



Palo Alto Networks Human Resources Policies and Procedures Title: Palo Alto Networks' Anti-Harassment and Anti-Discrimination Policy	Version: 2.0 Pages: 4 Approval: Wendy Barnes Effective Date: April 4, 2016
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Palo Alto Networks'
Anti-Harassment and Anti-Discrimination Policy¹

The Company promotes and supports a diverse workforce at all levels of the Company. It is the Company's belief that creating a work environment that enables it to attract, retain, and fully engage diverse talent leads to enhanced innovation and creativity in its products and services. As a result, the Company is an equal opportunity employer and bases its decisions on merit, experience, and potential, without regard to any legally protected categories.

Palo Alto Networks' policies, and most countries' laws, prohibit any form of "protected basis"² harassment that impairs an employee's, third-party agency employee's or contractor's (collectively "Personnel") ability to fulfill their duties or affects their emotional wellbeing at work. Personnel are encouraged to report every instance of suspected or actual unlawful harassment to Human Resources, or any other Supervisor or through another reporting mechanism identified below, regardless of whether that Personnel or some other Personnel is the subject of the suspected or actual unlawful harassment. All managers and supervisors have a duty to report such misconduct, consistent with applicable law.

The Company's anti-harassment policy applies to all persons involved in the operation of the Company and prohibits harassment by any Personnel of the Company, including colleagues, supervisors and managers, as well as vendors, customers, and any other persons. Harassment is defined as follows:

1. Sexual Harassment

Palo Alto Networks prohibits "Sexual Harassment" in all jurisdictions where it has Personnel. "Sexual Harassment" is defined as unwanted sexual advances, requests for sexual favors or visual, verbal or physical conduct of a sexual nature when: (1) submission to the conduct is made a term or condition of

¹ This policy is generally applicable to Palo Alto Networks, Inc. and its subsidiaries, however, to the extent it conflicts with any local policy, work rule, internal regulation, handbook or other local law, the local policy and legal standards shall govern.

² "Protected basis" is defined and governed by local law. For example, in the United States, "protected basis" includes harassment based on race, color, creed, age, sex, gender, gender expression, gender identity, religion, religious creed, national origin, ancestry, marital status, family status, political belief, sexual orientation, physical or mental disability, and medical condition.



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employment; or (2) submission to or rejection of the conduct is used as basis for employment decisions affecting the individual; or (3) the conduct has the purpose or effect of unreasonably interfering with a Personnel's work performance or creating an intimidating, hostile, or offensive working environment. This definition includes many forms of offensive behavior. The following is a partial list and is not all-inclusive:

- a. Unwanted sexual advances;
- b. Offering employment benefits in exchange for sexual favors;
- c. Making or threatening reprisals after a negative response to sexual advances;
- d. Visual conduct such as leering, making sexual gestures or displaying sexually suggestive objects, pictures, cartoons or posters;
- e. Verbal conduct such as making or using derogatory comments, epithets, slurs, sexually explicit jokes or comments about any Personnel's body or dress;
- f. Verbal sexual advances or propositions;
- g. Verbal abuse of a sexual nature, graphic verbal commentary about an individual's body, sexually degrading words to describe an individual or suggestive or obscene letters, notes or invitations; and
- h. Physical conduct such as touching, assault or impeding or blocking movements.

It is prohibited for males to sexually harass females or other males and for females to sexually harass males or other females. Sexual harassment during a Personnel's performance on the job is prohibited whether it involves coworker harassment, harassment by a Supervisor or harassment by persons doing business with or for Palo Alto Networks. Palo Alto Networks prohibits any form of Sexual Harassment that impairs a Personnel's working ability or emotional well-being at work. A Personnel who thinks he or she is being harassed on the job because of his or her sex or other protected basis should use the procedure outlined below to file a complaint.



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2. Other Types of Harassment

Other types of prohibited harassment at Palo Alto Networks include harassment on the basis of race, sex, gender, national origin, sexual orientation or any other protected basis governed by local law, including behavior similar to sexual harassment, such as:

- b. Verbal conduct such as threats, epithets, derogatory comments, or slurs;
- c. Visual conduct such as derogatory posters, photographs, cartoons, drawings, or gestures;
- d. Physical conduct such as assault, unwanted touching, or blocking normal movement; and
- e. Retaliation for reporting harassment or threatening to report harassment.

3. No Discrimination

The diversity of the Company's employees is a tremendous asset. The Company is firmly committed to ensuring mutual respect and dignity in all aspects of employment and will also not tolerate unlawful discrimination of any kind. As a result, Personnel should make employment decisions (e.g., hiring, compensation, performance assessments, termination decisions, etc.) based on merit, experience and performance and not based on a "protected basis", such as race, sex, gender, national origin, sexual orientation or any other protected basis governed by local law.

Complaint Resolution Procedure³

The Complaint Resolution Procedure provides that reported violations will be promptly investigated consistent with local requirements. All reports will be treated confidentially, to the extent permitted by law and the need to conduct an appropriate investigation. All investigations of a claim of prohibited harassment or discrimination will be fair, immediate, thorough and objective and will be conducted by qualified personnel.

Appropriate disciplinary action against the Personnel found to have engaged in prohibited harassment and discrimination and appropriate remedies for any victim of harassment will be communicated to the Personnel involved as soon as possible consistent with applicable law.

³ Additional information on the Violations Reporting Process is located in the Code of Business Conduct and Ethics.



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A claim of harassment may exist even if the Personnel has not lost a job or some economic benefit. Personnel should make complaints of harassment or discrimination as soon as possible after the alleged incident. The complaint should include the details of the incident or incidents, the names of the individuals involved, the names of any witnesses and direct quotations when language is relevant and any documentary evidence (notes, pictures, cartoons, etc.). If the Personnel believes they have been subjected to prohibited harassment on the job during or in the performance of their duties, or if the Personnel is aware of the harassment of others, that Personnel is encouraged to provide a written or verbal complaint to their Supervisor or to Human Resources as the situation merits. Personnel may also make a report via a third-party hosted confidential web site at www.paloaltonetworks.ethicspoint.com, or by calling 1-855-266-7042 in the United States or, for Personnel outside the United States, at the phone numbers listed at www.paloaltonetworks.ethicspoint.com.⁴

4. No Retaliation

Where applicable, federal, state and local law also prohibits retaliation against any Personnel by another Personnel or by Palo Alto Networks for using this Complaint Resolution Procedure or for filing, testifying, assisting or participating in any manner in any investigation, proceeding or hearing conducted by the Company or a governmental enforcement agency. Any Supervisor or Personnel who retaliates against a complaining Personnel or those involved in the investigation will be disciplined, up to and including termination from Palo Alto Networks, or otherwise in accordance with local law. If Personnel believes they have been subject to retaliation, he or she should follow the above Complaint Reporting Procedure.

5. Harassment Liability

Any Personnel of Palo Alto Networks who is found to have engaged in prohibited harassment or other conduct that violates Palo Alto Networks' policy is subject to disciplinary action, up to and including dismissal from employment with Palo Alto Networks, in accordance with local law. Where dictated by local law, any Personnel who engages in prohibited harassment or other conduct that violates Palo Alto Networks policies, including any Supervisor who knew about the prohibited harassment but took no action to stop it, may be held personally liable for monetary damages. Palo Alto Networks does not

⁴ Because the manner in which reports may be made varies from country to country, the hotline and website will give further instructions on how and to whom to report a particular concern. If the Personnel is calling about a matter that should be handled locally in accordance with local legal requirements, the hotline will direct the caller back to local managements.



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consider conduct in violation of this policy to be within the course and scope of employment or the direct consequence of the discharge of the Personnel's duties. Accordingly, to the extent permitted by law, Palo Alto Networks reserves the right not to provide a defense or pay damages assessed against Personnel for conduct in violation of this policy.

6. Additional Enforcement Information

In addition to Palo Alto Networks' Complaint Resolution Procedure, the Personnel should be aware that there may be relevant local government agencies to which such reports may be made. Contact HRConnect or HRConnect-EMEA for additional information. Nothing in the Policy should be read to prohibit the Personnel from exercising any lawful right to report concerns, make lawful disclosures, or communicate with any governmental authority about conduct believed to violate laws or regulations.

For example, in the United States, Federal Equal Employment Opportunity Commission ("EEOC") and the California Department of Fair Employment and Housing ("DFEH"), and other applicable state employment discrimination government agencies, may investigate and prosecute complaints of unlawful harassment and/or discrimination occurring during employment of the Personnel. The Personnel who believes that they have been unlawfully harassed, discriminated or retaliated against may contact or file a complaint with either of these agencies or the relevant government agency. The EEOC and the DFEH serve as neutral fact finders and attempt to help the parties voluntarily resolve disputes. For more information, the Personnel may contact Human Resources.