## Gravic, Inc. Vendor Code of Conduct

Gravic, Inc., and its Remark and Shadowbase Products Groups, (hereinafter "Gravic") require that all of our vendors abide by a code of ethics and performance even if the code is not part of a written contract. Gravic's future use of the vendor will be contingent on satisfactory compliance. This code applies equally if the customer is Gravic or a third party. The term VENDOR includes suppliers of any product or service, including software contractors and sub-contractors.

**Results** – Vendor will strive to finish tasks efficiently in the allotted time and within the allotted budget.

**Attitude** – Vendor will strive to work smoothly with other team members, and help integrate their efforts into the project as a whole. Vendor will maintain a good attitude while waiting for the customer to pay for invoices, for example, and will be easy to do business with.

**Value** – Vendor will strive to deliver work product that is free of defects, adheres to standards, is of a professional quality, and works as expected and agreed upon.

**Planning** – Vendor will plan ahead and solve the business problem first, design before developing, and test before deploying. Vendor will document the work product so others can take over the effort should circumstances require.

**Communication** – Vendor will communicate their status in a timely and regular way on the work product even if it might negatively affect their position. Vendor will notify the relevant parties when a project is outside of their area of expertise or skill level, or they need help to get back on track.

**Integrity** – Vendor will not knowingly misrepresent facts. Vendor will not knowingly use unlicensed software. Vendor will divulge all conflicts of interest prior to contract, or as soon as is reasonably possible after discovery. Vendor will abide by the terms of their contracts and the law. Vendor will not divulge (unless required by law) nor make use of confidential or proprietary information belonging to others. Vendor will take care to invoice only for hours actually worked or milestones fully attained.

**Commitment** – Vendor will demonstrate loyalty to Gravic and not interfere in the relationship of Gravic and customer. Vendor will not do anything to disparage the reputation of either himself /herself, Gravic, nor the customer.

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