



CODE OF BUSINESS CONDUCT AND ETHICS

Purpose

Acquia is a global technology company intent on complying with all applicable laws and regulations in the conduct of our business. As a director, officer, or employee of Acquia Inc., its subsidiaries and affiliates (collectively, “Acquia” or the “Company”), you are expected to exercise unyielding integrity and high standards of business conduct in day-to-day work activities and are responsible to read and understand this Code of Business Conduct and Ethics, and ensure that all agents and contractors are aware of, understand and adhere to these standards. Additionally, in certain respects, as provided below, Acquia business partners, such as agents, subcontractors, resellers/channel partners, consultants, vendors, and independent contractors share the fundamental responsibility of compliance with the principles of this Code when conducting business with or on behalf of Acquia.

Nothing in this Code of Business Conduct and Ethics, or in any referenced Acquia policies and procedures, creates or implies an employment contract or term of employment.

We are committed to continuously reviewing and updating our policies and procedures. Therefore, this Code of Business Conduct and Ethics is subject to modification. This Code of Business Conduct and Ethics supersedes all other such codes, policies, procedures, instructions, practices, rules or written or verbal representations to the extent they are inconsistent.

1. COMPLIANCE WITH LAWS AND INTERNAL POLICIES

You are expected to exercise good judgment and common sense in seeking to comply with all applicable laws, rules, regulations, and Acquia internal policies, including this Code, and to ask for advice when you are uncertain about any of them.

If you become aware of, or have reason to believe there has been, a violation of any law, rule or regulation, or policy by Acquia you are expected to promptly report the matter to your manager, or a member of the Acquia Talent Team or Legal Department. You must also understand that your manager may have a corresponding obligation to report such information to the Talent Team or Legal Department as the circumstances dictate.

Acquia strictly prohibits reprisal, threats, retribution or retaliation against any person who has in good faith reported a violation or a suspected violation of law, this Code of Business Conduct and Ethics or other Company policies, or against any person who is assisting in any investigation or process with respect to such a violation.

IMPORTANT NOTE: The terms of this Code apply worldwide. In the event of a conflict between this Code and applicable local law, local laws shall prevail. In the event there is no conflict between the Code and applicable local law but the Code imposes a higher standard than local law, the higher standard of the Code shall prevail.

2. TRUTHFUL STATEMENTS MADE IN THE COURSE OF DOING BUSINESS

In representing Acquia, you shall always be forthright and truthful in your dealings with others. You must ensure that all statements, communications and representations made on behalf of Acquia are current, accurate, and complete.

Please note that the False Claims Act is a U.S. federal law that imposes liability on persons and companies (typically federal contractors) who defraud governmental programs, with prohibited acts including (i) improper receipt from, or avoidance of payment to, the federal government, (ii) knowingly making, using, or causing to be made or used, a false record or statement material to a false or fraudulent claim, or (iii) conspiring to commit any violation of the False Claims Act. As a U.S. company, with many U.S. government customers, Acquia is responsible for compliance with the FCA.

3. AVOIDING BRIBERY AND CORRUPTION – IMPROPER PAYMENTS, GIFTS AND GRATUITIES

Acquia expects its directors, officers, employees, as well as all those who may otherwise directly or indirectly represent Acquia’s business interests, including but not limited to our agents, contractors, resellers and channel partners, to protect Acquia’s reputation for integrity in the global marketplace. No gifts, gratuities, kickbacks, or other favors to employees or agents of other businesses, particularly customers or suppliers, may be offered in an attempt to obtain an improper advantage or to influence improperly. Likewise you may not accept any gifts, gratuities, kickbacks, or other favors that may be interpreted as an attempt to influence your performance or behavior directly or indirectly. A business courtesy, such as a gift or entertainment, should never be offered under any circumstances that might create the appearance of impropriety. You may not furnish or offer to furnish any gift that is of more than token value or value that goes beyond the common courtesies associated with accepted business practices. Certain jurisdictions consider “more than token value” as having a value of \$50 or more, and other jurisdictions have gone so far as to consider a gift having a value of \$50 or less as being “substantial”. Know that Acquia customers and suppliers likely have gift and entertainment policies of their own. You must be careful never to provide a gift or entertainment that violates the other company's gift and entertainment policy. Giving or receiving any payment or gift in the nature of a bribe or kickback is absolutely prohibited.

Countries around the world continue to adopt anti-corruption laws, which make it a crime to make or take bribes. We are committed to conducting our business ethically and in full compliance with all applicable laws of the countries where we conduct business including all laws relevant to countering bribery and corruption, as well as the implementation and enforcement of effective systems to prevent bribery and corruption. The trend of “multijurisdictional anti-corruption enforcement” means global companies now face coordinated enforcement efforts and increased scrutiny worldwide. As such, Acquia is committed to continued compliance with the United States’ Foreign Corrupt Practices Act of 1977, the United Kingdom Bribery Act of 2010, the U.S. Anti-Kickback Act, and all applicable anti-bribery and anti-corruption laws, both in the U.S. and internationally. Because of the global nature of our business, the aforementioned United States and United Kingdom anti- corruption laws are deemed to apply to each Company employee, agent and contractor regardless of where in the world he or she may be based or working.

While the core definition of corruption is effectively universal, there are nevertheless significant variations among the various anti-corruption laws that companies must take into account, particularly in light of the trend of multijurisdictional enforcement.

A. Foreign Corrupt Practices Act (FCPA)

The FCPA prohibits offering anything of value to foreign officials for the purpose of influencing that foreign official or to secure any improper advantage in order to obtain or retain business. The FCPA also requires strict internal accounting controls (applicable to public companies) to prevent concealment of bribery or other financial transactions. Employees, officers and directors must never (i) engage in any activity inconsistent with, or in violation of, the anti-corruption laws and regulations covered by the FCPA or (ii) offer, accept, demand, or solicit incentives to or from foreign or domestic government officials or agents, whether directly or indirectly, in the hopes of influencing that individual. Employees, officers and directors must never give gifts, gratuities or other payments directly or indirectly to domestic or foreign government officials in an effort to obtain or retain business for Acquia or to obtain any special or unusual treatment in connection with a business transaction.

B. U.K. Bribery Act of 2010 (UK Bribery Act)

The UK Bribery Act criminalizes, (i) bribing another person or receiving a bribe; (ii) bribing foreign officials; and (iii) for corporations or commercial organizations, failing to prevent bribery, no matter where in the world the act takes place. Listed below are three common offenses under the UK Bribery Act:

- Promising, offering or giving a bribe (financial or otherwise; including, without limitation, facilitation payments, meaning small, unofficial payments to secure or expedite a routine action) either directly or indirectly
- Receiving a bribe (financial or otherwise; including kickbacks, meaning payments made in return for a business advantage) either directly or indirectly
- Bribing a foreign public official to obtain or retain business

C. Hospitality

Reasonable gifts, meals, entertainment, and other business hospitality and amenities (“Hospitalities”) of modest value are generally permissible business courtesies when dealing with non-government entities. Hospitality should never be given or received in consideration for, or in expectation of, action by the recipient. Whether the price of a meal or entertainment is reasonable depends on the particular facts and circumstances of the situation and shall in all instances comply with our Travel and Expense Reimbursement Policy. Because the reason for a gift, gratuity, favor, or payment may be subject to misinterpretation, Acquia prohibits any expenditures of any kind which may have the perception of bribery. Further, each expenditure and financial transaction must be accurately recorded in Acquia accounting records. As such, do not hesitate to ask your manager or a member of the Acquia Finance Department for guidance.

D. Training

Acquia will regularly communicate its anti-bribery policy to its employees via mandatory annual online training (via Acquia Academy).

4. MAINTAINING FREE COMPETITION AND ANTI-LOBBYING

We will always compete fairly and honestly, not through unethical or illegal business practices in restraint of trade which may reduce competition. We abide by applicable antitrust laws whenever we form partnerships or teams, and wherever we do business. U.S. federal and state antitrust laws, as well as international competition laws, prohibit various practices that could limit competition or restrict fair trade. Under these laws, companies may not enter into agreements with other companies, however informally, that unreasonably restrict competition. All agreements with partners, customers and suppliers, relating to pricing, exclusivity, territories or buying requirements must be fully vetted by Acquia's Deal Review Board (DRB), Finance, and/or Legal, as Acquia policy and processes so require.

Additionally, neither you nor an Acquia agent, contractor or partner may engage in "lobbying" on Acquia's behalf, including efforts to influence any officer or employee of any governmental agency, any member or employee a legislative body or employee in the formulation of legislation on his or her behalf in connection with any opportunity or sale. All such activities must be reported to Acquia Legal and Finance, in advance, so that Acquia can keep complete the necessary disclosures and maintain accurate records of all payments of any kind made by it with respect to such matters, including bona-fide commissions, service fees, or other payments.

5. INSIDER TRADING

All directors, officers and employees are prohibited from engaging in, or assisting others in engaging in, any transactions involving the securities of any other entity with whom Acquia is engaged (such as suppliers or customers) in a business transaction, while you are in possession of any material non-public information about the entity (meaning information that significantly affects, or would reasonably be expected to affect, the market price or value of securities). You are also prohibited from communicating any such information to others who might trade securities on the basis of that information. Such acts may constitute violations of the law and could result in criminal prosecution of both you and Acquia, or result in serious fines or penalties. Material non-public information may include financial and key business data; merger, acquisition or divestiture discussions; award or cancellation of a major contract; changes in key management; forecasts of unanticipated financial results; and other similar information.

6. AVOIDING CONFLICTS OF INTEREST

Related-party transactions are those in which the parties do not deal with one another at arm's length, such as when an employee of Acquia, who is in a position of influence, is involved in a business transaction between Acquia and: (1) an individual who is his or her spouse, child, sibling, parent, partner, present or former close business associate; (2) a non-company organization (non-affiliate) for which he or she currently serves as an officer (i.e. board member), trustee or partner, or for which he or she has recently served in such capacity; or (3) any individual or organization with whom he or she is negotiating, or with whom he or she has an arrangement, concerning prospective employment.

You should avoid related-party transactions. If you believe that a related-party transaction exists or might occur, you must make full disclosure to your manager, the Talent Team or Acquia Legal. After such full disclosure, the existing or potential conflict will be reviewed, and a decision will be made about whether the related-party transaction is permissible.

7. PROHIBITION OF "SIDE LETTERS"

Any agreement, letter or arrangement, whether oral or written, including through email or other electronic media, that is not part of the underlying paperwork of the primary contract or agreement is a side letter or agreement and is strictly prohibited. These prohibited side letters and agreements are often used to reach agreement on issues the primary contract does not cover or to create some form of contingency, and can have significant financial and operational impact on the business, and often expose the company to business and finance risk. Members of the Sales team may be required to certify compliance, on a regular basis, with the substance of this section as well as any additional conditions set forth in the sales certification form.

8. EQUAL EMPLOYMENT OPPORTUNITY, ANTI-DISCRIMINATION AND ANTI-HARASSMENT PRACTICES.

Acquia brings together employees with a wide variety of backgrounds, skills and cultures. Combining this wealth of talent and resources creates our diverse and dynamic teams that drive excellence. All of our colleagues, job applicants and business partners will be treated with respect and judged solely on the basis of their qualifications, demonstrated skills and achievements. In making employment decisions (for instance, hiring, recruiting, training, promotions), Acquia will not consider race, color, national origin, ancestry, citizenship, religion, gender, sexual orientation, gender identity, age, marital status, physical or mental disability, veteran or military status, genetic predisposition, or any other protected status or characteristic under federal, state or local law unrelated to the ability to perform the job. We encourage you to bring any problem, complaint, grievance or concern regarding discrimination to the attention of the Acquia HR Department. We hope to create and maintain a collegial work environment where everyone is treated with respect and dignity. In keeping with this commitment, we will not tolerate any kind of harassment by anyone, including any manager, supervisor, co-worker, vendor, client or customer, whether in the workplace, at assignments outside the workplace, at company-sponsored social functions or elsewhere. Each Employee should be familiar with and abide by Acquia's Anti-Discrimination and Anti-Harassment Policy found on the Talent Team page accessible through Acquia Drizzle.

9. FAIR WORKING CONDITIONS AND HUMAN RIGHTS

Acquia respects fundamental human rights and believes that every individual deserves to be treated fairly and with dignity. Acquia will support fundamental human rights. Acquia's commitment to human rights, including our position on forced labor, involuntary labor, child labor, and human trafficking, is a fundamental principle of Acquia and this Code. Acquia will not knowingly work with business partners who employ children or forced labor. Although we consider the Acquia exposure to modern slavery and human trafficking risk to be low Acquia demands that Acquia business partners, such as agents, subcontractors, resellers/channel partners, consultants, vendors, and independent contractors demonstrate the same commitment to high standards of ethical conduct and to act in a socially responsible manner. Further, Acquia will not tolerate physical abuse. Acquia will respect Employees' lawful right to exercise free association, and we will recognize the right of our employees to choose or not choose collective bargaining representation.

10. HEALTH, SAFETY, AND ENVIRONMENT LAWS

Health, safety, and environmental responsibilities are fundamental to Acquia's values. Acquia recognizes its responsibility to conduct business in a way that protects and improves our environment and the community. As we discover, develop and market our products, we will continue to work to minimize our

environmental impact in all our processes. We strive to minimize our use of natural resources, reduce waste, and mitigate our impact on climate change. In addition, Acquia is committed to providing a safe and healthy workplace and complying with all relevant health and safety laws. All employees are therefore required to comply with all applicable health and safety laws, regulations and policies relevant to their jobs. If you have a concern about unhealthy or unsafe conditions or tasks that present a risk of injury to you or others, please report these concerns immediately to your manager or the Acquia HR Department. We can only achieve our goal of a safe and healthy workplace through the proactive participation and support of everyone.

11. INTERNATIONAL GRIEVANCE PROCEDURES

In accordance with applicable law, any Acquia employee based in the United Kingdom (UK), or an Acquia employee with information concerning a violation of this Code, occurring in the UK or involving a UK entity, anywhere in the world, may submit an anonymous “grievance” in accordance with the Grievance Procedures accessible through the Talent Team page on Acquia Drizzle Please contact your local Acquia HR team for local grievance procedures.

12. WHISTLEBLOWER POLICY & PROTECTIONS

If you have any information or knowledge regarding any violation or suspected violation of the contents of this Code, you have a responsibility to report such information to your manager, or a member of the Acquia HR or Legal Department. Failure to report a violation is itself a violation and may result in disciplinary action, up to and including termination. If we conduct an investigation following a report, we will do our best to keep the proceedings and the identity of the reporting employee confidential. Employees are encouraged to pursue all internal reporting channels through completion and reasonably consider the results of our investigation prior to reporting matters outside of Acquia.

We will not accept or allow any retaliation based on good faith reporting made hereunder. For instance, an employee who in good faith reports a suspected violation may not be fired, demoted, or otherwise subject to an adverse employment action based on such reporting. Please note, however, that while employees may not be disciplined for *reporting* a violation, employees may be subject to discipline with respect to the underlying conduct or violation.

13. ADDITIONAL AND RELATED INFORMATION AND POLICY

The principles described in this Code are general in nature so you should also review all applicable Company policies and procedures for more specific instruction and contact the Talent Team or Legal Department if you have any questions. These policies include but are not limited to the following:

- *Acquia Acceptable Use Policy (applicable to employee use of Acquia Assets & Equipment):* addressing appropriate use of technology and devices.
- *Acquia Anti-Discrimination and Anti-Harassment Policy:* addressing Acquia’s commitment to provide a work environment free of conduct that is intended to or has the effect of coercing, intimidating, humiliating or embarrassing any employee or customer and to promoting a workplace at which every employee is treated with dignity, decency and respect.

Acquia Travel and Expense Reimbursement Policy: designed to assist you in reporting expenses while conducting Acquia’s business activities.

14. CONSEQUENCES FOR NON-COMPLIANCE

The matters covered in this Code of Business Conduct and Ethics are of the utmost importance to the Company and its business partners, and are essential to the Company's ability to conduct its business in accordance with its stated values. We expect all of our employees, agents, contractors and consultants to adhere to these rules in carrying out their duties for the Company.

The Company will take appropriate action against any employee, agent, contractor or consultant whose actions are found to violate these policies or any other policies of the Company. Disciplinary actions may include immediate termination of employment, or business relationship, at the Company's sole discretion. Where the Company has suffered a loss, it may pursue its remedies against the individuals or entities responsible. Where laws have been violated, the Company will cooperate fully with the appropriate authorities.