

# Code of Conduct

Our Shared Principles



# The Code of Conduct is about us.



This Code is about us. It's a practical guide for our daily decisions and a clear statement of who we are as a company.

## A Note From Our CEO

TD SYNnex is 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. We benefit from a broad pool of talent, resources, customers, locations, vendors and solutions. But our success is built on more than great tools and knowledge. We succeed by demonstrating inclusiveness and integrity in every interaction.

We are a highly respected, reputable and trusted industry leader. Trust is why we thrive, and it is up to all of us to keep building that trust every day.

This Code is designed to help. It introduces a shared model of ethical leadership, and it gives every co-worker in our organization the tools they need to pause, consider and act when faced with an ethical decision.

The Code applies to all of us – including all of our co-workers and contractors around the world. Please read it, know it, and when something doesn't seem right, speak up. We need to hear when something is wrong so that we can work together to make it right.

I know you want to do things the right way, and that's hopefully a big part of why you've chosen to work with TD SYNnex. We depend on your ethical leadership, and I know you will deliver nothing less.

Rich Hume  
CEO, TD SYNnex



The Code applies to all of us – including all of our contractors and co-workers around the world. Please read it, know it, and when something doesn't seem right, speak up.

# Our Core Values

At TD SYNnex, our culture is shaped by our values.

## INCLUSION

### Your voice matters.

With diverse backgrounds, expertise and experiences, our co-workers make us who we are. When we seek to understand one another and recognize the power of the individual, we demonstrate respect and dignity; we learn, evolve and unlock potential to achieve outstanding results for our customers and win together.

This broad perspective is integral to our commitment to diversity, equity and inclusion.

## COLLABORATION

### We amplify strengths.

We meet the ever-evolving demands of our customers and the marketplace by bringing out the best in our people and our partners across every aspect of the supply chain.

When we leverage our collective expertise, listen well, support and inspire each other we do more than achieve our goals – we do great things.

## INTEGRITY

### Character counts.

Acting with honesty, transparency, respect and fairness builds trust. Trust fosters the entrepreneurial spirit and is a catalyst for innovation that drives outstanding results for our customers.

When we hold each other accountable to the highest standards, we create an open and honest environment that fosters creative ideas and brings value to our customers, vendors and each other.

## EXCELLENCE

### We win.

We deliver value to our customers and vendors through our strong work ethic and our commitment to excellence. We proactively seek opportunities and address challenges. We adapt quickly and execute confidently to maximize results for our partners and our business.



“TD SYNnex strives to be an employer of choice, where people bring their whole selves to our business. Our co-workers choose to work with us because of our resources, our people and our values-driven culture.”

**Beth E. Simonetti**

Executive Vice President,  
Chief Human Resources Officer



# Our Shared Principles

We have organized the content in this Code by the 10 Shared Principles that define ethical business conduct at TD SYNEX.

- p8 We lead with integrity
- p11 We speak up
- p14 We care
- p17 We offer a safe, respectful and inclusive workplace
- p21 We follow policies and the law
- p24 We build trust in our business relationships
- p29 We respect our shareholders and resources
- p32 We embrace free and fair competition
- p36 We respect personal privacy
- p38 We make cybersecurity a priority

If you are looking for a specific policy or reference point, you can find a detailed index of topics on the final page.

# How to use the Code.

No single document can provide guidance for every situation our co-workers encounter in their daily work. To help, we have included links to help you find additional policies, access useful resources, and identify helpful co-workers you can turn to for further support.

## HELPFUL CONTACTS



Here you will find email addresses and other contact details for TD SYNnex co-workers you can turn to for further advice and support.

## LEARN MORE



Use these links to access toolkits and interactive modules that provide easy, accessible guidance for the most common questions from our business.

## CHECK THE POLICY



Use these links to access full policies relevant to each topic. Our policies provide detailed guidelines for a wide variety of situations.



“This Code isn’t just a list of rules. It’s a user guide for driving our business forward the right way.”

Jean-Paul Durand  
Chief Ethics and Compliance Officer

# At TD SYNnex, we believe in transparency.

That's why we publish the same Code for everyone to see. That includes our active co-workers, as well as shareholders, business partners and potential new co-workers considering our team.

Many of the links found within this Code will only work for co-workers with an active TD SYNnex account, but we're happy to help if you have questions.

If you would like to learn more about our internal policies and resources, please email [ethicsandcompliance@tdsynnex.com](mailto:ethicsandcompliance@tdsynnex.com)



At TD SYNnex,  
integrity is one of  
our core values.

We have invested in policies,  
training and resources to help our  
company make the right decision,  
every time. But those resources  
mean nothing without you.

To maintain our unwavering  
commitment to integrity, we rely  
on the sound judgment and  
thoughtful decision-making of  
every global co-worker. That's  
what we call ethical leadership.



**We  
lead with  
integrity.**



# The Ethical Leadership Model

We expect every  
TD SYNEX co-worker  
to be an ethical leader.

Follow the three-step Ethical Leadership Model



## PAUSE

- The first step to being an ethical leader is to stop and notice when we are faced with a choice.
- We can't say "the customer asked me to" or "the vendor told me to" or "I was too busy to do the right thing."
- We own our choices, and we owe it to ourselves to get them right.



## CONSIDER

- What's best for TD SYNEX, our business partners and our community?
- Would it be okay if every TD SYNEX co-worker regularly did what I'm about to do?
- What do the relevant laws or policies require?
- How would I feel if this decision ended up on the front page of a newspaper?



## ACT

- Once we determine the right course of action, we must hold ourselves and our co-workers accountable to act. This means following through on any procedures or processes TD SYNEX has put in place to help us conduct business legally and ethically.
- It also means asking questions if we don't know the right course of action.

# Our Responsibility

At TD SYNEX, we hold ourselves accountable to our principles. That commitment starts with our managers and extends to every member of our community.

## As managers, we:

- Follow our Code to ensure compliance with our policies and the law.
- Listen to anyone who raises a concern with respect and compassion. If they are reporting a potential violation of our values, the law or our policies—including this Code – escalate to HR, Ethics and Compliance or Legal for further support.
- Never cover up or ignore misconduct.
- Never retaliate or allow retaliation against anyone.

Integrity is key to our success at TD SYNEX, so our managers must prioritize ethics and compliance on their teams. We encourage open discussion of compliance training and communication in team meetings. We praise co-workers for doing the right thing, the right way, and we make integrity and compliance a central component of our hiring and performance-management decisions. We are responsible for oversight in our business areas to identify any practices that could create risk for TD SYNEX. We work proactively to reduce risk wherever it is found.

## We must all hold ourselves accountable.

Whenever we fall short of our policies, values or shared principles, we put ourselves at risk. Our business partners must know they can count on us in every decision we make. Even a single violation of this Code can jeopardize that trust. It could also result in fines and civil or even criminal liabilities.

When we receive a report, we take action. We investigate all good-faith reports with qualified investigators. During the investigation, we communicate with the person who made the report and the appropriate levels of leadership. If we find unethical or illegal behavior, we will take corrective action. This can include termination. If appropriate, we will also refer cases to government authorities for further investigation.

## Waivers

Any waivers or exceptions to this Code must be disclosed to the applicable regional president along with the reason for the request. The request will also be reviewed by the Ethics and Compliance Department.



## HELPFUL CONTACTS

Our [Ethics Advisors](#) are a great resource for managers and co-workers. Located in offices around the world, these local co-workers can help you find useful ethics and compliance resources and answer common questions. They can also listen and escalate your concerns when you suspect a violation of this Code.

At TD SYNnex, 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.

If we have doubts, we reach out for help.  
And if we are asked to participate in an  
investigation, we are open and honest at  
all times.



We  
speak  
up.

# Speak up, we'll listen.

If you have a concern regarding a violation of this Code, report it as soon as possible.

You can talk to your manager, your leadership team, an Ethics Advisor, HR, Legal or Ethics and Compliance. Alternatively, you can submit a concern to our Board's Audit Committee or through the Ethics Line.

## The Ethics Line

The Ethics Line is available 24 hours a day, seven days a week to help you report your concerns. You can report online or find a local hotline number to report by phone. If you'd like, you can choose to report anonymously. However, please remember that we'll have no way of identifying you, and we may require additional information to help. If you report anonymously, note your **Report Key** and **Password**, then check back through the Ethics Line often to communicate with us.

## Non-Retaliation Statement

At TD SYNnex, we have zero tolerance for retaliation. We need to hear from you when you have concerns, and you are always protected from any form of retaliation when you speak up for what you believe is right. You don't need to know all the details before you can speak up. Your only obligation is to be honest and to participate in the investigation as needed. If your concerns aren't substantiated, that's okay. We still appreciate your genuine desire to help, and we'll still protect you from retaliation.



### HELPFUL CONTACTS

Email our [Ethics and Compliance](#) team if you have any questions.



### WANT TO LEARN MORE?

Visit the [Ethics Line](#) to learn more or report a concern.



### CHECK THE POLICY

Check out our [Speak Up and Non-Retaliation Policy](#) to learn more or report a concern.







“This is our company. If we ever make a mistake or fall short of our standards, it’s up to all of us, together, to make things right.”

**Marshall Witt**  
Chief Financial Officer

By reducing our carbon footprint and waste, and embracing a diverse and inclusive work environment, we are building the way for a more sustainable future.

After assessing our stakeholders' priorities, we launched a global Corporate Citizenship Program that focuses on:

- Environmental impact
- Social wellbeing
- Governance – This Code is an example of our approach to governance. We have well-established governance policies and principles, including a global Ethics and Compliance program.

These three principles are often referred to as ESG.

A woman with dark hair tied back, wearing a plaid shirt, is looking down at a laptop screen. The image is overlaid with a dark teal circular graphic on the left side.

# We care.

# Protecting our environment.

TD SYNnex has a vision for a vibrant, interconnected world with a focus on protecting the environment.

## Our Environmental Initiatives

We have committed to the science-based target initiative Business Ambition Pledge and plan to achieve net-zero greenhouse gas emissions in our global operations by 2045. We are committed to embedding a culture of sustainability across our organization, lowering our global carbon footprint, setting targets for our emission reductions, increasing our sustainability initiatives and supporting our customers and vendors to make similar improvements.

We use circular economy principles and partner with stakeholders to repair, refurbish and recycle IT products to reduce waste.

We report our environmental sustainability performance through CDP and are deploying environmental management systems to meet international standards, like ISO 14001.

These initiatives work together to help us minimize our environmental impact across all of TD SYNnex.

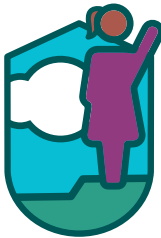


### WANT TO LEARN MORE?

For more details on our [Corporate Citizenship](#) program, please visit our website.

# Anyone can do great things with technology.

Our Diversity, Equity and Inclusion team has built great resources for our global co-workers, including an affinity-focused network of Business Resource Groups (BRGs) that allows co-workers to have meaningful and inclusive conversations, celebrate cultural differences, and develop skills to meet their personal and professional goals.



**ELEVATE**

Women's Resource Group



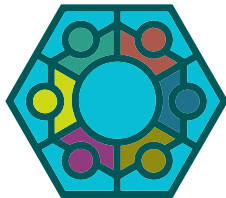
**BEACON**

Black Resource Group



**FUERZA**

Hispanic Resource Group



**EMBRACE**

Resource Group



**RISE**

API Resource Group



**SPECTRUM**

LGBTQ+ Resource Group



**PATRIOTS**

Veterans Resource Group

## Diversity, Equity and Inclusion

We believe anyone can do great things with technology — and “anyone” is the operative word. Our commitment to social responsibility starts with our co-workers, as you’ll read about later in this Code. We are proud to be recognized as a great place to work and as a leader in promoting and practicing diversity, equity and inclusion. We extend this commitment to our business partners and strive to build diverse partnerships in our local communities.

## Social Giving

Making an impact on local communities has been a point of pride for TD SYNnex throughout its history. We are continuing that commitment with a focus on children and education, health and wellness, and bridging the digital divide. We provide devices, digital skills training, internet connectivity and technical support to underserved communities. We encourage all our co-workers to volunteer time in their community, and our local offices support charities and non-profits around the world.

## Human Rights Statement

TD SYNnex is committed to complying 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.

**WANT TO LEARN MORE?**



Visit our site to learn more about our commitment to Human Rights at TD SYNnex.



**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.

This is business critical. We need diverse skills and perspectives to continue our company's success.



**We offer a  
safe, respectful  
and inclusive  
workplace.**

# Opportunity and Inclusion

## Providing Equal Opportunity

TD SYNnex follows the laws that prohibit discrimination in employment practices wherever we do business. We provide equal employment opportunities for everyone, and we never treat applicants or co-workers with any form of illegal bias.

## Fighting Harassment and Discrimination

No one at TD SYNnex should be subject to discrimination or harassment because of who they are as a person. We do not allow verbal or physical acts, emails, videos, pictures, jokes or slurs that make our co-workers feel harassed, bullied or unwelcome. This expectation also applies to our business partners and any outside events that we attend in the course of our business.

### Zero tolerance.

We provide reasonable accommodations for qualified co-workers with disabilities. We prohibit any form of harassment or discrimination on the basis of a legally protected status, including:

Race	Age
Gender (Sex)	Veteran Status
Pregnancy	Religion or Belief
Marital Status	Sexual Orientation
Mental Disability	Ethnicity
Color	Physical Disability
Gender Identity	Any other basis protected by law.
National Origin	

 [CHECK THE POLICY](#)

View our [Anti-Discrimination and Anti-Harassment Policy](#) on Policy Central to review the full expectations for acceptable conduct in our community, including your protections from any form of harassment or discrimination at TD SYNnex.

# Stand against inequality.

Diversity and inclusion are integral to TD SYNnex's culture. We cultivate a trusting environment where all people are welcomed, and we extend that commitment to our communities.

We must all take proactive steps to ensure our co-workers and business partners feel comfortable, valued and empowered — in every corner of our global footprint. We recognize that it's not just our words of compassion and empowerment that matter, but more importantly, our actions.

## A REAL-LIFE SCENARIO:



### PAUSE

Your manager made a joke in a team meeting that several of your co-workers found offensive. They told you afterwards in the breakroom that they feel highly offended by the remark, but your manager appears to have no idea.

What would you do?



### CONSIDER

- What's the difference between a bad joke and an offensive joke? How far does it have to go before it becomes harassment or discrimination?
- TD SYNnex thrives because of our diverse, inclusive community. We cannot allow words or actions that undermine that sense of community, and we are committed to reporting incidents and taking action when needed.
- In this scenario, the fact that a co-worker is offended is enough to warrant a discussion. If you don't feel comfortable discussing the situation directly with your manager, reach out to a trusted HR co-worker or an Ethics Advisor for guidance.



### ACT

If you accidentally offend a co-worker, don't make the situation worse by getting defensive! Intention matters, but so does the impact our words and actions have on others. Welcome the feedback and take it as an opportunity to grow. It takes courage for someone else to share their point of view. Show your courage by listening and avoiding similar mistakes in the future.



# Our Commitment to Safety and Quality

## We maintain our reputation by providing safe, quality products and services.

We always follow the quality processes and safety requirements of the locations where we work. We comply with all applicable standards and regulations regarding the development of products and services, as well as all laws and regulations designed to ensure safety in our workplaces.

### Prohibiting Substance Abuse

Substance abuse limits our ability to work safely and puts us all in jeopardy. We may never work while under the influence of alcohol, illegal drugs or misused medications that impair our ability to act safely. If a legally prescribed drug may be affecting your judgment or reaction time, discuss the situation with your supervisor or a Human Resources representative. If alcohol is provided at a business event, we always conduct ourselves professionally.

Our company recognizes that substance abuse and alcohol-related problems can be treated, and we can help with confidential support. Please inquire with HR to learn more.

### Preventing Violence

We do not allow actual or threatened violence against co-workers, visitors or anyone doing business with TD SYNnex. Every threat of violence is serious and must be reported immediately to security, management or local police, as appropriate for your location.



#### WANT TO LEARN MORE?



Our Life Empowerment Assistance Program (LEAP) offers timely, qualified assistance and support to help manage all of life's complexities, including substance abuse counseling. LEAP can be contacted toll-free, 24 hours per day, 7 days a week.



## At TD SYNnex, we play by the rules.

We follow the law everywhere we do business, including all applicable standards and regulations.

In addition to following all 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 follow policies and the law.

# Imports, Exports, and Trade Regulations

We are a global company. That means we have to pay careful attention to the rules and regulations that govern international trade.

Most countries have their own laws and legal requirements for imports and exports. These terms generally refer to the transfer of goods and services between countries, but exports can also include traveling abroad with company information, downloading software abroad or releasing source code or technical specifications.

As a technology distributor with a global footprint, we are committed to following import and export regulations at all times. We comply with all relevant sanctions and embargos.

## A REAL-LIFE SCENARIO:



### PAUSE

You just sold a high-value item to a new reseller in a foreign country. The item has both military and commercial uses, and the Regulatory Compliance team explains that we will need an export license to complete the transaction. When you call the reseller to request the necessary details, they cancel the order. The next day, they create an identical order listing a shipping address in another country.



### CONSIDER

- Our Regulatory Compliance team is here to enable compliance with international export controls, finance laws and regulations. When they tell us an export license is required, we have to listen.
- Items with both military and commercial uses are classified as “dual-use items” by governments like the United States and are often subject to more stringent export controls.
- In this example, the timing and context of the new order are a red flag. The Regulatory Compliance team can help you evaluate the situation and respond appropriately, but it certainly seems like the reseller is hiding the real destination in an attempt to avoid the required paperwork.



### ACT

If we see a red flag that a business partner is trying to circumvent international trade laws or regulations, we escalate our concerns immediately. It may hurt to lose a sale, but helping a customer violate trade laws or sanctions could hurt our business even more.

#### HELPFUL CONTACTS



International trade law can be complicated, but our Regulatory Compliance team works to make it as easy as possible. Check out their [team page](#) to find a local contact whenever you need support.

# Money Laundering

Sometimes, individuals or organizations try to hide illegal funds or make them look legitimate. This is called money laundering.

We are committed to following all anti-money laundering and anti-terrorism laws at TD SYNEX.

**Cooperating with money laundering schemes can result in large civil and criminal fines.**

To avoid becoming an unknowing accomplice, we remain on the lookout for any red flags, including:

- Requests to pay more than the agreed price
- Payments from an unusual account
- Requests to make payments in other currencies
- Requests to pay in cash
- Payments from a third party not related to the account

CHECK THE POLICY



Review our [Red Flag Determination policy](#) to understand the steps TD SYNEX co-workers are expected to take to spot and act on potential violations.



**At TD SYNnex, integrity is a competitive advantage.**

We are committed to being honest and accurate at all times. We do what is right, even when it isn't easy.

We succeed by building trusting relationships with our vendors and customers, and we will never conceal or misrepresent information to manipulate our business partners.

We only speak or act on behalf of TD SYNnex when we are authorized to do so. We always ensure our words and actions align with our policies, values and legal requirements.



**We build  
trust in our  
business  
relationships.**



# Accurate Books and Financial Records

We only use company funds for authorized business purposes.

We ensure our required disclosures are complete, fair, accurate, timely and understandable.

We do not alter or misstate a financial record, keep transactions “off the books”, or use fake transactions to hide misconduct. We do our best to ensure our transactions are properly documented, and we provide that documentation to internal auditors, external auditors or government officials, as needed.

## Accounting Principles

Whether it’s revenue, expenses, marketing funds or rebates, we record the details and purpose for each transaction. Our Accounting Department works with co-workers throughout our business to ensure our financial disclosures are complete, fair, accurate, timely and understandable. Together, we maintain compliance with the accounting standards, laws, rules and regulations that govern our financial accounting and reporting.

We all help ensure this compliance by following U.S. GAAP standards, as well as the internal accounting policies and processes that apply to our work.

## Signature Authority

To manage risk and empower our business, we delegate specific roles with the responsibility to commit company funds, enter into agreements, or approve expenditures on behalf of the organization. Specific requirements vary based on the type of activity, the financial amount and the location. Detailed authorization levels are documented in our Approval and Responsibility Matrix (ARM).



CHECK THE POLICY



Use the [ARM Policy Guide](#) to check the relevant authorization requirements for your specific situation and ask your manager if you have doubts.

# Partnering with Vendors

We respect the policies and expectations of our business partners.

If something doesn't feel right, we address our concerns proactively.

## Original Equipment Manufacturer

Our role in the supply chain is usually simple. We purchase products directly from the original manufacturer, and we sell directly to resellers. In some situations (excluding Hyve), we buy products from other sources or sell products to sub-distributors with full visibility.

### CHECK THE POLICY



Please refer to the [Verified Supplier Policy](#) for more information.



## Vendor Marketing Funds

We only use Marketing Development Funds for their intended purpose and agree to use funds for legitimate, lawful, well-documented, vendor-approved transactions. It might be the vendor's money, but once it passes through us, it's our responsibility to monitor and reconcile.

We confirm that the agreed services have been performed before invoice payment. If we have doubts or concerns, we communicate with the vendor and our internal Marketing team.

### CHECK THE POLICY



Full details can be found in the [Global Marketing Development Funds Policy](#).

### WANT TO LEARN MORE?



We also have ethical expectations for the vendors and suppliers we partner with. View our [Supplier Integrity Principles](#) to learn more.

# Partnering with Third Parties

The conduct of the third parties we engage with in our business also reflects on us.

A third party can be any company or individual who provides goods or services directly to TD SYNEX or to our customers or vendors on our behalf. We conduct appropriate due diligence to ensure that any money we pay to a third party is never used for fraud, bribery or corruption.

We will never allow a third party to engage in any conduct on our behalf that our policies or values would not allow us to perform ourselves.

## A REAL-LIFE SCENARIO:



### PAUSE

You need to engage a service provider to provide installation services for an end user. An important business partner recommends we use a specific provider, but you know the market, and you notice they charge much more than usual. They also won't commit to providing proof of performance after the work is done. What would you do?



### CONSIDER

When we engage a third party to perform a service on our behalf, we can be held responsible for their conduct. Unusually high costs could be a sign of a bribe or kickback. That would have serious consequences for us, even if we aren't aware of the bribery. Before working with any third party, we must:

- Confirm they are a legitimate business with a track record of performing similar services and check that their costs and documentation are appropriate.
- Follow our internal rules — including the relevant screening and onboarding policies — to ensure the third party meets our standards for ethics, compliance, IT security and data privacy.
- Obtain proof of performance to ensure the expected services were delivered, before we pay.
- Ensure we have sufficient documentation, including detailed invoices.



### ACT

It might be alright to engage the third party described in this scenario, but only if we can confirm why the costs are high and how the work will be documented. We cannot use this third party until those conditions are met. If you ever have doubts or questions, reach out to Ethics and Compliance.

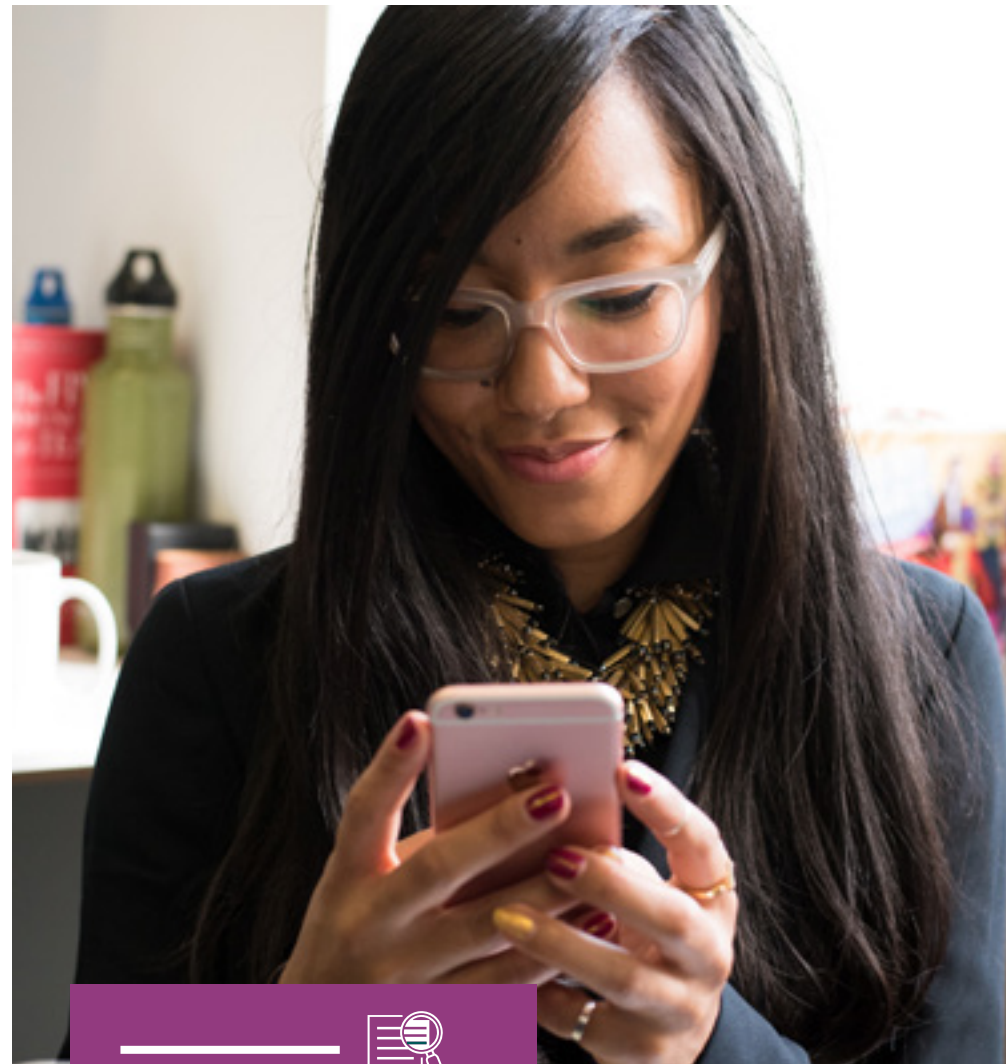
WANT TO LEARN MORE?



View our [Managing a Third Party toolkit](#) to learn more.

# Speaking on Behalf of TD SYNnex

We are careful when working with our business partners, attending public events or posting to social media, that our words and actions never reflect negatively on TD SYNnex. We ensure our words and actions are inclusive, ethical and professional.



CHECK THE POLICY



View our [Social Media Policy](#) to learn more.

## Authorized Spokespeople

Only designated spokespeople are approved to respond to or communicate with outside parties. This helps to avoid having our words taken out of context by the media or other external organizations.

- Requests from the media or for other types of external publication should be sent to the Global Public Relations Manager in the Corporate Communications Department for support.
- Requests from financial analysts and shareholders should be directed to Investor Relations.

## Social Media

When communicating on social media, our posts can reflect on TD SYNnex. Whether communicating internally or externally, we must be respectful and inclusive at all times, and we must not engage in any communication that violates our values or policies. We must also take care never to divulge confidential information.



**We do not take any action that unfairly harms our company, customers, suppliers, shareholders or fellow co-workers.**

As a publicly traded company, we have a commitment to our shareholders to conduct our business efficiently and ethically.

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 SYNnex. We do not abuse our position for personal gain, and we do not compete with our company in any way.

We also take care when we speak or act on behalf of TD SYNnex that we are only acting in accordance with our policies, values and legal requirements.

A man with a beard and short hair, wearing a dark blue button-down shirt, is smiling and looking off to the side. He is holding a large, light-colored cardboard box in front of him. The background is a warehouse with tall metal shelving units filled with boxes, slightly out of focus. The entire image has a dark teal overlay.

**We  
respect  
our shareholders  
and resources.**

# 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, personal relationships, outside opportunities or secondary employment that could appear to influence our decision-making or impact our performance at TD SYNEX.

We cannot accept compensation in any form from a competitor, vendor or customer while employed by TD SYNEX.

## A REAL-LIFE SCENARIO:



### PAUSE

You need to fill a vacant position on your team and the right skills and experience are essential. Luckily, you know the perfect candidate and she happens to be looking for a new job. She has years of experience and could hit the ground running on day one. There's only one problem... she's your sister-in-law. Could you make the hire?



### CONSIDER

We need to help you manage conflicts of interest as soon as possible. Stop and disclose if:

- You could cause TD SYNEX to engage in business transactions with relatives or friends.
- You could offer an unfair advantage to a co-worker or individual business partner as a result of your personal relationship, or they could give an unfair advantage to you.
- You are considering outside employment that could detract from your performance at TD SYNEX or be perceived as competing with us.
- You or a family member have more than a modest financial interest in our company's vendors, clients or competitors, or you are being offered unusual benefits or gains from any of our partners.



### ACT

As the hiring manager, you're in a position to offer your sister-in-law an unfair advantage. You must disclose the conflict, but that doesn't mean we won't be able to hire her if she is the best candidate for the role. Potential conflicts can usually be resolved once they are brought into the open. Early disclosure allows us to address potential conflicts before they affect our work or our reputation. We may work with you to change reporting lines in this case or move the hiring decision to someone else. If you disclose, we can give you peace of mind!

#### CHECK THE POLICY



Failing to disclose a potential conflict of interest is a violation of this Code. Use our interactive [Conflict of Interest Module](#) to disclose now, or visit the full [Conflict of Interest Policy](#) to learn more.

# Confidential Information

## Insider Trading

We sometimes have access to material non-public information about our company or other companies we do business with. We cannot buy or sell securities of our company or any other company based on material non-public information. Any information that a reasonable investor would consider important in deciding whether to buy, hold or sell securities of a company is considered material. If you provide a “tip” to someone who then buys or sells securities based on material non-public information received from you, both of you can be convicted of insider trading. Insider trading violations can result in job loss, as well as civil and criminal penalties and fines.

## Intellectual Property (IP)

We protect our IP and the IP of our business partners. TD SYNnex owns the IP we create in relation to our business, to the extent permissible by law. We have to be careful when using IP, like company names or logos, that could infringe on the owner’s rights. IP rights also apply to software. We follow licensing agreements when using third-party software, and we only use software properly licensed by TD SYNnex.



## Confidential Information

We do not use non-public information for personal gain by ourselves, our relatives or our friends. We also do not disclose any confidential information that may harm free competition or violate the trust of our business partners. This may include:

- Trade secrets
- Financial results
- Pricing plans
- Customer lists
- Sales figures
- Strategy documents
- New products or research
- Product defects, recalls or modifications
- Major leadership changes
- Impending bankruptcy or financial problems
- Mergers and acquisitions
- Significant litigation

## When we are trusted with confidential information, we take steps to keep it confidential.

- We do not discuss confidential information where it might be overheard.
- We do not leave confidential information unattended.
- We never post confidential information on social media or external sites.
- We never share confidential information with anyone outside of TD SYNnex unless authorized.

If we are authorized to disclose confidential information with a third party for a legitimate business need, we require that we always have an executed nondisclosure agreement (NDA) in place first. We do not accept another company’s NDA or accept changes to our own without approval from the Legal Department.



**We succeed by offering great service and fair terms in an open marketplace, and we will never seek to benefit from an unfair advantage.**

We do not engage in bribery or corruption in any form. This commitment also influences how we can give and receive gifts as an organization.

We do not engage in any activity that could reduce free competition or harm the consumer. We do not use confidential information for personal gain, and we don't disclose confidential information that could reduce competition or violate the trust of our business partners.

We follow all applicable antitrust and competition laws and laws that prohibit insider trading.



**We  
embrace  
free and fair  
competition.**



# Anti-Bribery and Anti-Corruption

## Anti-Bribery and Anti-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, receiving or soliciting any kind of bribe, regardless of local law or custom. And we will not hire a third party to do something that we cannot ethically or legally do ourselves. If we are ever asked to pay a bribe, we will decline and alert the TD SYNnex Legal Department immediately.

## Government Officials

We have to be extra careful when working with government officials to avoid any appearance of corruption. We follow all local laws and have our own limits and approval processes for any business courtesies provided for government officials. View the Government Officials section in our TD SYNnex Gifts and Entertainment policy to review the full requirements.



## What is a bribe?

A bribe happens when something of value is offered or changes hands to obtain an unfair advantage. A thing of value could be anything that is valued by the recipient, including:

- |                                |                          |
|--------------------------------|--------------------------|
| Cash payments                  | Gifts                    |
| Gift cards or cash equivalents | Entertainment            |
| Charitable donations           | Employment offers        |
| Loans                          | Confidential information |
| Travel expenses                |                          |

If it's offered or given with the intent or purpose to obtain an improper business advantage, it's a bribe. We do not tolerate bribery in any form. We will never make improper payments on our company's behalf or allow anyone else to commit bribery for us. We will never accept bribes of any kind.

### We also prohibit:

**Kickbacks:** The return of a sum already paid or due to be paid as a reward for awarding or fostering business.

**Facilitation Payments:** Fees or payments to a government official to expedite a government form or process.

The above restrictions do not apply to properly approved and documented rebate or discount programs or to official government fees with a legitimate receipt.

### WANT TO LEARN MORE?



View our full [Anti-Bribery and Anti-Corruption Policy](#) to learn more.

Wondering who counts as a government official? Visit our [Government Officials Toolkit](#) to confirm who applies and review the special steps that should be taken when working with these individuals.

# Gifts and Entertainment

Companies sometimes engage in entertaining business partners or providing small business gifts to build or strengthen working relationships.

We use good judgment, discretion and moderation in these situations. Providing gifts or entertainment is not appropriate if doing so makes us appear biased or as if we are attempting to influence a business decision. We must also refrain from providing any gifts or entertainment that could be seen as inappropriate or unethical.

## Usually OK

Small-value business gifts are usually okay, as long as they aren't given for the wrong reason or at an inappropriate time. Entertainment is usually okay too, as long as the host is present, the cost is reasonable, and the event is appropriate for work and incidental to a business discussion. We cannot solicit entertainment or provide entertainment solicited by our business partners. Discuss with your manager and our Ethics and Compliance team if you have doubts or questions.

- Promo items
- Flowers
- Food
- Reasonable meals
- Low-cost, readily available events or shows.
- Local conferences and marketing events with modest door prizes

Common sense still applies. If in doubt, double check or get approval first, even if it's listed above.

## Never OK

- Cash
- Gift cards
- High-value gifts
- Lewd or offensive gifts
- Vacations
- Extravagant meals
- Global sporting events or sold-out shows
- Soliciting gifts or entertainment



### CHECK THE POLICY



We have established an Annual Gift Limit for giving and receiving business gifts, including lower limits and stricter approval processes for government officials. Use our interactive [Gifts and Entertainment Module](#) to find guidance for a specific situation, or visit the full [Gifts and Entertainment Policy](#) to learn more.

# Antitrust and Competition Law

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 market strategies, customers, employee salaries or prices with our competitors. 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 engage in joint behavior with our competitors toward a customer or vendor.

We never use our relationships in the market to artificially maintain or raise prices, and we set our own resale prices independently.

## A REAL-LIFE SCENARIO:



### PAUSE

We are always undersold by a certain competitor. A co-worker suggests you email your contact at the vendor and ask them to talk to the competitor and help end the price war. What would you do?



### CONSIDER

This email could be seen as indirect price fixing. It could prompt an antitrust investigation and carry serious consequences. When communicating with a vendor or a customer, ask yourself:

- Could it be seen as a direct or indirect attempt to agree on prices and terms or align market conduct between competitors?
- Could it be seen as an attempt to share confidential information between competitors?
- Could it be seen as an attempt to fix or interfere with resale prices for products or services?
- Could it be seen as an attempt to limit competition to the detriment of the end customer?



### ACT

In this case, you should refrain from sending the email. If anyone attempts to engage you in a conversation that raises any of the above red flags, don't participate! State your commitment to following antitrust laws and stop the conversation immediately. If it happens in an email, make sure your response is saved in TD SYNEX systems. If it happens at a meeting, leave if the discussion continues and ask that your departure is recorded in the minutes. Report immediately to the Legal Department for further support.

#### CHECK THE POLICY




Antitrust law can be complex, but we have summarized the most relevant points for our business to create five golden rules for antitrust-compliant behavior at TD SYNEX. View our full [Antitrust and Competition Law Policy](#) to learn more.



We value the privacy of our co-workers and business partners by taking appropriate protection 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  
preserve  
personal  
privacy.



# Personal Data

## Records Management

Laws and good business practice require us to keep some physical and electronic documentation for a specific period of time. We are also required to retain any records related to pending or anticipated litigation, investigations or audits. Storing business records longer than necessary, however, incurs needless costs and prevents the efficient retrieval and access of relevant information. We balance these needs by following the policies and procedures for maintaining and securely destroying the business records that apply to our work.

## Processing Personal Data

Our co-workers and business partners trust us with their personal data. We repay that trust by treating their personal information with care. View our Processing Personal Data Policy to review the steps you must take when collecting, storing, using or sharing personal data to keep the data safe and meet our legal requirements.

## What can I do to protect personal data?

Follow these privacy essentials to help protect personal data at TD SYNnex:

- Only collect or use personal information as needed and authorized for the performance of our role.
- Don't disclose personal information without authorization and a legitimate business need.
- Take necessary steps to maintain the confidentiality and security of personal information.
- Carefully select third parties we trust to process or access personal information. Establish appropriate contracts with those third parties.
- Transfer personal information only to authorized third parties through secure methods.
- Destroy or delete records containing personal data when no longer necessary in accordance with company policies and procedures.

### HELPFUL CONTACTS



Protecting personal information can be complicated, but we're here to help if you have questions. The Global Privacy Team can be reached at [privacy@tdsynnex.com](mailto:privacy@tdsynnex.com).

### CHECK THE POLICY




Report any suspected or known incident that may compromise the confidentiality, integrity or availability of personal information immediately by following our [Report a Concern](#) process.

**We know our business partners look to us to help secure their IT systems and assets, and we take that responsibility seriously.**

We follow cybersecurity best practices and international standards. We implement strict IT standards to achieve confidentiality, integrity and availability of information. Our co-workers are regularly trained to follow our policies and best practices regarding privacy, cybersecurity and IT acceptable use.

We design our IT systems and policies to provide safe and secure use of TD SYNEX information, and we extend these best practices to our supporting partners.



**We  
make  
cybersecurity  
a priority.**



# Security

## Individual Responsibility

Cyber risks like fraud, ransomware and data breaches can compromise our financial health and reputation. While we are constantly improving our technical countermeasures, we also rely on individual awareness to protect our company.

Co-workers must actively participate in the Security Awareness Program by spotting simulated phishing exercises and completing all required training.

## Acceptable Use

We only use TD SYNEX tools and systems responsibly.

- We never use our IT resources for anything illegal or unethical.
- We don't access anything that could be considered obscene, indecent or offensive.
- We do not download unlicensed software.

We reserve the right to monitor and restrict the use of TD SYNEX systems to the extent allowed by law.



## What can I do to maintain our cybersecurity?

Follow these cybersecurity essentials to help maintain the security of our IT systems:

- **Keep our work and personal digital identities separate.** We do not use our TD SYNEX email addresses for personal accounts, and we only use approved TD SYNEX tools when conducting company business.
- **Check before responding to suspicious emails, phone calls, text messages and other communications.**
- **Phishing is one of the biggest threats to our cybersecurity program.** 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.
- **Take care when sending or receiving electronic records.** The most common type of security incident is when information is accidentally shared with the wrong people. Double-check that all recipients are appropriate before sending.
- **Don't store confidential information outside of TD SYNEX.** Confidential information must remain on approved TD SYNEX systems. If you have a need to share information on an external system, consult the IT Security Team first for approval.
- **Exercise due care when performing wire transfers or changing account information.** Always follow all TD SYNEX policies and procedures when performing any form of electronic transaction.

CHECK THE POLICY



Check out our [Cybersecurity and Acceptable Use Policy](#) for a more detailed look at the responsible precautions we must all take while working with TD SYNEX systems or data.





“By doing business the right way, we build the trust of our business partners with every interaction. We rely on all our global co-workers to put these principles into action, every time. On behalf of the entire TD SYNnex community, thank you for your ethical leadership.”

**David Vetter**

Executive Vice President,  
Chief Legal Officer