

Updated March 26, 2019

8x8, Inc.
**Code of Business Conduct and Ethics for Employees,
Executive Officers and Directors**

I. Introduction

8x8, Inc. and its global subsidiaries and affiliates (collectively, the "Company") strives to apply high ethical, moral and legal principles in every aspect of its business conduct. This Code of Business Conduct and Ethics applies to all Company personnel around the world, including directors, officers and employees, as well as contractors, consultants, agency workers and anyone authorized to represent the Company or act on the Company's behalf.

This Code sets forth broad ethical principles that the Company has established for the conduct of its business and outlines certain key legal requirements of which all Company personnel must be aware and with which all Company personnel must comply. This Code is not intended to cover every issue that may arise. Our Code should be used as a guide in addition to other 8x8 policies and guidelines. In the course of performing their duties and responsibilities for the Company, all personnel should uphold and ensure the letter and spirit of our Code, using good judgment and common sense every day.

It is important that you are aware of, and never intentionally violate, relevant laws and regulations. Violating applicable laws, rules, regulations, or this Code, or encouraging others to do so, exposes the Company, you and others to risk, including damage to reputation, and doing so may result in disciplinary action up to and including termination of employment. You should understand that violations of laws or regulations may also result in legal proceedings and penalties including, in some circumstances, civil and criminal penalties that could affect you personally, in addition to a risk of adverse consequences to the Company.

This Code is designed to deter wrongdoing and promote:

- *Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships*
 - *Avoidance of conflicts of interest, including disclosure to an appropriate Company representative of any material transaction or relationship that reasonably could be expected to give rise to such a conflict*
 - *Full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company files with, or submits to, the U.S. Securities and Exchange Commission and in other public communications made by the Company*
 - *Compliance with applicable governmental laws, rules and regulations*
 - *Prompt internal reporting of violations of this Code to an appropriate person*
 - *Accountability for adherence to this Code*
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Nothing in this Code is designed to interfere with, restrain, or prevent employee communications regarding wages, hours, or other terms and conditions of employment.

If you have any questions about applying the Code, it is your responsibility to seek guidance. You should not hesitate to ask questions about whether any conduct may violate the Code, voice concerns, or clarify gray areas. In addition, you should be alert to possible violations

of the Code by others and report suspected violations, without fear of any form of retaliation.

Any person who violates the Code will be held to account. Employees who violate the Code will be subject to disciplinary action, which, depending on the nature of the violation and whether the individual has committed prior violation(s), may range from a warning or reprimand up to and including termination of employment. Violations of the Code by contractors and agency workers will be reported to the respective agencies for which they work. Violations of the Code by a member of the Board may result in the removal of that member from the Board for cause. In appropriate cases, violations may also result in civil legal action or referral for regulatory or criminal prosecution.

II. Our Responsibilities

1. *Act According to the Code*

As representatives of 8x8, you are expected to comply with both the letter and the spirit of our Code. This means you must understand and comply with all of our policies, laws and regulations that apply to your job, even if you feel pressured to do otherwise. Our Code also requires you to seek guidance if you have questions or concerns and to cooperate fully in any investigation of suspected violations of the Code that may arise in the course of your employment or engagement with 8x8. Periodically, you may be asked to provide a written certification that you have reviewed and understand the 8x8 Code of Business Conduct and Ethics, comply with its standards, and are not personally aware of any violations of the Code by others. This certification is your pledge to live up to our Code and its expectations and to promptly raise concerns about any situation that you think may violate our Code. Persons who violate our Code put themselves, fellow employees, and our company at risk and are subject to disciplinary action up to and including termination of employment.

8x8 personnel who supervise others have an important responsibility to lead by example and maintain the highest standards of behavior. If you supervise others, you should create an environment where employees and other personnel understand their responsibilities and feel comfortable raising issues and concerns without fear of retaliation. If an issue is raised, you must take prompt action to address the

FAQs

Q: *Suppose my boss asks me to do something that I think is wrong. What should I do?*

A: 8x8 relies on you to use your best ethical judgment. Don't do anything that you believe may be wrong. A first course of action may be to express your concerns directly to your leader. If you feel your leader has not adequately addressed your concerns or if you are uncomfortable raising the issue with your leader, you can take further steps to resolve this issue by speaking to others listed in "Where to Go for Help," or informally and confidentially with the Legal Department. The important thing is to not take any action that you know or believe to be against the Code.

Q: *The laws that apply to my job are complicated, continuously changing and cover so many different areas, how can I be sure that I won't violate some little technicality? Moreover, how am I supposed to understand it all? I'm not a lawyer.*

A: Don't abandon your own judgment. If something seems intuitively wrong to you, ask before acting. You also have an obligation to understand the rules governing your job. Do not hesitate to contact the Legal Department if you need clarification of the laws or of our standards and policies.

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Q: *What happens if I am faced with a situation where acting ethically conflicts with making a profit for the Company?*

A: You must always engage in legal and ethical conduct no matter what the circumstances. 8x8's long-term profitability depends on our reputation. If you feel that there is a conflict between what is "right" and what is profitable, you should contact your supervisor, the Legal Department, or any of the other resources listed in this Code for guidance.

concerns and correct problems that arise. You must also make sure that each person under your supervision understands our Code and the policies, laws and regulations that affect our workplace. Most importantly, you must ensure that all personnel understand that business performance is never more important than ethical business conduct.

2. *Reporting & Investigations*

You are obligated to report violations of the Code, the law, or any other Company policy or procedure. If you have questions, concerns, or need to report a known or suspected violation, you have several options:

- Discuss it with your supervisor
- Discuss it with another supervisor or member of your management team
- Contact the Ethics and Compliance Helpline where you can report your concern confidentially or anonymously (for more information, see 8x8, Inc. Financial Reporting & Securities Fraud Whistle Blower Policy and Procedures)
- Contact the Human Resources or Legal Department.

Executive Officers or members of the Company's Board of Directors should discuss the situation with a member of the Audit Committee.

WE DO NOT TOLERATE RETALIATION FOR REPORTING.

We believe it is essential to create an environment in which individuals feel able to raise any matters of genuine concern internally without fear of disciplinary action being taken against them, that they will be taken seriously and that the matters will be investigated appropriately and as far as practicable be kept confidential. 8x8 prohibits retaliation, in any form, against anyone who, in good faith, reports violations or suspected violations of this Code, Company policy, or applicable law, or who assists in the investigation of a reported violation. Acts of retaliation should be reported immediately.

Once a report is received, the Company will investigate it promptly and thoroughly. Reports concerning possible violations of this Code by an officer or director of the Company will be reviewed and investigated by the Audit Committee in accordance with the policies and procedures established from time to time by the Board and/or the Audit Committee. The Company expects all employees to cooperate in investigations fully and candidly. 8x8 will take corrective action, as appropriate, based on the findings of the investigation.

3. *Violations*

Any person who: (1) violates (or causes the Company to violate) a law, rule, regulation or violates this Code or any of the Company's other policies; (2) fails to take appropriate actions after receiving a report of a suspected violation; (3) knowingly makes or refers a false allegation to the Company; or (4) deliberately provides false information or refuses to cooperate in, or interferes with, an investigation, is subject to disciplinary action which, without limitation, may range from a warning or reprimand up to and including termination of employment and, in appropriate cases, civil legal action or referral for regulatory or criminal prosecution.

In addition, 8x8 may, in appropriate cases and subject to applicable local law, notify government authorities and cooperate with any resulting prosecution or other government action. Further, when legally required or otherwise appropriate, 8x8 will timely self-report compliance violations to applicable government authorities and cooperate with any resulting official proceedings.

III. Policies

1. *Conflicts of Interest*

All directors, officers and other Company personnel have an obligation to make sound business decisions and to take action they reasonably believe to be in the best interests of 8x8, without the influence of personal interests or gain. The Company requires you to avoid any conflict, or even the appearance of a conflict, between your personal interests and the interests of our company. A "conflict of

Some activities that could represent conflicts of interest

- *Owning, directly or indirectly, a significant financial interest in any entity that does business, seeks to do business, or competes with 8x8.*
 - *Holding a second job that interferes with your ability to do your regular job.*
 - *Employing, consulting, or serving on the board of a competitor, customer, supplier, or other service provider.*
 - *Hiring a supplier, distributor, or other agent managed or owned by a relative or close friend.*
 - *Soliciting or accepting any cash, gifts, entertainment, or benefits that are more than modest in value from any competitor, supplier, or customer.*
 - *Taking personal advantage of corporate opportunities.*
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FAQs

Q: *May I hire my brother to do some contract work for 8x8 if his rates are the best rates available?*

A: No. Our company generally prohibits business dealings with employee's family members. Regardless of your brother's rates, we will not hire him to perform services under a contract if he will be working under your supervision or if you have any influence over the decision to employ him.

interest" exists when an individual's private interest interferes with or appears to interfere with the interests of the Company. A conflict of interest can arise when the individual takes actions or has interests that may make it difficult for him or her to objectively and effectively perform his or her work for the Company. Conflicts of interest also can arise when the individual, or a member of his or her family, receives improper personal benefits because of his or her position in the Company.

Unless approved by the Board, neither you nor any member of your immediate family can acquire a financial interest in, or accept employment, or consult with, an entity doing business with the Company if the interest or employment could conflict with your duties to the Company and the performance of such duties. For example, it is usually a conflict of interest for Company personnel to work simultaneously for a competitor, customer or supplier as an employee, consultant or board member. It can also cause a conflict of interest to hire or directly supervise a family member or close friend. To understand how conflict of interest procedures will be applied in the recruiting, vetting, interviewing and hiring functions, please refer to the Company's Hiring Process Conflict of Interest Policy.

The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain unfair advantage with customers. You and your immediate family members cannot accept material gifts or favors (including, but not limited to, a loan or guarantee of a loan) that could create the appearance that your business judgment could be affected by the receipt of such gifts or favors. You and members of your immediate family, however, can accept gifts of nominal value from existing sources, prospective sources or persons, firms or companies with whom the Company does or might do business. In addition, you cannot offer gifts or favors to any employee, or a member of the employee's immediate family, of a competitor, supplier or customer if the gifts or favors might place the recipient under any obligation to you or to the Company. Please refer to Section 11 (Anti-Corruption)

FAQs

Q: *My daughter is seeking employment and has expressed an interest in working for 8x8. What is our company policy on this?*

A: If the hiring policy at the relevant 8x8 location allows it, your daughter can apply for employment with our company, as long as the position for which she applies does not report to you (and you would not be reporting to her). Her application will be evaluated according to the same criteria as all other applications. You cannot use your influence or position to affect the hiring process.

Q: *A friend asked me to invest in a company that will produce a product that might eventually be sold to 8x8. If my only involvement in the new company is financial, is it a conflict of interest?*

A: This has the potential to be a conflict, depending on your position with our company, the ability you have to influence 8x8's purchasing decisions, the amount of your investment, and the importance of our company as a future customer to the new company. Before investing, you should advise the Legal Department and your manager and obtain prior written approval.

Q: *My co-worker's son has just been hired for a job in our department. Does this represent a conflict of interest?*

A: We do have cases where relatives work in the same department. When this occurs, we ensure that raises and job performance evaluations are handled by someone independent and the situations are monitored on an ongoing basis to ensure objectivity and fairness.

and the 8x8 Gifts, Hospitality, Travel and Expense Policy for more information.

Conflicts of interest are prohibited as a matter of Company policy. Many potential conflicts of interest can be prevented or remedied by making full disclosure of the situation to your supervisor or functional leader. Our supervisors and leaders are responsible to ensure that the Company's interests are protected from conflicts of interest. You are required to bring any conflict of interest or potential conflict of interest to the attention of your immediate supervisor, the Company's General Counsel or other appropriate person as described in the Code. Conflicts of interest may not always be apparent, so if you have a question regarding whether a particular situation is a conflict of interest, you should consult with your immediate supervisor or the Company's General Counsel. Executive Officers or members of the Board should consult with a member of the Audit Committee of the Board, which consists entirely of outside, independent directors.

2. Corporate Opportunities

Company personnel cannot take personal advantage of opportunities discovered using corporate property, information or position. Company personnel cannot use corporate property, information, or position for personal gain, and cannot compete with the Company directly or indirectly. It is the duty and responsibility of all Company personnel to advance the Company's legitimate interests when the opportunity to do so arises.

3. Confidentiality

Company personnel must maintain the confidentiality of all confidential information received from 8x8 or its customers and suppliers, except when disclosure is authorized by an executive officer of the Company or compelled by disclosure laws or valid legal process. Confidential information includes all information that might be of use to competitors, or harmful to the Company or its customers or suppliers. It also includes information that customers, suppliers and other third parties have entrusted to 8x8. For example, confidential information includes financial documents,

FAQs

Q: *I will soon be leaving 8x8. What restrictions do I have about talking about the Company and my job after I leave?*

A: Your responsibility is the same as when you were still working at the Company. You may not talk about or share any information that is confidential, sensitive, proprietary or is material and has not been made public.

Q: *How do I know if something is a company trade secret or confidential?*

A: You should treat everything you learn about 8x8 and its business as a trade secret or confidential, unless it is obviously a matter of general public knowledge. A particular document or other material containing information does not need to be marked "trade secret" or "confidential" to be treated as such.

Q: *Out of curiosity, one of my co-workers called up the account records of a customer on his computer and shared it with some of us. Since all of us have access to this information on our own computers is this acceptable?*

A: No. Customer information is confidential and should never be accessed or used for anything other than business reasons. Sharing information with people who don't have a business reason to see it violates our Privacy Policy, as did accessing it for other than business purposes in the first place. In many countries, this activity may be unlawful.

FAQs

Q: *We hired a person who formerly worked for a competitor. She is aware of proprietary and confidential information about her former employer. Is it okay for her to share this information at 8x8?*

A: No. 8x8 policy prohibits disclosing proprietary, technical information and confidential business information about her former company. Even if it were accidentally disclosed, you cannot use the information. Simply stated, our company will treat proprietary and confidential information about other companies in the same way that we expect former 8x8 employees to treat our confidential information after leaving.

Q: *A competitor is constantly making misleading and disparaging comparisons with our services. What can I do to counter this?*

A: We expect our employees to compete vigorously and effectively but never unfairly. Therefore, you must make sure that any comparisons with the competition are fair and accurate. You should also contact the Legal Department, since certain legal remedies may be available to 8x8.

Q: *I would like to attend a competitor's meeting at a trade show, but I'm afraid they won't let me in if they know I'm from 8x8. May I use a fictional alias to attend?*

A: No. It's not appropriate to misrepresent your identity to gain competitive information. Consult with the Legal Department before attending.

pricing or vendor information, customer lists, corporate development materials, the cost of goods, personnel files, internal manuals and procedures, software code, product roadmap materials, videos and internal reports or memoranda. Information that the Company has made public, such as press releases, advertisements or documents filed with governmental regulatory authorities, is not confidential information. The obligation to preserve confidential information extends beyond the term of employment with, or service to, the Company. Furthermore, in addition to your ethical obligation to preserve the confidential nature of such sensitive information, you must abide by the terms of your proprietary information and assignment of inventions agreement with the Company. Employees should refer to the 8x8 Insider Trading Compliance Program, the 8x8 Employee Handbook and other applicable 8x8 policies for more information.

If you need to send confidential information outside 8x8, make sure there is a confidentiality agreement with the person receiving the information. Be cautious and thoughtful when sharing confidential information in writing including e-mails and during private conversations. Consider your surroundings when talking on a cell phone or in a public place. Contact 8x8's Legal Department if you need guidance or have specific questions.

4. Fair Dealing

The Company seeks to outperform its competition fairly and honestly through superior performance and not through unethical or illegal business practices. Company personnel must endeavor to deal fairly with customers, suppliers, competitors and colleagues. In addition, in most of the countries where we operate, strict laws are in force similar to antitrust laws in the United States and competition laws in the European Union prohibiting collusive or unfair business behavior that restricts free competition. United States antitrust and other countries' competition laws are quite complicated, and failure to adhere to these laws could result in significant penalties imposed on both the Company and the employees who violated the law. There are almost no circumstances allowed by law to enter agreements (written, verbal, informal, implicit or otherwise) with competitors to fix prices, bid rigging, terms of sale, production output, or to divide markets or customers. In addition, attempts to discriminate in prices or terms of sale among our customers, or to otherwise restrict the

freedom of our customers to compete, may sometimes be illegal. Legal issues may also arise if we refuse to deal with certain customers or competitors.

It is our responsibility to accurately represent 8x8 and our services in our marketing, advertising and sales materials. Deliberately misleading messages, omissions of important facts or false claims about our services, individuals, competitors or their products, services, or employees are inconsistent with our values. Sometimes it is necessary to make comparisons between our services and our competitors. When we do, we will make factual and accurate statements that can be easily verified or reasonably relied upon.

Company personnel cannot misappropriate proprietary information of a third party, possess trade secret information obtained without the owner's consent, or induce such disclosures by past or present employees of other companies. You may not take unfair advantage of anyone through manipulation, concealment, abuse of confidential or privileged information, misrepresentation of material facts or any other intentional unfair practice. The knowing or deliberate falsification of any documents or data in connection with service to the Company will be the basis for immediate discharge and may subject the violator to civil and/or criminal penalties.

5. *Protection and Proper Use of Company Assets*

Company personnel must endeavor to protect 8x8's assets and property and ensure their efficient use. Theft, carelessness, and waste have a direct adverse impact on the Company's profitability. All payments with 8x8 funds require approval by an authorized officer who has knowledge of the purpose of the payment, adequate substantiation of the identity of the payee and written contracts establishing the payment obligation. Our signature authorization policy is an important control to prevent theft, carelessness and corporate waste. Exceeding or circumventing the Company's signature authorization policy is a violation of the Code. Company personnel must report any suspected incident of fraud or theft immediately for investigation. Moreover, Company personnel must use all assets and property of 8x8 only for legitimate business purposes.

Inappropriate use of 8x8 resources include

- *Hacking*
 - *Pirating software or video/audio files*
 - *Soliciting*
 - *Distributing literature for outside entities*
 - *Sending inappropriate e-mail*
 - *Accessing inappropriate web sites (such as those advocating hate, violence, sexually explicit material, or promoting illegal activities)*
 - *Distributing confidential, proprietary or trade secret information of 8x8 outside the Company.*
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8x8 provides an array of information and technology resources intended to maximize efficiency in carrying out your job such as: e-mail, laptops, licenses for various computer applications and cloud software services, network equipment, connectivity to the public internet, an intranet, cell phones, other wireless communication devices, telephones, and voice mail systems. Please remember that these tools are Company property and must be used in a manner that reflects positively on 8x8 and all who work

here. Occasional, limited personal use of these resources is permitted, but cannot interfere with your work performance, or the work performance of your colleagues. We cannot tolerate inappropriate or illegal use of these assets and reserve the right to take appropriate disciplinary actions, as needed, up to and including termination of employment. 8x8 reserves the right to monitor and inspect, without notice, the use of its information and technology resources.

The obligation of Company personnel to protect 8x8's assets extends to 8x8's intellectual property. Intellectual property includes trade secrets, patents, patent applications, trademarks, and copyrights, as well as business, marketing and service plans, logos, engineering and manufacturing ideas, designs, databases, records, salary information and any non-public financial data and reports. Unauthorized use or distribution of this information violates Company policy and may subject the violator to civil and/or criminal penalties. 8x8 requires that its employees not participate or post communications regarding 8x8, its business, or its products and services, nor represent themselves as an employee of, or otherwise affiliated with, 8x8 or as someone who otherwise speaks on behalf of 8x8, in any online chat rooms, online forum, social media or similar outlets unless authorized by the Company. Employees should refer to the 8x8 Employee Handbook, including the Social Media and Electronic Communication Systems Policies, for more information.

6. Compliance with Laws, Rules and Regulations

Company operations and Company employees are subject to the laws of many countries and other jurisdictions around the world. Company personnel must respect and obey the applicable laws, rules and regulations of the cities, states, provinces, territories and countries in which the Company operates. If a provision of the Code conflicts with applicable law, the local law controls. Violating relevant laws, regulations, or this Code, or encouraging others to do so, exposes 8x8 to risk, including risk to its reputation, and may result in disciplinary action up to and including termination of employment. You should understand that violations of laws or regulations may also result in legal proceedings and penalties including, in some circumstances, civil and

FAQs

Q: *My family and friends often ask me about 8x8 and whether they should buy the stock. Usually I tell them what I know about our business and suggest that they buy it. Is this a problem?*

A: It could be. The same rules about inside information apply whether you buy or sell stock yourself or if you give the information to someone else. If a relative or friend buys or sells stock based on non-public information or non-public “tips” that you give him or her, both of you could be liable for violation of securities laws. As long as you do not provide material inside information or make recommendations based on material inside information or “tips,” it is up to you whether to recommend 8x8 stock. Remember that it is sometimes difficult to separate inside information from public information.

Q: *I overheard in the cafeteria that Vendor XYZ is planning to acquire another large company. Can I buy or sell Vendor XYZ shares or shares or options of the other company?*

A: No. The fact that you were not specifically given the information to do your job doesn't matter. The prohibition against trading applies to any information you obtain -- regardless of how you obtained it.

criminal penalties that could affect you personally, in addition to a risk of adverse consequences to 8x8.

Company personnel should contact the Company's General Counsel with any questions as to the applicability of any law, rule or regulation or the appropriate manner of compliance therewith.

7. *Insider Trading*

Company personnel who have access to confidential information cannot use or share such information for stock trading purposes or for any other purpose except the proper conduct of the Company's business. You are prohibited from trading or enabling others to trade 8x8 stock or stock of another company – such as a customer, supplier, competitor, potential acquisition or alliance – while in possession of material nonpublic information (“inside information”) about that company. Material information is any information that an investor might consider important in deciding whether to buy, sell, or hold securities. Information is considered non-public if it has not been adequately disclosed to the public.

All Company personnel are subject to the Company's policies on insider trading and confidentiality,

Examples of information that could be material

- *Information about possible business deals, such as a merger, purchase, sale, or joint venture.*
 - *Financial results.*
 - *Important management changes.*
 - *Significant service developments.*
 - *Gain or loss of a significant customer or supplier.*
 - *Major lawsuit or regulatory investigation.*
 - *Any other information that may positively or negatively affect the stock price of 8x8 or any other company.*
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including but not limited to the 8x8 Insider Trading Compliance Program, in effect from time to time. Insider trading is a crime and can lead to criminal and civil fines,

FAQs

Q: *My supervisor makes several of us uncomfortable with rude jokes and comments. What should I do?*

A: Talk to your manager about how you feel. If you are uncomfortable talking directly to your manager, talk to another manager, or someone in Human Resources. We will not stand for harassment or a hostile work environment in which employees feel threatened or intimidated.

Q: *My boss talks frequently about her religious beliefs. This makes me uncomfortable because I think religion is a personal issue. What can I do to stop this without damaging my relationship with her?*

A: Discussions of religion are highly personal. Talk to your boss and tell her how you feel. If your boss continues to discuss the subject with you against your wishes, report the behavior to your department head, the Human Resources Department, or any of the other resources listed in the Code.

Q: *During a department presentation I asked a question. I felt the response I received was abusive and I felt humiliated -- others laughed.*

A: We encourage open communication, differing opinions on issues and healthy debate when decisions are being made. However, when we disagree it must be done professionally and respectfully. Talk to the individual who made you uncomfortable or contact your manager or someone in Human Resources.

penalties and charges against the Company and the violator. If you have any questions regarding non-public information and the use of such information or the Company's policies on insider trading and confidentiality, you should contact the Company's Chief Financial Officer or General Counsel.

8. Discrimination and Harassment

Having a diverse workforce made up of team members who bring a wide variety of skills, abilities, experiences and perspectives is essential to our success. We are committed to the principles of equal employment opportunity, inclusion and respect. All employment-related decisions must be based on Company needs, job requirements and individual qualifications. The Company requires strict adherence to its policies and applicable laws regarding equal employment opportunities and discrimination in the workplace.

The Company will not tolerate illegal discrimination or harassment (verbal, visual, physical or otherwise) against anyone -- team members, customers, business partners or other stakeholders. Your behavior and correspondence with colleagues, competitors, suppliers and customers always must be conducted free of any discrimination. This includes any conduct based on race, color, creed, religion, age, sex, sexual orientation, gender identity, national origin, marital status, veteran status, disability or any other status protected by the laws or regulations in the locations where we operate. We comply with laws regarding employment of immigrants and noncitizens and provide equal employment opportunity to everyone who is legally authorized to work in the applicable country. Employees should refer to the 8x8 Employee Handbook Anti-Harassment Policy for more information. Report suspected discrimination or harassment right away to your department head or the Human Resources Department, and never retaliate against anyone who raises a good faith belief that unlawful discrimination has occurred.

9. Health and Safety

The Company strives to provide all Company personnel with a safe and healthful work environment. You share responsibility for maintaining a safe and healthy workplace by following safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions.

To preserve employee safety and security, weapons, firearms, ammunition, explosives and incendiary devices are forbidden on Company premises or in our company vehicles. The Company will not tolerate violence or threatening behavior in the workplace. Behavior that threatens the safety of people or property, or has the potential to become violent, should be immediately reported to your supervisor, Security, HR, or the 8x8 Ethics and Compliance Helpline.

In addition, Company personnel are required to report to work in condition to perform their duties, free from the influence of illegal drugs or alcohol. The Company will not tolerate the use, possession, sale or distribution of illegal drugs in the workplace. While moderate consumption of alcohol at Company-sponsored events is permitted, we expect that our personnel will act responsibly, including relying on designated drivers, taxis or ride sharing services to ensure safe transportation home following such an event. Legal or illegal substances shall not be used in a manner that impairs a person's performance of assigned tasks. Employees should refer to the 8x8 Employee Handbook, including the Alcohol and Drug Policy, for more information.

Examples of prohibited activities

- *Making, or asking others to make, false, misleading, or artificial entries on an expense report, time sheet or any other report.*
 - *Giving false quality or safety results.*
 - *Recording false sales or recording sales outside of the time period they actually occurred.*
 - *Understating or overstating known liabilities and assets.*
 - *Delaying the entry of items that should be current expenses.*
 - *Hiding the true nature of any transaction.*
 - *Providing inaccurate or misleading information for company benefit programs.*
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10. Record-Keeping

The Company requires honest and accurate recording and reporting of information in order to make responsible business decisions, ensure legal and ethical business practices, and prevent fraudulent activities. You must document and record accurately all of your business expenses. If you are unsure whether a particular expense is legitimate, you should ask the Company's Chief Financial Officer. Executive Officers or members of the Board should confer with a member of the Audit Committee. Rules and guidelines regarding business expenses are available from the Company's accounting department.

All of the Company records must be maintained in reasonable detail, must be complete, accurate, and reliable in all material respects in order to reflect the Company's transactions and must conform both to applicable legal or accounting principles and to the Company's system of internal controls. Company records include booking information, payroll, timecards, travel and expense reports, e-mails, accounting and financial data and statements, measurement and performance records, electronic data files, and all other records maintained in the ordinary course of our business. There is never a reason to make false or misleading entries. Unrecorded or "off the books" funds or assets cannot be maintained unless permitted by applicable laws or regulations.

If you have reason to believe that any of our company's books and records are being maintained in a materially inaccurate or incomplete manner, you are required to report this immediately to your manager, the Chief Financial Officer, the Legal Department, or the Ethics and Compliance Helpline. We rely on you to come forward if you feel that you are being pressured to prepare, alter, conceal or destroy documents in violation of our company policy. In addition, you must report to any of the individuals mentioned above if you have any reason to believe that someone has made a misleading, incomplete, or false statement to an accountant, auditor, attorney or government official in connection with any investigation, audit, examination or filing with any government agency or regulatory body.

Furthermore, our records are our corporate memory, providing evidence of actions and decisions and containing data and information critical to the continuity of our business. Records consist of all forms of information created or received by 8x8, whether originals or copies, regardless of media. Examples of company records include paper documents, e-mail, electronic files stored on disk, tape or any other medium (CD, DVD, USB data storage devices, etc.) that contains information about our company or our business activities. All records are the property of 8x8 and should be retained in accordance with the Company's Document Retention Policy. Any questions concerning the Company's Document Retention Policy should be directed to the Company's Chief Financial Officer.

Company personnel must avoid exaggeration, derogatory remarks, guesswork or inappropriate characterizations of people and companies in business records and communications. This prohibition applies equally to e-mail, internal memos and formal reports.

FAQs

Q: *I'm concerned about reporting a suspected fraud. What if I am wrong and it gets me in trouble, or I hurt someone's reputation?*

A: We do not hold employees accountable for reports made in good faith, even if they turn out to be unfounded. We are careful when looking into alleged wrongdoing to ensure that employee's reputations are protected. Investigations are conducted in an objective, fair and confidential way. We encourage you to talk to your manager first to help decide the best course of action.

Q: *I routinely delete my e-mail messages. I just found out that 8x8 may be sued, and I remember that I recently deleted several e-mails that may be relevant. What should I do?*

A: Alert your manager and/or the Legal Department and contact the information technology personnel that service your area. It is frequently possible to restore recently deleted computer files (including e-mail).

Q: *My manager has asked me to shred documents or delete e-mails related to a project handled by my department. Is this a proper request?*

A: The destruction of documents and e-mails in the ordinary course of business is permissible if done in accordance with our company's Document Retention Policy and if there is no knowledge of any ongoing or imminent lawsuit, investigation, audit, or examination to which the documents may relate.

FAQs

Q: *We use a third-party vendor to verify financial information provided by customers. The vendor asked us to increase our payments to allow him to verify the authenticity of tax documents provided by these customers with local government tax officials. I suspect that he wants to pass this money on to the local tax officials to obtain confidential information. What should I do?*

A: If you suspect that our agent is making improper payments to a government official on behalf of 8x8, we are under an obligation to investigate whether this is the case and to halt such payments. You should report your suspicions to the Legal Department.

Q: *Can a foreign company pay for my travel to visit their facilities in the foreign country?*

A: Yes, that is fine. Travel must be directly related to promoting, demonstrating, or explaining our services or executing or performing a contract. The amount should also be reasonable in light of the business purpose. The other company should not pay for a side trip to Vegas or a shopping trip in Paris. Entertainment must be proportional to the business purpose of a trip. Gifts must not be provided as a quid pro quo for any official action or in the form of cash or monetary equivalents. Gifts must be permitted under local laws of the host country, customary, in type or value, in that country, given openly and not secretly, and accurately reflected in 8x8's books, records, and accounts.

Q: *I work in Europe, and a business contact gave me an expensive crystal bowl in recognition of a new contract. May I accept it?*

A: Gifts should be in good taste, not used to gain influence and nominal in value (\$100 or less in value and never in cash). Consider whether public disclosure of the gift would embarrass our company. If so, return the gift and explain that accepting it is against our gift policy. Gift giving customs vary by country, so if returning the gift would cause embarrassment or be impractical, discuss the gift with your manager, arrange to donate it to charity or turn it over for company use. When appropriate, explain our gift policy to the person giving the gift. If you have questions about gifts, talk to your manager or managing director.

11. Anti-Corruption

The Foreign Corrupt Practices Act and UK Bribery Act prohibit bribery, kickbacks, and other improper payments. No 8x8 employee, officer, agent, or independent contractor acting on our behalf may offer or provide bribes or other improper benefits in order to obtain business or an unfair advantage. A bribe is defined as directly or indirectly offering anything of value (e.g., gifts, money or promises) to influence or induce action or to secure an improper advantage (including obtaining or regaining business). This includes bribes to private individuals and officials of foreign governments or foreign

“Anything of value” includes

- *Cash*
 - *Gifts*
 - *Meals*
 - *Entertainment*
 - *Travel and lodging*
 - *Personal services*
 - *Charitable donations*
 - *Business opportunities*
 - *Favors*
 - *Offers of employment*
-

political parties or candidates for foreign political office.

Our reputation for integrity is more important than the profit from any contract. If 8x8 cannot obtain a contract without paying a bribe, you should report the matter to your supervisor and the Legal Department and walk away from the deal. Kickbacks, bribes, rebates or other illegal consideration are prohibited, and must never be offered, given or accepted by any Company personnel. In addition, all Company personnel dealing with government agencies must be aware of, and comply with, any agency rules limiting or prohibiting gifts or other favors. Facilitation payments – payments generally requested in connection with obtaining ordinary

FAQs

Q: *A distributor is required to have a license to sell our services. This process can take 12 months, but the distributor suggests he can expedite it if we are willing to pay the approving agent an extra amount. May I pay the extra cost?*

A: This is a payment to a government official and is likely prohibited. It will need to be reviewed in advance by the legal department and your managing director. It does not matter that the payment may be made by our distributor. It is still attributable to our business.

Q: *I have heard that we are asking for gifts from vendors to help a local charity in our community. Is this an acceptable practice?*

A: No. It is not acceptable to ask for a gift or favor under any circumstances. We do not want our vendors to think that their business with our company depends on gift giving.

Q: *I've been asked to participate in a local customer-sponsored golf event. May I attend the event?*

A: This kind of business entertainment is acceptable, because it builds your relationship, it can generate goodwill, and it is not lavish. Always consider whether the event would influence or appear to influence a decision about the customer. Also consider whether it has a business purpose, how it appears to employees and others, and whether attendance benefits our company. If it requires travel, you need to talk to your manager.

FAQs

Q: *A vendor has offered me free tickets to a sporting event that I really want to attend. May I accept?*

A: Maybe. The most important consideration when deciding whether to accept a gift or paid-for entertainment, such as tickets to a sporting event, is whether receiving it could (i) compromise or appear to compromise your ability to make objective and fair business decisions, or (ii) influence or appear to influence a business relationship. For this reason, business entertainment must be moderately scaled and intended only to facilitate business goals. These are, of course, facts and circumstances inquiries. Relevant factors include, among other things, the fair value of the gift or entertainment, whether the vendor will be present at the event, the frequency of gifts and entertainment received from the vendor, whether the vendor is paying for travel, lodging, and meals associated with the event, and the status of 8x8's business relationship with the vendor. Consequently, if you are offered a gift or paid-for entertainment (including business entertainment) of more than nominal value from a vendor, prospective vendor, or any person with whom 8x8 does or may do business, you must inform your manager and, if appropriate, seek advice from the Legal Department. You may not accept any such gift or entertainment without your manager's prior written consent.

licenses, work permits, processing of visas and other similar customary governmental services –

You are prohibited from offering, accepting, or receiving a gift or entertainment if it:

- *Is in cash*
 - *Is not consistent with customary business practices*
 - *Is extravagant in value*
 - *Can be construed as a kickback, bribe or payoff in violation of any law, including the U.S. Foreign Corrupt Practices Act and UK Bribery Act*
 - *Violates any other laws or regulations*
 - *Could cause embarrassment to or discredit 8x8 if disclosed.*
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are not permitted by 8x8.

Modest gifts, favors, and entertainment are often used to strengthen business relationships. However, no gift, favor or entertainment should be accepted or given if it obligates, or appears to obligate, the recipient, or if it might be perceived as an attempt to influence fair judgment. In general, unless you have supervisory approval you should not provide any gift or entertainment to customers, suppliers, or others that you would not be able to accept from a customer, supplier, or other applicable parties. Employees should refer to the

8x8 Gifts, Hospitality, Travel and Expense Policy for more information. Contact the Legal Department before providing any gift or entertainment to a public official.

The Company cannot contribute, directly or indirectly, to any political campaign or party. Company personnel cannot use expense accounts to pay for any personal political contributions or seek any other form of reimbursement from the Company for such contributions. Of course, you are free to engage in political activity with your own resources on your own time.

12. Anti-Money Laundering

Money laundering is a global problem with far-reaching and serious consequences. Money laundering is the process of converting illegal proceeds so that funds are made to appear legitimate, and it is not limited to cash transactions. Complex commercial transactions may hide financing for criminal activity such as terrorism, illegal narcotics trade, bribery, and fraud. Involvement in such activities undermines our integrity, damages our reputation and can expose 8x8 and individuals to severe sanctions.

Our company forbids knowingly engaging in transactions that facilitate money laundering or result in unlawful diversion. We take affirmative steps to detect and prevent unacceptable or illegal forms of payment and financial transactions. Anti-money laundering laws of the United States and other countries and international organizations require transparency of payments and the identity of all parties to transactions. We are committed to full compliance with anti-money laundering laws throughout the world

Be Alert For

- *Requests for cash payment, travelers checks or checks from an unknown third party*
 - *Complex payment patterns*
 - *Unusual transfers to or from countries not related to the transaction*
 - *Customers who seem eager to avoid recordkeeping requirements*
 - *Transactions involving locations previously associated with money laundering or tax evasion*
 - *Transactions which are inconsistent with usual business practices, or which do not match the customer's or client's normal pattern of activity*
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FAQs

Q: *A customer has requested that we invoice a third party in a different country for payment. The country has a free trade zone and is noted for product diversion. The customer also suggested it make payment in cash on some invoices. Should I change invoicing and accept payment?*

A: No. This activity looks suspicious, and money laundering may be involved. The finance and legal departments should be notified of this request. In general, cash is not an acceptable form of payment, and payments should not be made to third parties. You should know your customer, its reputation, and business practices. You should not do business with this customer in this manner and should stop business until a thorough background check is conducted.

and will conduct business only with reputable customers involved in legitimate business activities and transactions.

13. Data Protection and Security

8x8 is committed to respecting the privacy rights of individuals, complying with all applicable privacy and data protection laws and demonstrating through our actions that individuals can trust us with their personal information. All Company personnel must comply with our 8 Privacy Principles whenever collecting, holding or using personal information. All Company suppliers who process personal information on the Company's behalf must also be contractually required to process such information in accordance with the Company's instructions and applicable law.

Personal information is any information relating to an identified or identifiable individual (i.e. it is possible to identify who the information relates to). All Company personnel must respect the privacy, security and confidentiality of any personal information that they handle in the course of their duties. This includes personal information about our customers, staff (and their families), suppliers, and any other individuals.

Our 8 Privacy Principles

- 1. We will only collect and process personal information in accordance with applicable data protection laws.*
 - 2. We will always process personal information in accordance with individuals' reasonable privacy expectations and be transparent about what personal information we process and why by giving privacy notices to individuals.*
 - 3. We will always ensure that we have a lawful basis for using personal information and obtain the individual's consent, when required by applicable law or the Company otherwise considers it appropriate to do so. We will only use personal information in a way that is consistent with the purposes for which it was collected and what we tell people in our privacy notices.*
 - 4. We will keep the personal information we collect to a minimum and retain it for no longer than it is needed.*
 - 5. We will take every reasonable step to ensure that the personal information we retain is accurate and up to date.*
 - 6. We will take appropriate technical and organizational steps to keep personal information secure and will not give access without proper authorization based on a business-related need.*
 - 7. When applicable, we will respect individuals' data protection rights including to access, erase or correct their personal data or to object to the use of their data, and their rights in relation to direct marketing. We will always process data subject requests swiftly and efficiently.*
 - 8. When we process personal information internationally, we will comply with applicable data export requirements (for instance, by having appropriate contract terms in place).*
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The Company's 6th Privacy Principle requires us to take appropriate steps to keep personal information secure, including steps to protect it from unauthorized access or disclosure and from accidental destruction, loss, damage or other unauthorized processing. Any security incidents must be reported by Company personnel to Information Security immediately. The Company will act promptly to address incidents that affect personal information, minimize harm to individuals and their data and comply with personal information breach reporting laws.

All Company Personnel must comply with the Company's 8 Privacy Principles, Internal Data Handling Policy, Personal Data Breach Reporting Policy and information security policies. Company personnel who fail to do so put the security of personal information at risk and non-compliance may amount to misconduct which could lead to disciplinary action up to and including termination of employment.

This risk could cause harm or distress to affected individuals, put 8x8 in breach of its responsibilities under data protection laws, and expose the Company to significant fines, claims, reputational damage and loss of trust. In certain circumstances, misuse of personal information by Company Personnel in breach of the Company's policies and applicable law may also constitute a criminal offence.

If you have any questions or concerns about sharing or using personal information, please contact your supervisor and or the Legal Department.

FAQs

Q: How do I know if information is personal?

A: Personal information is any information that relates to an identified or identifiable person. An identifiable person is one who can be directly or indirectly identified including through a unique identifier (such as a name, ID number, location, online identifier, IP address) or a particular characteristic about that person (such as a physical, physiological, genetic, mental, economic, cultural or social characteristic). For example, a spreadsheet containing salaries and employee numbers is personal data even if it doesn't include names because it may be possible to identify an individual employee from the information.

Q: Do higher standards apply to certain types of personal information?

Our 8 Privacy Principles apply to all types of personal information but some types of personal information (such as health data, financial information or information about race, ethnicity or religious beliefs) may be subject to higher standards due to their more sensitive nature. These could include legal standards or our own internal standards (such as 8x8's security standards).

FAQs

Q: What should I do if I have sent an email copying in the wrong addressee?

A: Whether or not personal information is involved, the Information Security team may be able to help recover misdirected emails. If you believe that personal information (even if it only consists of an email address or email signature) has been accidentally disclosed, you must immediately notify the Information Security team – see the Personal Data Breach Reporting Policy for more information. 8x8 may have a duty to report security incidents that affect personal information to regulators and individuals, potentially within very short timeframes.

14. Disclosure

The information in the Company's public communications must be full, fair, accurate and understandable, and disclosures of material non-public information must be made on a timely basis as required by applicable laws and regulations and the rules of any exchange on which the Company's securities may be listed. Employees at all levels of the organization must comply with the Company's disclosure controls and procedures and internal controls for financial reporting. Any questions concerning the Company's disclosure controls and procedures and internal controls for financial reporting should be directed to the Company's Chief Financial Officer.

15. Environmental Stewardship

We are committed to conducting business in an environmentally responsible manner and strive to improve our performance to benefit our employees, customers, communities, shareholders, and the environment. We use energy wisely and efficiently and employ technology to minimize any risk of environmental impact. Employees whose work affects environmental compliance must be completely familiar with the permits, laws, and regulations that apply to their work. All employees are responsible for making sure that Company business is conducted in compliance with all applicable laws and in a way that is protective of the environment.

16. Human Rights and Fair Labor

We are committed to upholding fundamental human rights and believe that all human beings around the world should be treated with dignity, fairness, and respect. We ask that our suppliers and direct contractors demonstrate a serious commitment to the health and safety of their workers, and operate in compliance with human rights laws. 8x8 does not use or condone the use of slave labor or human trafficking, denounces any degrading treatment of individuals or unsafe working condition, and supports our products being free of conflict minerals.

We are committed to following all applicable wage and hour laws and regulations. Anyone paid based on hours worked must report and record all time worked accurately in accordance with established local procedure.

17. Waivers of the Code of Business Conduct and Ethics

The Company will waive application of the policies set forth in this Code only where circumstances warrant granting a waiver based on the best interests of 8x8 and its stockholders. Any waiver of this Code for executive officers or directors requires the approval of the Board and must be disclosed promptly as required by applicable law, rules or regulations.

18. Amendments

This Code may only be amended by the Board. The Company must report promptly any amendments pertaining to executive officers or senior financial officers as required by applicable laws, rules or regulations.