fresh look at our next phase of growth and where we are heading as a company.

This version of the CoBE incorporates our Imagine 2020 vision and Core Values and our newly implemented Operating Principles. It also includes updates to some of the areas governed by Avanade policies.

Putting the CoBE into practice every day, in everything that we do at Avanade requires the commitment of each of us.

Thank you for committing, knowing and upholding the standards of the CoBE.

Adam Warby  
Chief Executive Officer

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*All photos in this document were taken by Avanade employees.*

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# I. The foundation of how we do business as one team

Our Operating Principles guide our employee's actions in realizing results for our clients, building on their feedback and ensuring a consistently excellent experience for them.

**Our Core Values express how we want to do business as one team**

At Avanade, we know that the Avanade Core Values bind us together as a single team, allowing us to move forward faster, stronger and more competitively. We reflect this shared understanding in our daily work.

We change things for the better

We believe everyone counts

We innovate with passion and purpose

We deliver with excellence

We act with integrity and respect

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## Avanade's Code of Business Ethics, or "CoBE," describes how we put our Core Values and Operating Principles into practice

With this foundation, the Avanade CoBE sets forth specific rules of conduct that are consistent with our policies and practices, as well as essential to our legal and regulatory compliance obligations.

CoBE provides references to underlying Avanade policies, which offer detailed, up-to-date ethical, legal and policy guidance.

CoBE does not reference all Avanade policies, but highlights and reinforces key areas of ethical and legal conduct and personal behavior—those that are central to our business activities and essential to us as members of one single Avanade team.

## CoBE applies to everyone at Avanade, wherever we do business

CoBE applies to all Avanade officers, board members, employees and contractors, including business intermediaries. Avanade's General Counsel and CEO, in consultation with the Director of Regulatory Compliance, hold authority to waive deviations from CoBE obligations, and for a Board or Executive Committee member, only our Board of Directors has the authority to waive a deviation.

We all share responsibility in applying CoBE principles in every decision we make affecting our people, our clients and Avanade. We comply with all laws in our business relationships—with employees, clients, vendors, suppliers, business intermediaries, and others.

Rich in diversity, we at Avanade enjoy doing business around the world in many different national and regional cultures. Wherever we operate, we maintain faith with our Core Values and do not violate the laws or our policies in the name of adapting to the local business customs. Further, we do not ask others to do anything we are prohibited from doing ourselves.

## CoBE is yours to observe and protect

Each one of us at Avanade counts when it comes to CoBE. We depend on one another as one team to understand and follow it. One single individual's mistake can result in consequences for us all.

We certify compliance with CoBE when we file our time reports and also periodically when asked to do so. We attest that we do not have any conflict of interest or have any knowledge of any violations of CoBE. We report any observed violations of CoBE, policies, unethical behavior, fraudulent or criminal activity that we become aware of.

We may ask Avanade Board Members and any third party engaging with Avanade to certify their compliance with CoBE in addition to various specific policies.

Please be on the alert for potential violations of CoBE. The Avanade Ethics and Compliance Team can answer any questions you might have regarding CoBE. We encourage you to ask questions and double check decisions.



Vanya Ruskova  
Senior Business Analyst  
EALA



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## How do you report a violation of CoBE?

Raise concerns or ask questions through your normal reporting lines. Start by talking with your supervisor, manager or Human Resources representative, as they may be your closest link to the situation. If you are not comfortable raising a concern with them, contact the next level of management, your career manager, or any member of the Ethics and Compliance Team or the Avanade Legal Group.

If you are not comfortable raising your concerns directly through any of these channels, you may report a possible CoBE violation or any good faith claim about Avanade's financial affairs, accounting practices, internal accounting controls, auditing matters, corruption or fraud, or other serious matters where the vital interest of Avanade or the moral or physical integrity of our people is at stake by using the Avanade Business Ethics Line worldwide: see local country phone numbers [here](#), available 24 hours a day, seven days a week (you can reverse the charges), or visit the encrypted website [here](#), for countries in the European Union, or [here](#), for all other countries including the U.S. and Canada.

You may remain anonymous, but you are encouraged to provide contact details as Avanade may require or request additional information to resolve some cases. The reporting scope and/or anonymity requirement of the Avanade Business Ethics Line may be restricted in some countries, as described on the Avanade Business Ethics Line website.

If you receive an anonymous letter or other type of complaint alleging conduct that may be in violation of CoBE, report this information immediately to a member of the Ethics and Compliance Team or the Avanade Legal Group. Do not personally investigate these allegations nor tell anyone except any member of the Ethics and Compliance Team or the Avanade Legal Group.



Business Ethics Line

## The Ethics and Compliance Team follows up on allegations of CoBE violations

If the Ethics and Compliance Team determines that a concern constitutes a potential CoBE violation, it will initiate an investigation. The Avanade Ethics and Compliance Team, with the assistance of the Accenture Corporate Investigations team, as appropriate, holds primary responsibility for investigating allegations of violations of CoBE and Avanade policies.

While investigations naturally vary depending on the circumstances, they typically involve review of relevant communications and documents, interviews of key personnel, an analysis of the legal landscape, and sometimes recommendations concerning discipline or proper remedial steps as warranted. Senior leadership or the Audit Committee may also require notification when investigations reach a certain threshold of significance.



Policy 301: Reporting Unlawful or Unethical Activity—  
Prohibition against Retaliation

## Disciplinary action up to termination possible for CoBE violators

Any Avanade employee who violates any part of this CoBE or any policy or procedure that underlies it, or makes a false or misleading report in bad faith to the Business Ethics Line, may be subject to disciplinary action, up to and including termination of employment. In addition, Avanade may have a legal or other obligation, or may otherwise determine that it should report violations to the appropriate enforcement authorities because in some cases, violations of CoBE, policies or procedures may also violate local law.



Policy 301: Reporting Unlawful or Unethical Activity—  
Prohibition against Retaliation

## No retaliation for raising concerns

Avanade does not tolerate retaliation against any employee who in honesty and good faith raises a question or concern, or reports suspected misconduct related to Avanade's business or the conduct of its directors, officers, employees, clients, suppliers, business intermediaries or subcontractors. Anyone who retaliates violates Avanade policy and will be subject to disciplinary action, up to and including termination of employment.

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# II. Our clients can count on us to do the right thing

## We stand against corruption

Avanade stands against any form of corruption, which includes out-and-out bribery that the laws of virtually every country in the world prohibit, as well as a broader array of activities that the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act prohibit. We comply with these laws and local anticorruption laws wherever we do business.

Our standards may be higher than some local customs or some other companies' business practices. Avanade does not, however, tolerate illegal or questionable conduct, even if some of our competitors do.

No Avanade employee or Avanade representative will suffer adverse consequences for refusing to pay or take a bribe or kickback, even if this results in the loss of business to Avanade. Pay attention to warning signs. Bring arrangements with a client, business intermediary or other business partner that appear questionable to the attention of the Avanade Legal Group immediately upon finding out about them. Quick detection and attention can make all the difference in preventing behavior that can harm Avanade or its clients.

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## No bribes, no cash and strict controls on gifts and entertainment

We refuse to make or take questionable payments, whether or not they meet the level of bribes. We do not offer or give anything of value to obtain new business, retain existing business, expedite government actions or secure any improper advantage. We are not fooled by the illegitimate practice of trying to disguise bribes and other prohibited activity as legitimate payments, such as commissions, consulting fees or charitable donations. And we do not try to avoid these prohibitions by using others to do it on our behalf.

We do not give gifts of cash or cash equivalents to any current, former or potential client without the prior written approval of the Ethics and Compliance Team. We never accept gifts of cash or cash equivalents from current, former or potential vendors—neither directly, nor through any family member or anyone else. Cash equivalents include checks, gift cards, vouchers, per diems, money orders, stock and securities.

In addition to not accepting gifts of cash or cash equivalents:

- Don't accept loans from clients, suppliers or vendors other than conventional loans at market rates from lending institutions
- Don't accept offers of free use of personal property such as a condominium at a ski resort, time-share property, etc.
- Don't allow vendors or suppliers to make payments to third parties on your behalf such as mortgage, tuition, and credit card payments, etc.

## Providing/receiving gifts to/from current, former or potential clients and vendors

Gifts or entertainment must meet the five Gifts and Entertainment Criteria found in Policy 150. This means that:

- The gift or entertainment is for a proper purpose, and not intended to secure an improper advantage or otherwise inappropriately influence the recipient
- The applicable laws permit the gift or entertainment
- Avanade policies permit the gift or entertainment
- The recipient's policies and any agreement between Avanade and the recipient's employer permit the gift or entertainment

- The gift or entertainment is reasonable in value and appropriate under the circumstances

Never provide or accept gifts or hospitality without first checking Avanade's approval procedure and, in the case of *providing* gifts or hospitality, *before* you even offer to provide them.



Policy 150: Gifts and Entertainment

## Marketing events and programs

On occasion and with appropriate approval, Sales and Marketing may arrange business meetings at various events or sponsor business and entertainment events. We follow the provisions of Avanade Policy 150 and the associated procedure when deciding if we should invite a client to the event. We respect local law and restrictions in our clients' policies and in their agreements with us. We understand the restrictions if the client is a public official (including employees of partially state-owned companies).



Policy 150: Gifts and Entertainment

## Gifts from one employee to another

We are allowed to give gifts to one another, but must use good judgment when doing so. We should never try to influence or show favoritism by giving a gift. Generally, gifts should be of a nominal value, and no one should feel obligated to contribute to the cost of a gift.

We often like to recognize one another's achievements at Avanade by acknowledging them through a special gift or reward, subject to applicable tax requirements.

On occasion, Avanade conducts employee raffles, contests, quizzes, and the like, in which employees receive prizes. This requires appropriate approval in advance.

## Raffles and prizes

Generally, raffles and prizes that are part of a business activity are not considered gifts. You do, however, need approval from the Avanade Legal Group or the Avanade Ethics and Compliance Team before accepting them.



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## Use extreme caution in dealings with government clients and public officials

Avanade strongly discourages providing gifts or entertainment to public officials (including employees of partially state-owned companies and family members or guests of public officials) or inviting them to attend Avanade-sponsored events. Check Avanade's approval process under Policy 150 and use the Gifts and Entertainment Tool before offering gifts or entertainment to any public official. Ask the Avanade Legal Group or the Ethics and Compliance Team and refer to Policy 1221 for further guidance on interfacing with public officials.



Policy 150: Gifts and Entertainment



Policy 1221: Contact With Public Officials



Gifts and Entertainment Tool

## Business intermediaries

We allow only ethical, qualified business intermediaries to help us sell and deliver our services. We hire business intermediaries to sell Avanade's services only after they have passed our due diligence and approval procedures. We require all business intermediaries to comply with our anticorruption policies and procedures.



Policy 1327: Business Intermediaries

## We remain alert to money laundering

Money laundering consists of concealing illicit funds or making them look as though they are legitimate by funneling them through legitimate business activities. Anti-money laundering laws prohibit us from engaging in transactions that involve funds derived from illegal activities, including transactions designed to promote or conceal illegal activities.

Persons involved in criminal activities, such as drug trafficking, corruption or terrorist activities, may try to launder their funds through the purchase of Avanade's services.

We conduct business only with reputable parties that are engaged in legitimate business activities, with funds derived from legitimate sources. Avanade will not accept funds known to be derived from illegal activities.

We perform due diligence on all new clients to ensure we understand the character and integrity of our business partners.



Policy 151: Anti-Money Laundering

## Client engagements

We perform adequate due diligence prior to accepting any new engagement. This includes research regarding the character and integrity of any potential new client.

We follow Avanade Policy 110, which sets forth internal reviews and approvals that are required prior to accepting a new client or work project.



Policy 110: Contracting, General

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## Trade and other controls related to national security

Trade controls regulate and sometimes restrict how we do business with certain countries, organizations and individuals. Trade controls protect national security and other important interests. A government may impose trade controls to prohibit a company from doing business with countries that support terrorism, international drug trafficking, seek to develop and acquire weapons of mass destruction, or commit human rights violations. Trade controls could prevent such countries, terrorist groups or other hostile actors from obtaining technology, including software and knowhow, and deploying it for illegitimate purposes. The regulations may apply not only to physical shipments of products from one country to another, but also to (i) electronic cross-border transfers of software and technology (i.e. technical information) by any means, including email or Internet access and (ii) the provision of services or the transfer of software or technology between citizens or permanent legal residents of two or more countries, even if the activity occurs within the borders of one country (i.e., an in-person exchange of technical information between a U.S. citizen and a Chinese citizen in the United States would be an export from the United States to China). Trade controls may also restrict cross-border consulting services provided to aerospace and defense industry clients.

Avanade Policy 1254 describes trade controls restrictions that depend on where we do business, with whom and what products or services are involved and provides guidance on when to use the Export Compliance and Tracking Tool (ECATT) to help protect Avanade and national security.



**Policy 1254: Trade Controls**



**Export Compliance and Tracking Tool (ECATT)**

## Protect confidential information—our own, our parents' and our clients'

We have a responsibility to protect our confidential information, as well as that of our parent companies—Accenture and Microsoft—and our clients from improper disclosure, access and use by acting appropriately and using security measures. We also take measures to protect the confidential information of third parties who are not our clients, such as suppliers and business partners.

Avanade Policy 69 addresses our obligations to protect confidential information. Confidential information consists of any information not generally available to the public, that a company or person generates, collects or uses relating to its business, research and development activities, personnel, clients, or other business partners. If we are unsure if information should be treated as confidential information, we treat it as though it is.

We may disclose confidential information only if we have proper authority to do so and even then only to those with a legitimate business reason for needing to know it. We must take appropriate measures to prevent unauthorized disclosure of confidential information, including strictly adhering to Avanade's information security policies, communication policies, and client agreements governing proper use and disclosure. Our obligation to protect confidential information applies whether we are working at an Avanade office or off site at a client location, another facility or at home.

Only disclose confidential information for a legal reason after receiving the approval and assistance of the Avanade Legal Group.

Never use the confidential information of Avanade, our parent companies, our clients, or third parties for your personal gain or advantage.

Never share Avanade's financial information with any third party unless:

- the information has already been publicly reported
- Avanade's Chief Financial Officer has provided prior and express written approval of the disclosure



**Policy 69: Confidentiality**

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## Recognize and avoid insider trading

Every AvanaDe employee could potentially come into possession of information about AvanaDe, Accenture, Microsoft, a client or other third party that is material information—meaning, information a reasonable investor would consider important in deciding whether to buy, hold or sell those companies' securities.

When material information is not generally available to the public, we refer to it as “inside information,” and we cannot buy or sell securities on the basis of, or disclose, this inside information. Do not tell others—including family members, friends or associates—to buy or sell securities or provide “tips” either in the form of details or as general comments, based on inside information.

When in doubt, do not buy or sell securities of companies we have inside information about or talk to others about that information.

Policy 1216 sets forth detailed guidance on recognizing and avoiding insider trading.



### Policy 1216: Insider Trading

## We compete fiercely and fairly

We welcome and enjoy competition. We are confident in our ability to win, and we believe competition makes us even better. It sharpens our focus, enhances our sense of discipline and motivates us to innovate further. Ultimately, our clients and the marketplace benefit from this. We do not engage in any activity that could have the effect of restraining competition.

True competition requires a level playing field. As AvanaDe Policy 1322 sets forth, we compete in a fair and lawful manner, and expect our competitors to do the same. We abide by all laws and regulations that promote fair and open competition among companies, including U.S. antitrust laws, European Union competition laws and similar laws in other countries.

Make sure you understand the rules around communications with competitors before you engage with them and ask the AvanaDe Legal Group if you have any questions. No matter how harmless a communication may seem—including client roundtables or trade association meetings—any competitor interaction could form the basis for an accusation of anticompetitive conduct. Our clients face similar risks, and we must be careful when working with multiple

clients in a particular industry or hosting a client roundtable for a particular industry. We cannot appear to be helping clients communicate competitively sensitive information to one another or align their behavior.

Obtain the AvanaDe Legal Group's review before:

- Hosting a client roundtable or joining a trade association in AvanaDe's name or on AvanaDe's behalf
- Making agreements, communicating or exchanging information with a competitor
- Entering into alliance, teaming, joint bidding or supply arrangements that involve a competitor
- Tying or bundling two products or services such that the client may not purchase them separately
- Entering into agreements, including licensing, alliance and marketing agreements that contain exclusivity provisions
- Undertaking a project that will involve interaction with competing entities, including competitors of a client

Understanding our competitors and what they are doing forms a critical component of our ability to compete against them. How we collect that information matters, however, under the law and for our notions of fair dealing. In particular, we do not (i) obtain information about a competitor through the use of any unlawful or unethical means, such as misrepresentation, deception, theft, espionage, bribery or requests to a competitor's employees, suppliers or clients, (ii) ask others to unlawfully or unethically collect competitor information, or (iii) ask employees who previously worked for a competitor to provide confidential or proprietary information. Improper collection or use of competitor information, no matter how insignificant, could subject AvanaDe and you to criminal and civil liability. When in doubt, you should ask the Sales or Marketing groups for information. They are dedicated to obtaining it in the appropriate manner.



### Policy 1322: Antitrust and Competition



### Policy 1463: Trade Association Memberships

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# III. We can count on each other to protect our company's assets

## **We need to protect Avanade's assets to keep growing our business**

Avanade's core assets differentiate us from our competitors in the marketplace and provide the basis for the services we offer today as well as those we develop for the future. They consist of things you might not have thought about as

assets before: our people, our brand and reputation and our intellectual property, including methods, know-how and software. We count on one another to safeguard, protect, and enhance Avanade's assets and to use them only for legitimate business purposes.

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## Our personal behavior brings our values to life

Our people are our most valuable asset.

To a great extent, as a service company, our people are our brand. This means that how each of us conducts ourselves—our words and our actions—support and advance Avanade's name, brand identity, brand positioning, and our personality as a company. Our individual behavior and business decisions, as well as the business decisions we make as a company, advance our brand consistently across the world.

Professional conduct forms an integral part of Avanade's image and business impact. We conduct ourselves in a manner promoting Avanade's reputation and goodwill. We represent Avanade, and always act professionally whether at work, travelling on business, or attending training or social events with colleagues or clients. Our behavior in these settings reflects on Avanade.

## Use social media responsibly and professionally

Use social media responsibly including blogs, social networks, wikis, video sharing and community sites. Always safeguard company confidential information and intellectual property.

Communicate respectfully and professionally and never post content that is abusive, malicious, obscene, threatening or intimidating, or contains ethnic, religious, gender or other derogatory statements in any message or post that relates to Accenture, our business, our clients, our alliance partners, or our people, including fellow employees, contractors, agents, or anyone else with whom you may work. Follow the applicable Avanade policies: Policy 5002—Social Media; Policy 1005—Acceptable Use of Information, Devices, and Technology; Policy 1431—Data Management and Retention; and Policy 0069—Confidentiality.

You are personally responsible for the content you post online. When posting about Avanade, make sure that recipients understand you are an employee of Avanade and any opinions you provide are your own personal opinions and don't necessarily reflect the opinions or positions of Avanade.



Policy 5002: Social Media



Policy 1005: Acceptable Use



Policy 1431: Data Management and Retention



Policy 69: Confidentiality



Weiwen He  
Managing Director  
APAC

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## Avanade's name and brand portray who we are to our clients and the world

Avanade's name and brand identity are powerful and valuable assets we continue to invest in substantially. They create an instant impression of who we are and differentiate us from our competitors. We must treat Avanade's name and brand in all activities and transactions in a consistent manner worldwide.

No third party has the right to use our name and brand without our prior written approval. No one has the right to give this kind of approval outside of the requirements of our naming and branding policies. Similarly, we do not have the right to use others' names and brands without their approval.

## Avoid conflicts of interest

We avoid even the appearance of a conflict of interest.

A conflict of interest occurs when our private interests interfere, or appear to interfere, with the interests of Avanade. They can undermine our individual integrity, and could, in certain circumstances, even compromise Avanade's competitive edge and its reputation.

We should always base business decisions on Avanade's needs, rather than personal interests, the interests of family or friends, or desire for personal gain. Do not allow personal interests, investments or activities (such as another job or the interests of family members) to conflict with your work or how we serve our clients. Avoid using working time or Avanade assets for personal reasons or outside activities.

Never use your position, contacts or knowledge of Avanade for personal gain. Potential opportunities related to Avanade's business belong to Avanade for the benefit of the company and all of its employees. If you discover or create a business opportunity through using Avanade property, information, relationships or position, disclose that opportunity to the company instead of taking it for personal gain. Never use Avanade confidential information for a personal benefit or provide it to anyone outside the company.

We do not accept or give inappropriate gifts or entertainment. Do not offer or receive anything of value, directly or indirectly, if it might cause a conflict between personal interests and professional duties or create the appearance of such a conflict.

We obtain approval before accepting a board of directors position with a publicly traded company or a for-profit private company (other than a Private Family Business) or joining the advisory board of a government organization. Policy 32 gives guidance to help determine if a prohibited conflict of interest exists.

The following examples illustrate some easily identifiable situations to avoid:

- You or an immediate family member, or a member of your household, has a financial interest in a business that is a client, supplier, vendor or joint venture partner of Avanade
- You or an immediate family member, or a member of your household perform work for any business that is a client, supplier, vendor or joint venture partner of Avanade
- You benefit personally from opportunities that came to you as a result of your work at Avanade
- You have an outside job or interest that interferes with your ability to do your job at Avanade
- You hire or supervise, or recommend or otherwise influence the hiring decision for, someone who is an immediate family member, or member of your household

We value professionalism in all of our workplace relationships and insist on objectivity. Family and personal relationships in the workplace require extra diligence to maintain that objectivity. If it appears you are favoring someone based on a family or personal relationship, it could jeopardize a professional work environment or undermine employee trust and confidence in you or Avanade. Do not allow these relationships to affect your objectivity, including with respect to performance evaluations, promotions, career progression or work assignments.



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We discourage close personal relationships with people you supervise, report to or interact with as a representative of Avanade, including clients, contractors, alliance partners and vendors. If you work with someone in your family or with someone that you have a close personal relationship with, ask yourself:

- Are you or could you exercise influence over the other person at work?
- Do you supervise or report to one another?
- Do either of you provide input on the other's performance, career or other business matter?

If you answer 'yes' to any of these questions, contact your Human Resources representative. One of you may be required to change positions, reporting structures, or in the case of a vendor relationship, possibly change accounts.



**Policy 32: Conflicts of Interest**

## Avanade's intellectual property sustains our business

Intellectual property helps us outperform and differentiate ourselves from our competitors. Avanade's intellectual property includes all of the knowledge, thought leadership and innovations that copyright, trade secret and patent laws protect. This also includes any rights or applications for rights owned, licensed or otherwise, as well as all amendments, modifications and improvements thereto, for example: patents, trademarks, copyrights, trade secrets, computer programs, software source code and object code.

All of us need to work together to help develop and protect Avanade's intellectual property. This includes working to protect Avanade's intellectual property rights to the greatest extent permissible in contracts and under copyright and patent laws. All work product that Avanade employees create in the course of their employment constitutes the exclusive property of Avanade. We also respect the rights of third parties to their intellectual property.



**Policy 91: Intellectual Property Protection**

## Prior Employment Obligations

We respect the continuing obligations new Avanade employees may owe to a prior employer, including restrictions on the use or disclosure of confidential information, agreements not to compete with the former employer or not to solicit clients or employees of a former employer.

Notify your career manager or your Human Resources representative immediately if you believe a job activity could conflict with a continuing obligation to a prior employer.

## Data privacy and security

Avanade's Policy 90—Data Privacy, Client Data Protection (CDP) Program and Policy 1431—Data Management describe how we protect "Personal Data" of Avanade employees, clients and other third parties. We are committed to respect and protect the legitimate interests of our people, our clients and other third parties in the privacy of their Personal Data. We must also protect Personal Data from improper disclosure, access and use through appropriate behaviors and security measures. Many countries where Avanade operates have specific data protection laws and regulations dealing with the treatment of Personal Data, and we must abide by these laws.



**Policy 90: Data Privacy**



**Policy 1431: Data Management and Retention**



**Policy 5007: ITS Security**

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# IV. Financial and documentary integrity, internal controls and reporting

## We record and report accurately, fairly and timely

Avanade prepares accurate, timely and complete reports in accordance with Generally Accepted Accounting Principles (“GAAP”). As a consolidated subsidiary of Accenture, we comply with internal accounting and financial controls that apply to the enterprise under Sarbanes-Oxley (“SOX”). Avanade also maintains and presents Avanade’s accounting and financial records, as well as reports produced from those records, in accordance with the laws of those countries where we maintain a legal entity.

These records and reports must accurately and fairly reflect, in reasonable detail,

Avanade’s assets, liabilities, revenues and expenses. All transactions must be recorded accurately using the proper charge number and in the proper accounting period. In addition, all transactions must be supported by reasonably detailed and accurate documentation.

We are committed to providing fair, accurate, timely, and understandable disclosure in reports and documents submitted to regulatory bodies, our stakeholders, and in other public communications.

Never mischaracterize transactions in Avanade’s books and records for any reason whatsoever. Never allow transactions to be kept off-the-books.

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## Invoice accurately

We insist on transparency and accuracy in our invoices. Always prepare accurate and timely invoices based on underlying support documentation and on our contractual relationship with our client. Never misrepresent the timing or amount of fees and costs incurred.

## Personal accountability for time and expense reporting

Every Avanade employee is personally accountable for submitting accurate and complete time and expense reports through the designated time and expense reporting tool in a timely manner in accordance with established deadlines and procedures set forth in Avanade Policy 63.

Time and expense submissions provide the foundation of other business documents, such as client invoices. Do not intentionally misrepresent time and expense reporting for any reason; if you do so, you will be subject to disciplinary action, up to and including termination. Some examples of time and expense reporting violations include:

- Submitting an expense report for reimbursement of expenses which did not occur, or misrepresenting the nature of the expense
- Failure to accurately record time worked on a billable project, whether or not that time is charged to the client and without agreement of the supervisor
- Excluding certain hours worked to show up on the report to the client without agreement of the supervisor

Each employee is responsible for the accuracy of his/her time and expense reports and their timely submission. If you delegate responsibility to someone else to complete your time and or expense report, you still remain accountable for the accuracy of the report.

In certain instances, time and expense reporting must comply with our clients' policies. It is your responsibility to be aware of these requirements.



### Policy 63: Time and Expense

## Consistency and transparency in procurement

We purchase goods and services based on their merits, price, quality, performance and suitability. While we value our client relationships, a client must still meet the requirements we apply to suppliers when in the supplier rather than the client role.

We maintain consistent processes for evaluating and engaging suppliers to assure fairness and transparency. We favor preferred supplier contracts. When we enter into new supplier agreements, we reasonably balance value and risk. Avanade Policy 931 governs the procurement process, signing supplier contracts, and approvals for purchasing and invoice payments.

We are committed to a sustainable procurement program in which we consider a supplier's environmental, ethical and diversity performance when we decide to award work.

We avoid questionable transactions—those that may appear to be improper or illegitimate or that may misrepresent the accounting reports or results of any party to the transaction.

We require our suppliers to act consistently with responsible business practices generally and in accordance with our CoBE.



### Policy 931: Procurement of Goods and Services

## Archives and records management

Avanade maintains, manages, stores, and disposes of its archives and records in compliance with its contractual obligations and applicable legal and regulatory requirements, such as tax or data privacy laws.

We may retain certain company records, such as tax materials or documents required in legal proceedings, for extended periods. If you receive a notice from the Avanade

Legal Group to preserve certain records (a "hold notice"), you must comply strictly and preserve all electronic and paper records described in the hold notice, including e-mails and drafts, until you receive further instructions from the Avanade Legal Group.

Avanade prohibits the destruction or alteration of any materials relevant to any audit, investigation or litigation, or when we have reasonable belief that a subpoena may be served upon the company. Never destroy any documents that may be relevant as evidence in any civil, criminal, regulatory matter, or audit.

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## Internal controls

We know that weak internal control environments make it harder to prevent and detect prohibited activity. We maintain internal controls that meet the highest industry standards to provide reasonable assurances regarding the reliability of financial reporting and the preparation of financial statements.

## Cooperation with investigations, government inquiries and audits

All Avanade employees must comply and cooperate fully and truthfully with investigations and audits (internal and external), whether related to audits, CoBE investigations, litigation or government inquiries.

You must properly preserve information that could be relevant to an audit, investigation, litigation or government inquiry. Never conceal, change or destroy records or data when you know of or anticipate an audit, investigation, litigation or government inquiry.

Maintain the confidentiality of all information related to any audit, investigation, litigation or government inquiry.

Allow the designated company personnel to investigate. Do not impede their efforts, and respond only to them. Never initiate an investigation on your own. All requests to conduct internal investigations must be escalated to, and approved by, the legal counsel for corporate investigations. Work only with authorized Avanade Legal Group members to respond to litigation or subpoenas or to requests from government, law enforcement, external auditors or regulatory agencies.



**Policy 1158: Investigative Methods**

## Immigration and visa requirements for business travel

We comply with the immigration laws of the locations where Avanade personnel work or travel for business. We require valid authorization to work in the country of your employment. When working outside your home country, you must obtain all required visas and work permits before entering the host location.



Paul Southall  
Senior Solutions Architect  
EALA

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# V. We value and support one another

## **We find strength in our diversity**

We value our diversity. We realize that we bring distinct experiences, talents and perspectives to our work and that this makes us stronger and more competitive. All of this allows us to offer our clients the very best of what we are capable of.

Our diversity efforts aim to attract, retain and advance the best people by removing barriers and promoting a true meritocracy.

We are committed to providing an inclusive environment that encourages employees to respectfully collaborate with each other, to be thoughtful

in our approach to create a winning atmosphere, and to reward individual talents that capitalizes success.

We base employment decisions, including selection, development, promotion and compensation decisions, on individuals' qualifications, skills, performance, and overall business needs without regard to race, color, age, religion, gender, national origin, sexual identity or expression, sexual orientation, disability, veteran, military or marital status, genetic information, or any other protected status.

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## Anti-Harassment

We do not tolerate harassment or intimidation based on race, color, age, religion, gender, national origin, sexual identity or expression, sexual orientation, disability, veteran, military or marital status, genetic information, or any other protected status. Harassment can take the form of verbal comments, physical touching or other inappropriate conduct—none of which we will tolerate. In particular, the following may exemplify harassment:

- Unwanted physical contact
- Display of offensive material or making offensive jokes
- Threat of dismissal or loss of promotion based on sex, race, age, color, national origin, disability, religion or sexual orientation
- Conduct of a sexual, racial or other nature that unreasonably interferes with an individual's work performance or creates an intimidating, hostile or offensive working environment
- Bullying, humiliation or intimidation
- Threatened or actual violence
- Verbal abuse



### Policy 85: Anti-Harassment

## Safe workplace

We do not tolerate violent conduct or threats of violence in the workplace. To help maintain a safe and non-threatening work environment, employees may not possess weapons or harmful materials while on Avanade premises or while performing work on behalf of Avanade.

We make personal safety a top priority. We follow all applicable health regulations, safety and emergency procedures at our facilities and at client sites. We require that all contractors and third parties comply with our safety and emergency procedures. Report any unsafe condition immediately to a supervisor or to Avanade Asset Protection.



### Policy 58: Physical Security

## Substance abuse

Working under the influence of alcohol, illegal drugs, or abuse of prescription drugs undermines our work, productivity and safety. Use of illicit drugs, abuse of prescription medication and consumption of alcohol, affect not only ourselves, but also our colleagues and clients.

We prohibit the illegal use, sale, dispensing, distribution, possession, or manufacture of illegal drugs or other controlled substances. We also prohibit intoxication or abuse of prescription medication.

Where management approves the serving of alcoholic beverages at a particular event, we must follow all applicable liquor laws. Intoxication and excessive drinking at these events may lead to disciplinary action up to and including termination of employment. Other than at these approved Avanade and client events, you are not permitted to consume alcohol at the workplace, including client sites.

The rules regarding substance abuse apply to all employees while working for Avanade, whether at an Avanade site, an event or at a client site or event.

## Political contributions

Avanade will not reimburse or endorse the political activities our people undertake as private individuals. In the U.S. you must inform Avanade before you or an immediate family member makes a monetary or in-kind contribution to candidates running for U.S. state and municipal government positions.



### Policy 1221: Contact with Public Officials



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# VI. Training, ethics and compliance champions and other resources

We have numerous training modules to help our employees understand CoBE. Please check your Employee Dashboard to ensure you have completed all of your required trainings.

In every region, we have entrusted certain senior leaders to serve as guardians of our CoBE and to receive your input and ideas at a country level. We call them “Ethics and Compliance Champions”. You can find the responsible Ethics and Compliance Champion for your country [here](#).

The Ethics and Compliance Team is responsible for managing Avanade’s compliance program on behalf of the Ethics and Compliance Council. This compliance program is aimed at fostering high ethical standards among Avanade personnel. We prevent, detect, report and address allegations of misconduct and violations of law.

Contact the Ethics and Compliance Team at [ethicsandcompliance@avanade.com](mailto:ethicsandcompliance@avanade.com).



#### About Avanade

Avanade helps clients realize results in a digital world through business technology solutions, cloud and managed services that combine insight, innovation and expertise focused on Microsoft technologies. Our people have helped organizations in all industries improve business agility, employee productivity and customer loyalty. Avanade combines business, technical and industry expertise with the rigor of an industrialized delivery model to provide and deploy high quality solutions—on premises, cloud-based or outsourced. Avanade, which is majority owned by Accenture, was founded in 2000 by Accenture LLP and Microsoft Corporation and has 25,000 professionals in more than 22 countries. Additional information can be found at [www.avanade.com](http://www.avanade.com).

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