

Anti Bribery/Corruption and Prohibited Payments Policy

This Policy applies to Ellucian Company LLC and its affiliates (“Ellucian”) and Ellucian employees, partners, consultants, contract workers and temporary staff worldwide (“Covered persons”). Partners, consultants, contract workers and temporary staff are not Ellucian employees, and nothing in this Policy should be construed to the contrary.

Introduction

Business thrives in an environment of open and fair competition. Bribery and corruption subvert competition and create an unfair advantage for those willing to engage in unethical and illegal behavior. The world governments, including the United States government, and multi-national organizations around the globe, have enacted laws and published conventions condemning and outlawing corrupt payments (bribes) in business. Ellucian and its employees, managers, officers, directors, subsidiaries, and affiliates (collectively, “Ellucian”) are subject to anti-bribery laws in every jurisdiction where Ellucian conducts business.

Purpose and Goal

Ellucian expects its employees, officers and directors, agents, consultants, suppliers, partners, including but not limited to, channel partners, resellers and distributors, business associates and all others who represent Ellucian or act on its behalf to act legally and ethically at all times regardless of cultural, industry, or customary practices. The purpose and goal of this Policy is to prevent the offer or delivery of money or anything of value for a bribe or corrupt purpose. This Policy is based on the specific requirements of the United States Foreign Corrupt Practices Act (“FCPA”) and the U.K. Bribery Act, as well as other laws that criminalize official or commercial bribery.

Global Applicability and Covered Parties

This Policy applies to all business activity conducted with Ellucian, or by or on behalf of Ellucian, regardless of location. Any individual or entity who conducts such business is covered by this Policy. Compliance with this Policy is mandatory and applies to Ellucian’s operations worldwide.

Policy

A. Ellucian Policy on Prohibited Payments

Ellucian markets its products on the basis of price, quality, and service. No one is permitted to use inappropriate gifts, excessive entertainment, or any improper means to compromise or influence customers or potential customers. The use of Company or personal funds for any unlawful or improper Ellucian business purpose is strictly prohibited. Bribes, kickbacks, or other unlawful or improper payments are strictly prohibited. Favors and gifts are considered payments under this Policy. There is no exception for payments, favors, or gifts of minimal value, and even offering such benefits (even if they are not delivered) may be a violation of this Policy and also may be a violation of law.

Ellucian Policy prohibits any person working for Ellucian or acting for Ellucian in any capacity (such as an agent, consultant, partner, distributor, reseller or supplier) from offering, giving, promising, or authorizing (directly or indirectly) any money, payments, expenses, gifts, or anything of value to:

- **A Government or State Official**, which includes any official of a state or government owned enterprise, for the purpose of obtaining or retaining business or securing any improper advantage;

- **Any person or an officer, director, or employee** of commercial enterprise knowing that all or part of the payment, favor, or gift is for any corrupt purpose; or

- **A third party**, in connection with Ellucian's business, with respect to any activities that may have the purpose or effect of circumventing this Policy.

The term "Government or State Official" in this Policy means:

1. Persons acting in an official capacity for a government or state, including a state agency, enterprise or organization;
2. Persons acting on behalf of a public international organization such as the United Nations, World Bank or International Monetary Fund;
3. Any candidate for political office or official of a political party;
4. Employees, officers, or directors of state owned enterprises; and
5. Any relatives or close family or household members of the above.

The following payments are strictly and explicitly prohibited under this Policy:

- Gifts of cash or the equivalent of cash for any reason.
- The offer or provision of a payment, favor or gift, or anything of value to a Government or State Official or the relative of a Government or State Official, to obtain or retain business, or to gain an improper advantage in connection with a business activity.
- Business gifts unless the gift is a mere token and modest in value.
- Expensive travel or entertainment for a Government or State Official.
- Contributions to political parties, causes, candidates and officials.
- A payment to facilitate or expedite routine (non-discretionary) governmental action sometimes called a “facilitating payment” without prior written Legal Department approval.

This list of prohibited payments is not exhaustive. If you have any questions, please contact the Chief Compliance Officer or the Legal Department.

B. Ellucian Policy Requiring Complete and Accurate Financial Records

All business expenditures must be accurately recorded in a timely manner in Ellucian’s financial records. Ellucian maintains books, records, and accounts that accurately reflect the transactions and dispositions of Ellucian. In order to comply with this requirement, any person working for Ellucian or acting for Ellucian in any capacity (such as an agent, consultant or supplier) must maintain complete and accurate records with respect to all transactions undertaken on behalf of Ellucian. This requirement applies to expenses incurred or transactions undertaken by company personnel, and also covers expenses incurred and transactions undertaken by third parties (such as agents, consultants, suppliers, and partners) working for or with Ellucian. Ellucian reserves the right to audit or review transactions and dispositions by any person working for Ellucian or acting for Ellucian in any capacity (such as an agent, consultant or supplier).

C. Activities Requiring Special Attention

Certain types of activities raise particular compliance issues and are subject to specific requirements.

1. Providing Gifts, Favors, Meals and Entertainment

Company Policy allows routine courtesies, entertainment, modest gifts and occasional meals for potential or actual customers or others involved with aspects of Ellucian’s

business provided that such expenses are reasonable, authorized and consistent with applicable law. Lavish or excessive gifts or entertainment expenses is prohibited. Entertainment of a sensual or sexual nature is prohibited. If State or Government Officials are involved, the value of any gift, favor or meal is strictly controlled and must be approved by Ellucian prior to the expenditure.

2. Sponsorship of Travel and Accommodations

Site visits, offsite meetings and other transactions involving the payment or reimbursement by Ellucian of travel and travel-related expenses (including transportation, lodging, meals and incidental expenses) for Government or State Officials can create issues under anti-corruption laws. Any such expenses paid for or reimbursed must be genuine, reasonable, and directly related to a legitimate business activity of Ellucian or its affiliate. The reimbursement must be made to the vendor or state agency and never to the official. **The expenditure must be approved prior to undertaking the travel or providing accommodations.**

You must get permission from the Ellucian Chief Compliance Officer prior to arranging travel or travel related expenses for a Government or State Official.

3. Charitable Contributions

No one is permitted to make a charitable donation in connection with Ellucian business without approval from the Chief Compliance Officer.

4. Political Contributions

No person working for Ellucian or acting for Ellucian in any capacity (such as an agent, consultant or supplier) is allowed to make a contribution, whether cash or in-kind, on behalf of Ellucian or any of its affiliates to individual candidates for political office, political party officials, or committees or organizations for the election of a particular candidate to any political office.

5. Laws and Government Agency Rules

Particular government agencies, ministries or entities with which Ellucian does business also may have specific anti-bribery or anti-corruption rules that apply to their activities. Be sure you know the rules and regulations that apply to your government agency customer or business prospect. The goal and purpose of this Policy extends to full compliance with any applicable U.S. and non-U.S. legal standards.

This Policy applies to Ellucian's global operations. To the extent needed to bring local operations into compliance with local laws and regulations dealing with bribery and corruption, Ellucian requires its businesses, subsidiaries and affiliated companies to

adopt and implement policies and procedures consistent with this Policy to promote compliance with such local laws and regulations.

Ellucian also must take reasonable steps to ensure that minority-owned and non-controlled affiliates and joint ventures, consortia or other similar arrangements comply with both U.S. and relevant applicable anticorruption laws in the country where our business is conducted.

Australia:	1800 531 787
Canada:	844-992-4853
Chile:	800914228
Colombia:	018005190529
India:	000 800 919 0799
Ireland:	1800 851 821
Mexico:	8006816909
Netherlands:	0800 0229949
Portugal:	800181387
Ukraine	0800 800 670
United Arab Emirates:	8000320066
UK & Northern Ireland:	0800 048 5537
United States:	1-855-226-5549

D. Reporting Violations of the Policy

If you are asked to do anything that you think is or might be a violation of this Policy, you should contact the Chief Compliance Officer or the Legal Department. You may also report through the Company hotline (phone numbers below or via the web <https://secure.ethicspoint.com/domain/media/en/gui/81806/index.html>), the compliance mailbox (compliance@ellucian.com) or by contacting one of the Compliance Committee members ([Compliance Committee](#)).

E. Third Parties covered by this Policy

All third parties covered by this Policy must (1) understand and comply with this Policy; (2) maintain accurate documentation of transactions entered into by or on behalf of Ellucian or its affiliates; and (3) report information to appropriate personnel as required by this Policy.

Questions

Any questions concerning this Policy, or procedures related to this Policy, or specific obligations, requirements, or responsibilities under this Policy may be directed to the Chief Compliance Officer or the Legal Department.

Effective Date: April 9, 2012

Latest revision: March 2025