

WHISTLE BLOWER POLICY

Effective date:
January 2018

softserve

1. THE PURPOSE OF THIS POLICY

1.1. SoftServe and its affiliates (collectively the “Company”) are committed to complying with the foreign and domestic laws that apply to them, satisfying the Company’s Code of Conduct, and particularly to assuring that business is conducted with integrity. If potential violations of Company policies or applicable laws are not recognized and addressed promptly, both the Company and those working for or with the Company could face governmental investigation, prosecution, fines, and other penalties. That can be costly. Consequentially, and to promote the highest ethical standards, the Company will maintain a workplace that facilitates the reporting of potential violations of Company policies and applicable laws.

1.2. Associates must be able to raise concerns regarding such potential violations easily and free of any fear of retaliation. That is the purpose of this policy (the “Whistleblower Policy”). For clarity, this Whistleblower Policy shall apply both to employees and contractors (collectively – the “Associates”). You are required to read this Policy and submit the attached certification that you will comply with it.

2. DUTY TO REPORT

2.1. Everyone is required to report to the Company any suspected violation of any law that applies to the Company and any suspected violation of the Company’s Code of Conduct. It is important that you report all suspected violations. This includes possible accounting or financial reporting violations, insider trading, bribery, or violations of the anti-retaliation aspects of this Policy.

Consult the Company’s Code of Conduct for a more detailed description of potential violations and other areas of particular concern. Retaliation includes adverse actions, harassment, or discrimination relating to your reporting of a suspected violation.

2.2. It is the policy of the Company that you must, when you reasonably suspect that a violation of an applicable law or the Company’s Code of Business Conduct has occurred or is occurring, report that potential violation. Reporting is crucial for early detection, proper investigation and remediation, and deterrence of violations of Company policies or applicable laws. You should not fear any negative consequences for reporting reasonably suspected violations because retaliation for reporting suspected violations is strictly prohibited by Company policy. Failure to report any reasonable belief that a violation has occurred or is occurring is itself a violation of this Policy and such failure will be addressed with appropriate disciplinary action, including possible termination of employment or contractual relations.

2.3. Any Associate who knowingly (deliberately) reports false allegations may be subject to disciplinary action, including termination of employment or contractual relations.

3. REPORTING PROCEDURE

3.1. You must report all suspected violations by sending an e-mail to:
whistleblower@softserveinc.com

3.2. Because you have a way to report anonymously your report should include as much information about the suspected violation as you can provide. Where possible, it should describe the nature of the suspected violation; the identities of persons involved in the suspected violation; a description of documents that relate to the suspected violation; and the time frame during which the suspected violation occurred. Where you have not reported anonymously, you may be contacted for further information.

4. INVESTIGATION PROCEDURE

4.1. All reports under this Policy will be promptly and appropriately investigated, by the standing group (Team Leaders, Chief Finance Officer, Permanent HR Representative, Permanent Legal Counsel) ("Investigation Group") aimed at clarification of circumstances regarding the existence of Unacceptable Behavior or Improper Performance and adopting a decision, as appropriate ("Investigation"). Investigation Group shall decide based on the materials provided by the analytical team. The analytical team shall be comprised of the Legal Counsel, HR Representative, and Finance Representative.

4.2. If, at the conclusion of its investigation, the Company determines that a violation has occurred, the Company will take effective remedial action commensurate with the nature of the offense. This action may include disciplinary action against the accused party, up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of Company policy.

4.3. All information disclosed during the course of the Investigation will remain confidential, except as necessary to conduct the Investigation and take any remedial action, in accordance with applicable law.

4.4. Associate has a duty to cooperate in the Investigation of reports of violations. Failure to cooperate in an Investigation, or deliberately providing false information during an Investigation, can be the basis for the disciplinary action.

4.5. All documents related to reporting, investigation and enforcement pursuant to this Policy shall be kept in accordance with the Company's record retention policy and applicable law.

5. PROHIBITED ACTIONS

5.1. No one may take any adverse action against any Associate for complaining about, reporting, or participating or assisting in the Investigation of, a reasonably suspected violation of any law, this Policy, or the Company's Code of Conduct.

5.2. Incidents of retaliation against any Associate reporting a violation or participating in the Investigation of a reasonably suspected violation will result in appropriate disciplinary action against anyone responsible. Any Associate who engages in retaliation against reporting Associates may also be subject to civil, criminal and administrative penalties.

6. MODIFICATION

6.1. The Board of Directors can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with federal, state or local regulations and / or accommodate organizational changes within the Company.