



GLOBAL ANTI-CORRUPTION POLICY

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OVERVIEW

Veeva Systems Inc. and its subsidiaries (collectively, “Veeva” or “we”) operate a global business in a wide range of environments. Veeva’s policy against bribery is clear—we never make or accept bribes to advance our business. A bribe is something of value that is offered or given to improperly influence a decision. Bribes often consist of money, but they could also be disguised as gifts, trips, entertainment, charitable donations, favors, or jobs. We do not offer or give anything of value for an improper or corrupt purpose, whether in dealings with a government official or the private sector, and regardless of the norms of local custom.

Corruption is anti-competitive, leading to distorted prices and disadvantaging honest businesses that do not pay bribes. It increases the cost of doing business globally.

This Policy applies to (i) directors, officers, and employees of Veeva and (ii) third parties acting on Veeva’s behalf and for Veeva’s benefit, including agents, consultants, contractors, suppliers, subcontractors, business partners, and intermediaries. This Policy refers to all of the persons and groups listed above collectively as “representatives.” We expect all representatives to adhere to the highest ethical and legal standards of conduct, to comply with this Policy, Veeva’s Global Anti-Corruption Guidelines, and Veeva’s Code of Conduct, to identify and raise potential compliance concerns, and to seek additional guidance when necessary.

ANTI-CORRUPTION POLICY

What is Veeva's policy?

Veeva representatives may not seek an improper advantage or favorable treatment in business dealings by directly or indirectly offering to pay, paying, promising to pay, or authorizing the payment of money—or anything else of value—to anyone. This rule includes payments to third parties where the representative knows, or has reason to know, that the third party will use part of the payment to seek an improper advantage or favorable treatment in business dealings. In addition, Veeva representatives may not ask for or accept anything of value from anyone seeking an improper advantage or favorable treatment in business dealings. To the extent we are made aware of a more restrictive policy of third parties with whom we interact, we abide by that third parties' policy.

What is covered?

An “improper advantage” could arise in many types of situations and may involve efforts to:

- Win a contract or business
- Influence the procurement process
- Circumvent the rules for importation of products
- Gain access to confidential business opportunities, bids, or activities of competitors
- Evade taxes, customs duties, or penalties
- Influence the adjudication of lawsuits or enforcement actions
- Obtain exceptions to regulations or licensing or permitting requirements
- Avoid contract termination

Merely attempting to seek an improper advantage is enough to be held liable under global anti-corruption laws.

What does “anything of value” mean?

An improper benefit can take many forms. While enforcement actions often involve payments of cash (sometimes in the guise of “consulting fees” or “commissions” given through intermediaries), others have involved travel expenses and expensive gifts. “Anything of value” is broadly defined and includes but is not limited to:

- Cash payments or cash equivalents
- Charitable contributions
- Gifts, travel, meals, lodging, entertainment, or reimbursement of expenses
- Use of property or equipment
- Kickbacks or discounts
- Phony jobs or “consulting” relationships
- Political contributions
- Social benefits, club memberships, or sexual favors
- Business, employment, or investment opportunities
- Insurance, medical, or tax benefits
- Loans or non-arm's length transactions

Note that there is no “small payment” exception for a bribe. For more details, please see “Gifts & Hospitality” below and Veeva’s Global Anti-Corruption Guidelines.

Who is a “government official?”

Anti-corruption laws define “government officials” in broad terms. The term “government official” refers to any current or former employee, officer or representative of any Government or Government Entity (each as defined below), candidates for political office, persons holding honorary or ceremonial Government positions, members of the military, or royal family members, or any person acting in an official capacity for or on behalf of any such Government or Government Entity.

The term “Government” or “Government Entity” means any department, agency, instrumentality, subdivision or other body of any federal, regional, county, or municipal government, any commercial or similar entity that the Government controls or owns, including any state-owned and state-operated companies or enterprises, public international organizations such as the United Nations or the World Bank, and any political party.

For example, the definition of government official is broad enough to encompass officials of state-owned or partially state-owned enterprises in China where the government at any level owns all or a majority of the enterprise, or the government appoints company management and directors.

While certain anti-corruption laws are applicable only as to “government officials,” Veeva’s Global Anti-Corruption Policy applies to everyone, whether or not they are “government officials.”

GIFTS & HOSPITALITY

A small gift or token of esteem or gratitude is often an appropriate way for business people to display respect for each other. Some hallmarks of appropriate gift-giving are when the gift is given openly and transparently, properly recorded in Veeva's books and records, provided only to reflect esteem or gratitude, and permitted under local law. Likewise, providing business hospitality, including but not limited to travel, entertainment, and meals, can create goodwill and sound working relationships.

Gifts and hospitality whether offered or received must comply with all the following Veeva guidelines:

1. It is not made or cannot be reasonably perceived to gain an improper advantage or influence official action;
2. It complies with local law and is in line with local customs;
3. It is given in Veeva's name, not in your name;
4. It is of an appropriate type and value and is given at an appropriate time; and
5. It is given openly and transparently and is properly recorded in Veeva's books and records.

Gifts and hospitality may not be offered to, or accepted from, government officials (as defined above) without the prior approval of the Chief Financial Officer or General Counsel.

The practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The intention behind the gift should always be considered. Follow Veeva's Global Anti-Corruption Guidelines and consult with Veeva's Chief Financial Officer or General Counsel in connection with any exceptions.

Cash

Monetary gifts in the form of cash, checks, or cash equivalents (i.e., non-branded gift cards) can create the perception of bribery and are strictly prohibited.

Hospitality

In addition to the guidelines above, hospitality must always be offered in good faith only in connection with the promotion, demonstration, or explanation of Veeva products or services or the execution or performance of a contract so as not to create an appearance of impropriety.

CORPORATE CHARITABLE CONTRIBUTIONS

While Veeva does not have a charitable contribution fund, from time to time it may choose to contribute Veeva funds to support a charitable cause. These contributions must be made without expectation or acceptance of a business advantage in return. Charitable contributions will not be used as a means to conceal payments made to seek an improper advantage or favorable treatment in business dealings.

Charitable contributions must comply with all the following Veeva guidelines:

1. Must be made to a public nonprofit organization that is tax exempt (also known as a 501(c)(3) organization) under the U.S. Internal Revenue Code, a nonprofit organization with tax exempt status and a Canadian nonprofit registration number; or an international equivalent status; and
2. Must be pre-approved by the Chief Executive Officer, Chief Financial Officer, or General Counsel.

This rule does not apply to charitable donations made by employees via the Veeva Giving program. Please consult Veeva's Global Anti-Corruption Guidelines and Veeva's Benevity program for additional guidance.

You may not file an expense report for charitable donations made on behalf of Veeva.

POLITICAL CONTRIBUTIONS

Political contributions refer to anything of value given to support a political goal at the local, regional, or national level. Political contributions may be made only with the approval of the Chief Executive Officer or Chief Financial Officer.

You may not file an expense report for political contributions made on behalf of Veeva.

FACILITATING PAYMENTS

In some countries where Veeva does business, it may be customary to make nominal payments to low-level government officials or private sector employees to "grease the wheels" or speed up performance of routine duties and actions, including but not limited to clearing customs, processing governmental paperwork such as visas, permits, or licenses, providing police protection, or providing mail, telephone, or utility services. These are known as "facilitating payments."

Veeva representatives cannot make or accept facilitating payments or "kickbacks" of any kind.

THIRD PARTIES

Because Veeva can be held liable for the actions of third parties acting on Veeva's behalf and for Veeva's benefit, Veeva representatives must be careful in their engagement of third parties. Veeva representatives must follow the procedures set forth in Veeva's Global Anti-Corruption Guidelines when engaging a third party in connection with sales and marketing or regulatory approval efforts, or outside parties who may have contacts with "government officials" in connection with Veeva's business activities.

Veeva strictly prohibits using a third party to make a payment or gift that would otherwise be prohibited by this Policy if made by a Veeva representative.

RECORD KEEPING & ACCURATE REPORTING

Veeva requires that all financial transactions be accurate and fully and transparently documented, properly authorized, and coded to the correct accounts. All accounting and expense procedures must be followed. All of Veeva's books, records, accounts, and financial statements must be maintained in reasonable detail and reflect the matters to which they relate accurately, transparently, fairly and completely. Such books, records, accounts, and financial statements must also conform to applicable legal requirements and to Veeva's system of internal accounting controls. Any direct or indirect falsification of Veeva's books and records, or any attempt to disguise a payment, is prohibited. Failure to comply with this Policy could result in disciplinary action, which may include termination and reporting to the relevant authorities.

POLICY COMPLIANCE

Amendment and Compliance

Veeva is committed to continuously revising and updating this Policy, the related Global Anti-Corruption Guidelines, and our compliance program in light of lessons learned from any compliance investigation that has been conducted or compliance violation that has been reported or otherwise discovered, as well as from prior issues and misconducts of other companies operating in the same industry and/or geographical regions. Accordingly, Veeva reserves the right to amend this Policy at any time for any reason.

Veeva's directors, officers, and employees are trained upon hire and regularly thereafter to comply with the requirements of this Policy. All Veeva representatives are expected to be familiar with and perform their duties in accordance with this Policy and Veeva's Global Anti-Corruption Guidelines.

Reporting

It is important that you report any potential violations of this Policy (including complaints or concerns about accounting, internal accounting controls, or auditing matters) as soon as you are aware. In most instances, you should go to your supervisor with questions or concerns. Your supervisor can contact Veeva's legal team to help clarify issues and resolve concerns. Some circumstances, however, may be too sensitive for you to take to your supervisor. Therefore, alternatively, you may want to report an incident anonymously. Veeva has also

established a hotline that you may use to make a report (anonymously or not), which is available by phone at 1.855.595.9577 or online at www.veeva.ethicspoint.com.

All reports will be kept confidential, to the extent practical, except where disclosure is required to investigate a report or mandated by law.

Investigations

Reported violations will be promptly and thoroughly investigated. Veeva representatives are expected to cooperate fully with any investigation, whether internal or external, into reported violations. You should never withhold, tamper with, or fail to communicate relevant information in connection with an investigation.

In addition, you are expected to maintain and safeguard the confidentiality of an investigation to the extent possible, except as otherwise provided below or by applicable law. Making false statements to or otherwise misleading internal or external auditors, investigators, legal counsel, Veeva representatives, regulators, or other Government Entities may be grounds for immediate termination of employment or other relationship with Veeva and may also be a criminal act that can result in severe penalties.

Violations

Veeva will not tolerate violations of this Policy. Any Veeva representative who violates this Policy will be subject to disciplinary action, which may include termination and reporting to the relevant authorities. Veeva representatives who violate this Policy may be subject to termination of all commercial relationships with Veeva. Furthermore, violations of some provisions of this Policy may subject you to civil and criminal liability.

Health & Safety

If you are forced to make a payment to protect your health and safety or the health and safety of someone else, you may do so, but it must be immediately reported to Veeva's legal team and must be accurately recorded in Veeva's books and records to reflect the amount and purpose of the payment. If at all practicable, contact should be made with the legal team before such a payment is made. If that is not practicable, the fact of payment and the circumstances should be reported as soon as possible. Note that mere economic coercion is not covered by this very limited exception.

No retaliation

You can ask questions and report concerns without fear of retribution. Veeva will not tolerate retaliation against representatives who have in good faith asked a question, raised a concern, or reported questionable activities on the misconduct of others. Veeva employees found to have engaged in retaliation will be subject to discipline, possibly including dismissal. If you believe that you have suffered any such treatment, you should inform the General Counsel or Chief Financial Officer immediately.

Guidance

You are encouraged to seek guidance from managers, Veeva's legal team, or other appropriate company personnel when in doubt about the best course of action to take in a particular situation. In most instances, questions regarding this Policy should be brought to the attention of Veeva's legal team.

Disclosure

Nothing contained in this Policy or any of Veeva's agreements or policies is intended to prohibit or restrict you from disclosing confidential information to any Government or Government Entity, including under Section 21F of the Securities and Exchange Act of 1934, as amended, and the rules thereunder.