



Cisco Systems Partner Code of Business Conduct

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Global Partnership Integrity

Welcome message from Rodney Clark

SVP, Partnerships and Small & Medium
Business



For over 28 years, our partners have played a critical role in Cisco's success. Throughout this time, both Cisco and our partners have adapted to meet our customers' evolving needs and, at the same time, ensured we remain successful and achieved profitable growth. At the core of this is a mutual respect and appreciation that is unmatched.

To ensure that we continue to operate in a manner that reflects our shared values and commitment to integrity, we ask all our valued partners to review and comply with our Partner Code of Business Conduct. By adhering to these principles and understanding Cisco's policies, we can effectively maintain the highest standards of ethical behavior and business practices.

Thank you for your partnership, collaboration, and dedication to upholding these principles.

A handwritten signature in blue ink, appearing to read 'R. Clark', written in a cursive style.

Partner Code of Business Conduct (PCoBC)

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Introduction | Purpose | Scope

Partner Code of Business Conduct (PCoBC)

Cisco is committed to building a strong and inclusive future for our customers, communities and Cisco's Partner Ecosystem. "Partners" mean Cisco authorized partners, including Cisco's direct resellers, indirect resellers, distributors, service providers, and systems integrators (as well as their employees, representatives, independent contractors, subcontractors, consultants, and agents). "Cisco" means Cisco Systems, Inc. and its subsidiaries and affiliates.

Cisco's Partner Code of Business Conduct ("Code"), outlines partners' responsibilities to ensure adherence to legal, ethical, social, and environmental obligations. Additionally, the Code includes guidance on issues partners may encounter, who to contact with questions, and how to raise concerns.

Partners are to act honestly, ethically, fairly and legally in all dealings with or on behalf of Cisco and its employees, customers, suppliers, partners and government officials. Violating these guidelines and laws may have serious legal and reputational consequences both for partners and Cisco.

If there are questions or a situation where one is unsure about the legal or compliance implications of a decision or action, it is best to seek advice from a lawyer or a compliance professional who can provide specific guidance based on the details of the scenario.

For this reason, partners should actively adopt the following:

Understand the Law and Cisco's Expectations: Partners must be familiar with laws and Cisco's requirements including anti-corruption laws, competition laws, trade and export laws, and other regulations that govern business practices.

Compliance Frameworks: Partners should have robust compliance programs in place. This includes policies, procedures, and training to ensure that all employees and third parties understand and follow legal and ethical standards.

Engaging Third Parties: Third parties engaged by the partner for Cisco business shall share in the commitment to compliance and integrity, with the same legal and ethical standards. This means partners shall conduct risk-based due diligence and monitor third party activities.

Sharing the Code: It is important for partners to disseminate this Code to all relevant employees and third parties. This helps ensure that everyone involved in Cisco business is aware of and committed to upholding these standards.

Consequences of Non-Compliance: Violating laws or this Code can lead to the termination of the partner's relationship with Cisco, financial penalties as well as serious legal and reputational damage.

PCoBC Governing Principles

Prevent bribery and corruption

Cisco has [zero tolerance](#) for activities that contribute to corruption, including bribery. Cisco ensures that all business practices are conducted ethically and comply with legal standards.

Partners must not offer, promise, authorize, direct, pay, or receive any form of bribery. This includes kickbacks or anything of value, such as monetary payments, gifts, travel, entertainment, sponsorships, charitable or political donations, no-bid arrangements, in-kind services, discounts, training, work opportunities, or other benefits (either directly or indirectly through an intermediary) to obtain or retain business, secure a favorable business decision, or avoid an unfavorable outcome.

Discounts, rebates, or other financial benefits provided by Cisco through an authorized partner program or approved incentive may not be used to disguise or facilitate any improper payments or gifts.

These measures are in place to ensure that business decisions are made based on merit, integrity and are not influenced by improper incentives. Partners shall not offer, promise, or provide any gifts, travel, entertainment, or other courtesies on Cisco's behalf unless doing so as part of a valid, Cisco-approved program or promotion.

Any item of value or benefit given or received in relation to Cisco business must:

- Serve a legitimate business purpose without obtaining or conveying an unfair advantage
- Not influence, or appear to influence, any business decision
- Not be offered during any pending tender, bidding, or negotiation process
- Be made transparently

PCoBC Governing Principles:

Comply with international trade laws and export regulations

Cisco requires partners to fully comply with applicable international trade laws and regulations. Cisco partners are responsible to ensure that Cisco's offers and services, (Products), are not exported, reexported, or transferred in violation of applicable Trade Laws, including United States export control requirements, economic sanctions, anti-boycott regulations, trade laws in other jurisdictions in which the partner operates or otherwise applicable to Cisco Products.

Unless authorized by Cisco, and in compliance with applicable law, Cisco partners shall not sell or otherwise make available any Cisco Products in Cuba, Iran, North Korea, Syria, or the Crimea, Donetsk, or Luhansk regions. No partner may export, re-export or transfer Cisco Products for use directly or indirectly by a person subject to U.S. export or sanctions restrictions, any terrorist activity, or in violation of any other applicable local restrictions.

Partners shall not export, re-export or transfer Cisco Products for any other restricted end-use, including for the design, development, or fabrication of nuclear, chemical, or biological weapons or missile technology, or, where restricted, for a military end-use or end-user, unless authorized by the United States government or applicable authority.

Trade laws and regulations cover not only physical shipments but also:

- Transfers of technology via Internet
- Development and delivery of applications
- E-business and e-services
- Foreign travel with Cisco products or technology
- Technical specifications and performance requirements given to suppliers for procurement from foreign sources
- Use of personal knowledge abroad, such as technical assistance
- Release of technology, source code, or downloadable software in the United States to anyone who is not a United States citizen or lawful United States permanent resident (known as "deemed export")
- Any dealings, directly or indirectly, with restricted parties or involving prohibited activities

PCoBC Governing Principles:

Do not engage in fraud or insider trading

Partners conducting business with Cisco may be exposed to material, non-public information about Cisco or another company.

Partners may not share that information with others or make investment decisions based on it. Such conduct may be criminal and is inconsistent with Cisco's values and ways of engaging in business activities.



PCoBC Governing Principles:

Practice financial integrity and maintain accurate books and records

Partners shall maintain complete and accurate financial and business records that fairly reflect transactions and other activities related to Cisco.



Partners may not:

- Stock Cisco products unless expressly authorized in the partner's agreement with Cisco
- Create false or misleading documents or records
- Establish or authorize the establishment or use any undisclosed or unrecorded or off-book funds or accounts, regardless of use, including a valid business expense or purpose
- Record vague or incomplete transaction descriptions, non-existent expenditures, or incorrect liabilities
- Use promotional pricing for improper purposes, including diverting, or directing funds to an off-book account or for the benefit of any third party or individual
- Place an order with Cisco without a valid, documented purchase order from the named end customer, unless expressly authorized in the partner's agreement with Cisco.

PCoBC Governing Principles:

Compete fairly

Cisco is dedicated to maintaining fair competition in the marketplace. This commitment ensures that customers benefit from a variety of choices and competitive pricing.

Cisco's policies, in alignment with many applicable laws, strictly prohibit any business practices that could reduce competition. This includes agreements between competitors on pricing or any actions that divide customers or markets.

Such practices can harm the competitive landscape and ultimately the customer.



PCoBC Governing Principles

Avoid and mitigate conflicts of interest

A conflict of interest (COI) occurs when an individual or organization has multiple interests, and serving one interest could potentially harm or negatively impact another. In the context of business relationships, such as those between Cisco and its partners, COIs can lead to significant legal and reputational damage.

By adhering to these practices, partners can help maintain trust and integrity in their business relationships, ensuring that their actions align with both their own interests and those of Cisco and its customers.

To manage COIs effectively, partners should:

- **Identify Potential Conflicts:** Be vigilant in recognizing situations where personal or organizational interests might conflict with the obligations to Cisco, customers, or other stakeholders.
- **Disclose Conflicts:** Disclose any potential or actual conflicts of interest to the relevant parties. This allows for an open discussion and assessment of the situation.
- **Mitigate Conflicts:** Take proactive steps to mitigate the impact of any identified conflicts. This might involve restructuring roles, implementing additional oversight, or taking other measures to ensure that the conflict does not negatively affect the parties involved.

PCoBC Governing Principles:

Government customers

Cisco's standards and the applicable laws for dealing with government and public sector employees or officials are more stringent than standards for commercial company employees. Activities that may be appropriate when dealing with nongovernment customers may be improper and even illegal when dealing with the government, government owned or controlled businesses.

Partners must strictly observe the laws, rules, and regulations that govern the acquisition of Cisco offers and services by any governmental entity of any country and the performance of government contracts.

Partners must, including but not limited to:

- Not attempt to obtain, directly or indirectly, from any source, procurement-sensitive information that is not publicly available or otherwise authorized for disclosure by the government.
- Ensure the submission of accurate invoices to the government and comply with all laws regarding public procurement invoicing and payments.
- Not give or offer, either directly or indirectly, any gratuity, gift, favor, entertainment, loan, or anything of monetary value to any government or public sector employee or official except as may be permitted by applicable law.

PCoBC Governing Principles:

Do not engage in lobbying on Cisco's behalf

Partners shall ensure that any interactions with government entities are conducted in a controlled and compliant manner, reflecting their company's official stance and legal requirements.

Partners may not undertake any type of lobbying or other similar representative effort on Cisco's behalf before any kind of government entity, official, body, or representative without express, written consent from [Cisco Government Affairs](#).

Partners shall comply with all regulations governing procurement lobbying and attempts to influence the negotiation, award, or administration of government contracts, grants, and other such procurements, as well as matters such as loans, permits, and licenses.



PCoBC Governing Principles:

Uphold human rights

Cisco's commitment to respecting and upholding human rights is defined by the [Global Human Rights Policy](#), which extends to all partners. This policy aligns with the [UN Guiding Principles on Business and Human Rights](#) and emphasizes the importance of responsible business practices.

By adhering to these principles, Cisco and its partners aim to foster a business environment that upholds and respects human rights globally.



Partners **should** adopt the following principles:

- **Respect for Human Rights:** follow responsible business practices that respect human rights.
- **Compliance by Business Partners:** take steps to ensure that their own business partners also respect human rights.
- **Responsible Use of Products and Services:** take steps to ensure that Cisco offers and services are used responsibly and not in ways that could cause or lead to harm.
- **Grievance Mechanisms:** maintain mechanisms to report and remedy grievances where they occur.
- **Evidence of Compliance:** provide evidence of their compliance with human rights regulations when requested.

PCoBC Governing Principles:

Protect data privacy, confidential and proprietary information

There are important guidelines for partners regarding compliance with privacy, data protection, and security laws, as well as the proper use of Cisco's offers and services. Partners shall apply the same level of data protection as set forth in the applicable privacy policy to all data that may come into their possession because of the relationship with Cisco, including data relating to Cisco and Cisco's employees, customers, and partners.

Partners shall comply with these regulations when personal, confidential, proprietary, or other sensitive information is collected, stored, processed, transmitted, or shared.

Detailed information on Cisco's security, data privacy and compliance policies can be found in the [Cisco Trust Portal](#). This portal provides comprehensive resources and documentation to help partners and customers understand and adhere to Cisco's standards and requirements.

Partners should use only Cisco offers or services acquired or licensed legally through Cisco or a Cisco authorized source, and only in accordance with the terms of those licenses.

Partners should use Cisco-provided offers and services only for business-related purposes authorized by Cisco. Partners may not transfer any of Cisco's technology, proprietary information, or trade secrets without prior written consent from Cisco. Partners must not:

- Use unlawfully acquired information about Cisco, Cisco's competitors, or other companies
- Misuse, infringe or misappropriate Cisco or a third party's trademarks, patents, copyrights, domain names, social media account names or other intellectual property or proprietary rights
- Use information received from Cisco for any purpose other than originally intended, including information acquired from Cisco's systems or tools
- Misuse or disclose confidential or proprietary Cisco property, including, but not limited to, source code, software, hardware and other inventions or developments, regardless of the stage of development, developed or licensed by or for Cisco, marketing and sales plans, competitive analyses, product development plans, non-public pricing, potential contracts or acquisitions, business and financial plans or forecasts, internal business processes and practices and prospects, customers, and employee information.

PCoBC Governing Principles:

Do not deal in counterfeit products

Partners must not produce, distribute, store, or sell counterfeit Cisco offers, services or any third-party product that infringes upon Cisco's intellectual property rights.

Partners are responsible for obtaining only genuine Cisco offers. If there are any concerns about the authenticity of a product, it is important to contact Cisco's [Brand Protection](#) team for assistance.



PCoBC Governing Principles:

Adhere to honest and fair marketing and sales practices

Partner marketing, advertising, and promotion of Cisco offers or services must comply with all applicable local, national, and international laws, as well as Cisco's policies.

Partners shall also follow Cisco's requirements for using Cisco's logo and branding, including the guidance and tools available in the [Partner Guide to Branding with Cisco](#), the [Partner Co-Branding Visual Guidebook](#), and the [Partner Branding Logo Builder](#).



Partners shall adhere to the following principles to help maintain the integrity and reputation of Cisco and its products and services:

- **Accuracy and Truthfulness:** All claims about Cisco offers must be accurate, truthful, and not misleading. This includes providing complete information about the features, benefits, and pricing of the offers and services.
- **No Misrepresentation:** Partners may not misrepresent Cisco offers or prices. This includes avoiding any exaggeration or false claims that could mislead customers.
- **Press and Media Statements:** Partners may not make any statements to the press or media about or on behalf of Cisco unless expressly authorized by Cisco to do so.
- **Fair Competition:** When discussing competitor offerings, it is important to be fair and accurate. Avoid making unfair, misleading, inaccurate, or false claims about competitors.
- **Ethical Standards:** Maintain high ethical standards in all marketing and promotional activities. This includes respecting intellectual property rights and avoiding any deceptive practices.

PCoBC Governing Principles:

Help advance environmental sustainability

Cisco is committed to powering an inclusive future for all, supported by a holistic strategy to environmental sustainability within a circular economy.

Partners shall conduct business in an environmentally responsible manner, and in compliance with all applicable laws, standards and regulations protecting the environment where business is conducted on behalf of Cisco.

Please visit the [Partner Sustainability Resources](#), a hub for all partner sustainability initiatives, strategies, goals and commitment.



Ask questions and report concerns

Your input is valuable

All partners are subject to the requirements outlined in this Code and Cisco may require additional written certification of compliance with these requirements.

Cisco values open and candid communication. Partners are expected and encouraged to speak up, ask questions, and report concerns to the Cisco [Ethics Line](#), which is administered by an independent third party. Any potentially improper conduct by any Cisco employee, agent, consultant or partner should be reported.

Cisco takes questions and concerns seriously. Questions are referred to the appropriate subject matter expert and concerns are reviewed and investigated as appropriate. Cisco also does not condone any conduct taken in retaliation against a partner who, in good faith, reports potential misconduct. Cisco takes measures to safeguard the identities of reporting parties and reports may be made anonymously, where allowed by law.



Cisco continuously strives to create and sell the best products and services while championing ethical business values that go well beyond minimum legal requirements, as listed within the [Cisco Code of Business Conduct](#). Partners may find out more details on Cisco's business values and responsibilities within this important document.

Frequently asked questions

Can I make a payment to secure or expedite a routine administrative process or decision, such as customer clearance?

No. Unofficial “grease” or “facilitation” payments to government officials are prohibited even if permitted under local law. If asked for payment, inform Cisco of the request and wait for approval by the government authority in the ordinary course.

What are some examples of Common Conflict of Interests, COIs?

COI Examples include:

- a) Giving or receiving lavish gifts, travel or entertainment
- b) Personal relationships between partner and Cisco Employees

What is a valid, documented purchase order?

At a minimum, it is a physical or digital document that:

- a) Is free of all contingencies
- b) Specifies Cisco offers or services to be purchased by SKU and description, quantity (or volume), unit price, requested ship date, bill-to name and address, ship-to name and address, and purchase order amount
- c) Contains a document reference number
- d) Is signed by the customer’s authorizing purchasing representative (if a signature is required by customer).

Additional requirements for certain deal types or customers may apply. If in doubt, contact your partner account manager or regional partner finance leads

Frequently asked questions

What are best practices to ensure Compliance with International Trade Laws and Export Regulations?

Best Practices to ensure compliance include:

- a) Understand United States export laws, regulations, sanctions
- b) Understand any applicable laws and regulations where you do business
- c) Ensure your customer / customers are not on a restricted party list
- d) Spot red flags related to the place, purpose, product, and people involved in a transaction
- e) Obtain government authorizations required to use, transfer, import, export or re-export Cisco offers or services, and
- f) Establish policies and controls needed to ensure compliance

What are some examples of practices prohibiting competition?

Practices prohibiting competition include:

- a) Exclusive dealing
- b) Bundling and tying
- c) Below-cost pricing
- d) Preventing or discouraging resellers from discounting
- e) Fixing minimum resale prices
- f) Discriminating between similarly situated resellers with respect to pricing and promotional payments
- g) Cooperating with any restrictive trade practice or boycott that is prohibited or penalized under United States or applicable local laws



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