



F5 Code of Conduct





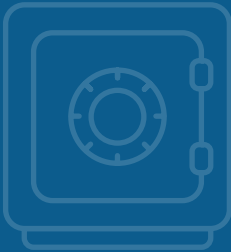
F5 Code of Conduct

At F5, we work hard and play geeky; it's a point of pride. But perhaps more important, we make sure we do the right things for the right reasons. You see, integrity matters at F5 and it drives many of the decisions we make, the processes we implement, and the way we do business—both internally and externally.

This Code of Business Conduct and Ethics is designed to help you navigate various situations according to core F5 values: honesty, reliability, and of course, integrity. Obviously, it doesn't address every possible issue, but should provide enough guidance to help you make the right decisions, should ethical dilemmas arise.

Some things to keep in mind:

- Official policy statements are included in F5's Employee Agreement, the Employee Handbook, our internal website, and within additional sources from the HR and legal departments.
- If a portion of this Code is in conflict with the law, you must obey the law. However, if local customs or practices are in conflict with this Code, we expect you to comply with the Code.
- If you are unsure about how to handle a situation, please reach out to your supervisor, a manager, Human Resources, or the legal department. Likewise, if you feel a portion of this Code is in violation of the law, please bring your concerns to F5's General Counsel.
- The principles of this Code should not be taken lightly; violations will subject you to disciplinary action.



WHAT IS A CONFLICT OF INTEREST?

An offer, service, or good that compromises your objectivity in serving F5.

Putting your own interests before those of the company.

HOW DO YOU AVOID ONE?

If you find yourself with a potential conflict of interest, seek guidance from a manager or the legal department.



Scope

The Code of Business Conduct and Ethics applies to all employees, officers, and directors (referred to collectively as “employees”), and third-party representatives (including, but not limited to, suppliers and business partners) acting on behalf of F5 (“Company”). All employees and third-party representatives must conduct themselves according to this Code in a manner that avoids even the appearance of improper behavior. We expect everyone to practice good judgement when working on behalf of the Company. Business actions and communications—both oral and written—should be consistent with our Code and legal obligations.

SECTION 1:

Respecting Laws, Rules, and Regulations

In our industry, we rely on security and trust. We’ve built our ethical standards on compliance with both the spirit and the letter of the law. All employees should comply with local, state, and federal laws in the countries in which we operate.

While we don’t expect you to be aware of every law in every location, you should know enough to make ethical decisions in a manner consistent with this Code. We also expect you to recognize when to seek the advice of your supervisor, management, legal counsel, or other appropriate personnel. If something seems questionable, always seek guidance.

Please direct questions about specific laws and regulations to F5’s legal department, even if you’re located outside the United States.

SECTION 2:

Conflicts of Interest

A “conflict of interest” occurs when your personal interests interfere in any way with the interests of the company. While the definition may sound simple, conflicts manifest in myriad ways, not all of which are obvious.

Our business is complicated, and personal and professional relationships are often deeply interconnected. While we expect some overlapping, it becomes a problem if your personal relationships or interests make it difficult to perform your job objectively and effectively. Similarly, it would be a conflict of interest if you (or your family) receive improper personal benefits as a result of your position in the company.

The bottom line is that business decisions need to be made based on their impact and benefit to F5. When other factors make it impossible or unlikely for you to be objective, you should not be a part of related business decisions. Company policy prohibits conflicts of interest, unless approved by the EVP, General Counsel. To find out more, read our Conflict of Interest Policy.

If you have any questions or concerns about conflicts or potential conflicts, please speak with your manager or the legal department.



A VENDOR SENT MY TEAM SOME CHOCOLATES FOR THE HOLIDAYS. CAN WE ACCEPT THEM?

A box of chocolates from a vendor at the holidays is considered a customary practice of acceptable value. If the vendor had sent, say, tickets to see the play Hamilton on Broadway in New York City or a major sporting event, you would need to bring it to your manager's attention and decline the gift, as it would be excessive in value.

See our [company policy](#) for more information.

SECTION 3:

Insider Trading

As an F5 employee, you may have access to confidential information. Your access is meant to be used for business purposes only; using it to make investment decisions (or to tip off others) isn't just unethical, it's illegal. Insider trading violates both this Code and the law. It's important to note that all non-public information is considered confidential.

See F5's Insider Trading Policy for more information.

SECTION 4:

Corporate Opportunities

We encourage you to pursue your own passion and side projects. However, you cannot accept personal opportunities discovered through the use of company property, information, or position without the consent of the General Counsel's office. Improper personal gain and competing with F5, either directly or indirectly, are prohibited. As an employee or third-party representative of the company, you need to put the interests of the company ahead of personal gain.

SECTION 5:

Competition and Fair Dealing

Our industry is highly competitive, and we strive to be the best at what we do. We also want to ensure that our competitive edge is due to honest ingenuity, superior performance, and well-crafted technology—not through unethical or illegal practices. Stealing proprietary information, obtaining trade secret information without the owner's consent, or inducing disclosures from past or present employees of competing companies are all strictly prohibited.

We respect our customers, suppliers, competitors, and co-workers. We deal fairly, and do not take advantage of people or businesses through manipulation, concealment, abuse of privileged information, misrepresentation of facts, or any other intentionally unfair practices.

Over the years, F5 has crafted a reputation for quality and trustworthiness. We do not take this reputation lightly. Compliance with our quality processes and safety requirements is directly related to the public perception of this company and the products and services we offer. We design and manufacture our offerings to meet our obligations to our customers and all testing and inspection documentation must be handled in accordance with applicable regulations.



WHAT DO I SAY IF I'M ASKED FOR A BRIBE?

Bribery can be tricky to deal with. But oftentimes, saying something as straightforward as, "I work for a U.S.-based company and that's against the law" is enough to end the conversation. If you are ever asked for or offered a bribe, please contact the General Counsel's office immediately.

We also understand that in the business world, gift-giving is a normal part of working relationships. That said, you should never give a gift to gain unfair advantage. Do not give or receive any gifts that are:

- **Cash gifts**
- **Inconsistent with customary practices**
- **Excessive in value**
- **Construable as a bribe or payoff**
- **In violation of any laws or regulations**

If you have questions or concerns about whether a gift is appropriate, ask your manager.

SECTION 6:

Bribes or Payments to Government Personnel

We recognize that legitimate business may at times involve entertainment or giving gifts, such as wine, fruit baskets, or other small items. Giving or receiving any gifts or entertainment must be in accordance with both our Travel and Expense Policy and Gifts, Travel and Entertainment Policy.

Bribes, kick-backs, or any other improper payments to or from anyone are strictly prohibited—in any form and for any reason. Certain bribes or improper payments may also be criminal offenses. The U.S. Foreign Corrupt Practices Act ("FCPA") prohibits giving or offering anything of value, directly or indirectly, to foreign government officials, foreign political candidates, or anyone working for an entity owned by a foreign government in an effort to obtain or retain business. Other countries have also enacted similar anti-corruption laws.

Under the FCPA and other anti-corruption laws, F5 and its employees can also be held criminally liable for the improper acts of third-party representatives. We expect that all employees and third parties will act in a highly ethical manner and comply with the law at all times. Accordingly, it is our policy that all employee or third-party representatives are prohibited from promising, offering, or giving any gift, favor, or other gratuity to an official or employee of any government in hopes of obtaining or retaining business.

Although most people think of bribes as cash payments, they can take many forms. Bribes can include anything of value, such as travel, entertainment, promotional or demonstrative items, the promise of a job, an expensive bottle of wine, or a donation to a political campaign or charity of the government official's choosing. If a gift is promised or given in the hopes of obtaining or retaining business, it's a bribe.

If you are ever in doubt about a gift or item, contact the General Counsel's office for guidance. For more information about improper payments, please refer to the Company's Anti-Corruption Policy.

SECTION 7:

Diversity and Inclusion

Diversity & Inclusion is a topic that gets a lot of attention politically—especially in the technology industry. Talent knows no barriers of color, ethnicity, gender, age, sexual orientation, or religion. At F5, we believe in the richness and power of diversity within teams, and ultimately, the performance we can attain when diverse perspectives participate in decision-making. This is vital for the long-term health of our business.

We do not pretend to understand the adversity that each individual may experience. The reality is, many of our colleagues in the technology industry operate in groups where they are always a minority member, feel they must adapt to cultural and behavioral norms that are not their own, accept unconscious biases which marginalize them, and deal with comments that can be insensitive or offensive. We will continue to build our company together, by accelerating an F5 that attracts, retains, and grows the best talent from all horizons, and where these adversities no longer exist. We feel strongly that diversity and inclusion are imperative for F5 and must be increasingly fundamental parts of our focus and future identity.

SECTION 8:

Discrimination and Harassment

The diversity of our workforce is a huge asset. It's vital that we provide equal employment opportunities for all employees. We do not tolerate discrimination or harassment of any kind, including unwelcome sexual advances or derogatory comments based on racial or ethnic characteristics. To find out more, please read the appropriate Anti-Harassment/Dignity at Work Policy on our company policy portal.

SECTION 9:

Communications

We expect everyone to practice good judgement when communicating with each other. All employees are responsible for maintaining communications at work, and on behalf of or when identified with F5, that are professional and respectful of each other, our customers, partners, shareholders, and communities. By engaging in professional and respectful communications, we foster an environment of inclusiveness where we ensure our communications are welcome and recognize the individuality of our employees. We account for different communication styles and forums, recognize we may not have all the information or answers, and respond in keeping with our BeF5 behaviors to ensure that everyone is treated with dignity.

Without professional and respectful communications, we can make our audience feel disengaged, disconnected and distracted, or worse, harassed, discriminated or retaliated against, especially when these are related to sensitive topics like race, color, national origin, age, sex, sexual orientation, political ideology, creed, religion, mental or physical disability, etc.

SECTION 10:

Health and Safety

It's our responsibility to provide all employees with a safe and healthy work environment. It's part of your responsibility to follow safety and health rules to help keep those workspaces safe for all employees. Please report all accidents, injuries, and unsafe equipment, practices, or conditions immediately.

We also prohibit violence, threatening behavior, and the use of illegal drugs. You should come in ready to work and free from the influence of illegal drugs and alcohol.

SECTION 11:

Record Keeping

We rely on honest and accurate recording and reporting of information to make sound business decisions. For example, when asked about the hours you've worked, report the actual number of hours, without padding or trimming.

Document and record business expenses accurately. If you don't know whether certain expenses are legitimate, ask your manager. You can also request rules and guidelines from accounting.

Maintain all books, records, accounts, and financial statements according to both legal requirements and our own system of internal controls. "Off the books" funds or assets are not allowed, unless permitted by applicable laws and regulations.

It's entirely possible that all business records and communications could at some point be made public. Avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people or companies in all communications, from informal emails to formal presentations.

SECTION 12:

Security and Proper Use of Company Assets

Both as individuals and as a security company, we have a duty to protect our network and the data within it—and create products that do the same for our customers and partners. If you suspect improper use or development of our products and services, or believe our network is at risk, report your concerns immediately.

You'll be issued company equipment related to the various aspects of your role. While we allow for incidental personal use, you should not use company property to conduct non-F5 business. It's also important to take care of the equipment you use. Theft, carelessness, and waste all impact profitability. If you suspect fraud or theft, report it immediately for investigation.

3 WAYS TO AVOID IMPROPER USE:

Never leave company equipment in an unattended car or public places.

Always use privacy screens when working in public places.

Do not store business information on personal devices.

In addition to physical assets, you're also responsible for protecting F5's proprietary information, such as intellectual property, like trade secrets, patents, trademarks, and copyrights; business, marketing, and service plans; engineering and manufacturing ideas; designs; databases; records; salary information; and unpublished financial data and reports.

Unauthorized use or distribution violates this Code, is potentially illegal, and could result in civil or criminal penalties.

SECTION 13:

Waivers of the Code of Business Conduct and Ethics

Executive officers or directors may be able to obtain a waiver of this code, but only from the board or after consultation with the General Counsel. Any and all waivers will be disclosed in accordance with the law or stock exchange regulations.

SECTION 14:

Confidentiality

In the course of business, you may be entrusted with sensitive and confidential information from both internal and external sources. This includes non-public information that is useful to competitors or, if disclosed, is harmful to F5, our customers, or our suppliers. You must maintain confidentiality, even after you leave F5. You may only share confidential information with proper authorization from the company's CEO, from F5's General Counsel, or in the course of litigation by legal or regulatory groups.

SECTION 15:

Reporting Illegal and Unethical Behavior

We encourage you to talk to your manager or other appropriate personnel if you're unsure how to handle a particular situation, or if you see any illegal or unethical conduct. We do not allow for retaliation when employees make good-faith reports of misconduct. We also expect cooperation in any internal investigations. If you don't feel comfortable making a report in person, you can use our anonymous reporting system. For more information, see the Employee Handbook or the internal website.

REPORT UNETHICAL BEHAVIOR OR PRACTICES:

f5.ethicspoint.com
1(855)409-0974

For a list of phone numbers outside the U.S., go to f5.ethicspoint.com

Concerned about what will happen? Read our [Whistleblower and Non-Retaliation Policy](#).

SECTION 16:

Compliance Procedures and Seeking Guidance

We're all responsible for upholding the principles of this Code of Conduct. But not every situation is cut and dry, and the proper response isn't always clear. The following tactics can help you navigate some of the trickier situations that could arise:

- **Ask yourself:** Am I being asked to do something unethical or improper? Use your judgment and common sense, but err on the side of caution; if something seems unethical or improper, it probably is.
- **Discuss the problem with your manager.** This is the primary guidance for all situations. Often times, your manager will be more knowledgeable about the situation and can be brought in to the decision-making process. It is also part of your manager's job to help you solve these kinds of problems.
- **Seek help from other appropriate departments.** If you're not comfortable discussing your situation with your manager, you can speak with a supervisor, another department manager, human resources, or someone from the General Counsel's office.
- **Report without fear of retaliation.** If you ever need to report an ethical violation, you can do so in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, we will protect your anonymity. The Company does not permit retaliation of any kind against employees for good-faith reports of ethical violations. Refer to our Whistleblower and Non-Retaliation Policy for more information. You can report violations by calling or emailing the Business Integrity Hotline:

f5.ethicspoint.com

1(855)409-0974

For a list of phone numbers outside the U.S., go to f5.ethicspoint.com

- **Always ask first, act later.** If you're ever unsure about the proper course of action, seek guidance before responding.

