



Cognizant

# GUIDE TO OUR CODE OF ETHICS AND COMPLIANCE

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# FROM OUR CEO

“At Cognizant, we don’t cut corners, bend the rules or look for shortcuts. Every time we interact with clients, partners, competitors, and each other, we carry a piece of Cognizant’s reputation with us.

Every day, we work to fortify our strong tradition of ethics, integrity and transparency. Our Code of Ethics, together with our Core Values, reflects the best and highest standards of business conduct.

It’s up to all of us to maintain those high standards in everything we do.”



**FRANCISCO  
D'SOUZA**

Chief Executive Officer

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# DOING BUSINESS THE RIGHT WAY

**Compliance** means doing business the right way. We are all responsible for maintaining our culture of compliance while living our values.

## FOUR SIMPLE RULES TO REMEMBER:

**01**

Uphold our core value of integrity in all you do.

**03**

Obey applicable laws, rules and regulations.

**02**

Understand and follow our Code of Ethics, policies and statements.

**04**

Report all suspected violations of the Code of Ethics without retaliation.

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# WHO SHOULD FOLLOW OUR CODE OF ETHICS

Our Core Values & Code of Ethics (“Code of Ethics”) must be followed by anyone who works for or represents Cognizant.

Who does this include?

- Cognizant directors, officers, and employees worldwide
- Cognizant business units and subsidiaries, joint ventures over which Cognizant has operational control
- Business partners, and third-party representatives worldwide (collectively, “Associates”)

Cognizant Associates who work with third parties such as consultants, agents, sales representatives and independent contractors must require that these parties agree to comply with our Code of Ethics and relevant aspects of our policies and statements.

## ABOUT THIS GUIDE

This guide provides a summary of Cognizant’s Code of Ethics, policies and statements – not the full policies themselves.

For our complete Code of Ethics, go to: [www.cognizant.com/codeofethics.pdf](http://www.cognizant.com/codeofethics.pdf)

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# WHAT COGNIZANT ASSOCIATES MUST DO

## LEARN

- Be familiar with, understand and uphold our Code of Ethics.
- Learn the details of any part of our Code of Ethics, policies and statements that are relevant to your specific daily responsibilities.

## BE AWARE

- Be aware of developments in your business or functional area that might impact Cognizant's compliance with laws and regulations or our reputation.

## BE VIGILANT

- Report any suspected violations of our Code of Ethics, policies and statements or law.
- Cooperate in Cognizant investigations related to our Code of Ethics, policies and statements.

## COMMIT

- Complete Cognizant's required compliance training courses on time.
- Execute an annual certification acknowledging your commitment to the principles in our Code of Ethics.

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# WHAT COGNIZANT MANAGERS MUST DO

Cognizant holds its managers accountable for fostering an atmosphere of compliance in which associates clearly understand their obligations and feel at ease to raise a concern absent any fear of retaliation.

## EDUCATE

- Promote a culture of compliance in which Associates understand their responsibilities and feel comfortable asking questions.
- Ensure that Associates understand that business results are never more important than ethical conduct and compliance with our Code of Ethics.
- Ensure that Associates know that they can always report suspected violations of law or the Code of Ethics without fear of retaliation.

## LEAD

- Foster a spirit of ethics, integrity, and lawfulness by personally leading compliance efforts.
- Communicate the importance of compliance at every appropriate opportunity.
- Never retaliate or tolerate retaliation against any individual for making a good-faith report.

## COMMUNICATE

- Immediately inform our Chief Compliance Officer if you receive a report of suspected violation of our Code of Ethics, policies, statements or law.

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# OUR CORE VALUES

Our **Core Values** define the behaviors that make us successful in the marketplace.

As you conduct business on Cognizant's behalf, always ask yourself whether your actions are consistent with these core values, our Code of Ethics, policies and statements.



**01**

Transparency

**04**

Collaboration

**02**

Passion

**05**

Customer Focus

**03**

Empowerment

**06**

Integrity

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# PREVENTING CORRUPTION

## THE COGNIZANT WAY

**We don't give or receive bribes to anyone for any purpose.** Bribing a government official is illegal no matter where it occurs. Never offer or accept bribes when working with governments or any customers. We never give gifts, entertainment, or anything of value in exchange for a business or personal benefit.

**We don't make facilitation payments in most cases.** Cognizant prohibits facilitation payments absent prior approval in exceptional cases from the Chief Legal Officer/General Counsel.

**We always keep accurate business records.** Never misconstrue or mislabel a transaction in our books and records. Ensure that timesheets, travel and expense reports, financial statements, customer billing and other records are honest and accurate.

**We don't use third parties to "work around" our policies.** Don't ask or allow anyone else to act on your behalf in a way that violates company policies.

- Prevent corrupt activity whenever and wherever possible.
- Always report any sign of corruption or unethical behavior, even if you're not absolutely sure.

## BE AWARE

A **bribe** is any payment or Anything of Value offered or provided to improperly influence a decision-maker or to obtain an unfair business advantage.

**Anything of Value** includes items such as cash, bonuses, gifts, favors, charitable donations, political contributions, offers of employment, offers of hospitality/entertainment, kickbacks, or any other type of preferential benefit.

A **facilitation payment** is generally a small payment made to a low-level Government Official for the purpose of securing or expediting the performance of a routine, nondiscretionary government action.

## LEARN MORE (RESOURCES)

- Anti-Corruption Statement
- Gifts and Entertainment Statement

Go to [www.cognizant.com/codeofethics.pdf](http://www.cognizant.com/codeofethics.pdf) for detailed information and resources.

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# AVOIDING CONFLICTS OF INTEREST

## THE COGNIZANT WAY

We don't take on outside employment that conflicts with company work. Avoid outside employment – even voluntary or charitable work – that conflicts with or may interfere with Cognizant's interests.

We avoid making personal investments or financial arrangements that could conflict with our work commitments. Don't hold a substantial financial interest in a customer, supplier or competitor, and never borrow money from subordinates.

We maintain professional boundaries in relationships with client employees. Avoid developing close personal, non-professional relationships with clients, suppliers and other people with whom you do business.

We avoid working directly with those with whom we have a close personal or family relationship. Don't hire, supervise, report to, review, evaluate, or purchase goods or services from close personal friends or relatives, and do not engage in an intimate or romantic relationship with a direct or indirect report or supervisor.

We don't seek or pursue business opportunities that compete with Cognizant business or clients. Report any business opportunities you may learn about rather than pursuing them personally.

We don't give or receive gifts or entertainment that may be intended or seen to influence business decisions. Always follow company guidelines for giving and receiving gifts and entertainment. For more information on the Company's expectations in regards to giving or receiving gifts and entertainment, please see our Gifts and Entertainment Statement.

- Putting our personal interests before Cognizant's creates a conflict of interest and is not allowed.
- You have a duty to report any possible conflicts of interest right away.

## ALWAYS REMEMBER

A **conflict of interest** is not automatically a violation of Cognizant's Code of Ethics. However, a failure to promptly disclose a conflict is always a violation. In fact, many conflicts can be cleared or easily resolved once reported. Seeking pre-approval for potential conflicts (and otherwise disclosing conflicts) allows the Company to mitigate risks which may interfere with your business decisions.

## KEEP IN MIND

Think you may have a conflict of interest? Ask our Chief Compliance Officer to review the situation.

## LEARN MORE (RESOURCES)

Go to [www.cognizant.com/codeofethics.pdf](http://www.cognizant.com/codeofethics.pdf) for detailed information and resources.

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# COMPETING FAIRLY AND HONESTLY

## THE COGNIZANT WAY

**We respect our competitors' confidential information.** Gather competitive information in a lawful and ethical manner, never through deception or misrepresentation.

**We comply with antitrust and competition laws of every country where we do business.** Never engage in price-fixing, allocation of markets, or any other type of anti-competitive tactic.

**We use ethical sales and marketing techniques.** Don't seek an unfair advantage over competitors by manipulating, concealing or misrepresenting facts.

**We respect international trade regulations.** Wherever you work, you must obey laws concerning embargoes, export controls, economic sanctions and anti-boycott regulations.

**We uphold strict standards for quality.** Know and comply with all client contract terms and obligations.

- Compete ethically.
- Obey all laws and regulations governing competition and trade.

## BE AWARE

### Competitor confidential information

We do not use our access to customer systems to search for competitor presentations or other such information that may be viewable without proper authorization. Similarly, we may not retain or use a third party to do what we ourselves cannot do.

## LEARN MORE (RESOURCES)

Go to [www.cognizant.com/codeofethics.pdf](http://www.cognizant.com/codeofethics.pdf) for detailed information and resources.

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# ACTING RESPONSIBLY

## THE COGNIZANT WAY

**We uphold human rights in all of our global operations.** Everyone who works for Cognizant is entitled to an environment free from discrimination, harassment and retaliation.

**We do not condone human trafficking in any form.** We will not work with third parties that engage in it.

**We are committed to preserving the environment.** Always follow the environmental laws, regulations and standards that apply in your location.

**We maintain a safe working environment.** Report any potential health or safety issues you see to a manager.

**We reject violence, threats, bullying, abuse and retaliation in the workplace.** If you are a victim or witness these activities, report it to a manager immediately.

**We do not discriminate and make all employment decisions based on merit.** We treat others with fairness and respect, and value each other's individual contributions. We never hire relatives of government officials for the purpose of influencing the official's decision making.

**We don't work under the influence of drugs or alcohol.** Our policy forbids the use, sale, purchase or possession of illegal drugs, or abuse of doctor-prescribed drugs or alcohol on our property or while on company business. Tell a manager if an associate's performance seems impaired, or if someone is using a banned substance at work.

**We participate in political activities, but only as individuals.** Cognizant encourages its Associates to participate in the political process, when it is clear that such activity is conducted on an individual basis – not on behalf of our Company or during business hours. Any use of facilities or resources for political activity must be approved in advance by the Legal Department.

- Treat all fellow associates fairly and respectfully.
- Take responsibility for workplace safety, and report any hazard or abuse.

## KEEP IN MIND

If we witness or are the victim of an act of violence, intimidation, the threat of violence, abuse, retaliation, or other threatening behavior, we must report the matter immediately to a manager.

## LEARN MORE (RESOURCES)

- Corporate Social Responsibility site
- Policy on Sustainability and Corporate Responsibility

Go to [www.cognizant.com/codeofethics.pdf](http://www.cognizant.com/codeofethics.pdf) for detailed information and resources.

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# TAKING PRINCIPLED ACTIONS

## THE COGNIZANT WAY

We respect data privacy and data security laws and policies. Keep client information secure. Follow all country-specific, local, company and client policies concerning data privacy and data protection, including European Union data transfer laws.

We use company and client technology properly. When using client systems and technology, know and follow all contractual obligations. Be familiar with the Cognizant Acceptable Use Policy.

We communicate professionally and appropriately. Never threaten, libel or defame any person or company. Be thoughtful in your communications, including on social media.

We safeguard company and client assets from misuse, abuse and theft. Don't share confidential information and intellectual property. Share sensitive information only with associates who have a business need to know.

We disclose information to the public that is completely accurate. Unless you are authorized, don't speak with any member of the media or investment community on behalf of Cognizant, clients, competitors or our industry.

We always keep non-public "inside" information confidential. Don't buy or sell securities based on inside information, or provide "tips" to others based on non-public company or client information.

- Be sure to protect our company and client information and assets.
- Communicate professionally and appropriately.

## BE AWARE

Don't give client information to outside companies or others, except:

- As directed by clients
- To conduct our business properly
- To comply with applicable privacy laws
- To protect against fraud or suspected illegal activity
- To provide customer services

Do you suspect misuse of Cognizant or client assets? Tell your manager or the Chief Security Officer.

## LEARN MORE (RESOURCES)

- Global Data Privacy Policy
- Global Associate Privacy Notice
- Acceptable Use Policy
- Social Media Policy
- Statement of Company Policy on Insider Trading and Disclosure

Go to [www.cognizant.com/codeofethics.pdf](http://www.cognizant.com/codeofethics.pdf) for detailed information and resources.

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# KEY CONSIDERATIONS

Our Code of Ethics does not take the place of the good judgment that all Cognizant Associates must exercise every day.

If you ever feel that you or another Cognizant Associate is dealing with an ethical issue, keep the following three questions in mind before you decide how to proceed:

1. How would the ethical issue look to other Cognizant Associates or to someone outside of Cognizant?
2. Do I feel comfortable being held accountable for the decision on the issue?
3. Is this consistent with Cognizant's Code of Ethics?



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# REPORTING A CONCERN

To report a real or suspected violation of our Code of Ethics, the following individuals and resources are available:

- Any member of the Cognizant Legal Department
- Our Chief Compliance Officer  
By email: [chiefcomplianceofficer@cognizant.com](mailto:chiefcomplianceofficer@cognizant.com)  
By fax: 201-801-0243  
By mail: Cognizant Technology Solutions  
Attn: Chief Compliance Officer  
Glenpointe Centre West  
500 Frank W. Burr Boulevard  
Teaneck, New Jersey 07666
- Our Chief Legal Officer/General Counsel
- Our Cognizant Compliance Helpline
- To access the Compliance Helpline via the internet, please go to [www.cognizant.com/compliance-helpline](http://www.cognizant.com/compliance-helpline) and follow the instructions for submitting a report.
- To make a report by telephone, please dial the number specific to your country and follow the prompts:
  - U.S. and Canada: 1-866-824-4897
  - India: AT&T Direct Access Code 000-117 followed by 866-824-4897
  - UK: AT&T Direct Access Code 0-800-89-0011 (or 0-500-89-0011) followed by 866-824-4897
  - All other locations: Use the appropriate access code for your country, followed by 866-824-4897

Additional AT&T Direct Access Codes are available at [www.att.com/esupport/traveler.jsp?tab=3](http://www.att.com/esupport/traveler.jsp?tab=3).

- If you suspect a violation of our Code of Ethics, you *must* report it.
- There will be no retaliation for making a report, even if no violation is found.

## NON-RETALIATION

Cognizant is committed to ensuring that an individual does not face retaliation for reporting concerns about actions that may violate or be inconsistent with our Code of Ethics or the law.

Prohibited acts of retaliation include discharge, demotion, suspension, harassment, threats, or any other action that discriminates against an individual who submits a report.

*If you suspect retaliation for making a report, contact the Chief Compliance Officer or the Compliance Helpline immediately.*

### Government Investigations

Nothing in our Code of Ethics prevents you from reporting a violation of law to a government agency, or from cooperating in a government investigation.

## LEARN MORE (RESOURCES)

- Whistleblower and Non-Retaliation Statement

Go to [www.cognizant.com/codeofethics.pdf](http://www.cognizant.com/codeofethics.pdf) for detailed information and resources.

The 24/7 Compliance Helpline is operated by a third party. Reports may be made anonymously where allowed by law. But we encourage you to identify yourself so they can follow up if needed.

Have a compliance question or need advice?  
Ask the Compliance Helpline's Question Manager.

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# REMEMBER...

At Cognizant, we do business the right way. Our company's reputation and success depend on it.

- We prevent corruption in all its forms.
- We avoid conflicts of interest. Cognizant's interests always come first.
- We conduct business fairly, honestly and ethically.
- We act responsibly in our workplaces and communities.
- We take principled actions, communicating professionally and protecting private data and assets.
- We treat others with fairness and respect.
- We do not retaliate against an individual for making a report, even if no violation is found.

**IF WE SEE SOMETHING  
THAT DOESN'T LOOK  
RIGHT, WE REPORT OUR  
CONCERNS.**





Cognizant