

Ethical and Legal Business Conduct (MPS 001)

Ethics and Compliance

Effective: 11/29/2018

Revision: 1

1. POLICY

- 1.1. *Ethics and Integrity*—DXC Technology (“DXC”) and its directors, officers, executives, and employees shall pursue and conduct all of its commercial activity everywhere in strict accordance with the highest standards of business ethics.
- 1.2. *Legal Compliance*—DXC and its directors, officers, executives, and employees shall pursue and conduct all of its commercial activity everywhere in strict compliance with the laws of the United States and other nations, and their states and localities.
- 1.3. *CLEAR Values*—DXC’s directors, officers, executives, and employees shall observe and preserve DXC’s CLEAR Values; their decisions and actions shall be consistent with these values.
- 1.4. *Ethical Leadership*—DXC’s directors, officers, executives, managers, and supervisors shall strive as ethical leaders to create and maintain a culture of performance with integrity in all business activities, in all places, and at all times.
- 1.5. *Ethics and Compliance Program*—DXC’s management and Board shall charter a global Ethics and Compliance Office (ECO) and Program and vest hands-on, day-to-day authority in a Chief Ethics and Compliance Officer to carry out the following responsibilities:
 - 1.5.1. *Ethical Culture*—Promote an organizational culture that encourages ethical conduct and a commitment to compliance with DXC’s Code of Business Conduct, company policies, and the law.
 - 1.5.2. *Prevention, Detection, Investigation of Misconduct*—Exercise due diligence to prevent and detect criminal activity and other misconduct; coordinate investigations of known or suspected criminal activity and other misconduct.
 - 1.5.3. *Code of Business Conduct*—Maintain, distribute, and enforce DXC’s management- and Board-approved Code of Business Conduct (Code), which, as allowable by law, shall apply equally to all directors, officers, executives, employees, and representatives of DXC and its subsidiaries around the world.
 - 1.5.4. *Business Conduct Policies*—Create, maintain, distribute, and enforce DXC’s business conduct and other applicable management policies, standards, guidelines, and related procedures.
 - 1.5.5. *Communications and Training*—Make available to all directors, officers, executives, employees, and representatives of DXC and its subsidiaries awareness and training programs focusing on the Code, on DXC’s business conduct policies, and on other policies and topics as appropriate.

1.5.6. Compliance Risk Assessment and Program Effectiveness—Monitor, audit, assess risk, and otherwise evaluate global Program effectiveness. Provide risk assessment, policy, training, effectiveness, and other support to ensure appropriate capability and maturity of DXC's key compliance functions.

1.5.7. OpenLine Administration—Operate and publicize globally DXC's OpenLine, which is available for all directors, officers, executives, employees, and representatives of DXC to report confidentially and anonymously, as allowable by law, known or suspected violations of the Code, DXC policy, and the law and/or to seek ethics advice and guidance.

1.5.8. Management and Board Reporting—Report periodically to management and the Board on the activities and effectiveness of the Ethics and Compliance Program.

1.6. *Ethics Committee*—DXC's management system shall include an Ethics Committee of management to review Ethics and Compliance Program activities, to monitor the operation and activity of DXC's OpenLine, to monitor ethics and compliance audits and investigations, and to be knowledgeable about ECO operations. DXC's Chief Executive Officer shall chair the Ethics Committee, which shall meet quarterly and be comprised of the CEO's direct reports and others.

2. APPLICABILITY

As allowable by law, this policy applies worldwide to all directors, officers, executives, employees, and representatives of DXC, its wholly-owned subsidiaries, and their affiliates.

3. RESPONSIBILITIES

3.1. Board—DXC's Board of Directors is responsible to be knowledgeable about the content and operation of the Ethics and Compliance Program and to exercise reasonable oversight with respect to the Program's implementation and effectiveness.

3.2. Management—DXC's directors, officers, executives, managers, and supervisors are responsible to lead ethically and to model behaviors consistent with DXC's CLEAR Values and the ethics and compliance requirements of this Policy.

3.3. Chief Ethics and Compliance Officer—DXC's Chief Ethics and Compliance Officer is responsible to support management's ethical leadership mandate, to provide ethics and compliance support services to DXC employees and businesses, and to assist the Board of Directors with its oversight responsibilities.

4. KEY DEFINITIONS

"Misconduct" – At DXC, Misconduct is any action that is inconsistent with our CLEAR Values or which would violate the Code of Business Conduct, DXC policy, or the law.

5. VIOLATIONS

Any DXC employee who knowingly violates or attempts to violate this Policy shall be subject to disciplinary action, up to and including separation from DXC.

6. RELATED POLICY

[DXC Code of Business Conduct \(Internal\)](#)