



Ethics Policy

1. Overview

SproutLoud is committed to protecting employees, partners, vendors and the company from illegal or damaging actions by individuals, either knowingly or unknowingly. When SproutLoud addresses issues proactively and uses correct judgment, it will help set us apart from competitors.

SproutLoud will not tolerate any wrongdoing or impropriety at any time. SproutLoud will take the appropriate measures to act quickly in correcting the issue if the ethical code is broken.

2. Purpose

The purpose of this policy is to establish a culture of openness and trust, and to emphasize the employee's and consumer's expectation to be treated to fair business practices. This policy will serve to guide business behavior to ensure ethical conduct. Effective ethics is a team effort involving the participation and support of every SproutLoud employee. All employees should familiarize themselves with the ethics guidelines that follow this introduction.

3. Scope

This policy applies to employees, contractors, consultants, temporary employees, and other workers at SproutLoud, including all personnel affiliated with third parties.

4. Policy

4.1 Executive Commitment to Ethics

- 4.1.1 Senior leaders and executives within SproutLoud must set a prime example. In any business practice, honesty and integrity must be top priority for executives.
- 4.1.2 Executives must have an open door policy and welcome suggestions and concerns from employees. This will allow employees to feel comfortable discussing any issues and will alert executives to concerns within the workforce.
- 4.1.3 Senior leaders and executives must disclose any conflict of interests regarding their position within SproutLoud.

4.2 Employee Commitment to Ethics

- 4.2.1 SproutLoud employees will treat everyone fairly, have mutual respect, promote a team environment and avoid the intent and appearance of unethical or compromising practices.
- 4.2.2 Every employee needs to apply effort and intelligence in maintaining ethical values.



- 4.2.3 Employees must disclose any conflict of interests regarding their position within SproutLoud.
- 4.2.4 Employees will help SproutLoud to increase customer and vendor satisfaction by providing quality products and timely responses to inquiries.
- 4.2.5 Employees should consider the following when any behavior is questionable:
 - Is the behavior legal?
 - Does the behavior comply with all appropriate SproutLoud policies?
 - Does the behavior reflect SproutLoud's core values and culture?
 - Could the behavior adversely affect company stakeholders?
 - Would you feel personally concerned if the behavior appeared in a news headline?
 - Could the behavior adversely affect SproutLoud if all employees did it?

4.3 Company Awareness

- 4.3.1 Promotion of ethical conduct within interpersonal communications of employees will be rewarded.
- 4.3.2 SproutLoud will promote a trustworthy and honest atmosphere to reinforce the vision of ethics within the company.

4.4 Maintaining Ethical Practices

- 4.4.1 SproutLoud will reinforce the importance of the integrity message, and the tone will start at the top. Every employee, manager, DRI (directly responsible individual) and leader needs to consistently maintain an ethical stance and support ethical behavior.
- 4.4.2 Employees at SproutLoud should encourage open dialogue, get honest feedback and treat everyone fairly, with honesty and objectivity.
- 4.4.3 SproutLoud's department of People and Organizational Development will make sure that all new employees receive the employee handbook which contains the company's ethical code and that all employees have access to that code. Any concerns regarding the code can be addressed with the VP of People and Organizational Development or with any of the senior leaders or executives.
- 4.4.4 Employees are required to recertify their compliance to Ethics Policy on an annual basis.

4.5 Unethical Behavior

- 4.5.1 SproutLoud will avoid the intent and appearance of unethical or compromising practice in relationships, actions and communications.



- 4.5.2 SproutLoud will not tolerate harassment or discrimination. SproutLoud will not take adverse action or retaliatory action against anyone reporting violations of our ethics code in good faith.
- 4.5.3 Unauthorized use of company trade secrets & marketing, operational, personnel, financial, source code, & technical information integral to the success of our company will not be tolerated.
- 4.5.4 SproutLoud will not permit impropriety at any time and we will act ethically and responsibly in accordance with laws.
- 4.5.5 SproutLoud or its employees will not make a payment or bribery to any government official for the purpose of obtaining or retaining business for or with, or directing business to, any person. Offering anything of value as a bribe, whether cash or non-cash items, is prohibited. Please note that payment of certain fees, taxes and/or licenses may be permitted (and/or required).
- 4.5.6 SproutLoud employees will not use corporate assets or business relationships for personal use or gain.

5. Policy Compliance

5.1 Compliance Measurement

The department for People and Organizational Development will verify compliance to this policy through various methods, including but not limited to, business tool reports, internal and external audits, and feedback.

5.2 Exceptions

None.

5.3 Non-Compliance

An employee found to have violated this policy may be subject to disciplinary action, up to and including termination of employment.

6 Related Standards, Policies and Processes

Please see the Employee Handbook for our code of conduct and ethics policies, including our confidentiality agreements.

7 Definitions and Terms

DRI--Directly Responsible Individual: a person who has responsibility for managing one or more employees.



8 Revision History

Date of Change	Responsible	Summary of Change	Version ID
12/2017	James Aggrey	Initial Release	Draft
12/22/17	Bill Cronic	Additional notes/comments	1.0
7/30/19	Bill Cronic	Adding 4.5.5	1.1