

CONFLICT OF INTEREST POLICY

PURPOSE AND SCOPE

SoftServe strives to maintain the highest standards of integrity, and it is vital that our Executive Management Team, Board, customers and professional affiliations are confident in our commitment. Accordingly, any appearance of a conflict must be avoided. To maintain our integrity and credibility, we have adopted the following Conflict of Interest Policy. This policy applies to all physical persons who are engaged, directly or indirectly, by SoftServe, hereinafter "Associates".

As a growing, global company that is built upon our core values, specifically "Trust", it is critical that we understand what constitutes a conflict of interest. More importantly, how each of us has an obligation to report any potential conflicts of interest.

What is a conflict of interest? It could be any known activity, transaction, relationship or service engaged in by an Associate, his/her immediate family member which may cause concern that the associate could not or might not be able to fairly perform his/her duties to SoftServe. Immediate family member shall include spouse, parent, child, grandparent, grandchild, great-grandchild, and siblings, the spouse of any child, grandchild, great-grandchild, or sibling.

Should a potential conflict arise, you suspect one may arise, or you are not sure, we have designed this policy so all Associates are not only aware of SoftServe's position but also understand the process and obligation to disclose in these situations.

OUR POSITION

In your capacity as an Associate of SoftServe, you must act at all times in the best interests of SoftServe.

- If you know of or suspect a potential conflict of interest, you must immediately report that information by mailing to [Col Mailbox](mailto:ColMailbox@softserveinc.com). No one will be subject to retaliation for reporting, in good faith, a potential conflict of interest. "Good faith" means having a reasonable belief that the information you have provided is truthful.
- Associates have a financial duty to conduct themselves without conflict to the interests of SoftServe. In your capacity as an Associate, you are expected to remove personal, individual business, third party, and other business interests to the welfare and best interests of SoftServe.
- A conflict of interest is a transaction or relationship, which presents, or may present, a conflict between an Associate's obligations to SoftServe and the Associate's personal, business or other interests.
- Not all conflicts of interests are necessarily prohibited or harmful to SoftServe. However, full disclosure of all actual and potential conflicts is required to allow appropriate determination by the Company.

- The Conflict of Interest (Col) Committee shall make a determination as to whether a conflict exists and what subsequent action is appropriate (if any). SoftServe's Col Committee shall inform the Board of such determination and action. The Board shall retain the right to modify or reverse such determination and action, and shall retain the ultimate enforcement.
- SoftServe aims to be a flexible company that supports the wellbeing of our Associates and their immediate family member, and this policy is not intended to restrict work/life balance.

IMPORTANT: If the Col committee has reason to believe an Associate has failed to comply with this policy, he/she will be contacted directly. The Associate will be provided the opportunity to explain the failure to disclose to the committee. If the Col committee has reason to believe a conflict exists, it will take corrective action and authority with respect to the interpretation and application of this policy.

Failure to comply with this policy which includes failure to disclose an existing conflict of interest or a potential conflict of interest, submission of an incomplete, inaccurate or misleading disclosure, failure to report any changes to an already disclosed conflict or the failure to comply with a condition or resolution developed to address a conflict - may result in not promoting the Associate, non-payment of the bonus, or the disciplinary action up to and including termination.

On an annual basis, all Associates shall be provided with a copy of the Conflict of Interest policy and required to acknowledge in Workday. Non- acknowledgment does not mean you are not bound by the policy and any consequence.

IS IT A CONFLICT OF INTEREST?

Going to the bank or caring for a doctor's appointment during work hours is obviously not a conflict of interest, but at times, it is not so easy to determine. To further assist in understanding what constitutes a conflict of interest, here are some questions to ask yourself.

- Do you serve as an officer of an entity that has a relationship or does business with us or with our vendor(s), or client(s), or anyone sharing the same vendor(s) and/or client(s) with our business?
- Does your immediate family member have a noted (well-known) relationship with our business (including but not limited to vendor(s), or client(s), or anyone sharing the same vendor(s) and/or client(s) with our business)?
- Have you ever participated in a compensated (received payment) relationship, employment agreement, investment opportunity, or other arrangement, directly or indirectly, with a third-party vendor doing business with us, or a client or any company sharing the same vendor(s) and/or client(s) that could personally benefit you?

- Have you ever received any direct or indirect loans, gifts, payments, discounts, fees, or free services from any entity or person engaged in any transaction with us or sharing with us the same vendor(s) and/or client(s)?
- Do you share ownership of a business that does business with us or with our vendor(s), or client(s), or anyone sharing the same vendor(s) and/or client(s) with our business? Ownership may mean voting power in a corporation, beneficial interest in a trust or profits interest in a partnership.
- Are you employed/engaged outside of SoftServe or working for another entity at the same time of SoftServe contracted engagement?
- Are you receiving, or have received, compensation from third party for speaking on behalf of, or on your own behalf, topics that conclude information you have received during cooperation with SoftServe?
- Have you participated in education provided by SoftServe and in turn, leveraged those learnings to educate others outside of SoftServe. If yes, were you compensated (received payment, gifts)?
- Do you have your own business, which may leverage SoftServe assets and/or resources (including but not limited to human ones), relationships or consume your time, which could be viewed as “during SoftServe working hours?”
- Do you or your spouse sit on any nonprofit and for profit board, any for-profit businesses, is a majority shareholder or is an officer or director in the entity which does business with us or with our vendor(s), or client(s), or anyone sharing the same vendor(s) and/or client(s) with our business?
- Are you engaged in any activity (activity may mean work, relationship, information sharing, etc.) which may be considered “questionable” as it relates to our Core Values, specifically “Trust”.

If you answer “yes” to any of these questions, or unsure, it is your obligation to disclose.

It is not possible to list every situation that may result in a conflict of interest. This policy spells out the most common situations, noted above, that may create a conflict of interest or the appearance of one. If you have any questions relating to this policy, please consult your manager, your HR BP or submit question to [Conflict of Interest mailbox](mailto:ColMailbox@softserveinc.com).

CONFLICT OF INTEREST DISCLOSURE FORM

Please email completed form to Col Email

Note: All submissions will receive a response and be properly stored in an Associate's HR File

A potential or actual conflict of interest arises when your obligations are likely to be compromised by other interests or relationships, especially when those interests are not disclosed. You should disclose any business, personal or volunteer affiliations that could give rise to real or apparent conflicts. I certify that the information set forth is true and complete, to the best of my knowledge. I have reviewed and agree to abide by the Conflict of Interest Policy that is currently in effect.

I have the following conflict(s) of interest to report:

DATE: _____

NAME: _____

POSITION: _____

POTENTIAL CONFLICT TO REPORT

(Please provide as much detail as possible to facilitate process):

INTERNAL USE ONLY

Results of Disclosure and any investigation, if warranted:

Date: _____ Name: _____

Outcome: _____