



DUE DILIGENCE QUESTIONNAIRE

Salesforce.com, Inc. ("SFDC") is committed to ensuring that its business operates with the highest degree of integrity and in compliance with all applicable laws, including those that prohibit corruption and bribery. We seek to do business with commercial entities that share in this commitment. You have received this Due Diligence Questionnaire because your company is contemplating a business relationship with SFDC. This Due Diligence Questionnaire is a standard and important step in the due diligence procedures established by SFDC anti-corruption policies relating to doing business with unrelated commercial entities.

As a pre-condition to any business relationship between SFDC and your company, this Due Diligence Questionnaire must be completed in its entirety. Please answer all questions or write "N/A" if the question is not applicable. Publicly traded companies are exempt from answering questions about publically available information, such as shareholders with significant holdings, key management personnel, or Board of Directors. If there is not sufficient space to complete a question in the box provided, please append the information to this Due Diligence Questionnaire.

If any questions can be answered by reference to a website, please provide the appropriate link. SFDC reserves the right to request additional information for clarification.

Any questions regarding this Due Diligence Questionnaire or the information to be provided herein should be directed to your SFDC contact or email us at (partnerdiligence@salesforce.com).

We appreciate your cooperation with the due diligence process, and look forward to working with you to complete the process efficiently and expediently.

PLEASE SEE THE CHECKLIST AT THE END OF THIS QUESTIONNAIRE FOR ADDITIONAL ITEMS THAT MUST BE SUBMITTED WITH YOUR APPLICATION, IF APPLICABLE.

COMPLETED BY

1. Full Legal Name:

2. Title:

3. Address where you may be reached:

Telephone:

Website:

E-mail:

Fax:

4. Name of the SFDC business contact with whom you have been discussing a business relationship:

GENERAL BUSINESS INFORMATION

1. Entity Name*:

*if an individual, the individual's name

2. Country(ies) of Current
and Proposed Activities:

A complete list of countries in which the above named Entity conducts business as well as countries of proposed business activities is required for our review. The Entity is responsible for promptly notifying SFDC of any additional countries in which it conducts business or proposes to conduct business.

3. Entity Primary Address:

Telephone:

Website:

E-mail:

Fax:

4. The Entity is a(n) (check one):

Individual: ☐

Partnership: ☐

Corporation: ☐

Other: ☐

Please describe:

5. If the Entity is a legal
entity, please provide the
date and place of
formation:

6. Historical Background:

(a) Number of years the Entity has been in business under
the given name:

(b) Has the Entity done business under a different name in
the past? If so, please list name(s).

(c) Briefly describe the Commercial Entity's business; the primary areas of business activity; and major
products, services, or projects.

7. Are any of the other business applications that the Entity sells competitive to SFDC products or services?

Yes ☐ No: ☐

If yes, please describe.

*The Entity is responsible for promptly notifying SFDC of any changes that would establish a relationship between the Entity and a **Government Official**¹ or **Government-Owned or Government-Controlled Entities**².*

1. Was any Government Official responsible for identifying or recommending the Entity to SFDC? If yes, please explain:

2. To the best of your knowledge, other than shareholders or beneficial owners identified in the lists appended hereto, are any individuals able to exercise direct or indirect control over the Company through any arrangement, such as a side agreement or a trustee relationship?

Yes: ☐ No: ☐

If yes, please identify the individual(s) and describe his or her interest in the Company.

3. Please list all parent companies, subsidiaries, joint ventures, or other affiliated companies. Please identify if any of these entities are Government-Owned or Government-Controlled Entities (this includes companies that are partially owned by a government). Please provide a description of the government affiliation.

Full Corporate Name	Address	Description of Government Affiliation

¹ “**Government Official**” means anyone that is, works for, or on the behalf of a (1) national, regional, municipal, or local government; (2) department, agency, subsidiary, or branch of a national, regional, municipal, or local government; (3) government-owned or government-controlled company (for example, a state-owned oil company, bank, airline, hospital, public university, etc.); (4) subsidiary of a government-owned or government-controlled company; (5) public international organization (for example, the International Monetary Fund, the United Nations, the World Bank, the World Trade Organization, etc.); (6) member of a royal family; or (7) political party, political party official, or candidate for political office. It should also be understood to encompass political parties and political campaigns as entities themselves.

² “**Government-Owned or Government-Controlled Entities**” mean a (1) national, regional, municipal, or local government; (2) department, agency, subsidiary, or branch of a national, regional, municipal, or local government; (3) government-owned or government-controlled company (for example, a state-owned oil company, bank, airline, public university, hospital, etc.); (4) subsidiary of a government-owned or government-controlled company; (5) public international organization (for example, the International Monetary Fund, the United Nations, the World Bank, the World Trade Organization, etc.); (6) company owned or controlled by a royal family; or (7) political party or political campaign.

4. Does the Entity anticipate using a consultant, subcontractor, or other third party to have an active or significant role in selling SFDC products, or performing services for or on behalf of SFDC? If yes, please state the names of the third parties, explain why the Entity needs to engage these third parties, and describe the terms and conditions under which they will perform such services. *Prior written approval from SFDC is required before the Entity may retain any third parties to sell SFDC products.*

Please identify any Government-Owned or Government-Controlled Entities (this includes companies that are partially owned by a government) or companies that may interact with Government Officials, and the nature of those anticipated interactions and affiliations.

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5. Is any individual listed in this questionnaire, including documents appended hereto, a current or former Government Official?

Yes: ☐ No: ☐

If yes, please identify each individual.

Name	Government Position	Dates of Service

6. To the best of your knowledge, is a **Close Family Member**³ of any individual listed in this questionnaire a current or former Government Official within the Country(ies)?

Yes: ☐ No: ☐

³ **“Close Family Member”** means the spouse, the individual’s and the spouses’ grandparents, parents, siblings, children, nieces, nephews, aunts, uncles, first cousins, the spouse of any of these people, or any other individuals who share the same household.

If yes, please identify.

Name of Individual	Name & Familial Relation of Government Official	Government Held Position of Official	Dates of Service

7. With which Government-Owned or Government-Controlled Entities does the Entity intend to sell to or interact with to perform the services described in the proposed agreement with SFDC?

8. Is the Entity properly registered, certified, or licensed with all relevant regulatory agencies in the above listed Country(ies) to provide services to SFDC? If you propose to sell to a government, this includes any necessary licenses, permits, or authorizations required to sell to the government in your Country(ies).

Yes: ☐ No: ☐

If no, please explain the circumstances.

PRINCIPALS AND OTHER KEY EMPLOYEES

1. Please identify key management by position, including the person responsible for legal or compliance.

Full Name	Title

2. List the members of the Board of Directors and the position they hold in any other corporate affiliation.

Full Name	Title and Organization

3. Identify all individuals, other than those previously identified in this questionnaire, who will be most actively involved in the relationship with or provide services for or on behalf of SFDC.

Full Name	Title

4. Please provide the names and titles of any Principals who are employed by, or have an interest in, any other businesses that may pose a conflict of interest with the Entity's relationship with SFDC. Describe the interest and business that poses the potential conflict.

Full Name	Description

5. Please provide the names and titles of any Entity employee who has a familial relationship with an SFDC employee.

Full Name	Relationship

COMPLIANCE INFORMATION

1. Does the Entity have a compliance-related code, procedure, or policy addressing anti-corruption compliance, business ethics, payments of commissions, gifts and/or entertainment for customers or Government Officials, or related topics? If yes, please attach a copy or provide a link (if posted on line).

Yes: ☐ No: ☐

2. Please list three business references that we may contact who can speak to the Entity's experience providing the type of services the Entity will provide or is providing for SFDC (please include at least one U.S. business).

Name and Title of Contact Person	Address	Telephone	E-mail Address

3. To the best of your knowledge, has the Entity or any individual mentioned in this Due Diligence Questionnaire directly or indirectly offered or given anything of value to a Government Official in exchange for anything that benefited the Entity?

Yes: ☐ No: ☐

If yes, please describe.

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4. Are you compliant with U.S. laws (and similar laws of other countries) that restrict the sale of goods and services to certain embargoed countries (such as Cuba, Iran, North Korea, Sudan, and Syria) and individuals on denied parties' lists?

Yes: ☐ No: ☐

5. Has the Entity conducted anti-corruption training for its employees?

Yes: ☐ No: ☐

If yes, please describe the content of the training, frequency of training, and the categories of employees trained.

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6. Does the Entity conduct background checks on its employees, contractors, and third parties before hiring?

Yes: ☐ No: ☐

7. Has the Entity, any associated entity, any individual in this Due Diligence Questionnaire, or any present or former owner, director, employee, or third party of the Entity been, in the last ten years, (a) suspended or debarred from doing business by any local, national, or international government authority; (b) investigated for or charged with any criminal act ; (c) the subject of any allegation or investigation of fraud, misrepresentation, bribery, corruption, tax evasion, or other related activities; or (d) mentioned in the media or press for having been involved in any such improper activity?

Yes: ☐ No: ☐

If yes, please provide complete details including entities and individuals involved, relevant dates, and current status.

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FINANCIAL INFORMATION

1. Please list a banking or credit reference that we may contact or attach a letter of good standing from your bank that includes how long you have been a client.

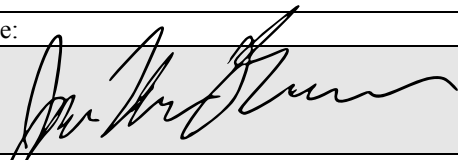
Name and Title of Contact Person	Address	Telephone	E-mail Address

CERTIFICATION

Please append the following documents to this Due Diligence Questionnaire. Check the boxes below to indicate that these documents are included in your submission. If any requested document is not applicable, please do not check the corresponding box.

- ☒ Documentation of formation or incorporation.
- ☐ Documentation showing that the Entity is properly registered, licensed, and/or authorized to perform the proposed services in those jurisdictions relevant to the proposed business relationship.
- ☐ List of all shareholders (or, quota holders, members, partners, etc., as the case may be) holding more than a fifteen percent (15%) stake in the Entity, and the interest percentage held by each. Please also list all current or former Government Officials who hold more than a five percent (5%) stake in the Entity.
- ☐ List of any other beneficial owners who are not shareholders (or, quota holders, members, partners, etc., as the case may be), and a description of the arrangement through which they hold beneficial ownership of some or all of the Entity. Please identify any beneficial owners who are current or former Government Officials.
- ☐ Copy of any written compliance-related code, procedure, or policy addressing anti-corruption compliance, business ethics, payments of commissions, gifts and/or entertainment for customers or Government Officials, or related topics.
- ☐ Letter of good standing from your bank, if necessary.

I have reviewed this Due Diligence Questionnaire and I declare that the information provided is accurate and complete to the best of my knowledge and belief.

Name of Company:	Signature:
	
Date:	Typed Name and Title: <i>(must be a senior officer of Company, or of the division/business unit)</i>



COMPLIANCE CERTIFICATION

I, _____ *[name of certifying executive]*, the _____ *[title]* of _____ *[company]* (collectively, with any subsidiaries, affiliates employees, or other agents, "Company"), have the authority to certify to SALESFORCE.COM, INC. (for and on behalf of its Affiliates, "SFDC" as used herein) on behalf of Company as follows:

1. I am familiar with the Company's business practices and am qualified to certify the following information.
2. I am familiar with the intent and prohibitions of international anti-corruption laws, such as the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and similar laws of other countries that prohibit the payment of bribes, kickback, or otherwise unauthorized benefits or advantages. In full compliance with these laws, Company has not corruptly made, offered, or authorized; and will not make, offer, or authorize, directly or indirectly, any payment or anything of value to a Government Official⁴ or to any other person while knowing that all or a portion of such thing of value has or will be offered, given, directly or indirectly, to a Government Official, to obtain or retain business or any improper business advantage, influence decisions, or direct business to any party.
3. Company has not offered or received any bribes or kickbacks or anything of more than nominal value from a current or prospective customer, partner, vendor, or SFDC employee.
4. Company has not participated in any fraud, misrepresentation, or false statements to SFDC personnel, customers, potential customers, partners, or third parties.
5. Company is qualified and permitted to do work in the countries where it does business, and has obtained any and all legally necessary licenses and permits, and has completed such registrations as required to do work with SFDC.
6. If any other person or entity shall assist Company, as a subcontractor, consultant, or in any other capacity, in support of its work with SFDC, then that person or entity will fully comply and abide by the terms and conditions of Company's Agreement with SFDC and this certification.
7. Company has not been convicted of or pleaded guilty to (or has otherwise been adjudicated as culpable for) an offense involving fraud, corruption, or similar offense, and has not been listed by any government agency as debarred, suspended, proposed for the foregoing actions, or otherwise ineligible for government procurement programs.
8. Company will notify SFDC immediately in the event of a change in status of any of the above information.
9. I acknowledge that SFDC will materially rely on this certification. In the event that any statements made herein are determined to be false, SFDC shall have the right to immediately terminate all agreements with Company.

This Compliance Certification is executed as of the date written below.

Signed By: _____


Date: _____

⁴ "Government Official" means anyone that is, works for, or on the behalf of a (1) national, regional, municipal, or local government; (2) department, agency, subsidiary, or branch of a national, regional, municipal, or local government; (3) government-owned or government-controlled company (for example, a state-owned oil company, bank, airline, hospital, public university, etc.); (4) subsidiary of a government-owned or government-controlled company; (5) public international organization (for example, the International Monetary Fund, the United Nations, the World Bank, the World Trade Organization, etc.); (6) member of a royal family; or (7) political party, political party official, or candidate for political office. It should also be understood to encompass political parties and political campaigns as entities themselves.