

The TD SYNEX Code of Conduct

Our Shared Principles

A Note from Our CEO

On September 1, 2021, SYNEX and Tech Data merged to become TD SYNEX, one of the world's largest technology distributors. We deliver compelling technology solutions to a dynamic global marketplace. Intent on the success of our partners, shareholders and each other, we hold ourselves to the highest standards and deliver excellence every day.

As CEO, I am so proud of our people and our tremendous potential as a global team. Our two legacy companies complement each other well, allowing us to benefit from a broad pool of talent, resources, customers, locations, vendors and solutions. Perhaps most importantly, we benefit from the combination of two great cultures, both equally committed to doing business the right way.

We will harmonize our policies and procedures carefully over the coming months to ensure a seamless customer and co-worker experience. We want to make sure we take the best practices of both legacy companies, and we know that will require collaboration and time. In the meantime, **our core principles guide us as a single, unified team.**

This document details the core principles found in both our legacy Codes of Conduct that will form the foundation of a fully unified Code of Conduct which is currently being developed. These principles apply to all our co-workers, contractors, board members and channel partners.

Should we ever fall short of these principles, we will take swift action to address and correct the issue. That is why we ask every member of our community to speak up when they see something that isn't right by using any of the reporting options highlighted below. Remember, we do not tolerate retaliation in any form. We want you to speak up when you have concerns, and we will protect you when you do.

At TD SYNEX, we empower our global partners to achieve great outcomes with technology. Trust is why we thrive, and it's up to all of us to keep building that trust with every interaction.

Thank you for your ethical leadership. I look forward to everything we will accomplish together.



Rich Hume
CEO, TD SYNEX

Reporting Concerns

At TD SYNEX we speak up when we notice misconduct or illegal behavior. We know that speaking up early can stop a bad situation from getting worse. That is why we use open communication to reduce risk to the company, our co-workers, our partners and ourselves. And if we are asked to participate in an investigation, we are open and honest at all times.

If you have concerns regarding a violation of these principles or other policies, report them as soon as possible. You can talk to your manager, your leadership team, HR, Legal, or Ethics and Compliance. Alternatively, you can submit a concern to our Board's Audit Committee or through the [Ethics Line website or hotline](#). If desired, you can even report anonymously. If you do report anonymously, be sure to check back through the Ethics Line website or hotline on a regular basis to provide further details as needed.

You are always protected from retaliation when you speak up in good faith. There is zero tolerance for retaliation at TD SYNEX. If you believe someone has retaliated against you, you should report this immediately. Any act of retaliation is grounds for discipline, up to and including termination.

Our Principles

We Lead with Integrity

Leaders have a special responsibility at TD SYNEX. Leaders are an important resource for our co-workers to report concerns and they must promote an environment where everyone feels free to speak up, without fear of retaliation. Our leaders must listen carefully to any concerns reported to them and promptly report allegations of misconduct or any violations of our Code to our Legal or Ethics and Compliance departments for resolution.

We Follow the Relevant Policies and Laws

We follow the law everywhere we do business, including applicable standards and regulations on the development of our products and services, import and export regulations, data privacy and protection requirements, antitrust and competition laws, and other legal requirements.

In addition to these legal requirements, we follow the local and global policies put in place by our business to ensure compliance. If local law is more restrictive than these policies, we follow local law. If a local business practice conflicts with our policies, we follow our policies. When in doubt as to whether an activity is improper, we seek guidance. These commitments apply to everyone, and any exceptions must be approved by the Board.

We Offer a Safe, Respectful and Inclusive Workplace

We strive to be an employer of choice where co-workers can thrive. We have local policies and tools to ensure co-worker safety in the workplace and we encourage co-workers to speak up if they have any concerns. We do not tolerate harassment, bullying, or discrimination in any form.

We value diversity, and we prioritize inclusion in our work. We cultivate a trusting, inclusive environment where all people are welcomed. We take proactive steps to ensure our co-workers and business partners feel comfortable, valued and empowered.

We Value Basic Human Rights

We comply with the employment laws in all countries in which we operate, including minimum wage, overtime and maximum-hour rules. We believe that employment must be freely chosen, and we forbid human trafficking or forced, bonded or involuntary labor. We will not tolerate the exploitation of children or child labor.

We also respect an individual's freedom of association. Our co-workers can freely associate with whomever they choose. We can form unions, if desired, for collective bargaining purposes and to share ideas or concerns with management. We do not tolerate discrimination, harassment or retaliation against anyone who exercises their right to join a union.

We Respect our Shareholders and Resources

As a publicly traded company, we have a commitment to our shareholders to conduct our business efficiently and ethically. We expect our co-workers to follow laws that prohibit insider trading. We do not allow the theft or waste of company resources. We do not take away any opportunities from our company that are discovered through our work at TD SYNEX. We do not abuse our position for personal gain, and we do not compete with our company in any way.

We Keep Competitive Information Confidential

In our work at TD SYNEX, we sometimes have access to confidential information. This information could be used for insider trading or to limit free and fair competition in the market if we aren't careful. When we encounter confidential information, we take steps to keep it confidential. We do not discuss it where it might be overheard, we do not leave it unattended, and we never post confidential information on social media or external sites. We never share confidential information with anyone outside of TD SYNEX unless authorized by the relevant parties or if required by law.

We Report and Manage Potential Conflicts of Interest

We must be open and transparent about anything that could keep us from making decisions in the best interest of TD SYNEX. Even if we do not act on a potential conflict, the mere perception of a conflict of interest can be dangerous if it is not disclosed and properly managed.

That is why we proactively disclose any financial interests, external relationships, and outside opportunities that could appear to influence our decision-making at work. Personal relationships with co-workers must also be disclosed if either person could give or receive preferential treatment related to the other's career. Use our interactive [Conflict of Interest module](#) to create and send the disclosure form when needed.

While working for TD SYNEX, we may never work for any competitor, customer or vendor.

We Are Fair and Honest in Every Interaction

We compete fairly and are committed to being honest and accurate at all times. We ensure our financial disclosures are complete, fair, accurate, timely, and understandable. We never alter or misstate a financial record, keep transactions "off the books," or use fake transactions to hide misconduct. We succeed by offering great service and fair terms, and we will never conceal or misrepresent information to manipulate our business partners.

We Do Not Tolerate Bribery or Corruption

Anti-bribery laws, such as the U.S. Foreign Corrupt Practices Act and The UK Bribery Act, apply everywhere we do business. We follow these laws by never giving or receiving any kind of bribe, regardless of local law or custom. Nor do we hire a third party to do something that we cannot ethically or legally do ourselves.

This commitment influences how we can give and receive gifts as an organization. We cannot give or receive valuable gifts or entertainment that could be perceived as a bribe or create an apparent conflict of interest. Even lower value gifts can be problematic if given to a government official without proper review and approval. A small gift can also be a problem if it is given at the wrong time, like during a competitive bidding process. We can never give or receive any gifts, travel, meals or events that expect, or appear to expect, a business favor in return.

Because business gifts and entertainment can be complicated, we have specific policies and procedures to help in our legacy companies and local offices. We are working on a unified Gifts and Entertainment policy for all of TD SYNnex. In the meantime, we continue to follow our legacy policies and seek the required approvals when needed.

We Respect Personal Privacy

We value the privacy of our co-workers and business partners by taking appropriate measures when collecting, storing, using, or sharing personal data. We do not collect more data than necessary to accomplish our business purpose, and we dispose of personal data responsibly when it is no longer needed. We follow our IT policies and requirements to ensure personal data is stored securely, and we take care to ensure personal data is only shared with authorized parties using secure methods. We adhere to applicable data privacy laws everywhere we do business and use personal data with the necessary permission.

We Make Cybersecurity a Priority

We know our business partners look to us to help secure their IT systems and assets. That's why we follow cybersecurity best practices and international standards. We use best-in-class technology and processes to protect our company and our business partners. Co-workers are regularly trained to follow our policies and best practices regarding Privacy, Cybersecurity and IT Acceptable Use. We have strict IT standards to achieve confidentiality, integrity and availability of information. We design our IT systems to provide safe and secure use of that information, and we extend these best practices to our supporting partners. We only use approved TD SYNnex systems when conducting company business and never use company devices or networks for any illegal or unethical activities.

While we are constantly improving our organizational and technical measures to proactively stay ahead of emerging threats, we also rely on the security awareness of each co-worker to prevent threats and protect our company. We take special care when sending or receiving emails to prevent and detect common threats that could lead to data breach. If we suspect a phishing email, a potential data breach or any cyber threat, we must alert our Cyber Defense Center immediately, who will respond appropriately.

We Embrace Free and Fair Competition

We follow antitrust and competition laws everywhere we do business, and we never agree to any practice that could diminish free competition or harm the consumer. That means we never discuss markets, customers, territories or prices with our competitors or engage in joint behavior towards a customer or vendor. By the same principle, we will not facilitate or allow the indirect sharing of competitive information—like customer lists, prices, margins, or bids—between competitors. We never use our relationships in the market to artificially maintain or raise prices, and we exercise autonomy in setting our own resale prices.

If we are ever asked to participate in any practice that could result in reduced competition or cooperation between competitors, we must immediately contact the Legal department for assistance. If we ever receive a competitor's confidential information—even by accident—we delete the information, explain to the sender that we cannot receive such information in the future, and immediately alert the Legal department for further action.

We Hold Ourselves Accountable to These Principles

Not abiding by the spirit and the letter of our principles and policies can harm our company. Each of us must follow these principles and comply with our policies. Failing to do so may lead to disciplinary action, possibly including termination. If appropriate, we may consider legal action or refer matters to public law enforcement authorities for possible prosecution.

Our policies are no substitute for the ethical judgment of our community members.

We stop when something does not seem right and seek guidance from our leadership team, HR, Legal Affairs, or Ethics and Compliance. By doing business the right way, we build the trust of our channel partners with every interaction.

