



# **Autodesk Partner Code of Conduct**

**For Autodesk suppliers and business partners**

Autodesk is committed to conducting our business with the highest degree of honesty, integrity, and ethical behavior, and to advancing a more sustainable, resilient, and equitable world. We require our partners to uphold these same values, ethics, and commitments, and to use this Partner Code of Conduct (“Partner Code of Conduct”) as a call to action to design and make a better world for all.



# Applicability

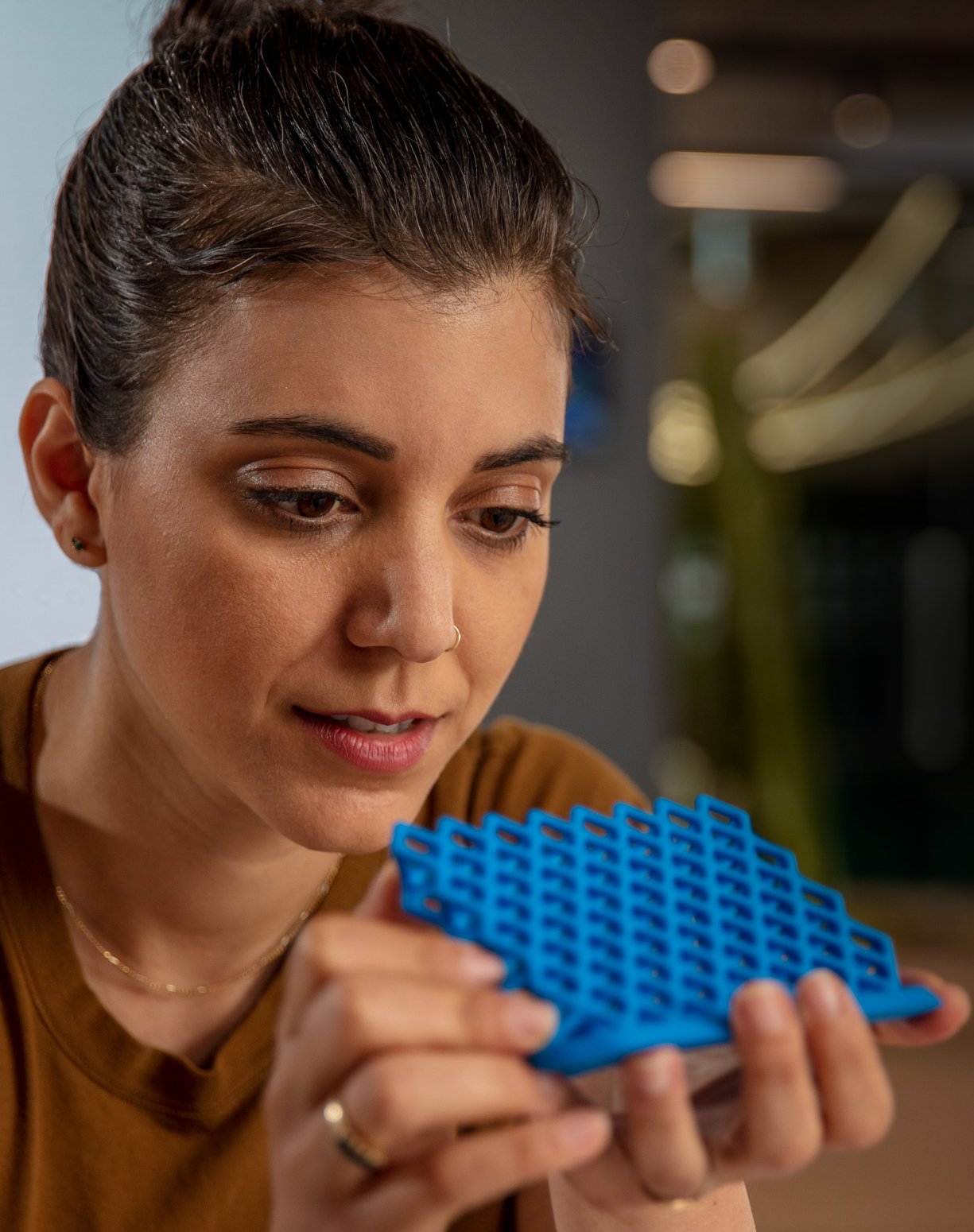
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This Partner Code of Conduct applies to all Autodesk business partners, including, but not limited to, distributors, resellers, and service providers, as well as suppliers, agencies, developers, and vendors that provide products or services to Autodesk (collectively, “partners” or “you”). We intend that the standards of this Partner Code of Conduct enhance the requirements and terms outlined in your agreement(s) with Autodesk. In addition to your contractual obligations with Autodesk, all partners are required to read and comply with this Partner Code of Conduct and to ensure that the requirements are communicated, understood, and followed by all people working for you, including, but not limited to, your direct employees, contract workers, and temporary workers (collectively, your “personnel”).

All partners must always know and follow all federal, state, provincial, international, and local laws and requirements that apply to your work wherever you do business.

A violation of this Partner Code of Conduct may constitute a breach of your agreement(s) with Autodesk and may result in termination of your status as our partner, as well as potential legal consequences.





## Reporting concerns and asking questions

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If you believe that someone associated with Autodesk or with one of our partners is not meeting a legal requirement, this Partner Code of Conduct, or other Autodesk policy, you should report your concerns. You should report urgent issues to us immediately, particularly concerns related to bribery and corruption, antitrust and anticompetitive practices, conflicts of interest, discriminatory or unfair labor practices, and occupational and environmental safety.

You are encouraged to report your concerns to your primary Autodesk business partner or through our Autodesk Business Ethics and Compliance Hotline, online at [autodesk.ethicspoint.com](https://autodesk.ethicspoint.com) or by phone at +1 855-822 9535 in US/Canada (international phone numbers are linked [here](#)). Where permitted by law, reports through the Autodesk Business Ethics and Compliance Hotline can be made anonymously. When reporting, you should provide as much information as possible so that we can fully investigate your report.

# Ethical business practices

## Honest and appropriate communications

You must be honest, direct, and truthful in discussions with Autodesk, our customers, our business partners, and regulatory agency representatives and government officials. You must not make any false representations to anyone or engage in other misleading or deceptive conduct in relation to any Autodesk engagement, product, service, or transaction.

## Accurate business records

You must keep complete and accurate records of your transactions and business information related to Autodesk, including sales of Autodesk products, sales of products or services to Autodesk, and all transactions or other expenditures with respect to any Autodesk-related business. Your business records must fully comply with all applicable laws, accounting and tax rules, and regulations, including, where relevant, United States requirements related to the Sarbanes-Oxley Act and to the Internal Revenue Service.

## Fair competition

We require you to win business only through fair and honest competition. You must not propose or enter into any agreement with any competitor that harms or reduces competition, such as agreements to fix or control prices, boycott suppliers or customers, divide or allocate customers or territories, or coordinate on the bidding process. You must not discuss or otherwise share with any of your competitors competitively sensitive information such as price, matters affecting price (like profit, margin, exchange rates, costs, or credit terms), or quotes for a customer's business. You must comply with all applicable antitrust and competition laws and regulations, including all US and local laws, and all competition law program rules that Autodesk publishes.





## Antibribery and anticorruption

We prohibit bribery and all other corrupt conduct, no matter what form it takes. You must comply with all applicable anticorruption laws and regulations, including the US Foreign Corrupt Practices Act, the UK Bribery Act, all local antibribery laws, and the standards set forth in the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions. You must not tolerate, permit, or engage in any form of corruption, extortion, or bribery, whether you are working with government officials or with those in the private sector. Regardless of local custom, you must not offer, give, promise, or authorize the giving of anything of value (e.g., money, favors, fees, travel upgrades, gifts, loans, charitable donations, jobs or internship opportunities, etc.) to any government official, Autodesk customer, Autodesk employee, or other person to obtain business, improperly influence any act or decision, or otherwise gain an improper advantage, or to facilitate or speed up routine administrative processes. You must use any assets or funds we have paid to or entrusted with you (such as nonstandard discounts, rebates, or Channel Development Program funds) only for the specific purpose authorized or intended by Autodesk. You must report immediately any actual or suspected corruption to Autodesk.

## Gifts and entertainment

Gifts and entertainment (including meals and other hospitality) must be transparent, accurately recorded in your books and records, modest in value, customary to the occasion, related to a legitimate business purpose, and in accordance with all laws and with all policies of the recipient. Further, even if not addressed by law or the recipient's policies, and regardless of local practice or custom, when extending or receiving common business courtesies, you must not request, accept, offer, or give anything of value that would give the appearance of impropriety, or create the impression that the gift or entertainment is meant to improperly influence a business relationship. Partners also must not offer or provide excessive gifts, hospitality, or entertainment to any Autodesk employee or their family members, or offer or provide any gift or entertainment that would violate [Autodesk's Code of Business Conduct](#).

## Government sector sales

In addition to the antibribery and anticorruption requirements above, additional restrictions may apply to partners engaged in government sector sales. Certain activities that may be customary and appropriate when dealing with commercial or nongovernment customers may be improper or even illegal when dealing with government, government-owned, or government-controlled customers at all levels (including prime and lower-tier contractors), including in federal, state, and local jurisdictions. You must not directly or indirectly lobby on behalf of Autodesk without written authorization from Autodesk. This prohibition includes attempts to influence legislation, regulations, appropriations, rulemaking, executive orders, ratemaking, or other government policies or programs. In addition, you are responsible for understanding and complying with all laws, rules, and regulations that apply to government contracting and interactions with government officials and employees. These include regulations governing procurement lobbying and attempts to influence the negotiation, award, or administration of government contracts, grants, and other such procurements, as well as matters such as loans, permits, and licenses. This includes, for example, understanding and complying with all lobbying registration and reporting obligations in each jurisdiction where you are doing business.

## Conflicts of interest

You must avoid situations, activities, and relationships that may result in an inappropriate conflict with Autodesk's interests, or the appearance of such a conflict. You must notify us if there is an actual or potential conflict of interest with Autodesk or any of our employees. While it is not possible to list every possible conflict of interest, you must disclose to Autodesk if any of your personnel or their family members are employed by Autodesk or have a financial interest in Autodesk.



## Global trade controls

You must comply with all export controls, economic sanctions, and customs laws that regulate cross-border transfers of goods, software, and technology/technical data.

You must also comply with all restrictions reflected in relevant Autodesk licenses, agreements, or program materials, including Terms of Use, and any other trade compliance restrictions applicable to Autodesk-provided products and services, regardless of whether the product or service is Autodesk-branded. Trade controls can vary by country, and sometimes more than one country's rules will apply. You are responsible for understanding how export control laws and regulations apply and for monitoring changes to them.

You must not—directly or indirectly—export, re-export, or transfer Autodesk products, or make our products or services available, to restricted destinations, to restricted end users, or for restricted end uses without first obtaining all approvals or licenses required under US or other applicable laws and regulations. In addition, you must not provide or facilitate the submission of misleading or inaccurate information concerning end destinations, end users, or potential end uses of Autodesk products, and you must promptly notify us if you learn a product or service has been made available to someone who is ineligible to receive it under applicable law.

## Insider trading

You must comply with all applicable US and local insider trading and securities laws governing transactions in the securities of Autodesk. If you possess insider information that is material and nonpublic, whether gained through your relationship with Autodesk or otherwise, you may not trade in Autodesk securities or the securities of another company to which the information relates, or otherwise use the information for the personal benefit of yourself, your personnel, or any other person. You also may not pass on to others (“tip”) material nonpublic information.







## Intellectual property and confidential information

You are responsible for protecting and appropriately using all types of intellectual property, including patents, trade secrets, copyrights, trademarks, and confidential information (collectively, “IP”), whether the IP belongs to Autodesk, our customer, or someone else. You may only use Autodesk IP for Autodesk’s benefit as permitted by all applicable agreements, and in compliance with US, local, and all other applicable laws. Partners may not misuse any Autodesk trademarks or copyrighted materials, or improperly disclose Autodesk’s confidential information or trade secrets. You are also prohibited from infringing on the IP rights of third parties in any manner related to your status as our partner. You must promptly notify Autodesk of any unauthorized use of our IP by a third party.

## Privacy and personal information

You must practice purposeful collection, use, disclosure, and retention of Autodesk-related data and implement an appropriate level of data security. You must comply with any data protection contract you may have in place with Autodesk and all applicable global data protection and privacy laws, including, but not limited to, national, federal, state, local, and industry-specific laws or regulations.

# Community, workplace, and environment



We are committed to protecting and promoting human rights, a diverse workforce and supply base, and a culture of belonging.

## Nondiscrimination and harassment

You must not discriminate on the basis of race, color, ancestry or national origin, sex, gender (including pregnancy, childbirth, breastfeeding, or related medical conditions), sexual orientation, gender identity or gender expression, age, marital status, religion or creed, disability (mental or physical), medical condition, genetic information, military or veteran status, or any other characteristic protected by local law.

## Fair labor practices and human rights

We require you, our partners, to engage in fair labor practices for your personnel. You must comply with all applicable laws and regulations regarding your workplace, wages, and benefits. In addition, we require you to treat your personnel fairly, with dignity and respect, and to support fair labor practices, including the freedom to associate.

We require that you support internationally recognized human rights, including those in the United Nations International Bill of Human Rights, the International Labour Organization Declaration on Fundamental Principles and Rights at Work, and UN Guiding Principles on Business and Human Rights. You must comply with all relevant slavery and human trafficking laws in the countries in which you do business. We require you to work toward the eradication of human trafficking and slavery and the elimination of child labor in your operations and in your supply chains.

You must also comply with any affirmative obligations imposed by laws and the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas to reasonably assure responsible sourcing of minerals.

We may require you to provide additional written certification of compliance with these laws and requirements.

## Safe workplaces

You must maintain safe and healthy workplaces for your personnel. Your workplaces must comply with all applicable laws and regulations. You must identify, assess, and manage occupational health and safety hazards through a maintained safe working procedure. All of your personnel must be trained on all applicable safety procedures. You must develop and implement an emergency plan and response procedure.

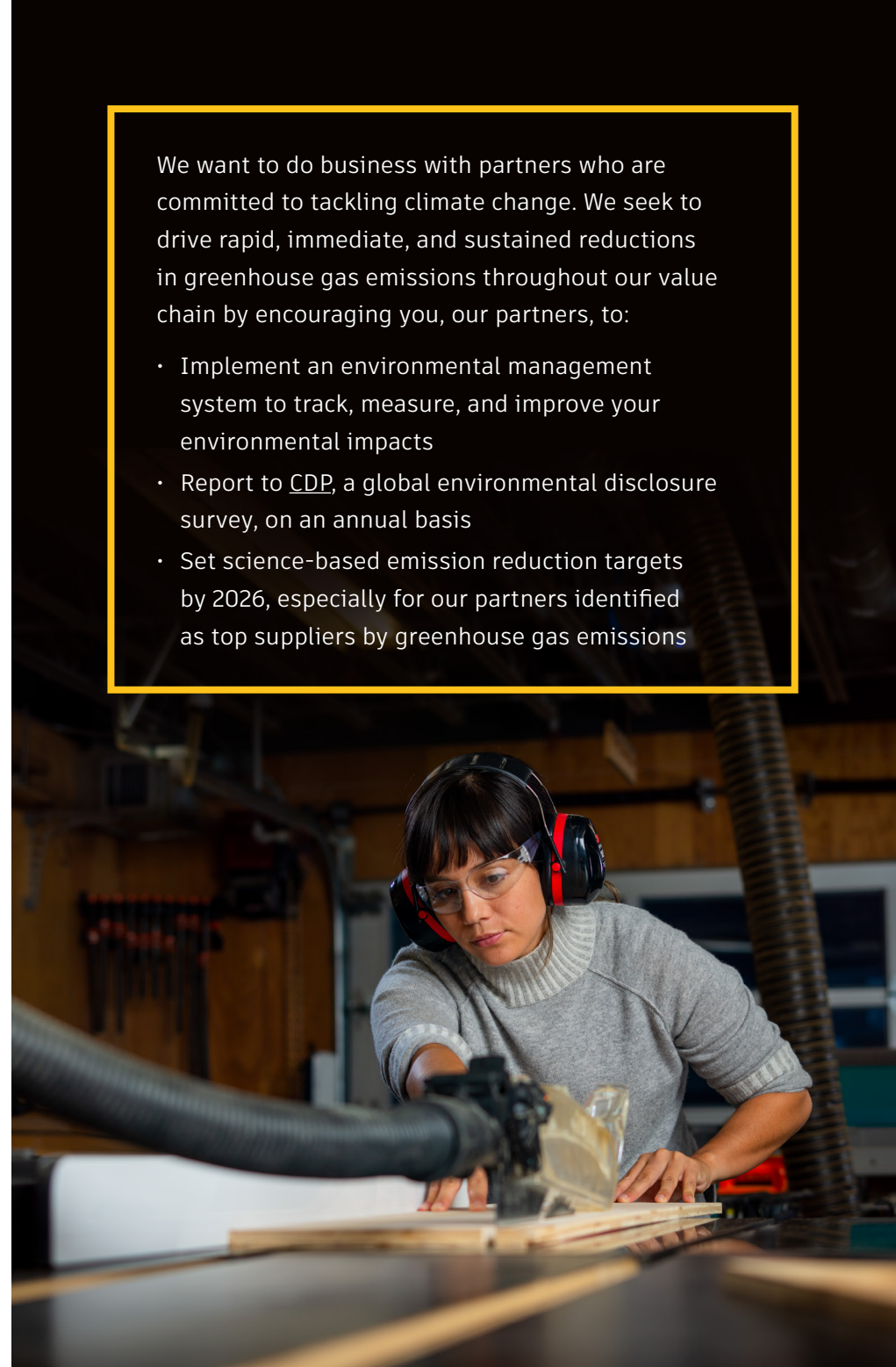
## Environment

We are steadfast in our commitment to advancing sustainable business practices and net-zero-carbon operations. At a minimum, we require that you, our partners, comply with all applicable environmental laws, regulations, and standards, including those addressing:

- Air emissions
- Chemical management
- Environmental permits and reporting
- Natural resource consumption reduction
- Pollution prevention
- Waste management and disposal
- Water management

We want to do business with partners who are committed to tackling climate change. We seek to drive rapid, immediate, and sustained reductions in greenhouse gas emissions throughout our value chain by encouraging you, our partners, to:

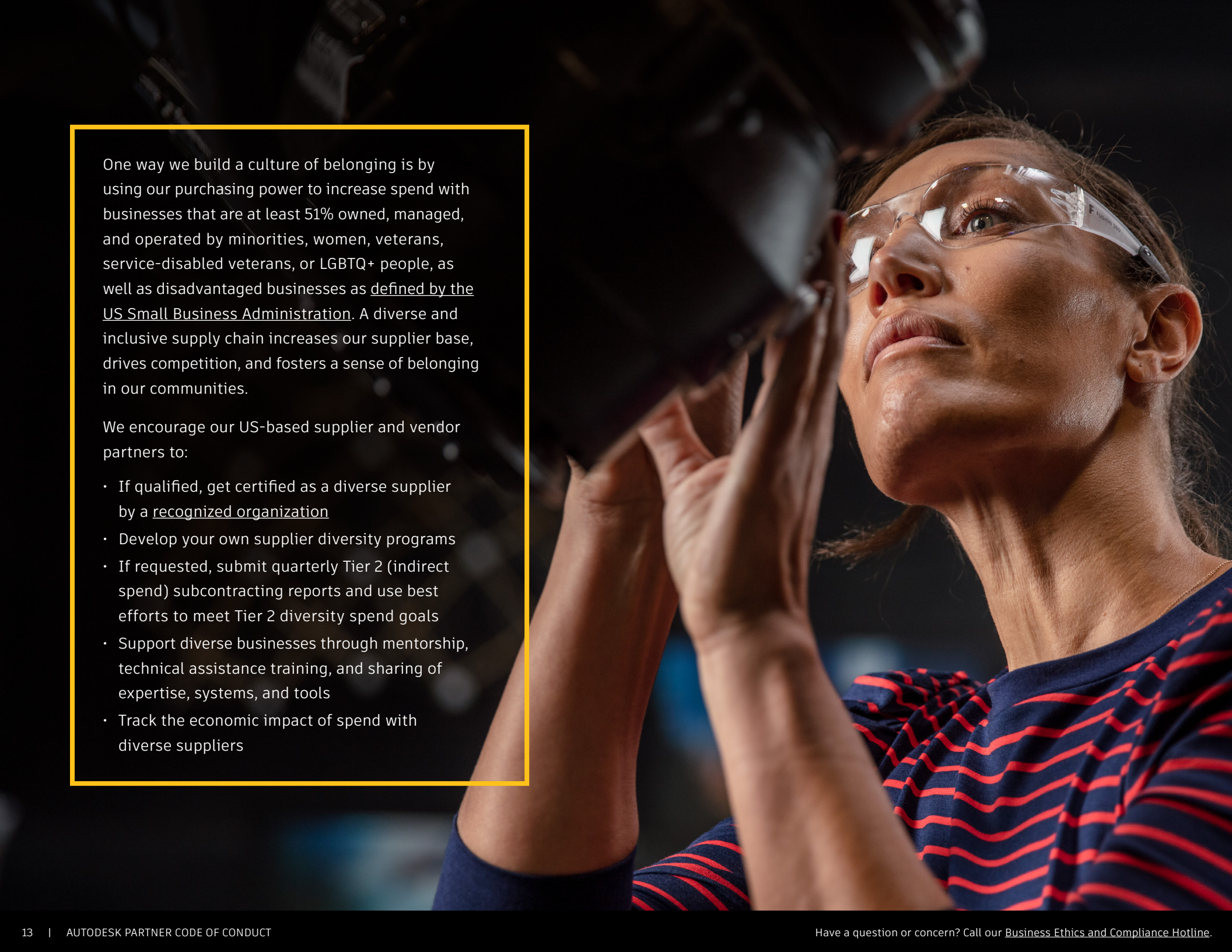
- Implement an environmental management system to track, measure, and improve your environmental impacts
- Report to [CDP](#), a global environmental disclosure survey, on an annual basis
- Set science-based emission reduction targets by 2026, especially for our partners identified as top suppliers by greenhouse gas emissions





## Diversity and belonging

At Autodesk, we are building a culture of belonging where all employees have equitable opportunities to succeed and contribute. As a company leading change, it is our goal to create opportunities for as many people as possible to participate in the future of work. By embracing a multitude of original minds and talents, we can create the innovative products and solutions that meet the demands of the global marketplace. We encourage you, our partners, to set measurable goals to foster a diverse, inclusive, and equitable workplace where your personnel of all identities and backgrounds feel that they belong.



One way we build a culture of belonging is by using our purchasing power to increase spend with businesses that are at least 51% owned, managed, and operated by minorities, women, veterans, service-disabled veterans, or LGBTQ+ people, as well as disadvantaged businesses as defined by the US Small Business Administration. A diverse and inclusive supply chain increases our supplier base, drives competition, and fosters a sense of belonging in our communities.

We encourage our US-based supplier and vendor partners to:

- If qualified, get certified as a diverse supplier by a recognized organization
- Develop your own supplier diversity programs
- If requested, submit quarterly Tier 2 (indirect spend) subcontracting reports and use best efforts to meet Tier 2 diversity spend goals
- Support diverse businesses through mentorship, technical assistance training, and sharing of expertise, systems, and tools
- Track the economic impact of spend with diverse suppliers

# Partner accountability

We require that you establish a management system to ensure implementation and maintenance of the standards outlined in this Partner Code of Conduct and to comply with applicable laws and regulations. Additionally, you must monitor your own operations and supply chain through information requests, audits, or other forms of monitoring to ensure that our standards are met. We reserve the right to conduct audits or investigate your records and facilities. We also reserve the right to update these requirements and use your data provided to us to evaluate our partners.

You must cooperate with information requests or audits initiated by Autodesk, as well as Autodesk requests for certifications and participation in inquiries and investigations.



