



SUPPLIER CODE OF CONDUCT

At Bill.com, LLC., we are committed to act ethically in all business dealings and expect our suppliers to do the same. We value transparency, trust, respect, and open communication. This Supplier Code of Conduct (“Supplier Code”) explains our expectations and provides guidance for meeting these shared values.

COMPLIANCE WITH THE SUPPLIER CODE OF CONDUCT

This Supplier Code applies to all Bill.com suppliers of products and services, including licensors of software products, SaaS providers, consulting firms, staffing agencies, regardless of their title or the products or services they provide (“Suppliers”).

Suppliers must require their next-tier suppliers to implement similar requirements in their operations and across their supply chains. All Suppliers must conduct their business and operations, in full compliance with all applicable laws and regulations and in compliance with Bill.com’s requirements, which may exceed legal requirements.

While Suppliers are expected to self-monitor and demonstrate their compliance with the Supplier Code, we may audit Suppliers or inspect Suppliers’ facilities to confirm compliance.

LEGAL AND REGULATORY COMPLIANCE PRACTICES

All Suppliers must conduct their business activities in full compliance with all applicable laws and regulations while conducting business with and/or on behalf of Bill.com, and must, without limitation, comply with the following:

Trade: Comply with all international, federal state and local rules, regulations, ordinances and controls on any technology transfers (physical and electronic), exports, re-exports, and imports.

Antitrust: Conduct business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business.

Boycotts: Not participate in international boycotts that are not sanctioned by the United States (U.S.) government or applicable laws.

Anti-Corruption, Bribery and Kickbacks: Conduct business in full compliance with the [U.S. Foreign Corrupt Practices Act](#) (“FCPA”) and the anti-corruption and anti-money laundering laws that govern the jurisdictions in which Suppliers conduct business. Suppliers must not tolerate, permit, or engage in any form of corruption, extortion or bribery. Here are few key points to keep in mind:

Bribery is offering or giving something of value in order to improperly influence the recipient’s

actions. Bribery is illegal everywhere Bill.com does business, and the consequences for offering or accepting a bribe are severe.

A *kickback* is the return of a sum paid (or due to be paid) as a reward for fostering a business arrangement. Accepting or offering a kickback violates this Supplier Code.

A *facilitation payment* is a tip or small payment made to a government official in order to expedite a routine government action—for example, issuing a permit or providing utility service. These payments are illegal in most jurisdictions and are not allowed under our policies.

"*Government official*" refers to all of the following: (i) any employee of a government entity or subdivision, including elected officials; (ii) any private person acting on behalf of a government entity, even if just temporarily; (iii) officers and employees of companies that are owned or controlled by the government; (iv) candidates for political office; (v) political party officials; and (vi) officers, employees and representatives of public international organizations, such as the World Bank and United Nations.

Supplier shall not, directly or indirectly, promise, authorize, offer, or pay anything of value (including but not limited to gifts, travel, hospitality, charitable donations, or employment) to any government official or other party to improperly influence any act or decision of such official for the purpose of improperly promoting the business interests of Bill.com in any respect.

Accessibility: Bill.com is committed to create products and services that are accessible to people of all abilities, including those with vision, hearing, mobility and cognitive conditions and expect our Suppliers to do likewise.

BUSINESS PRACTICES AND ETHICS

Business Records and Accounting: We rely on our books and records to report our financial results, make required legal filings, and make business decisions. As our Supplier, you must keep accurate and honest books and records of all your business dealings with us, including reasonable documentation to demonstrate compliance with this Supplier Code. These records must be in accordance with applicable standard accounting practices. You must monitor your own operations—including next tier Suppliers—through appropriate due diligence, audits, and similar activities. Bill.com reserves the right to audit or inspect Suppliers' records and facilities, as applicable and permitted by law.

Transparent Communication: We expect our Suppliers to be honest, direct, and truthful in discussions, including those with regulatory agency representatives and government officials.

Press and Publicity: No Supplier is authorized to speak on behalf of Bill.com, unless expressly authorized in writing to do so by a Bill.com communications representative. You are not authorized to publicize your relationship with Bill.com without our prior written approval.

Gifts and Entertainment: We choose our suppliers on the basis of the price and quality of your products, the level of your service and your alignment with our values. Accordingly, all business transactions should be impartial, objective and free of improper influence. It is never appropriate to give anything extravagant or lavish to a Bill.com employee or a family member of such employee. Gift of nominal value (but never cash) and customary and reasonable meals and entertainment are generally allowed. Supplier must be careful to avoid even the appearance of impropriety and should not offer gifts or entertainment to Bill.com employees

at any time during a Request for Proposal (RFPs) or other vendor-selection process.

Conflicts of Interest: Suppliers must avoid conflicts of interest or the appearance of one. Suppliers must not deal directly with any Bill.com employee, or the spouse, domestic partner, other family member or relative of such employee, who holds a financial interest in the Supplier.

Insider Trading: As a Bill.com Supplier, you may have access to material, non-public information about Bill.com or other companies. Information is material if a reasonable investor would consider it important in deciding whether to buy, sell, or hold a company's securities. You must never buy or sell securities while in possession of material, non-public information or provide that information to others who might trade on it.

Travel and Expense Reimbursement: Suppliers are required to comply with Bill.com's [Travel and Expense Policy](#).

HUMAN RIGHTS AND FAIR LABOR PRACTICES

Suppliers must (1) comply fully with all employment laws, (2) respect each individual's rights, personal dignity, and privacy, and (3) take effective measures to remedy any deficiency or non-compliance. In particular, Suppliers must, without limitation:

- Respect employees' and other workers' right to freely associate and bargain collectively in accordance with all applicable laws and regulations.
- Follow all applicable laws and regulations regarding child labor.
- Allow all employees and other workers to leave their employment freely upon reasonable notice, and never use any forced labor or involuntary prison labor.
- Compensate employees and other workers fairly and follow local wage regulations or collective agreements; where these do not exist, compensate employees and other workers at a level that allows them to meet their basic needs.
- Ensure that working hours, including overtime, do not exceed applicable legal limits.
- Ensure fair and proper hiring, firing, and evaluation practices.
- Implement fair and effective measures to allow employees and other workers to raise workplace concerns, including concerns involving harassment and discrimination.

HEALTH AND SAFETY

We expect our Suppliers to provide workers with a safe, clean, sanitary and healthy workplace that complies with all applicable health and safety laws, regulations and mandatory standards and have in place business continuity plans that address topics, including but not limited to natural disasters, epidemics, pandemics, workplace incidents, emergencies, and other potential business interruptions. Suppliers must also take proactive measures to minimize or prevent workplace hazards. This commitment to safety also means that our Suppliers must not tolerate any threats or acts of violence, including intimidation, bullying, and gestures, language, and physical contact that is sexual, coercive, threatening, abusive, or exploitative in nature.

PROTECTING THE ENVIRONMENT

Bill.com is committed to protecting and respecting our environment. At a minimum, we expect our Suppliers to follow all applicable environmental laws, regulations, and standards, including goals to reduce environmental impact from your operations.

PROTECTING INFORMATION: DATA & INTELLECTUAL PROPERTY

Bill.com commits to protect our Suppliers' confidential information provided to us. In return, we expect you to protect our confidential information. You should never disclose such information to anyone without our express written authorization. Our confidential information includes all of the following:

- The terms and conditions of your agreement with Bill.com
- Bill.com business and marketing plans
- Bill.com intellectual property (trade secrets, trademarks, copyrights, patents, and other intellectual property) and technical information
- Bill.com product plans and designs
- Bill.com business processes
- Personal employee or contractor information
- Any data generated by Bill.com, or received by Bill.com from a third party, that contains or is based on confidential information

Only individuals who need to know Bill.com's confidential information for the purpose for which Bill.com engaged the Supplier should have access to it, and such individuals may only use it for the purpose for which Bill.com made it available to the Supplier. Suppliers must effectively manage the retention, maintenance, access, and disclosure of our confidential information. This includes disposing of confidential or highly sensitive documents securely, such as by shredding. If you learn of an actual or potential data security breach involving Bill.com information, you must notify Bill.com immediately.

RESPECTING THIRD-PARTY INTELLECTUAL PROPERTY

We respect the intellectual property rights of all parties and expect Suppliers to only use information, products, software, services and other materials that have been legitimately acquired and licensed in accordance with their associated licenses or terms of use. Suppliers will not improperly use, disclose, or induce Bill.com to use any confidential or proprietary information of any third party, including any former or concurrent client or customer, with which Suppliers have an obligation to keep in confidence.

DATA PRIVACY AND SECURITY

Bill.com respects the privacy of our customers, employees, Suppliers and all others that Bill.com has dealing with and Bill.com commits to secure their information and data. Bill.com similar expect our Suppliers to:

- Provide clear and accurate privacy notices when collecting or processing personal data.
- Follow all local privacy and data protection laws.
- Honor privacy choices by using data only as agreed to by Bill.com or Bill.com's customers.
- Protect data by building secure products and services.
- Cooperate with Bill.com compliance efforts.

BACKGROUND CHECKS

Suppliers must conduct pre-placement background screens that meet Bill.com's requirements below on all Supplier personnel who will perform services or work on projects that (1) require any access to our facilities (whether owned or leased), or (2) require access to our resources such as email, network access, cardkey, or other access badges. Suppliers shall also conduct such background check at our request.

All background checks must meet the following requirements, as permitted by applicable law: (i) validate the person's legal right to work in the United States; (ii) verify the identity of such person; (iii) verify the accuracy of work history and education; and (iv) confirm that such person has not been convicted of, pled guilty to, pled no contest to, any criminal offense. Upon Bill.com's request, Supplier will promptly provide copies of background screening documentation and certification of completion of such background screening.

For certain placements, Bill.com may require additional screens, such as consumer credit report review, drug testing, and/or other relevant information gathering.

After receiving each background screening report, you must evaluate whether the individual is well suited to be assigned to Bill.com and will only assign someone who is suitable.

If Supplier uses any subcontractor to perform services that require access to Bill.com-owned or leased facilities or access to our resources such as email, network access, cardkey, or other access badges, or that require a subcontractor to access the credit card or sensitive personal data of Bill.com's customers, partners, employees, or other third parties, you must ensure that your agreements with subcontractors include the requirements set forth in this policy. You must also take reasonable steps to ensure that subcontractors do in fact perform the required background screening, as permitted by applicable law.

If Supplier becomes aware of any information that would make an individual unsuitable to perform work for Bill.com, Supplier shall immediately notify Bill.com. Bill.com reserves the right, at its sole discretion and without any liability to Supplier, to take all actions that it deems appropriate or necessary to protect its employees, contractors, and visitors, its business, operations and facilities.

In all instances, Suppliers must comply with the Fair Credit Reporting Act and any other applicable federal, state, and local laws, including data privacy laws.

USE OF BILL.COM FACILITIES AND NETWORK

Suppliers must not use any Bill.com-provided facilities (e.g. buildings and site services) other than in performance of services provided to Bill.com, without the prior written consent of Bill.com.

When Supplier personnel require cardkey access to our facilities, an account on our email system, and/or any other access to any of our networks or systems, the Supplier and its personnel assigned to Bill.com must sign all applicable agreement(s) required by Bill.com.

Suppliers and their employees must not use their location on Bill.com premises or network access to obtain information or materials or physical access other than as expressly authorized by Bill.com. Bill.com will not be responsible for loss, damage, theft, or disappearance of any personal property or vehicles located on our premises belonging to any Supplier or its employees or approved subcontractors.

If a Supplier becomes aware that a “significant” injury to someone or damage to property has occurred on our premises, the Supplier must notify Bill.com promptly and provide adequate details to enable Bill.com to investigate the cause. “Significant” in this case means injury to a person that results in hospital treatment or death, or damage to or loss of property with an estimated repair or replacement value in excess of \$10,000 USD.

DIVERSITY AND INCLUSION

Bill.com believes that including diverse partners in our business is important to our success. For that reason, we seek to work with Suppliers who perform at a high level and add a diverse perspective. We commit to foster a diverse and inclusive workplace and treating everyone with fairness, dignity and respect, including equal treatment of minority- and women-owned businesses in the supplier selection process. We believe in doing business only with Suppliers who share our commitment. We expect that our Suppliers will not allow, promote, or facilitate any hate-related or violent speech or materials, whether in the workplace or through electronic communications or transmission of data.

SUPPLIER CODE OF CONDUCT TRAINING

We expect our Suppliers to establish policies and procedures to ensure compliance with this Supplier Code, all applicable laws and regulations and generally recognized standards. Management at Supplier companies is responsible for the following:

- Communicating the principles in this Supplier Code to employees, contractors and other third-party partners through training, policy, or other messaging.
- Managing compliance with this Supplier Code.
- Promptly reporting violations and concerns to the appropriate contact at Bill.com (see “How to Raise Concerns and Reports Questionable Behavior”).
- Keeping reports confidential to the extent possible and permitted by law.

HOW TO RAISE CONCERNS AND REPORT QUESTIONABLE BEHAVIOR

We count on our Suppliers to help our business succeed and to uphold our values and our high ethical standards. To meet this expectation, we are committed to creating an environment where our Suppliers feel comfortable raising concerns and getting help.

If you believe, or learning through your own internal reporting, that someone—whether an employee of a Supplier or a Bill.com employee—is not meeting the standards in this Supplier Code, please report your concerns at:

Email: compliancequestions@hq.bill.com

Mail: Chief Compliance Officer, 6220 America Center Drive, Suite 100
San Jose, CA 95002

You should try to share as much information as possible. We will promptly and professionally investigate all reported matters and respond appropriately. We will make every effort to safeguard your confidentiality and, if applicable, your anonymity.

We expect that our Suppliers and Bill.com personnel will not retaliate against anyone who makes a good faith report of a violation of our Supplier Code, policies, or the law, either internally or to Bill.com. Acting in good faith means that the report is made sincerely and honestly; it does not matter whether it turns out to be true. Subject to existing contractual obligations, we reserve the right to terminate our relationship with any Supplier who does not comply with this Supplier Code.

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