



## Supplier Code of Conduct

### 1. Introduction

This Supplier Code of Conduct (the “Code”) outlines the minimum expectations for our suppliers across a range of issues, including governance and ethics, environment, and labor and human rights. It supplements any rights or obligations established in the agreements between our suppliers and MicroStrategy. We expect our suppliers to comply with this Code of Conduct, and to cascade the expectations throughout their supply chain.

### 2. Application of this Code

This Code applies to all MicroStrategy’s suppliers wherever in the world they are located. The Code also applies to the conduct of any employees, subcontractors, agents, advisors, representatives and/or subcontractor of MicroStrategy’s suppliers. Failure to comply with applicable laws, contractual agreements, and/or the principles in this Code may subject suppliers to significant legal obligations and penalties, and/or termination of supplier’s contract with MicroStrategy.

### 3. Principles

#### 3.1. Corporate Governance and Business Ethics

##### 3.1.1. Compliance with Laws and Regulations

Suppliers must ensure compliance with all applicable laws and regulations in their business operations and practices. This includes export controls laws, sanctions regulations and international trade laws applicable to work for MicroStrategy. Suppliers must uphold the highest standards of ethical conduct and integrity in all their interactions with MicroStrategy.

##### 3.1.2. Corruption and Bribery

Suppliers must conduct their business with the highest standards of integrity and comply with all applicable anti-corruption laws and regulations, including but not limited to the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act. Suppliers must not offer or accept bribes, kickbacks, or any other improper payments to or from anyone, including government officials, business partners, or employees of our company.

Suppliers must avoid even the appearance of impropriety. Suppliers must not provide any gifts or entertainment to government officials, as defined by applicable local anti-corruption laws and government gift rules, or to those who could improperly influence government officials to gain an undue advantage in a business dealing or transaction, or to retain or obtain business. Gifts and entertainment for non-government officials are only proper if they are:

- reasonable;
- not lavish;
- facilitate legitimate business discussions in the normal and proper course of business;
- in compliance with local gift-giving customs and practices;
- in compliance with applicable laws and regulations;



- not intended to improperly influence or reward a decision, action, or omission; obtain an unfair advantage; or to obtain or retain business; and
- are properly recorded in your company's books and records

### **3.1.3. Anti-Trust and Anti-Competition**

Suppliers must comply with all applicable competition and antitrust laws and regulations in the countries in which they operate, including all those related to cartels, price fixing, market allocation, and other anti-competitive practices. Suppliers must not engage in any activities that may lead to the creation of unlawful monopolies or the abuse of dominant market positions and must compete fairly and ethically in all markets in which they operate.

### **3.1.4. Anti-Fraud**

Suppliers must take steps to prevent and detect fraud, including financial fraud, misappropriation of assets, and other fraudulent activities, including but not limited to accounting fraud, insider trading, embezzlement, and bribery. Suppliers must ensure that all books and records pertaining to the transactions with MicroStrategy and information submitted to MicroStrategy is true, accurate, complete, and auditable. Suppliers must promptly report any suspected or actual fraudulent activities to the appropriate authorities.

### **3.1.5. Information Management Security**

Suppliers must protect the confidentiality, integrity, and availability of MicroStrategy's information assets, and ensure compliance with data protection laws and regulations. Suppliers should take all necessary steps to prevent unauthorized access, use or disclosure of sensitive information.

### **3.1.6. Avoiding Conflicts of Interest**

A conflict of interest occurs when you have another interest that may interfere with your performance on behalf of MicroStrategy or which may impede your ability to objectively make decisions in the best interests of MicroStrategy. Conflicts of interest occur in many ways, some of the most common include through (i) external employment, (ii) family and personal relationships, and (iii) financial investments. Suppliers must avoid any conflicts of interest that may arise between their interests and those of MicroStrategy or its employees. Suppliers must disclose any actual or potential conflicts of interest that may arise in their business dealings with MicroStrategy to MicroStrategy's Legal Department for review.

### **3.1.7. Anti-Money Laundering**

Suppliers must comply with all applicable anti-money laundering laws and regulations in the countries where they operate. This means, where required, and when applicable to supplier, suppliers must implement appropriate measures to prevent money laundering and terrorist financing, including conducting risk assessment, conduct due diligence on customers and transactions, and reporting any suspicious activity to the appropriate authorities.

## **3.2. Labor and Human Rights**

### **3.2.1 Child Labor and Modern Slavery**

Suppliers must comply with all laws and regulations governing child labor, and not employ any individuals under the age of 16 (or the minimum age for employment set by local law). Suppliers



must not engage in any form of modern slavery, including forced labor, debt bondage, human trafficking, or any other form of unlawful exploitation.

### **3.2.2 Working Conditions**

Suppliers must ensure fair and humane working conditions for their employees, including complying with applicable laws and regulations relating to working hours and wages, such as those relating to minimum wages, overtime hours, and legally mandated benefits.

### **3.2.3 Workplace Health and Safety**

Suppliers must provide a safe and healthy work environment for their employees, including complying with applicable laws and regulations related to workplace health and safety.

### **3.2.4 Non-Discrimination**

Suppliers must comply with applicable non-discrimination laws and regulations. Suppliers must not engage in any form of discrimination or harassment based on characteristics protected by law. We expect suppliers to provide a safe and inclusive work environment that is free from harassment, bullying, or any other form of discrimination or retaliation. We expect suppliers to take prompt and effective actions to investigate and address any reported incidents of discrimination or harassment.

## **3.3 Environment Protection**

We expect our suppliers to promote environmental sustainability, which can include taking measures to conserve energy, reduce greenhouse gas emissions and water consumption, and manage waste responsibly.

### **3.3.1 Energy Conservation**

Suppliers should strive to conserve energy, for example by implementing energy-efficient practices and technologies within their operations to reduce their environmental impact.

### **3.3.2 Greenhouse Gas (GHG) Emissions**

Suppliers should strive to reduce their GHG emissions, for example by setting reduction targets that align with industry standards.

### **3.3.3 Responsible Water Consumption**

Suppliers should strive to consume water in an environmentally responsible manner, for example by regularly monitoring their water usage data and taking measures to reduce their water usage, promote water conservation practices, and protect water resources in their areas of operation.

### **3.3.4 Waste Management**

Suppliers must comply with any applicable mandatory waste management regulations and should otherwise strive to manage waste in an environmentally responsible manner, for example by implementing recycling practices.

## **3.4 Reporting Ethical Concerns**



Suppliers should immediately report, in good faith, known or suspected violations of this Code or of any applicable laws or regulations to MicroStrategy's Legal Department (available by email at [compliance@microstrategy.com](mailto:compliance@microstrategy.com)).

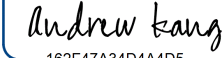
If you have a question, concern, or suspected or known violation of this Code or applicable laws which you are unable to discuss with the MicroStrategy Legal Department, you may confidentially report your concern to the MicroStrategy EthicsLine, which is managed by an independent third party, Ethics Point. Information about MicroStrategy's EthicsLine, including how to make a report by phone or online can be accessed online at the following website: <https://secure.ethicspoint.com/domain/media/en/gui/18986/index.html>. The EthicsLine is accessible 24-hours a day, 7 days per week, and reports can be made anonymously and in any language.

MicroStrategy will seek to maintain the confidentiality or anonymity of anyone reporting suspected violations, except as may be required by law or otherwise as needed to investigate or resolve the matter. We prohibit any form of retaliation against someone who reports concerns in good faith. We will investigate reported concerns diligently and take appropriate action based on the outcome of the investigation.

#### **4 Conclusion**

We expect our suppliers to act with integrity and responsibility, and to strive for sustainability in their business practices. We expect our suppliers to comply with this Supplier Code of Conduct. We reserve the right to take appropriate action in the event of any violations or non-compliance. We believe that our suppliers share our commitment to responsible business practices.

Endorsed: Andrew Kang, Chief Financial Officer MicroStrategy  
and chair of the ESG Committee

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29 February 2024