



CODE OF CONDUCT

“Our Code of Conduct defines the manner in which each of us, as members of the OSIsoft Team, must conduct ourselves in order to exemplify OSIsoft’s core values and culture.”

July 1, 2015
(rev 03.14.2016)

A Message from the President

To All OSIsoft Employees,

We work hard to maintain and strengthen our reputation as an ethical company with the highest integrity. We are all responsible for how OSIsoft is viewed in the marketplace. We demonstrate this through our respect for the laws and regulations. Our reputation and our ability to continue to conduct business on a global scale rely upon each employee's commitment, knowledge and understanding of OSIsoft's core values, policies, laws and regulations.



- ✓ *We are pathfinders*
- ✓ *We want to help our customers*
- ✓ *We sell what we make*
- ✓ *Our infrastructure is a complex system with stand-alone value*
- ✓ *We make our system for “quiet enjoyment”*
- ✓ *We never leave a customer behind*
- ✓ *We are honest*
- ✓ *We price fairly*
- ✓ *We respect people; our customers, our partners and our employees*

We need your commitment to embrace and exemplify our core values every day. By working together, OSIsoft will continue to grow... continue to make a difference to our customers... continue to make a difference in our communities and continue to strengthen its reputation.

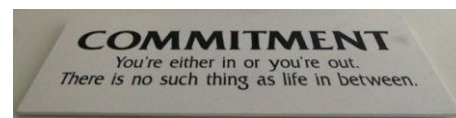
Our senior management team and our board of directors embrace this commitment because it guides each of us in how we do our work and forms the foundation of trust on which our business is based.

Thank you,

Jenny Linton
President

Each of us is responsible for...

- ✓ **Our behavior** – acting in a manner that is appropriate, respectful, safe, ethical and consistent with applicable laws and regulations, OSIssoft policies and OSIssoft value.
- ✓ **Our workplace** – ensuring that we work in a safe and respectful environment, free from discrimination, harassment and violence.
- ✓ **Our relationships** – establishing and maintaining our internal and external relationships with honesty, transparency and consistency.
- ✓ **Our stewardship** – protecting the intellectual property and confidential information of OSIssoft, its customers and its partners.
- ✓ **Our commitment** – committing to understand and comply with all applicable laws, regulations and OSIssoft policies.
- ✓ **Our voice** – creating and sustaining a culture of compliance where integrity and ethical conduct are exemplified through our day-to-day actions and words.



Putting our values into action...

- ✓ **Be aware of, understand and follow all OSIsoft policies, laws and regulations** as they relate to your role and activities.
- ✓ **Maintain and exhibit the highest standards of integrity and honesty** in all interactions with customers, suppliers, vendors, fellow employees and all other business associates.
- ✓ **Protect, respect and safeguard confidential information** belonging to OSIsoft, its customers and its partners.
- ✓ **Avoid conflicts of interests** in situations where your personal interests interfere in any way, or appear to interfere, with your ability to make an objective decision on behalf of OSIsoft.
- ✓ **Maintain accurate records, which honestly represent the facts**; never mislead, misrepresent, omit or disguise the true nature of a transaction or result.
- ✓ **Use company resources wisely**; protect and safeguard company assets from loss, theft, misuse and waste.
 - travel, entertainment, gift giving & receiving must be appropriate and comply with OSIsoft's policies.
 - when foreign officials are involved, special consideration/care must be taken and additional approvals or certifications may be required (refer to OSIsoft's policies).
- ✓ **Raise questions & report improper or illegal conduct**; create and sustain a culture where all employees exemplify integrity and ethical behavior; participate and provide assistance, as requested, in internal or external investigations.



KEEP IT REAL



Policy Links / Questions?

The following policies are incorporated by reference and form an integral part of OSIsoft's Code of Conduct:

- 1) Corporate Export Policy Statement
- 2) Policy Regarding Improper Influence of Foreign Officials
- 3) Gift, Travel, Entertainment & Travel Policy – Addendum 1
- 4) All policies and procedures posted on the Human Resources portal page, and the Accounting portal page, including but not limited to:
 - a. Anti-Boycott Laws
 - b. Business Ethics
 - c. Confidential Information
 - d. Corporate IT Policy
 - e. Environmental Health & Safety
 - f. Injury and Illness Prevention Policy
 - g. Open Door Policy
 - h. Progressive Discipline
 - i. Prohibited Conduct
 - j. Smoking Policy
 - k. Solicitation and Distribution
 - l. Travel Policy
 - m. Unlawful Harassment
 - n. Workplace Violence



**Consequences of violations* – employees who violate the law and OSIsoft's policies are subject to disciplinary action up to and including termination of employment.

This Code of Conduct, as well as the OSIsoft policies, which are incorporated by reference, will be updated periodically so please be sure to review documents posted on the appropriate portal site for the current version of such documents and policies.

If you still have questions after reviewing the applicable policy, please contact your manager, Human Resources (hr@osisoft.com), a member of the Executive Team, the Legal Department (legal@osisoft.com) or the Compliance Department (compliance@osisoft.com), as applicable.