

zendesk

Code of Conduct

Champions of Purpose

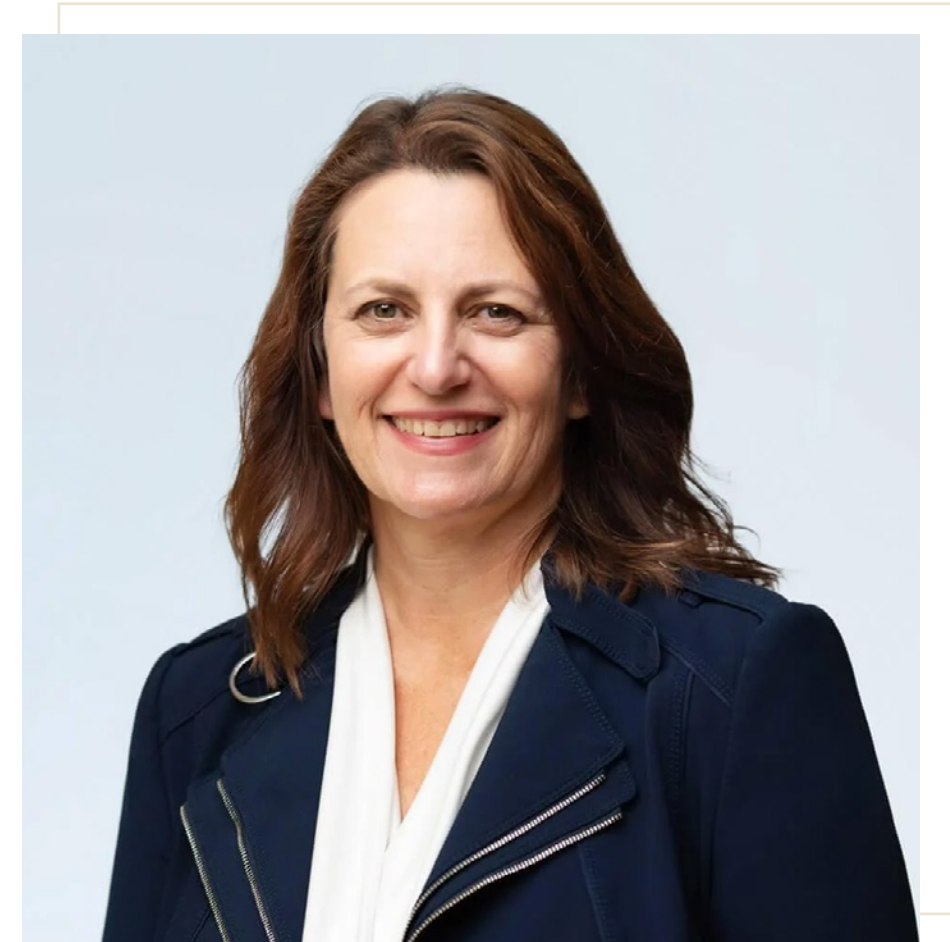


Letter from General Counsel

We envision a future where Zendesk powers a global economy of frictionless customer experiences and lifelong customer relationships. Our mission is to simplify the complexity of business and make it easier for companies and customers to create connections.

How we do that is rooted in our values - Inclusivity, Humblidence (a balance of “Humble” and “Confidence”), Trust, Simplicity, Purpose, and Community. These are our foundation, and how we embody them is reflected in how we build our products and create connections with our customers, our communities, and each other.

This Code of Conduct provides examples and information to guide all of us as we align our actions with our values. It’s purpose is to provide resources and information so we operate our business responsibly and equitably by codifying what we should already embody as ambassadors of Zendesk. We are all responsible for following the Code, and ask you to read it, and use it to guide your actions. We hope you find it a useful reference point as we work hard to grow this amazing company together.



Shanti Ariker
SVP, General Counsel Zendesk

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For the best experience, we recommend using the free software Adobe Reader, or iBooks if viewing on an Apple mobile device. Interactive functionality may be limited when viewed in a web browser.

Our Mission, Vision and Values

Our ethical standards are high at Zendesk and we expect our company to be full of an interesting, diverse, and passionate group of people who do great work. Sometimes situations get complex and that’s why we’ve adopted this Code of Conduct (the “Code”) that you should consult any time you are in doubt about how to act.

Zendesk is a high-growth company, and as we get bigger and move faster, it’s important to make sure all of us are charging up the hill together. Our Mission, Vision, and Values can help us focus on what matters most, and inspire us to do our best work. The Mission and Vision anchor us in why we’re charging up the hill. The Values set expectations for how we show up for each other and for our customers and partners along the way.

Our Mission is to simplify the complexity of business and make it easy for companies and customers to create connections.

Our Vision is for a global economy powered by lifelong customers.

Our approach to business reflects our Values and how we interact with those around us.

These Values are:

Inclusivity:	We believe diversity makes us stronger and we strive for a workplace where everyone feels welcome
Humblidence:	We achieve success with a combination of humility and confidence
Trust:	We put our customers at the center and are always working to earn their trust
Simplicity:	We design technology to reduce complexity and create a better experience for everyone
Purpose:	We do everything with intention and focus on work that moves us forward
Community:	We want to be a champion of empathy and a force for good - in the places we live and work, and the world at large

We champion these Values when we live them every day – this is critical to our success. The Code is an extension of these values and reflects our strong ethical standards, guiding our way to the right decisions. To us, being purpose driven is part of how we live our values out loud and show our commitment to each other, our customers, our business and our communities.

Our commitment and responsibilities

It's impossible to predict and describe every situation, so make sure you adopt both the spirit and the letter of the Code. We also need your help to make sure our Code is followed. If you believe that anyone has violated our Code, you should report this to your manager, the Human Resources Department, or the Legal Department. We strictly prohibit any retaliation against you for making any such report.

Be proactive

Each of us must act proactively by asking questions, seeking guidance and reporting suspected violations of our values, our Code, our policies and procedures, or any violation of law. You are obligated to bring any violations, or suspected violations, to the attention of your manager or another manager you trust, Human Resources, or the Legal Department. While generally, we desire to address matters internally, nothing in this Code should discourage you from reporting any illegal or unethical activity to the appropriate regulatory authority. We will ensure you can raise concerns without fear of retaliation.

A note regarding other obligations

The Code should be viewed as the minimum standards we expect from our directors, officers, employees and contingent workers in the conduct of our business. It is not intended to reduce, replace or limit any other legal or contractual obligations you have to Zendesk.

Q&A

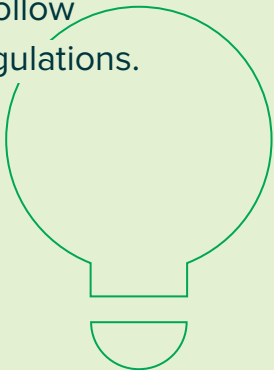
Q Does the Code apply to me?



A Yes. You are a part of Zendesk.

The Code applies to all of our directors, officers, employees and contingent workers, as well as all directors, officers, employees and contingent workers of our subsidiaries. Following the Code entails accepting the Zendesk values. It is of such importance that a failure to do so can result in disciplinary action, including termination of employment.

We are a global company and if there are any laws and regulations in your country of employment that are stricter than those in the Code, you must follow such laws and regulations.



Responsibilities of Managers

Employees in management positions have additional responsibilities, as employees look to managers for cues about our work culture. Managers have the opportunity to demonstrate ethical behavior and improve our work environment.

Managers must:



Model the highest level of integrity



Treat all employees fairly and ensure direct reports understand our Code and expectations



Speak up and consult the Code, seeking additional help when needed



Be receptive to concerns and make sure that employees know they can raise concerns without fear of retaliation



Encourage employees to speak up

Seeking guidance and reporting potential violations

The best starting point for seeking advice on ethics-related issues or reporting potential violations of the Code will usually be your manager. You may also report your concerns to the:

Human Resources Department by:

- Emailing Employee Relations or Human Resources at peopleops@zendesk.com;
- Submitting a report online at www.zendesk.com/ethics and selecting “Employee Relations” or by calling **1-800-461-9330** (this report may be made anonymously)

Legal Department by:

- Emailing legal@zendesk.com or submitting a form through our [Legal Help Center](#);
- Submitting a report online at www.zendesk.com/ethics (which may be done anonymously) or by calling **1-800-461-9330** (this report may be made anonymously)
- Sending a letter addressed to the Legal Department to:
Legal Department c/o Zendesk, Inc., 989 Market Street, San Francisco, CA 94103 USA
(this report may be made anonymously)

Anonymity and confidentiality

When reporting suspected violations of the Code, we prefer that officers and employees identify themselves to facilitate our ability to address the report. However, we also recognize that some people may feel more comfortable reporting a suspected violation anonymously. If you do make a report anonymously, please provide enough details that will permit Zendesk to evaluate the matter and, if appropriate, conduct an investigation. If you wish to remain anonymous, you may do so, and Zendesk will use reasonable efforts to protect your confidentiality subject to applicable law, rule or regulation.

Reporting accounting and similar concerns

You should review and understand our Audit Committee Complaint Procedures. Any concerns or questions regarding any potential violations of any company policy or procedure or applicable law, rules or regulations that involves accounting, internal accounting controls, auditing or securities law matters should be communicated in accordance with our Audit Committee Complaint Procedures (which may also be done anonymously).

Retaliation is prohibited

We prohibit any form of retaliation against someone who reports in good faith or participates in an investigation of a possible violation of the Code or law. A good faith report may not turn out to be true. Rather, good faith means that an employee spoke up to make a report with a sincere belief that the information is truthful. You can tell we strongly encourage good faith reporting, but that doesn't mean we tolerate making knowingly false reports, which can divert resources from credible concerns.

Cooperation

We cooperate with Zendesk in any investigation of a potential violation of the Code, policy or procedure, or any law. When an employee speaks up, we follow through to address the issue and if the investigation uncovers misconduct, we hold the responsible employees accountable.

Knowing how to do good

To think through a decision or next step, opposite is an illustrative way to consider the right approach:


Here's more resources for you:

- [Audit Committee Complaint Procedures](#)
- [Zendesk Hotline](#)

Is the decision aligned with Zendesk's core values?


Y

YES - proceed



N


NO - stop. Our integrity is non-negotiable



Are there legal concerns to consider?


Y

YES - stop to consult with others if you aren't sure



N


NO - proceed



Is the decision approved by our Code?


Y

YES - proceed



N


NO - do not proceed. Seek feedback from your manager to see if other solutions are available



Would this decision harm Zendesk in any way?


Y

YES - stop and take no further action. Consult with the legal department if you seek alternatives



N


NO - proceed



Would I be embarrassed if others learned of my actions?


Y

YES - seek the input of others to ensure you arrive at the right decision

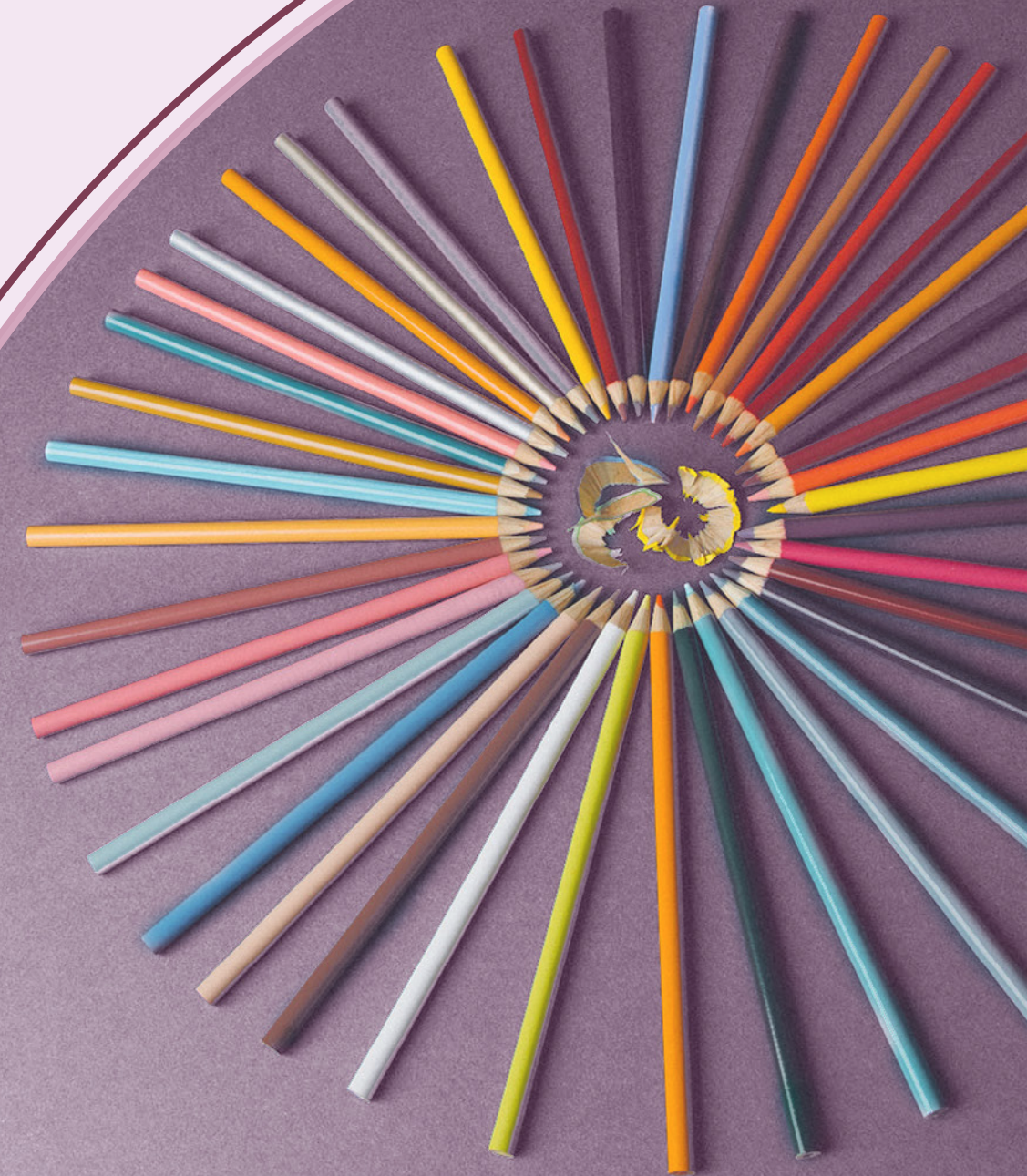


N

NO - proceed and be confident you have arrived at a good decision



Inclusivity



We're people people

Promote a positive work environment

We are committed to creating a supportive work environment. Each employee is expected to create a respectful workplace culture that is free of harassment, intimidation, bias, and unlawful discrimination. Zendesk is an equal opportunity employer and employment is based solely on individual merit and qualifications directly related to professional competence.



Here's more resources for you:
[People Ops Society Article](#)
[Global Equity Policy](#)

We value a **diverse and inclusive** workplace that doesn't tolerate harassment or discrimination of any kind based on:

- race, color, national origin, ancestry,
- religion,
- creed,
- sex/gender (including pregnancy, childbirth, breastfeeding and/or related medical conditions),
- gender identity, gender expression, sexual orientation,
- marital status,
- medical condition,
- military and/or veteran status,
- mental and/or physical disability,
- genetic information,
- request for leave,
- age, or
- any other characteristics protected by law.

Zendesk's unique culture of embodying helpfulness and empathy continues to be a part of how we attract, grow, and keep amazing employees around the world. We succeed when we value unique identities and perspectives.

To do this we need to treat others as they want to be treated, seek out different perspectives, speak up when others are excluded, and create an environment where everyone feels comfortable being themselves. Building and maintaining an inclusive and diverse culture is key to our continued success.

Equity at Zendesk

Zendesk is committed to creating a more equitable global workplace by driving a culture of respect, fairness and inclusion globally. We are committed to ensuring people have what they need to be successful at Zendesk. Equity is our collective responsibility. We bring Zendesk's culture of equity and inclusion to life by:

- Being aware and committed to individual roles to integrate equity in our daily work
- Modeling inclusive behavior
- Calling out behavior and actions that are in direct conflict with these values

Health, safety and environmental responsibilities

Health, safety and environmental responsibilities are also fundamental to Zendesk’s values. We avoid actions that would result in an unsafe or unhealthy work environment by:

- Only allowing authorized visitors on company property
- Never threatening acts of violence, intimidation or hostile behavior
- Never possessing or using illegal drugs or other controlled substances (except as prescribed by a doctor) while on Zendesk property or while working
- Never bringing weapons on company premises
- Never joking about damaging property or violence

Keep things confidential

You may have access to Zendesk’s confidential information or the confidential information of our customers, partners or other third parties. It’s imperative that you always protect the confidentiality of this information. Remember as a condition to your employment or engagement, you signed a commitment to maintain the confidentiality of all internal company information and to use such information only in the course of your employment.

These obligations will continue even after you leave Zendesk. Your commitment also requires you to abide by the requirements of confidentiality agreements between Zendesk and third parties, and to safeguard the confidential information received by Zendesk from third parties.

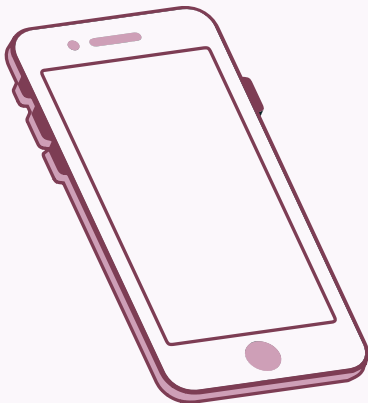
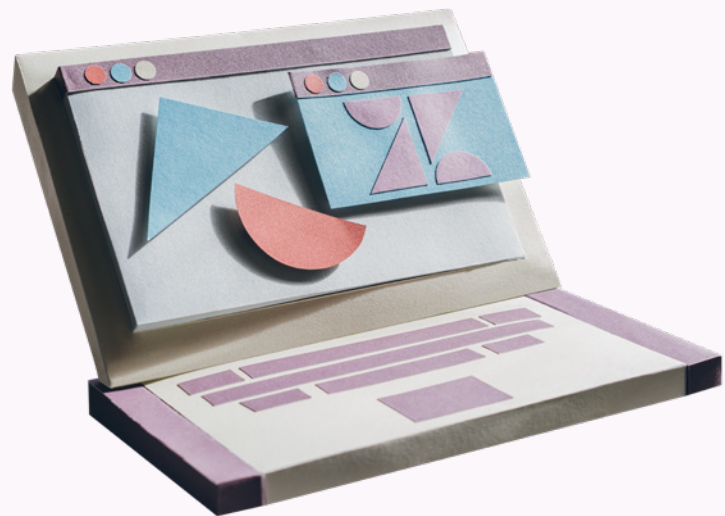
What is confidential information?

Confidential information includes proprietary information, data, trade secrets and know-how, such as software and product designs, sales figures, revenue data, development plans, customers’ information and data, personal data of customers, candidates or employees, ticket contents, information marked as confidential and your user I.D. passwords and similar security tools that you use to access computers, data processing resources and facilities. There are “gray areas” in which you will need to apply your best judgment in making sure you don’t disclose any confidential information. Sometimes it may be difficult to determine what is confidential or proprietary information, so when in doubt you should ask your manager or the Legal Department before sharing data with third parties. A good rule of thumb is that all information related to our business and customers should be considered proprietary and confidential unless it has been publicly released.

We protect our information by:

- ✓ Never sharing any confidential information externally unless we have appropriate non-disclosure agreements in place
- ✓ Contacting the Legal Department or your manager to answer any questions about existing non-disclosure agreements, or to establish a new non-disclosure agreement
- ✓ Never sharing confidential information internally beyond people who legitimately need to know such confidential information for purposes of their job. We have an open and transparent culture, and this is not intended to stifle ongoing conversation and collaboration. Rather, use your judgment to share what is appropriate within Zendesk
- ✓ Being mindful that improper use or disclosure of confidential information can seriously damage our reputation with customers, business partners and the community, as well as expose us to liability and cause other harm to our business

We only want access to confidential information that we are rightfully entitled to have. If you find yourself in a situation that exposes you to any unlawfully or improperly obtained confidential information of third parties, including our competitors, or believe the confidentiality of our information has been compromised, notify your manager or the Legal Department.

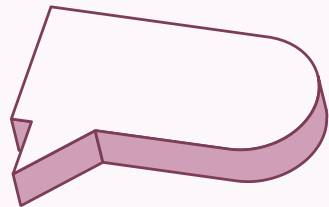


We use social media responsibly (like our parents or kids are reading it)

We use social media with care while exercising our right to free expression and protecting Zendesk’s reputation. The ability to communicate with millions of people are at our fingertips and we use care by holding ourselves to the same accountability online as we do in the actual office. Follow the below steps to be responsible when using social media:

- Always think about our values in communications
- Don’t let time spent on social media interfere with work
- Avoid creating the impression that personal opinions are those of Zendesk
- Avoid using Zendesk logos or company email addresses when posting personal opinions
- Never disclose confidential or proprietary information
- If you are discussing Zendesk, be open about the fact that you work for the company

You should never publish information on our financial performance, client wins/losses, new products, or other corporate developments (i.e., acquisitions, leadership changes, etc.) unless it is part of their job responsibility and they have authorization to release the information. Please see the “Securities Trading” section for more information on what constitutes inside information.



Purpose



We protect our stuff

At Zendesk we’re inventing new and interesting things every day and it’s in all of our interests to protect both intellectual property and physical company assets.

Intellectual property assets

Intellectual property laws grant important legal rights to many aspects of our work, such as patents for technical advances, or trademarks and copyrights for creative assets. We encourage innovation and we’ve created a bonus program that rewards participation in Zendesk’s patent program. We ask that you think proactively and assess your work product to identify assets that may merit intellectual property protection.

We contribute to Zendesk’s success and protect our stuff by:

- Utilizing Zendesk’s trademarks by following our trademark usage and brand asset guidelines
- Respecting the intellectual property rights of third parties
- Consulting the Legal Department if you want to use intellectual property belonging to third parties, such as third party logos, trademarks, patented and copyrighted materials, and software code

Do these rules apply to open source software?

We like open source software. We support the open source community and we appreciate the efficiencies gained from using open source libraries in Zendesk products. With that said, it is important to understand the licenses and obligations associated with open source libraries that are incorporated into our products. We must take steps to comply with the terms of use of such open source libraries and ensure our good standing in the open source community.

For these reasons, there are important limitations on the type of open source libraries that you can incorporate into our products, as well as necessary processes that must be followed before we contribute a Zendesk product to the open source community. These limitations and processes are detailed in our Open Source Guide page.

Physical assets

Improper use of Zendesk property can cause harm to the company. Misuse, theft, waste or carelessness with Zendesk’s physical assets can cause:

- Loss of value
- Damage to reputation
- Loss of competitive advantage
- Decrease in employee and customer satisfaction and other unpleasantness
- Adverse impact on our business operations
- Criminal, administrative and civil liability

If you become aware of any circumstances that have the potential to become a threat to Zendesk’s property, immediately notify your manager or the Legal Department. The sooner we can react, the more likely we can avoid or minimize the harm.

Here’s more resources for you:

[Trademark Usage Guidelines](#)

[Brand Asset Guidelines](#)

We care for and protect our data

Data protection is an essential element in maintaining the trust that our customers, candidates, and employees have in Zendesk. Additionally, a variety of laws and regulations require Zendesk to protect the privacy and security of certain kinds of information.

We protect the privacy and security of information we obtain while working at Zendesk, including our customers’ business information and personal data. While Zendesk has implemented a variety of security measures to protect and secure customer data (including firewalls, password controls, encryption, penetration testing, physical security controls, etc.), the success of our data protection efforts includes a crucial human component.

We maintain detailed information security policies to provide for the protection of customer data. Familiarize yourself with your responsibilities to ensure we only collect, use and access confidential information and personal data as strictly necessary and authorized.

Here’s more resources for you:
[Data and Information Security Policies](#)

We love and protect our data by:

- ✔ Participating in privacy and data security training
- ✔ Becoming familiar and complying with our information security policies, privacy policies and privacy notices
- ✔ Ensuring that only authorized employees and contingent workers with a business need-to-know or need-to-access may access confidential information, particularly customer data, or process personal information relating to Zendesk candidates or employees, customers, and other third parties
- ✔ Never leaving confidential information unsecured in a workspace
- ✔ Never printing protected information while working remotely, unless absolutely necessary, and destroying any such printed copies (e.g., by shredding) when no longer needed
- ✔ Maintaining the secrecy of password
- ✔ Locking file cabinets and rooms where confidential or personal information is kept Immediately reporting any actual or suspected unauthorized use of Zendesk systems, compromise of passwords or other system access control mechanisms, or unusual system behavior (such as missing files, misrouted messages or frequent system crashes)

We know our partners

Choosing partners and vendors is an important part of building a successful business. When choosing or recommending a partner or a vendor, other than just financial considerations, take into account a variety of factors that can affect Zendesk, such as product quality, reputation, practices, past behavior and values. In particular, make sure our partners are aware of and subject to compliance with our Global Anti-Corruption Policy and our Supplier Code of Conduct.

We also ensure that our partners are aware of and comply with our human rights policy and environmental policy. Work with the Legal Department to conduct proper diligence on partners and vendors prior to engaging them.

Here's more resources for you:
[Global Anti-Corruption Policy](#)
[Supplier Code of Conduct](#)

To be a Zendesk partner we check:



Product quality



Reputation



Practices



Past behavior and values



We avoid conflicts of interest

We understand that you may be passionate and involved in outside personal, professional, and community activities. We expect you to ensure that these outside activities don't interfere with the performance of your duties or your ability to act in Zendesk's best interests. A "conflict of interest" exists when an individual's private interest interferes, or appears to interfere, with the interests of Zendesk. Such conflicts can impact our decisions, harm our reputation, and erode trust.

We make objective decisions and uphold our reputation by:

- Using our judgement to act, at all times and in all ways in the best interest of Zendesk and our customers
- Avoiding situations where our personal activities or relationships could impact objectivity
- Disclosing all potential conflicts of interest to the appropriate person

If it is not possible to avoid the conflict of interest, be open and honest about it, approach your manager, Human Resources, or the Legal Department and we will do our best to mitigate the situation.

Actual or potential conflicts of interest involving a director or executive officer other than a member of the Legal Department should be disclosed directly to the Legal Department. Actual or potential conflicts of interest involving any member of the Legal Department should be disclosed directly to the Chief Executive Officer. Please also understand that as circumstances change, a situation that previously didn't present a conflict of interest may present one.

Be aware of these potential conflicts of interest:



Outside Employment – Obtain prior approval for any profit related side jobs or activities to the Legal Department. Fill out the PeopleOps Outside Opportunity Review Request Form and submit to HR at peopleops@zendesk.com



Serving on a Board – If you are considering service on a Board of Directors/Advisory Board of an organization reach out to People Ops at peopleops@zendesk.com or Legal at legal@zendesk.com



Employment or Business with Relatives – Do not hire family members in a direct reporting relationship and ensure you do not conduct business with family members or their businesses without written permission from the Legal Department



Relationships with Colleagues/Vendors/Partners – Avoid personal relationships with colleagues in a direct reporting line and disclose any relationship with a Zendesk colleague, vendor or partner to the Legal Department or to Human Resources



Offering or Receiving Gifts & Entertainment – Ensure all gifts given and received are legal, for a proper business purpose, are reasonable in value and not intended to influence decision-making



Personal Benefit or Gain from Business – Make sure to bring a business opportunity or investment related to Zendesk to your manager's attention, rather than seeking to benefit from it personally. Never use Zendesk information or services to benefit anyone other than Zendesk

When faced with a potential conflict of interest, ask yourself:

Would this activity create an incentive for me to benefit myself, my friends or my family or an associated business, or otherwise create a perception of impartiality?

Would this activity harm my reputation, negatively impact my ability to do my job or potentially harm Zendesk?

Would this activity embarrass Zendesk or me if it showed up on the front page of a newspaper or a blog?

If the answer to any of these questions is “yes,” the situation could create a conflict of interest. Abstain from the situation or disclose to your manager or the Legal Department, in advance, any scenario where your personal activities, interests or relationships would make it difficult to be objective for Zendesk. The facts and circumstances of the situation will be reviewed, and a decision provided on whether corrective or mitigating action is appropriate. If you are ever in doubt on what to do, disclose to your manager or the Legal Department for further consideration.



- Here’s more resources for you:
- [Outside Opportunity Review Process](#)
 - [PeopleOps Outside Opportunity Request Form](#)
 - [Policy for Executives Service on Boards of Directors](#)
 - [Confidentiality and Invention Assignment Agreement \(US\)](#)

We put it in writing and know what we are signing (and shouldn't sign)

Keeping records might take up a bit of your time, but is necessary to build a strong company with financial statements and operations that our customers, investors and others can trust are accurate and transparent. This means that we need to keep accurate and complete documentation of our activities.

The general rules for record keeping are simple:

- ✓ Every business transaction needs to be documented
- ✓ When entering into a contract or signing any other document on behalf of Zendesk, ensure you have read it, understand the terms and believe that signing it is in our best interests. Any impacted teams should have the opportunity to provide their feedback on provisions that might affect them or their stakeholders
- ✓ Every contract that we execute needs to be approved by the Legal Department and run through the applicable procurement process
- ✓ Documents may only be signed by an authorized person as provided in our Zendesk Spend and Signature Approval Policy maintained by our Finance Department and Legal Department
- ✓ Make sure you are aware of the approvals and invoices required to make payments to any vendor or third party in our Zendesk Spend and Signature Approval Policy and have arranged for the appropriate approval process for those payments
- ✓ When you receive an invoice or other request for payment, immediately provide it to our Accounts Payable Manager. Depending on the nature of the payment, we may need you to provide the appropriate approvals under the policy

All Zendesk books, records and accounts must be maintained in accordance with the law and accurately reflect the true nature of the transactions they record. The financial statements shall conform to generally accepted accounting rules and Zendesk's accounting policies. No undisclosed or unrecorded account or fund can be established for any purpose. No false or misleading entries are allowed in Zendesk's books or records for any reason, and no disbursement of corporate funds or other corporate property shall be made without adequate supporting documentation.

Here's more resources for you:
[Spend and Signature Approval Policy](#)



We deal fairly with others

Operating in an honest, fair and ethical manner with others is important to us. We endeavor to deal honestly, fairly and ethically with Zendesk’s customers, suppliers, competitors and employees. Statements regarding Zendesk’s products and services must not be untrue, misleading, deceptive or fraudulent.

We do not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practices.



Concealment



Manipulation



Abuse of privileged information



Misrepresentation of material facts



Unfair dealing practices



Trust



We follow the law

We take legal compliance seriously. Our commitment to obeying the law is foundational to our Code. To keep our business safe, each director, officer, employee and contingent worker is required to comply with all applicable laws and consult with the Legal Department if questions arise. Being an international company, we comply with the laws of every country in which we operate. Below are some major areas that might apply to you in connection with your work at Zendesk. We use good judgment and common sense and ask for advice when we are uncertain about them. While it is impossible to know all laws, ensure you understand the following legal rules:

Anti-corruption

Don't bribe anybody, anytime, for any reason. Remember that giving or accepting anything of value that can improperly affect business decisions qualifies as a bribe. Zendesk does not permit or condone bribes, kickbacks or other improper payments, transfers or receipts. We do not offer, give, solicit or receive any money or other item of value for the purpose of obtaining, retaining or directing business or bestowing or receiving any kind of favored treatment. Make sure you have read, understand and apply our Global Anti-Corruption Policy, which among other things, provides your obligations under the U.S. Foreign Corrupt Practices Act and the UK Bribery Act.

Here's more resources for you:

[Global Anti-Corruption Policy](#)

[U.S. Foreign Corruption Practice Act](#)

[UK Bribery Act](#)

Q&A

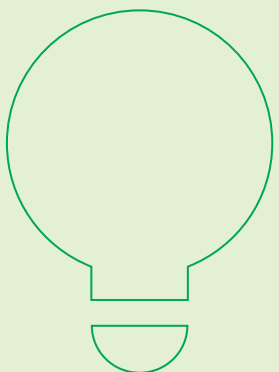
Q We are opening up a new office in a market we have been trying to enter for years. During one of our meetings to obtain business permits for the office opening, I was asked to lunch with the mayor and his family.

Unfortunately, it has been taking a while to secure our final permits. At lunch, the mayor passed me her son's resume and requested I put in a good word for him. Is this something I should do?



A Be careful in how you proceed.

You should inform the mayor of the appropriate process or hiring manager for the region and ask her son to apply as all other candidates do. Whether it was intended or not, this situation could put you in a very difficult situation. Bribes are not always obvious, and the promise of a job, charitable contribution or gift can be considered a bribe if provided to obtain favorable treatment. Check with Legal at legal@zendesk.com to confirm the lunch was appropriate.



Competition laws

We take pride in the services we offer and outperform our competitors fairly and honestly. Our success is through our performance and never through illegal business practices. Most countries have laws—known as “antitrust,” “competition,” or “unfair competition” laws— designed to promote free and fair competition. These laws prohibit arrangements with competitors that restrain trade in some way, abuse intellectual property rights, and use market power to unfairly disadvantage competitors.

Certain conduct is absolutely prohibited under these laws and could result in your imprisonment, not to mention severe penalties for Zendesk. Examples of prohibited conduct include:

- agreeing with competitors about prices (price-fixing)
- agreeing with competitors to rig bids or to allocate customers or markets
- agreeing with competitors to boycott a supplier or customer
- agreeing with competitors to employee pay scales
- sharing competitively sensitive information (for example, prices, costs, market distribution, etc.) with competitors
- entering into a business arrangement or pursuing a strategy with the sole purpose of harming a competitor

We want to compete fairly. If you feel that any of our actions might violate the above or things just don’t seem right, immediately inform the Legal Department.

Here’s more resources for you:

[Global Anti-Corruption Policy](#)

[Export and Sanctions Compliance Guidelines](#)

Import-export regulations

Trading with different countries can get complicated. There are numerous and complex regulations that apply to providing our services around the world, including export and import restrictions to and from certain jurisdictions or involving certain people or organizations. In addition, the United States prohibits any cooperation with countries under embargo or against firms that may be “blacklisted” by certain groups or countries.

We operate with integrity and purpose by reviewing the Global Anti-Corruption Policy and the Export and Sanctions Compliance Guidelines, which provides an overview of the trade restrictions that are applicable to Zendesk. Additionally, you must ensure that the transfer or availability of our service or the transfer of data between countries complies with our Export and Sanctions Compliance Guidelines and stays within the confines of applicable laws. If you or your manager have questions regarding export-import matters, please contact the Legal Department



Securities trading

We know that trading on inside information is illegal and fundamentally unfair. We may have access to information about our company, partners, customers, and others we do business with that isn’t known to the public, but could influence others to want to purchase, sell or hold stock. This type of knowledge makes us “insiders” that must ensure we never use or share private information to buy or sell securities.

Insider trading can result in significant civil penalties, including potential imprisonment. To reduce the risk of insider trading and the appearance of impropriety, know your responsibilities under our Insider Trading and Disclosure Policy.

Here’s more resources for you:
[Insider Trading and Disclosure Policy](#)

Public disclosures and responding to any external inquiries

We are committed to providing our shareholders with accurate information about the state of our business. It is our policy that the reports and documents we file include full, fair, accurate, timely, and understandable disclosures. Zendesk has developed and maintains a set of disclosure controls and procedures to ensure that all of the information we disclose is recorded, processed, summarized, and reported within the appropriate time periods. Officers and employees who are responsible for these filings and disclosures, including Zendesk’s principal executive, financial, and accounting officers, must use reasonable judgment and perform their responsibilities honestly, ethically and objectively in order to ensure that this disclosure policy is fulfilled. Members of Zendesk’s Disclosure Committee are primarily responsible for monitoring Zendesk’s public disclosures.

Q&A

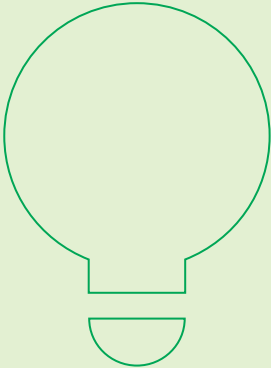
Q What are examples of insider information?



A Inside information can include knowledge about:

- possible mergers or acquisitions
- new business relationships
- company financial results
- new product launches
- financial forecasts
- pending litigation
- major changes in management or strategy

Insider trading erodes the trust in those we serve. It cheats shareholders and distorts the market. It’s a serious violation that can end in jail time.



Additionally, we provide clarity to the public by only allowing specifically designated employees to represent Zendesk and respond to inquiries from the media, financial analysts, investors or public. We protect our reputation and comply with the law when we:

- Refrain from responding to any external inquiries about Zendesk’s business and refer all inquiries to press@zendesk.com
- Ensure you do not create the impression you are speaking on behalf of the company in any personal communications on social media or bulletin boards. For further guidance, please reach out to a member of our social media team via socialmedia@zendesk.com
- Never speak for Zendesk unless given specific approval by a member of the PR, IR and/or Legal team

Political Contributions and Gifts

Participating in the political process can have a positive impact on our lives and communities. We engage thoughtfully in the political arena and do so legally and ethically to keep from harming Zendesk’s reputation. Business contributions to political campaigns are strictly regulated by law. We participate carefully in the political process by:

- Obtaining approval from the Legal Department for any contribution of Zendesk’s funds
- Complying with all campaign election and finance laws where we operate
- Making it clear that any individual personal contributions are your own and not those of the Zendesk
- Separating our personal political activities from our work

Q&A

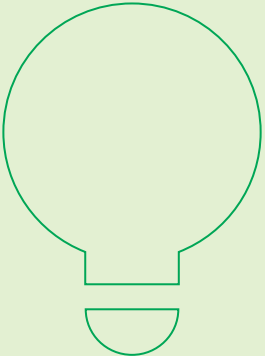
Q Can I let someone in my family know about information I learned while meeting with one of our suppliers?

I know he has been talking recently about purchasing stock in that company and now I think it would be a very bad financial decision for his family.



A No.

Tipping someone off to nonpublic information is a violation of insider trading laws.



Community



We're good global citizens

We are purposeful in our commitment to the communities where we live and work. Through our social impact and sustainability programs, we inspire Zendesk and its employees to be active global citizens. Through our donations of employee time and expertise, software products, and financial grants we empower nonprofit organizations with the resources they need to solve complex social problems.

Additionally, at Zendesk we recognize the urgency of climate change and the impact that all of us from individuals to businesses have on our environment. We want to contribute to the larger global effort to tackle big climate issues by aligning our social impact work to the United Nations Sustainable Development Goals initiative (SDGs).

We contribute to our communities and the planet when we:


- Donate our time, product, and resources through volunteering, our Tech for Good program and the Zendesk Foundation
- Take proactive steps to improve environmental performance and impact in our business operations
- Encourage our suppliers to commit to these principles to advance social and environmental responsibility

Through our collective efforts, we can be champions of purpose, and put our values into action to benefit our people, our partners and the planet.


We uphold human rights


At Zendesk, we believe businesses can play a critical role in promoting, respecting, and advancing human rights. Guided by our company values as well as the UN Guiding Principles on Business and Human Rights, we are committed to upholding human rights in our workforce, in our business practices, and within our broader global communities.


Our community of employees, customers, investors, partners, and vendors include a diversity of race, ethnicity, language, religion, political affiliation, sexual identity, sexual orientation and more. We celebrate the diversity of our people and are committed to practices and policies that support dignity and respect for all. We champion human rights together by:

 Prohibiting the use of any forms of child labor, forced labor, modern slavery, and any form of human trafficking

 Recognizing our employees' rights to organize and choose collective bargaining

 Providing proper working conditions, hours, and compensation to all Zendesk employees

 Requiring our suppliers to share our commitments to human rights and equal opportunity in the workplace by conducting their employment practices in full compliance with all laws and regulations

 Raising any concerns of a violation of human rights by reporting it to our manager, the hotline or the Legal Department

Here's more resources for you:

[Corporate Environmental Policy](#)
[Global Impact Report](#)

[Zendesk Neighbor Foundation Annual Report](#)
[Human Rights Policy](#)

Communication, monitoring and disciplinary action under the code

This Code applies to all directors, officers, employees and contingent workers and you will be supplied with a copy of the Code when beginning service at Zendesk. Updates of the Code will be provided from time to time and an annual acknowledgement of this Code is required annually. Our Board of Directors (“Board”) and the Audit Committee are responsible for administering the Code. The Board has delegated day-to-day responsibility for administering and interpreting the Code to the Legal Department. The Legal Department can be contacted at legal@zendesk.com. All amendments to the Code must be approved by the Board or the Audit Committee and will be disclosed to Zendesk’s shareholders when required by law.

Our management, with the oversight of its Board or its Audit Committee, will take reasonable steps to monitor compliance with the Code and enforce appropriate disciplinary measures for violations. Disciplinary measures for violations may include counseling, oral or written reprimands, warnings, probation or suspension with or without pay, demotions, reductions in salary, re- assignment, termination of employment or service and restitution. Our management will periodically report to the Board on these compliance efforts including alleged violations of the Code and actions taken.

Waivers

Waivers of our Code of Conduct are rarely provided. No waiver of the Code for the benefit of a director or an executive officer will be effective unless it is approved by the Board or the Audit Committee, and the waiver is promptly disclosed to Zendesk’s stockholders when required by law. Any amendment of waiver of the Code for an individual that is not a director or executive officer must be approved in writing by our Legal Department.

Additional information for directors and executive officers



Loans

Loans from Zendesk to directors and executive officers are prohibited



Competing with Zendesk and Conflicts of Interest

We do not consider it to be competing with Zendesk if you are a member of our Board and also a partner, manager, or employee of an entity that pursues a transaction or opportunity, provided that such transaction or opportunity did not come into your possession expressly and solely in your capacity as a member of our Board

Here’s more resources for you:

[Policy for Executives Service on Boards of Directors](#)

Help us be better. If something is not right, let us know!

We strive to be better and maintain the highest level of integrity, not to mention simplicity, beauty, and general awesomeness. We trust your common sense and hope that you, as a Zendesk director, officer, employee or contingent workers, will apply it, alongside this Code, in your everyday judgments. Sometimes situations will not fall within a particular scenario mentioned in this Code, or you might see something that does not seem right. When that happens, remember that we are here to help you. Let us know how we can improve. Contact the Legal Department if you have questions that your manager cannot address.

Here’s more resources for you:

[Zendesk Hotline](#)

[HR email: peopleops@zendesk.com](mailto:peopleops@zendesk.com)

[Legal: legal@zendesk.com](mailto:legal@zendesk.com)

[Zendesk Investor Relations
Corporate Governance](#)

