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Introduction

Dear Teammates,

In today’s fast-paced, global marketplace, our long-term success is based on our integrity and how the FireEye brand is perceived. Having a reputation as a trustworthy and ethical corporation among customers, investors, employees and within the communities in which we serve and live is necessary to maintain a positive brand perception. While all companies talk about ethics and compliance, because of our mission of protecting enterprises and governments from cybercrime, we must live to the highest standards of integrity. Our customers and business partners expect it, our reputation depends on it and employees like you come here every day because of our important mission. Integrity is at the heart of who we are and what we do.

To achieve this, we must have a high-caliber workforce that continuously holds itself to the highest standards. The FireEye Code of Business Conduct and Ethics (“Code of Conduct”) is designed to support our efforts and guide our performance to meet the highest ethical standards within the workplace. It is our responsibility to understand and act upon the Code of Conduct as we conduct business day to day. Our collective ability to model our high-performance culture traits, including a commitment to behavior above reproach, is key to our customer experience, brand perception and financial performance.

I personally request that you think about integrity as more than a legal mandate and instead, I ask you to think about how you can act to represent FireEye in the best, most ethical way possible every single day. Whatever your role, your conduct and judgment reflect on our reputation and are critical to our success.

Thank you for contributing to the legacy of integrity we enjoy at FireEye.

Sincerely,

Kevin Mandia
Chief Executive Officer, FireEye
Our Core Values
Our standards of business conduct serve as an important resource for employees in support of day-to-day decision making. The FireEye Code of Conduct is applicable to employees of FireEye and its controlled subsidiaries, the FireEye Board of Directors (Board Members), contractors, consultants and anyone we authorize to act on FireEye’s behalf. References in the Code to employees are intended to cover employees, officers and, as applicable, directors. The Code establishes the basic foundation of FireEye’s ethics by communicating our philosophy and commitment to all of our employees, customers, other stakeholders and the communities in which we do business. In addition to being bound by all other provisions of this Code of Conduct, the CEO and senior financial officers are subject to the Code of Ethics for CEO and Senior Financial Officers included in this Code of Conduct.

Purpose of the Code
Our Code of Business Conduct and Ethics is designed to deter wrongdoing and to promote:

- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- Full, fair, accurate, timely and understandable disclosure in reports and documents we file with regulatory agencies and in our other public communications;
- Compliance with applicable laws, rules and regulations;
- The prompt internal reporting of violations of this Code; and
- Accountability for adherence to this Code.

The Code should be used as a resource when questions of legal or ethical appropriateness arise on the job. It is not a comprehensive rulebook covering every situation that may arise, but rather a statement of how we commit to do business. As members of FireEye’s team, we all have a personal responsibility to uphold and ensure the letter and spirit of our Code of Conduct in our individual roles, every single day. It is important that you are aware of, and never intentionally violate, relevant laws and regulations. Violating relevant laws, regulations or this Code or encouraging others to do so, exposes FireEye to risk, including risk to its reputation, and therefore, may result in disciplinary action, up to and including termination of employment. You should understand that violations of laws or regulations may also result in legal proceedings and penalties including, in some circumstances, civil and criminal penalties that could affect you personally in addition to a risk of adverse consequences to FireEye.

This Code should help guide your conduct in the course of our business. You should consult applicable policies and procedures in specific areas as they apply. Use common sense and good judgment in applying this Code. If you have any questions about applying the Code, you may contact FireEye’s General Counsel or Deputy General Counsel.

The Company’s General Counsel has been designated as the Company’s Compliance Officer with responsibility for overseeing and monitoring compliance with the Code of Conduct. The Compliance Officer reports directly to the Chief Executive Officer with respect to these matters and also will make periodic reports to the Company’s Audit Committee regarding the implementation and effectiveness of this Code of Conduct as well as the policies and procedures put in place to ensure compliance with the Code of Conduct.

Each employee and director must sign the acknowledgment form at the end of this Code of Conduct and return the form to the Company’s Human Resources Department indicating that he or she has received, read, understood and agreed to comply with the Code of Conduct. The signed acknowledgment form will be placed in the individual’s personnel file.

If you believe that any aspect of this Code violates a law or is contrary to good public policy in the locale where you live and work, please report such concerns to the Company’s Legal Department. It is our intent that this Policy is consistent with all applicable laws, rules and regulations in the domains where we operate our business.
Zero Tolerance Policy
We are committed to maintaining the highest standards of business conduct and ethics. We expect every employee, officer and director to read and understand our Code and its application to the performance of your business responsibilities. Violations of the Code will not be tolerated. Any employee who violates the standards in the Code may be subject to disciplinary action, which, depending on the nature of the violation and the history of the employee, may range from a warning or reprimand, up to and including termination of employment and, in appropriate cases, civil legal action or referral for regulatory or criminal prosecution.

The Company expects all employees and directors to act with the highest standards of honesty and ethical conduct. The Company considers honest conduct to be conduct that is free from fraud or deception and is characterized by integrity. The Company considers ethical conduct to be conduct conforming to accepted professional standards of conduct, especially with respect to the handling of actual or apparent conflicts of interests.

Q&A

What is the best approach for ensuring prompt and consistent action against violations of this Code of Conduct?

• Make sure you have all the facts possible. To reach the right solutions, we must be as fully informed as possible.

• Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question you are faced with and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, follow up on it.

• Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.

• Discuss the problem with your manager. This is the basic guidance for all situations. In many cases, your manager will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Remember that it is your manager’s responsibility to help solve problems.

• Seek help from Company resources. If you do not feel comfortable approaching your manager with your question, discuss it with your local Human Resources representative.

• You may report ethical violations in confidence and without fear of retaliation. If you find yourself in a situation that requires that your identity be kept confidential, your anonymity will be protected to the extent possible. The Company does not permit retaliation of any kind against employees for good faith reports of ethical violations.

• Always “ask first, act later” when confronted with an ethical issue: If you are unsure of what to do in any situation, seek guidance before you act.
Our Responsibilities

General Expectations
As a FireEye employee, you are expected to comply with both the letter and the spirit of our Code. This means you must understand and comply with all of our policies, laws and regulations that apply to your job, even if you feel pressured to do otherwise. Our Code also requires you to seek guidance if you have questions or concerns and to cooperate fully in any investigation of suspected violations of the Code that may arise in the course of your employment. Periodically, you may be asked to provide a written certification that you have reviewed and understand FireEye’s Code of Conduct, comply with its standards and are not personally aware of any violations of the Code by others. This certification is your pledge to live up to our Code and its expectations and to promptly raise concerns about any situation that you think may violate our Code.

Leaders serve as Ethical Role Models
Leaders, including people managers and functional managers, by virtue of their positions of authority, must be ethical role models for all employees. An important part of a leader’s responsibility is to exemplify our corporate values and exhibit the highest standards of integrity. Leaders must communicate the seriousness of our Company expectations for ethical conduct and their own personal support of these expectations by holding everyone accountable for making sound ethical judgments. Leaders must be alert to any situations or actions that may be unethical or potentially damaging to our reputation. They must take prompt action to address such situations and be careful to avoid even the appearance of implicit approval.

In addition to being bound by all other provisions of this Code of Conduct, the CEO and senior financial officers are subject to the Code of Ethics for CEO and Senior Financial Officers included in this Code of Conduct.

Q&A

How can I be sure I will not violate a small technicality of a law?
Question: The different laws are so complicated and cover so many different areas, how can I be sure that I won’t violate some little technicality? Moreover, how am I supposed to understand it all? I’m not a lawyer.

Answer: Don’t abandon your own judgment. If something seems intuitively wrong to you, ask before acting. Do not hesitate to contact the Legal Department if you need clarification of the laws or of our standards and policies.

What happens when acting ethically conflicts with making a profit?
Question: What happens if I am faced with a situation where acting ethically conflicts with making a profit for the Company?

Answer: You must always engage in legal and ethical conduct no matter what the circumstances. FireEye’s long-term profitability depends on our reputation. If you feel that there is a conflict between what is “right” and what is profitable, you should contact your supervisor, Human Resources, the Legal Department, the FireEye Integrity Helpline or any of the other resources listed in this Code for guidance.
Asking Questions and Reporting Concerns
FireEye aims to conduct business with the highest standards of ethics, honesty and integrity and recognizes that you have an important role to play in maintaining this aim. FireEye maintains an open door policy and any employee or worker providing services to FireEye concerned about any conduct in the workplace is strongly encouraged to discuss the matter with their supervisor, any member of their management team, Human Resources, the Legal Department, FireEye’s 24-Hour Integrity Helpline or any of the other resources listed in this Code. Anyone who believes that questionable accounting or auditing conduct or practices have occurred or are occurring should refer to the Company’s Policy Regarding Reporting of Accounting, Auditing and Other Matters. You are obligated to report violations of the Code, the law or any other Company policy or procedure. You may be subject to discipline, up to and including termination, for your failure to do so.

Commitment to Non-Retalation
We believe it is essential to create an environment in which individuals feel free to raise any matters of genuine concern internally without fear of disciplinary action being taken against them, that they will be taken seriously and that the matters will be investigated reasonably promptly, appropriately, and as far as practicable, be kept confidential. FireEye prohibits retaliation, in any form, against anyone who, in good faith, reports violations or suspected violations of this Code, Company policy or applicable law or who assists in the investigation of a reported violation. Downgrading an employee’s performance rating, limiting an employee’s opportunities for assignments or advancement, excluding an employee from corporate or departmental functions or any other types of retaliation, are strictly prohibited. Acts of retaliation should be reported immediately to your manager, Human Resources, the Legal Department, the FireEye Integrity Helpline or any of the other resources listed in this Code for guidance. Individuals who take action against a person for making a report or participating in an investigation in good faith will be subject to disciplinary action, up to and including termination, as local law permits. Further, the Company could be subject to criminal or civil actions for acts of retaliation against employees who “blow the whistle” on U.S. federal securities law violations or other federal offenses.
Reporting Channels
If you think our Code of Conduct is being violated, it is important that you report your concerns immediately. You have several options for reporting your concern:

• Discuss the issue with your supervisor;
• Discuss the issue with another supervisor or manager;
• Contact Human Resources, Internal Audit or the Legal Department; or
• Contact FireEye’s 24-hour Integrity Helpline at 1-855-224-7187 in the United States or, for employees outside the United States, at the phone numbers listed at www.FireEye.ethicspoint.com
• Anyone who believes that questionable accounting or auditing conduct or practices have occurred or are occurring should report such concerns promptly via one of these channels. If you have any doubt, concerns or questions about such matters, please refer to the Company’s Policy Regarding Reporting of Accounting, Auditing and Other Matters.

You are encouraged to identify yourself when reporting a possible violation and the Company will make every effort to protect your identity if you do so. You may, however, report a suspected violation anonymously by calling the 24-hour Integrity Helpline via phone or the web at the contact above or by sending a letter to “FireEye’s Compliance Officer” at 601 McCarthy Blvd. Milpitas, CA 95035.
Internal investigations

FireEye's Legal Department, together with FireEye's Human Resources and Internal Audit Departments, have established processes and procedures to ensure that all internal investigations are conducted by qualified personnel who have been trained to conduct investigations lawfully, promptly, thoroughly, professionally, fairly and confidentially. Team members and employees should not interfere in internal investigations or engage in their own fact-finding. Rather, you should promptly raise ethics and compliance questions and immediately report suspicious behavior. Team members and others involved in internal investigations will be treated with dignity and respect. All investigations and any resulting corrective action will be conducted in compliance with local law and applicable FireEye policies.

The Company’s Board of Directors or its designated committee will be responsible for investigating violations and determining appropriate disciplinary action for matters involving members of the Board of Directors or executive officers. The Board of Directors or its designated committee may designate others to conduct or manage investigations on its behalf and recommend disciplinary action. The Board of Directors also reserves the right to investigate violations and determine appropriate disciplinary action for other employees, agents and contractors in place of or in addition to, the General Counsel.

All team members are expected to cooperate in internal investigations, audits, accounting reviews or directions from such investigating parties, including FireEye’s lawyers, Internal Audit or external counsel which may be retained by FireEye’s management or the Board of Directors. In addition, all team members are expected to cooperate fully and preserve any and all evidence in connection with lawsuits or government investigative proceedings. Searches of Company-provided physical and information technology resources may be required and conducted as permitted by applicable law. Retaliation will not be tolerated against any team member who cooperates in these kinds of Company activities. After an investigation is completed, appropriate disciplinary and other corrective action will be taken when warranted by the facts. FireEye may, in appropriate cases and subject to applicable local law, notify government authorities and cooperate with any resulting official proceedings.

The determination of whether and when to refer a matter to government authorities or to self-report compliance violations, will be made by FireEye’s Chief Compliance Officer and General Counsel or his or her designees. If you think you are being retaliated against or that an investigation is being conducted inappropriately, you should report it immediately using any of the reporting avenues available, as discussed previously in this Code.

Waivers

FireEye will waive application of the policies set forth in this Code only where circumstances warrant granting a waiver based on the best interests of FireEye and its stockholders. Any waiver pertaining to an employee must be approved in writing by the Chief Compliance Officer and by the Chief Executive Officer and will be reported to the Board of Directors on a quarterly basis. Waivers of the Code for directors and executive officers may be made only by those members of the Board of Directors not involved in the possible waiver and must be promptly disclosed as required by law or regulation. Contact your manager if you are uncertain whether a waiver is necessary.
Responsible To Our Company And To Each Other

Equal Opportunity
Having a diverse workforce — made up of team members who bring a wide variety of skills, abilities, experiences and perspectives — is essential to our success. We are committed to the principles of equal employment opportunity, inclusion and respect. All employment-related decisions must be based on Company needs, job requirements and individual qualifications. Always take full advantage of what our team members have to offer; listen and be inclusive. We do not tolerate discrimination against anyone — team members, customers, business partners or other stakeholders — on the basis of any status protected by the laws or regulations in the locations where we operate. We comply with laws regarding employment of immigrants and noncitizens and provide equal employment opportunity to everyone who is legally authorized to work in the applicable country. We provide reasonable accommodations to individuals with disabilities and remove any artificial barriers to success.

I think I did not get a promotion because I am pregnant...

Question: I believe that I did not receive a promotion because my boss knows that I am pregnant. I heard my manager say that when a woman becomes pregnant, it inevitably interferes with job performance. Is there anything I can do?

Answer: Yes. All employment-related decisions at FireEye (e.g., promotion, remuneration, training, etc.) must be based on job-related criteria, skills and performance. You should report the situation to Human Resources, the Legal Department, contact FireEye’s 24-Hour Integrity Helpline or any of the other resources listed in this Code.

The job requires too much travel for single parents...

Question: I believe I have no prejudices in this area, but I feel sure the job coming open in my department requires too much travel time for a single parent. I only agreed as a courtesy to interview such candidates.

Answer: If you made such an assumption, you would be violating Company policy and in some areas possibly breaking the law. At FireEye, equal opportunity means just that: a fair chance for everyone.
Harassment

Every employee has a right to a work environment free from harassment, regardless of whether the harasser is a co-worker, supervisor, manager, customer, vendor or visitor. Harassment can include any behavior (verbal, visual or physical) that creates an intimidating, offensive, abusive or hostile work environment. In addition, any harassment that either impacts or influences wages, hours, working conditions or employment advantages is specifically prohibited. Unlawful harassment includes harassment based on race, color, religion, creed, sex, gender identity, sexual orientation, age, disability, national origin or ancestry, as well as citizenship, marital, veteran and family and medical leave status or any other status protected by law. Sexual harassment includes harassment of a sexual nature of a person of the same or opposite sex as the harasser. As is the case with any violation of the Code, you have a responsibility to report any harassing behavior or condition regardless of if you are directly involved or just a witness. Retaliation for making a complaint or for assisting in the investigation of a discrimination or harassment complaint is prohibited. Report the offending behavior to your supervisor or another member of your management chain, your Human Resources representative, the Legal Department or contact the 24-hour Integrity Helpline.

Q&A

Certain comments from a male co-worker make me feel uncomfortable...

**Question:** I am a female employee. My male co-worker makes repeated comments about my personal appearance that make me very uncomfortable. I’ve asked him to stop but he won’t. What should I do?

**Answer:** You should report your co-worker’s behavior to your supervisor or to the Human Resources or Legal Department. If you are uncomfortable with these resources, contact the confidential 24-hour Integrity Helpline.

A co-worker is being teased about his age...

**Question:** My coworker Jim just had his 40th birthday, since then, his co-workers jokingly refer to him as “old man” and talk about him being “over the hill”. What should he do?

**Answer:** Jokes regarding an employee's age, even if intended to be humorous, may be considered age harassment. Your colleague should tell his co-workers that these jokes are offensive to him and ask the co-workers to stop or he will report the behavior. If your co-worker does not take action, then you should report what your colleague has told you even if you don’t have all of the facts or haven’t observed the harassment yourself. It is critical for the company to take steps to stop offensive or improper behavior immediately.
Fair Wages

We are committed to complying fully with all applicable laws and regulations dealing with wage-and-hour issues, including off-the-clock work, meal and rest breaks, overtime pay, termination pay, minimum-wage requirements, wages and hours of minors and other subjects related to wage and hour practices. As FireEye employees, we must:

• Comply fully with all corporate policies and procedures related to wage-and-hour issues;
• Comply fully with all applicable federal, state and local laws and regulations pertaining to wage-and-hour issues; and
• Report any violations of wage-and-hour laws or policies to management.

Workplace Safety And Violence Prevention

Our Company strives to provide a safe and healthy workplace for employees, customers and visitors to its premises. Management is committed to maintaining industry standards in all areas of employee safety and health, including industrial hygiene, ergonomics and safety. To support this commitment, employees are responsible for observing all safety and health rules, practices and laws that apply to their jobs and for taking precautions necessary to protect themselves, their co-workers and visitors. Employees are also responsible for immediately reporting accidents, injuries, occupational illnesses and unsafe practices or conditions to their supervisor. Threats, acts of violence and physical intimidation are strictly prohibited. Possession of weapons on the job or on FireEye premises is prohibited.

The workplace includes any property owned or leased by the Company or occupied by groups of Company employees or persons providing services to the Company. Unless this prohibition is contrary to state or local law, the workplace specifically includes Company parking areas and Company vehicles. Employees are not permitted to transport or store weapons in vehicles owned or leased by the Company and used by the employee for work purposes, unless the employee is required to transport or store a weapon as part of the employee’s duties and he or she has written permission from the Chief Security Officer of the Company. This policy prohibits the possession of concealed weapons as well as weapons carried openly.

This prohibition specifically includes guns, rifles and firearms of any type, including those for which the holder has a legal permit. Other examples of prohibited weapons include, but are not limited to, knives, ammunition, bombs, bows and arrows, clubs, slingshots, blackjacks, metal knuckles and similar devices that by their design or intended use are capable of inflicting serious bodily injury or lethal force. No talk of violence or joking about violence will be tolerated. As is the case with any violation of the Code, employees have a responsibility to report any unsafe behavior or condition regardless of whether they are directly involved or a witness.

Substance Abuse

FireEye requires employees to work free from the influence of any substance, including drugs and alcohol, which may prevent you from conducting work activities safely and effectively. Our Company reserves the right to have any employee tested if there is reasonable suspicion that he or she is under the influence of drugs or alcohol. If you are using prescription or non-prescription drugs that may impair alertness or judgment or witness an employee impaired and therefore possibly jeopardizing the safety of others or FireEye’s business interests, you should report it immediately. If you have a problem related to alcohol or drugs, you are encouraged to seek assistance from the Employee Assistance Program.
Q&A

I think my co-worker comes to work drunk...

Question: I suspect that a fellow employee occasionally comes to work drunk and may be drinking on the job. I am concerned for this co-worker’s health and safety. What can I do?

Answer: You should consult with your manager, who will take the correct steps to involve the right professionals to address the situation. If you are not comfortable discussing the matter with your supervisor, consider talking to someone in Human Resources.

I suspect my co-worker is abusing prescription drugs...

Question: I suspect that my co-worker is abusing prescription drugs. Since this is not an illegal substance, should I tell someone?

Answer: Abuse of legally prescribed drugs can be as dangerous as abuse of illegal substances. Talk to your co-worker about our Company’s Employee Assistance Program if you are comfortable doing so. Otherwise, share your concerns with your manager, Human Resources, the Legal Department or the 24-hour Integrity Helpline.
Employee Information Privacy
FireEye respects your personal information and treats it with great care. International laws regarding the treatment of personal information vary. In all cases, our Company will treat personal data in accordance with applicable law. There are circumstances that require the Company to receive or have access to personal information in order to administer various programs such as payroll, health benefits, time off and career development. Information such as your home phone number, address, family information, benefit elections, medical conditions, salary and performance ratings are examples of personal data. Employee personnel files can be accessed only by authorized employees for business purposes or other purposes that are permitted by law.

Other employee information will only be shared with outside organizations in a manner that is consistent with applicable law.

While we respect employees’ privacy, we reserve the right to inspect our facilities and property, such as computers, telephone records, lockers, e-mails, files, business documents and workplaces without notice, to the extent permitted by applicable law. Employees should not expect privacy when using Company-provided services or equipment.

For more information, employees should also review FireEye’s Employee Privacy Policy.

Proprietary and Confidential Information
One of our most important assets is our confidential information. As an employee of FireEye, you may learn of information about our Company or our corporate customers that is confidential and proprietary. You also may learn of information before that information is released to the general public. Employees who have received or have access to confidential information should take care to keep this information confidential. Confidential information includes non-public information that might be of use to competitors or harmful to FireEye or its customers if disclosed, such as business, marketing and service plans, financial information, product architecture, source codes, engineering and manufacturing ideas, designs, databases, customer lists, pricing strategies, personnel data, personally identifiable information pertaining to our employees, customers or other individuals (including, for example, names, addresses, telephone numbers and social security numbers) and similar types of information provided to us by our customers, suppliers and partners.

You are expected to keep confidential and proprietary information confidential unless and until that information is released to the public through approved channels (usually through a press release, an SEC filing or a formal communication from a member of senior management). You should also take care not to inadvertently disclose confidential information. Materials that contain confidential information, such as memos, notebooks, computer disks and laptop computers, should be stored securely. Unauthorized posting or discussion of any information concerning our business, information or prospects on the Internet is prohibited. You may not discuss our business, information or prospects in any “chat room,” regardless of whether you use your own name or a pseudonym. You may also not use the FireEye, Mandiant, iSIGHT or Invotas names or any of the Company’s other trademarks, such as FaaS or MVX, as a part of your online name or handle, for example, “employee_FireEye” which may confuse readers unnecessarily. Consider your surroundings when talking on a cell phone or in a public place. If you need to send confidential information outside of FireEye, make certain there is a confidentiality agreement with the person receiving the information. Be cautious and thoughtful when sharing confidential information in writing, including e-mails and during private conversations. All Company e-mails, voice-mails and other communications are presumed confidential and should not be forwarded or otherwise disseminated outside of FireEye, except where required for legitimate business purposes.
Q&A

Are there restrictions on talking about the Company after I leave?

**Question:** I will soon be leaving FireEye. What restrictions do I have about talking about the Company and my job after I leave?

**Answer:** Your responsibility is the same as when you were still working at our Company. You may not talk about or share any information that is confidential, sensitive, proprietary or material that has not been made public. Contact someone in FireEye Legal Department if you need guidance or have specific questions.

May she share confidential materials of a former employer with us?

**Question:** We hired a person who formerly worked for a competitor. She is aware of proprietary and confidential information about her former employer. Is it okay for her to share this information at FireEye?

**Answer:** No. FireEye policy prohibits disclosing proprietary, technical information and confidential business information about her former company. Even if it were accidentally disclosed, you cannot use the information. Simply stated, our Company will treat proprietary and confidential information about other companies in the same way that we expect former FireEye employees to treat our confidential information after leaving.
Physical Assets And Resources
All employees are expected to protect our assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on our profitability. Our property, such as office supplies, computer equipment, buildings and products, are expected to be used only for legitimate business purposes, although incidental personal use may be permitted. You may not, however, use our corporate name, any brand name or trademark owned or associated with FireEye or any letterhead stationery for any personal purpose.

Q&A

I have seen another employee stealing supplies from our Company...

**Question:** I have seen another employee stealing supplies from our Company. The person is a friend of mine, but I don’t like the fact that he is stealing from the Company. What can I do?

**Answer:** It is a difficult situation for you, but you owe it to yourself and to the Company to let management, Human Resources or the Legal Department know what is happening. And remember, you may always call the 24-Hour Integrity Helpline.

May I copy a brochure for an organization that helps needy children?

**Question:** I volunteer for a local community organization that helps needy children. May I copy the organization’s fund-raising brochure using FireEye’s equipment and resources?

**Answer:** We encourage all employees to participate in volunteer activities. FireEye equipment, however, should not be used for charitable or other non-business purposes without prior approval of your supervisor.
Proper Use of Electronic Media
Use of our Company’s networks is both a necessity and a privilege. If you have access to our information systems and computer networks, you are responsible for using the highest standards of behavior in all of your usage and communications. When you access our networks from remote locations (for example, at home or from other non-Company locations), you are subject to the same standards of use as are employees who access our networks while on Company premises. When using social media tools like blogs, Facebook, Twitter or wikis, ensure that you do not make comments on behalf of FireEye without proper authorization. Also, you must not disclose our Company’s confidential or proprietary information about our business, our suppliers or our customers.

All employees are expected to comply with and should refer to the Company’s Acceptable Use Policy and Social Media Policy for more information.

Records on Legal Hold
A legal hold suspends the Company’s document destruction procedures in order to preserve appropriate records under special circumstances, such as litigation or government investigations. The Company’s General Counsel determines and identifies what types of Company records or documents are required to be placed under a legal hold and will notify employees and directors if a legal hold is placed on records for which they are responsible. Employees and directors must not destroy, alter or modify records or supporting documents that have been placed under a legal hold under any circumstances. A legal hold remains effective until it is officially released in writing by the Company’s General Counsel. If an employee or director is unsure whether a document has been placed under a legal hold, such employee or director should preserve and protect that document while the Legal Department is contacted.
Q&A

**May I use the Company e-mail software to send personal messages?**

**Question:** May I use our Company’s e-mail software to send personal messages to friends and family?

**Answer:** Use of our computer networks, including e-mail, is primarily for business purposes. However, if your manager allows limited personal use and your usage conforms to FireEye’s standards of behavior and does not interfere with the job performance of you or others, you may use our e-mail software for personal messages. Remember, however, that Company e-mail is not private. We reserve the right to review e-mail sent over our networks without notice to you. If your message is highly personal or confidential, you should not send it using FireEye’s computer systems.

**Can I post on an Internet discussion group from my office computer?**

**Question:** Can I post messages to an Internet discussion group or bulletin board from my office computer?

**Answer:** You are authorized to post business-related messages to public bulletin boards and discussion forums as long as the postings are for legitimate FireEye business-related purposes, do not include confidential business information and include a statement indicating that your remarks are your own and not the opinion of FireEye. Any messages posted to an Internet discussion group from your office computer, including personal internet related discussion group postings, must conform to FireEye’s standards of behavior and adhere to the Company’s **Acceptable Use Policy** and **Social Media Policy**.
Responsibilities To Our Customers
And The Marketplace

Protecting Customer / Third Party Information Privacy
Employees must act in a manner that creates value for the Company’s customers and helps to build a relationship based upon trust. The Company and its employees have built up significant goodwill in the course of developing customer relationships. This goodwill is one of our most important assets and Company employees must act to preserve and enhance the Company’s reputation.

Keeping customer information secure and using it appropriately is a top priority for our Company. We must safeguard any confidential information customers or third parties share with us or that you become aware of as a result of your employment activities with FireEye. We must also ensure that such information is used only for the reasons for which the information was gathered, unless further use is allowed by law. If you do not have a business reason to access this information, you should not do so. If you do, you must also take steps to protect the information against unauthorized use or release. Customer or third party information includes any information about a specific customer/third party, including such things as name, address, phone numbers, financial information, etc. We do not disclose any information about a third party without the written approval unless legally required to do so (for example, under a court-issued subpoena).

Q&A

Should I provide customer information to a government agency?
Question: I just received a call from a government agency requesting information on one of our customers. Should I provide the requested information?
Answer: You should contact FireEye’s Legal Department before providing any information about a customer to a third party. Our Company always seeks to cooperate fully with law enforcement investigations, but it must also take into account certain additional considerations, such as customer privacy concerns and the potential liability to a customer for providing information beyond that which is appropriate under the law.

Can I provide customer contact information to a third party company to use for marketing solicitations?
Question: I am in the process of establishing a marketing deal with another company. As part of the deal, they have requested FireEye customer address information to update their databases to send out marketing solicitations. Should I agree to give the other company the data?
Answer: No. You should contact the Legal Department before contracting to provide any information about a customer to a third party.
Intellectual Property and Protecting IP

As an employee, the things you create for FireEye belong to our Company. This “work product” includes inventions, discoveries, ideas, improvements, software programs, artwork and works of authorship. This work product is our Company’s property (it does not belong to individuals) if it is created or developed, in whole or in part, on Company time, as part of your duties or through the use of Company resources or information. Partners must promptly disclose to FireEye, in writing, any such work product and cooperate with our efforts to obtain protection for our Company. To ensure that our Company receives the benefit of work done by outside consultants, it is essential that an appropriate agreement or release be in place before any work begins.

Protect intellectual property from illegal or other misuse by making sure it is affixed with or identified by an appropriate trademark, service mark, copyright notice or patent marking. Disclose to management any innovation developed on Company time or using Company information or resources, so that our Company can decide whether to seek formal protection. Licenses must be obtained to use intellectual property belonging to someone else or we must purchase the outright ownership of the property. In the case of property rights with an expiration date, such as patents, you must be sure that this date has passed if licensing or outright purchase is not feasible.

Antitrust and Fair Competition

We believe in free and open competition. In addition, in most of the countries where we operate, strict laws are in force similar to antitrust laws in the United States and competition laws in the European Union prohibiting collusive or unfair business behavior that restricts free competition. United States antitrust and other countries’ competition laws are quite complicated and failure to adhere to these laws could result in significant penalties imposed on both FireEye and the employees who violated the law. There are almost no circumstances allowed by law to enter agreements with competitors to fix prices, bid rigging, terms of sale, production output or to divide markets or customers. In addition, attempts to discriminate in prices or terms of sale among our customers or to otherwise restrict the freedom of our customers to compete, may sometimes be illegal. Legal issues may also arise if we refuse to deal with certain customers or competitors.
You must be particularly careful when you interact with any employees or representatives of FireEye’s competitors. You should use extreme care to avoid any improper discussions with our competitors, especially at trade association meetings or other industry or trade events where competitors may interact. Under no circumstances should you discuss customers, prospects, pricing or other business terms with any employees or representatives of our competitors.

Depending on business justification and effect on competition, other practices not involving competitors, such as those including our partners and distributors, may result in civil violations of the antitrust and competition laws. These practices include:

• Agreeing with a competitor or a partner to raise, fix or hold a price at which goods or services will be sold (price fixing);

• Agreeing in advance with a competitor or a partner as to who will submit the winning bid on a contract in a competitive bidding process (bid rigging);

• Agreeing with a competitor or a partner to divide markets or sell only to customers in certain geographic areas (market division);

• Dictating or otherwise interfering with a partner’s ability to set the price at which it offers the Company’s products for sale (resale price maintenance).

You should contact your supervisor, FireEye’s General Counsel or the Legal Department with any questions about the legality of practices or conduct under the antitrust and competition laws. If you become aware of any potential violations, contact the Legal Department or report anonymously through the Integrity Helpline at 1-855-224-7187 in the United States or, for employees outside the United States, at the phone numbers listed at www.FireEye.ethicspoint.com.

Q&A

A competitor is making misleading comparisons with our product...

Question: A competitor is constantly making misleading and disparaging comparisons with our product. What can I do to counter this?

Answer: We expect our employees to compete vigorously and effectively but never unfairly. Therefore, you must make sure that any comparisons with the competition are fair and accurate. You should also contact FireEye’s General Counsel or the Legal Department, since certain legal remedies may be available to our Company.

Is it okay for me to discuss our pricing plans with a competitor?

Question: During a dinner break at an industry conference, someone who works for one of our competitors mentioned that his company was considering increasing prices because of certain industry pressures. Everyone knows that our Company is also experiencing these same pressures. Is it okay for me to discuss our pricing plans?

Answer: No. You may never discuss pricing with a competitor. This prohibition applies equally to learning the competitor’s pricing practices or plans (other than from publicly available information) and to revealing those of FireEye. As soon as you realize that a competitor is starting to raise this subject, you should break off the discussion, even if it means walking out in the middle of a meal. You should then immediately report what happened to FireEye’s General Counsel or the Legal Department.
Honest Advertising and Marketing
It is our responsibility to accurately represent FireEye and our products in our marketing, advertising and sales materials. Deliberately misleading messages, omissions of important facts or false claims about our products, individuals, competitors or their products, services or employees are inconsistent with our values. Sometimes it is necessary to make comparisons between our products and our competitors. When we do we will make factual and accurate statements that can be easily verified or reasonably relied upon.

Gathering information about our competitors (often called competitive intelligence) is a legitimate business practice. Doing so helps us stay competitive in the marketplace; however, we must never use any illegal or unethical means to get information about other companies. Legitimate sources of competitive information include publicly available information such as news accounts, industry surveys, competitors’ displays at conferences and trade shows and information publicly available on the Internet. You may also gain competitive information appropriately from customers and suppliers (unless they are prohibited from sharing the information) and by obtaining a license to use the information or actually purchasing the ownership of the information. When working with consultants, vendors and other partners, ensure that they understand and follow FireEye policy on gathering competitive information.

Anti-Money Laundering
Money laundering is a global problem with far-reaching and serious consequences. Money laundering is defined as the process of converting illegal proceeds so that funds are made to appear legitimate, and it is not limited to cash transactions. Complex commercial transactions may hide financing for criminal activity such as terrorism, illegal narcotics trade, bribery and fraud. Involvement in such activities undermines our integrity, damages our reputation and can expose FireEye and individuals to severe sanctions. Our Company forbids knowingly engaging in transactions that facilitate money laundering or result in unlawful diversion. We take affirmative steps to detect and prevent unacceptable or illegal forms of payment and financial transactions. Anti-money laundering laws of the United States and other countries and international organizations require transparency of payments and the identity of all parties to transactions. We are committed to full compliance with anti-money laundering laws throughout the world and will conduct business only with reputable customers involved in legitimate business activities and transactions. Special awareness should be paid to unusual ways in which payments may be requested and customers who appear to lack integrity in their operations. Be alert for:

• Requests for cash payment, travelers checks or checks from an unknown third party;
• Complex payment patterns;
• Unusual transfers to or from countries not related to the transaction;
• Customers who seem eager to avoid recordkeeping requirements;
• Transactions involving locations previously associated with money laundering or tax evasion; and
• Transactions which are inconsistent with usual business practices or which do not match the customer’s or client’s normal pattern of activity.
Q&A

How can I help guard against “suspicious” activities?

**Question:** How can I help guard against “suspicious” activities?

**Answer:** Trust your instincts. If you see something that you think is odd or inconsistent with normal behavior, tell your manager. If you are not aware of the red flags for suspicious activities, contact the Legal Department.

A client requested we invoice a third party in another country...

**Question:** A client has requested that we invoice a third party in a different country for payment. The country has a free trade zone and is noted for product diversion. The customer also has suggested it make payment in cash on some of its invoices. Should I change the invoicing and accept these payments?

**Answer:** No. This activity looks suspicious and money laundering may be involved. The Finance and Legal Departments should be notified of this request. In general, cash is not an acceptable form of payment and payments should not be made to third parties. You should know your customer, its reputation and business practices. You should not do business with this customer in this manner and should stop business until a thorough background check is conducted.
Selection and Use of Third Parties / Procurement (Fair Purchasing)

We believe in doing business with third parties that embrace and demonstrate high principles of ethical business behavior. We rely on suppliers, contractors and consultants to help us accomplish our goals. They are part of the FireEye team and should be treated according to our values. To create an environment where our suppliers, contractors and consultants have an incentive to work with FireEye, they must be confident that they will be treated in an ethical manner. We offer fair opportunities for prospective third parties to compete for our business. The manner in which we select our suppliers and the character of the suppliers we select reflect on the way we conduct business.

Our procurement decisions are made on a competitive basis based on total value, which includes quality, suitability, performance, service, technology and price. Proper procurement conduct includes:

- Using established corporate-wide or regional supply (leveraged) agreements;
- Obtaining competitive bids when leveraged agreements do not exist;
- Confirming the financial and legal status of the supplier;
- Verifying quality and service claims on a regular basis;
- Making sure that purchase agreements clearly state the services or products to be provided, the basis for earning payment and the applicable rate or fee;
- Verifying that invoices clearly and fairly represent goods and services provided; and
- Avoiding reciprocal agreements or exchange of favors.

The fee or price paid for goods and services by FireEye must represent the value of the goods or services provided. Payments can only be made to the person or the firm that actually provides the goods or services and must be made in the supplier’s home country, where it does business or where the goods were sold or services provided, unless approval is obtained from our Legal Department. Our Company will not knowingly use suppliers who participate in the following activities:

- Supplying unsafe products or services;
- Violating laws or regulations;
- Using child labor or forced labor; or
- Using physical punishment to discipline employees, even if it is allowed by local law.

U.S. federal law requires that certain government rules related to ethics and business conduct are flowed down to subcontractors. You are expected to know and comply with all government procurement rules applicable to our business.
Anti-corruption / Anti-bribery
The United States and many other countries have laws that prohibit bribery, kickbacks and other improper payments. We expect all employees, officers, agents and independent contractors acting on behalf of FireEye to strictly abide by these laws. No FireEye employee, officer, agent or independent contractor acting on our behalf may offer or provide bribes or other improper benefits in order to obtain business or an unfair advantage.

If FireEye cannot obtain a contract without paying a bribe, you should report the matter to your supervisor and the Legal Department or FireEye’s General Counsel and walk away from the deal. Our reputation for integrity is more important than the profit from any contract.

The Foreign Corrupt Practices Act (FCPA) and other U.S. laws prohibit payment of any money or anything of value to a foreign official, foreign political party (or official thereof) or any candidate for foreign political office for the purposes of obtaining, retaining or directing of business. The FCPA applies to payments to any foreign official, regardless of rank or position.

Facilitation payments are generally requested in connection with obtaining ordinary licenses, work permits, processing of visas and other similar customary governmental services. Facilitating payments of a reasonable and customary amount paid to lower-level government officials in foreign countries to perform non-discretionary functions or services which they are obligated to perform are not illegal under United States law as long as payments are customary in a particular country and are the only feasible way to obtain government services or action to which FireEye is legally entitled. However, such facilitating payments may not be legal under local law. Legal advice concerning any such proposed payment must be sought in advance from and be approved by, FireEye’s Legal Department or General Counsel before any payments are made.

Bribery and improper payments can also arise in situations that do not involve a government official. The exchange of appropriate gifts and entertainment is often a way to build our business relationships. However, you must conduct business with customers, suppliers and government agencies (including U.S. and non-U.S. governments) without giving or accepting bribes including (but not limited to) commercial bribery and kickbacks.

All employees are expected to comply with and should refer to our Anti-Corruption Policy for more information. If you have any questions about a payment, potential ownership of companies or general questions about violations, contact the Legal Department. If you become aware of any possible violations of this policy, it is your duty to promptly notify the Legal department or FireEye’s General Counsel or make an anonymous report through the Integrity Helpline at 1-855-224-7187 in the United States or, for employees outside the United States, at the phone numbers listed at www.FireEye.ethicspoint.com.
Q&A

Should I tip an official to clear our products through customs?

**Question:** I was told I have to pay a gratuity to a minor official to clear our products through customs. What should I do?

**Answer:** You may not pay a U.S. customs official under any circumstance. In some countries outside the U.S., small payments to expedite a routine action may be made, but only under limited circumstances. You must consult with the Legal Department to determine if the requested gratuity will qualify. You must also receive approval of the payment from the Legal Department before any action is taken.

A distributor said he can expedite a process if we pay extra...

**Question:** Our distributors are required to have an approved product registration to sell our products. This process can take 12 months, but the distributor suggests he can expedite the process if we are willing to pay the approving agent an extra amount. It looks large. May I pay the extra cost?

**Answer:** This is a payment to a government official and needs to be approved in advance by the Legal Department. It does not matter that the payment may be made by our distributor. It is still attributable to our business. Since the extra amount suggested is large, it does not fall under the narrow exception that allows small payments to expedite routine transactions and therefore, the payment is prohibited.

I suspect a vendor is passing money on to local tax officials...

**Question:** We use a third-party vendor to verify financial information provided by our customers. Recently, the vendor asked us to increase our payments to allow him to verify the authenticity of tax documents provided by these customers with local government tax officials. I suspect that he wants to pass this money on to the local tax officials to obtain confidential information. What should I do?

**Answer:** If you suspect that FireEye’s agent is making improper payments to a government official on behalf of our Company, we are under an obligation to investigate whether this is the case and to halt such payments. You should report your suspicions to the Legal Department.
Gifts and Entertainment
Modest gifts, favors and entertainment are often used to strengthen business relationships. However, no gift, favor or entertainment should be accepted or given if it obligates or appears to obligate the recipient or if it might be perceived as an attempt to influence fair judgment. In general, unless you have supervisory approval you should not provide any gift or entertainment to customers, suppliers or others that you would not be able to accept from a customer, supplier or other applicable parties. Further, you should never give or accept cash or its equivalent in connection with a business transaction.

A problem may arise if:

• The receipt by one of our employees or directors of a gift or entertainment would compromise or could reasonably be viewed as compromising, that person’s ability to make objective and fair business decisions on behalf of the Company; or

• The offering by one of our employees or directors of a gift or entertainment would appear to be an attempt to obtain business through improper means or to gain any special advantage in our business relationships or could reasonably be viewed as such an attempt.

Our employees, officers, directors, family members, agents or agent’s family member are prohibited to offer, accept or receive a gift or entertainment if it:

• Is in cash;

• Is not consistent with customary business practices;

• Is excessive or extravagant in value;

• Can be construed as a kickback, bribe or payoff in violation of any law, including a bribe to a government official in violation of the U.S. Foreign Corrupt Practices Act;

• Violates any other laws or regulations;

• Is part of a series of small gifts or entertainments that can be construed as part of a larger, expensive gift;

• Could cause embarrassment to or discredit our Company if disclosed; or

• Is otherwise prohibited by any other gift and entertainment policies of the Company then in effect.

Specific laws apply to interactions with government officials and employees. For example, the U.S. and other countries have strict laws that prevent providing anything, including food or beverages, to a government employee. When doing business with government agents, employees or officials be sure you understand applicable laws as well as local customs and norms. Please discuss with the Legal Department or FireEye’s General Counsel any gifts or proposed gifts that you are not certain are appropriate.

You should also review the Company’s Anti-Corruption Policy, as well as the Company’s Travel and Expense Reimbursement Policy, regarding specific questions regarding gifts and entertainment.
Q&A

May I accept free tickets to a sporting event from a vendor?

**Question:** A vendor has offered me free tickets to a sporting event that I really want to attend. May I accept?

**Answer:** Maybe. The most important consideration when deciding whether to accept a gift or paid-for entertainment, such as tickets to a sporting event, is whether receiving it could (i) compromise or appear to compromise your ability to make objective and fair business decisions or (ii) influence or appear to influence a business relationship. For this reason, business entertainment must be moderately scaled and intended only to facilitate business goals. For this reason, business entertainment must be moderately scaled and intended only to facilitate business goals. Relevant factors include, among other things, the fair value of the gift or entertainment, whether the vendor will be present at the event, the frequency of gifts and entertainment received from the vendor, whether the vendor is paying for travel, lodging and meals associated with the event and the status of FireEye’s business relationship with the vendor. Consequently, if you are offered a gift or paid-for entertainment (including business entertainment) of more than nominal value from a vendor, prospective vendor or any person with whom FireEye does or may do business, you must inform your manager and, if appropriate, seek advice from the Legal Department. You may not accept any such gift or entertainment without your manager’s prior written consent.

A vendor gave me an expensive gift as a part of their customs...

**Question:** I received a “more than modest” gift from a vendor in a country that traditionally provides frequent and expensive gifts. How do I handle this?

**Answer:** In some cultures, gifts and entertainment play an important role in business relationships and it is important to understand and adapt to local customs when working in countries outside the U.S. Bear in mind, however, that our Company policies do not allow receiving gifts that could compromise or appear to compromise our ability to make objective and fair business decisions. You should review this matter with your manager and the Legal Department to address the legality, timing, business purpose, value and intent of the gift.

We cannot compete effectively if we appear ungenerous...

**Question:** In our region, we are expected to offer expensive gifts and lavish entertainment. We can’t compete effectively if we appear ungenerous. What should I do?

**Answer:** Gifts and entertainment are things of value and may not be given to obtain or retain business or to obtain improper advantage. However, gift giving and entertaining are not always illegal. If a government official or politician is the recipient, you must consult with the Legal Department to ensure that no such entertainment or gift is linked to any specific business of FireEye, exceeds what is normal and customary in the particular country or violates the laws of that country. If you have any doubt about the propriety of a gift or entertainment, do not give it.
Trade Compliance (Export/Import Control)
We comply with all United States federal import and export laws and regulations. These laws restrict transfers, exports and sales of products or technical data from the United States to certain prescribed countries and persons as well as re-export of certain such items from one non-U.S. location to another. Many countries in which we operate have similar laws and regulations. If you are involved in importing and exporting goods and data or the transfer or sale of our products or technical data to certain restricted countries and persons, you are responsible for knowing and following these laws.

We do not cooperate with foreign boycotts that are not approved by the U.S. government. Report any boycott requests to the Company’s trade compliance group immediately at TradeCompliance@FireEye.com. Federal law prohibits transactions with certain persons or entities that have violated export-related laws or are believed to pose a threat to national security. Additionally, doing business with certain countries may result in imposed economic sanctions. We must perform due diligence before any transaction that has an international element to determine whether such parties are on the U.S. government’s restricted list. Contact the Legal Department or FireEye’s General Counsel to ensure that all such transactions are properly evaluated to prevent potential violations.

Q&A

We got an order from a customer in a country where we cannot ship...

Question: We have received an order for an unusual volume of equipment from a new customer. The customer is in a country where we are allowed to ship, but we have heard that the customer may have close ties to a regime in a country where we may not ship. Payment will be made in the currency of yet another country. It’s a big sale and our local representative says not to worry. Can we just assume that the equipment will be used in the country where we are shipping or is this a problem?

Answer: The information you have indicates that the equipment might be shipped to a prohibited country. Clearly, there are enough warning signs here that you need to get advice from our Legal Department before acting.
Government Customers / Contracting

When doing business with federal, state or local governments, we must ensure all statements and representation to government procurement officials are accurate and truthful, including costs and other financial data. If your assignment directly involves the government or if you are responsible for someone working with the government on behalf of FireEye, be alert to the special rules and regulations applicable to our government customers. Additional steps should be taken to understand and comply with these requirements. Any conduct that could appear improper should be avoided when dealing with government officials and employees. Payments, gifts or other favors given to a government official or employee are strictly prohibited as it may appear to be a means of influence or a bribe.

Failure to avoid these activities may expose the government agency, the government employee, our Company and you to substantial fines and penalties. For these reasons, any sale of our products or services to any federal, state or local government entity must be in accordance with our Company policy. You should also review the Company’s Anti-Corruption Policy, as well as the Company’s Travel and Expense Reimbursement Policy, regarding specific questions regarding gifts and entertainment.

Hiring present and former government personnel may only occur in compliance with applicable laws and regulations (as well as consulting the Company’s General Counsel and the Human Resources Department).

What happens if I receive a subpoena for documents or testimony?

**Question:** What happens if I receive a subpoena for documents or testimony?

**Answer:** Do not attempt to respond to the issuer of the subpoena directly. A subpoena usually requires a quick response, so forward it immediately to the Legal Department.

May I provide samples of our products and a gift bag to the mayor?

**Question:** The mayor of our town is coming to visit our location. May I provide samples of our products and a gift bag including FireEye logo items?

**Answer:** Many local officials are prohibited from accepting a cup of coffee. Consult with the Legal Department before preparing any type of gift for local officials.
Responsibilities To Our Investors

Maintain Accurate Financial Records / Internal Accounting Controls

Accurate and reliable records are crucial to our business. We are committed to maintaining accurate Company records and accounts in order to ensure legal and ethical business practices and to prevent fraudulent activities. We are responsible for helping ensure that the information we record, process and analyze is accurate and recorded in accordance with applicable legal or accounting principles. We also need to ensure that it is made secure and readily available to those with a need to know the information on a timely basis. Company records include booking information, payroll, timecards, travel and expense reports, e-mails, accounting and financial data, measurement and performance records, electronic data files and all other records maintained in the ordinary course of our business. All Company records must be complete, accurate and reliable in all material respects. There is never a reason to make false or misleading entries. Undisclosed or unrecorded funds, payments or receipts are inconsistent with our business practices and are prohibited.

Investors count on us to use and provide accurate information so they can make good decisions. The following are examples of activities not allowed:

- Maintaining undisclosed or unrecorded funds or assets for any purpose;
- Making or asking others to make, false, misleading or artificial entries on an expense report, time sheet or any other report;
- Giving false quality results;
- Recording false sales or recording sales outside of the time period they actually occurred;
- Understating or overstating known liabilities and assets;
- Delaying the entry of items that should be current expenses;
- Hiding the true nature of any transaction; and
- Providing inaccurate or misleading information for Company benefit programs.

It is also your responsibility as an employee of our Company to make open and full disclosure to, and cooperate fully with, outside accountants in connection with any audit or review of our Company’s financial statements. If you have reason to believe that any of our Company’s books and records are being maintained in a materially inaccurate or incomplete manner, you are required to report this immediately to your manager, the Chief Financial Officer, Internal Audit or FireEye’s General Counsel.

We rely on you to come forward if you feel that you are being pressured to prepare, alter, conceal or destroy documents in violation of our Company policy. In addition, you must report to any of the individuals mentioned above if you have any reason to believe that someone has made a misleading, incomplete or false statement to an accountant, auditor, attorney or government official in connection with any investigation, audit, examination or filing with any government agency or regulatory body.

Anyone who believes that questionable accounting or auditing conduct or practices have occurred or are occurring should refer to the Company’s Policy Regarding Reporting of Accounting, Auditing and Other Matters.
May we defer recognition of additional revenue to the next quarter?

**Question:** If my department has made its revenue target for the quarter, is it okay for us to defer recognition of additional revenue to the next quarter?

**Answer:** No. Under acceptable accounting principles, all revenue and expenses must be recognized in the period in which they are earned or have occurred.

I think I received a poor review because of a complaint I made...

**Question:** I believe I received a poor performance evaluation after I made a complaint about the accounting treatment of an item. Previously, I had always received excellent reviews. What can I do?

**Answer:** Our Company policy prohibits any retaliation against employees who raise legitimate concerns. Contact the Legal Department, your Human Resources Business Partner or call FireEye’s Integrity Helpline at **1-855-224-7187** in the United States or, for employees outside the United States, at the phone numbers listed at [www.FireEye.ethicspoint.com](http://www.FireEye.ethicspoint.com) with your concerns.
Manage Records Properly

Our records are our corporate memory, providing evidence of actions and decisions and containing data and information critical to the continuity of our business. Records consist of all forms of information created or received by FireEye, whether originals or copies, regardless of media. Examples of Company records include paper documents, e-mail, electronic files stored on disk, tape or any other medium (CD, DVD, USB data storage devices, etc.) that contains information about our Company or our business activities. The Company complies with all laws and regulations regarding the preservation of records. All records are the property of FireEye and should be retained in accordance with the Company’s document retention policies. We are responsible for properly labeling and carefully handling confidential, sensitive and proprietary information and securing it when not in use. We do not destroy official Company documents or records before the retention time expires, but do destroy documents when they no longer have useful business purpose. Refer to the Company’s FireEye Data Retention & Backup Policy for more specific retention and destruction guidelines.

Q&A

May we dispose of product test records from several years ago?
Question: We have been cleaning our work area and think we can dispose of product test records from several years ago. Is there someone we should check with before we do this?

Answer: Yes. Our Company has retention requirements for most types of information. In particular, there may be ongoing tax review, government contract requirements or legal proceedings that require retention beyond the normal timeframes. Ask your supervisor, who will check to see if the records can be destroyed.

May I destroy documents or e-mails related to a project I handled?
Question: My manager has asked me to shred documents or delete e-mails related to a project handled by my department. Is this a proper request?

Answer: The destruction of documents and e-mails in the ordinary course of business is permissible if done in accordance with our Company’s FireEye Data Retention & Backup Policy, if the documents are not subject to a litigation hold and if there is no knowledge of any ongoing or imminent lawsuit, investigation, audit or examination to which the documents may relate.
Government Customers / Contracting

We have an obligation to make sound business decisions in the best interests of FireEye without the influence of personal interests or gain. Our Company requires you to avoid any conflict, or even the appearance of a conflict, between your personal interests and the interests of our Company. A conflict exists when your interests, duties, obligations or activities or those of a family member are, or may be, in conflict or incompatible with the interests of FireEye. Conflicts of interest expose our personal judgment and that of our Company to increased scrutiny and criticism and can undermine our credibility and the trust that others place in us. Should any business or personal conflict of interest arise or even appear to arise, you should disclose it immediately to leadership for review. In some instances, disclosure may not be sufficient and we may require that the conduct be stopped or that actions taken be reversed where possible. As it is impossible to describe every potential conflict, we rely on you to exercise sound judgment, to seek advice when appropriate and to adhere to the highest standards of integrity.

Many potential conflicts of interest can be prevented or remedied by making full disclosure of the situation to your supervisor or the Legal Department. Some activities that could represent a conflict of interest include:

- Owning, directly or indirectly, a significant financial interest in any entity that does business, seeks to do business or competes with our Company;
- Holding a second job that interferes with your ability to do your regular job;
- Employing, consulting or serving on the board of a competitor, customer, supplier or other service provider;
- Hiring a supplier, distributor or other agent managed or owned by a relative or close friend;
- Soliciting or accepting any cash, gifts, entertainment or benefits that are more than modest in value from any competitor, supplier or customer; and
- Taking personal advantage of corporate opportunities.

Conflicts of interest may not always be clear, so if a question arises, higher levels of management, the Company’s General Counsel or the Company’s Nominating and Corporate Governance Committee (“N&GC”) should be consulted. Any employee or director who becomes aware of a conflict or a potential conflict of interest should bring it to the attention of a supervisor, manager, the Legal Department or other appropriate person within the Company.

Loans to Directors or Officers

It is the policy of the Company not to extend or maintain credit, to arrange for the extension of credit or to renew an extension of credit, in the form of a personal loan to or for any director or officer of the Company. Any questions about whether a loan has been made to a director or officer in violation of this policy should be directed to the Company’s General Counsel.

Outside Directorships and Other Outside Activities

Although an employee’s or outside director’s activities outside the Company are not necessarily a conflict of interest, a conflict could arise depending upon the Company’s relationship with the other party with whom the employee or outside director is involved. Outside activities may also be a conflict of interest if they cause, or are perceived to cause, an employee or outside director to choose between that interest and the interests of the Company or otherwise distract the employee or outside director from focusing on his or her responsibilities to the Company.

Any business relationship that an employee or outside director enters into outside his or her work at the Company or any of its direct or indirect subsidiaries requires such individuals’ good faith and common sense. Furthermore, employees and outside directors are prohibited from accepting simultaneous employment with, serving on the board of directors of, serving in an advisory capacity – formal or otherwise to or otherwise, or working for (outside their responsibilities as an employee of the Company or any of its direct or indirect subsidiaries) any person or entity (the “Subject Company”) without the prior written approval from the Company’s Nominating and Corporate Governance Committee and/or both the Company’s Chief Executive Officer and General Counsel, in accordance with the following table:
In no circumstances will an employee or outside director be permitted to work in any capacity for, including but not limited to serving as a director for or advisor to, a competitor of the Company.

Regardless of whether he or she receives the requisite approval above, no employee or outside director shall serve on the board of directors of more than the applicable number of public companies set forth in the following table:

### POSITION WITHIN FIREEYE | LIMITATIONS
---|---
Outside Director | No more than 4 public company boards (not counting the Company)
Non-CEO Inside Director | No more than 4 public company boards (not counting the Company)
CEO Director | No more than 2 public company boards (not counting the Company)
Non-Director Officer | No more than 2 public company boards
Non-Officer Employee | No more than 2 public company boards

Notwithstanding the foregoing, it shall not be a violation of the foregoing for an employee or outside director to serve on the board of directors of any companies in which he or she was serving on the board of directors as of the date he or she first joined the Company or October 31, 2014, whichever is later, regardless of the number of such companies. For the avoidance of doubt, there is no limitation on the number of private company boards on which an employee or outside director may serve, subject to the individual’s receipt of any required approvals set forth above.

Employees are encouraged to be involved in leadership positions with non-profit organizations in their individual capacity and on their own time to the extent such involvement in no way interferes with their duties to the Company or which would reflect poorly on the Company, but they must obtain prior approval from both the Company’s Chief Executive Officer and General Counsel to do so as a representative of the Company or any of its direct or indirect subsidiaries.

### Corporate Opportunities

Employees and directors are prohibited from:

- Personally taking for themselves or their family members, opportunities that are discovered through the use of corporate property, information or position, except if disclosed and expressly approved in accordance with Section XXIX;
- Using corporate property, information or position for personal gain or for the gain of their family members; and
- Competing with the Company.

In the interest of clarifying what is meant by “Competing with the Company,” if any member of the Board of Directors of the Company who is also a partner or employee of an entity that is a holder of the Company’s stock or an employee of an entity that manages such an entity (each, a “Fund”), acquires knowledge of an opportunity of interest for both the Company and such Fund other than in connection with such individual’s service as a member of the Board of Directors of the Company (including, if applicable, such board member acquiring such knowledge in such individual’s capacity as a partner or employee of the Fund or the manager or general partner of a Fund), then, provided that such director has acted in good faith, such an event shall be deemed not to be “Competing with the Company” under this Section.
Q&A

My brother wants to be a supplier. May I direct him to a manager?

Question: My brother owns a business and wants to be a FireEye supplier. May I direct him to a FireEye manager?

Answer: Yes. You may direct your brother to the person who may be interested in his product or service. However, your supervisor and the person making the purchasing decision should be told about the relationship. Normal FireEye procedures for selecting a vendor must be followed to make sure there is no appearance of special treatment for your brother.

My wife is employed by a competitor. Is this a conflict of interest?

Question: My wife works for one of FireEye’s competitors. Does this constitute a conflict of interest?

Answer: No, not necessarily. However, you should discuss the situation with your manager to make sure you are not given assignments that would create a conflict of interest. In no event should you disclose our Company’s confidential information to your spouse or solicit from your spouse confidential information about her employer.
Insider Trading
You are prohibited from trading or enabling others to trade FireEye stock or stock of another company — such as a customer, supplier, competitor, potential acquisition or alliance — while in possession of material nonpublic information ("inside information") about that company. To use material non-public information in connection with buying or selling securities, including "tipping" others who might make an investment decision on the basis of this information, is not only unethical, it is illegal. All employees are expected to comply with and should refer to FireEye's Insider Trading Policy (and FAQs) for more information.

External Communications Policy
The Company's employees and members of the Board of Directors may not disclose any material, nonpublic information about the Company to anyone outside of the Company (other than those who are bound by a confidentiality obligation to us and have a "need to know" the information), unless the Company has disclosed such information to the public. Material, nonpublic information may only be disclosed by the Chief Executive Officer, the Chief Financial Officer and certain other authorized spokespersons, as designated in the Company’s External Communications (Regulation FD) Policy for more information.

Q&A

May I suggest to my family and friends that they buy Company stock?

Question: My family and friends often ask me about FireEye and whether they should buy the stock. Usually I tell them what I know about our business and suggest that they buy it. Is this a problem?

Answer: It could be. The same rules about inside information apply whether you buy or sell stock yourself or if you give the information to someone else. If a relative or friend buys or sells stock based on non-public information or non-public "tips" that you give him or her, both of you could be liable for violation of securities laws.

I overheard that we are planning to acquire another company...

Question: I overheard in the cafeteria that FireEye is planning to acquire another large company. Can I buy or sell FireEye shares or shares or options of the other company?

Answer: No. The fact that you were not specifically given the information to do your job doesn’t matter. The prohibition against trading applies to any information you obtain — regardless of how you obtained it.
Relationships with Regulators
Given the highly regulated environment in which we operate, we must be vigilant in meeting our responsibilities to comply with relevant laws and regulations. We expect full cooperation of our employees with our regulators and to respond to their requests for information in an appropriate and timely manner. We should be alert to any changes in the law or new requirements that may affect our business unit and be aware that new products or services may be subject to special legal and/or regulatory requirements. If we become aware of any significant regulatory or legal concerns, we must bring them to the attention of our supervisor, manager or the Legal Department. We are committed to maintaining an open, constructive and professional relationship with regulators on matters of regulatory policy, submissions, compliance and product performance. Inconsistent with our values. Sometimes it is necessary to make comparisons between our products and our competitors. When we do we will make factual and accurate statements that can be easily verified or reasonably relied upon.

Communicating with External Parties
FireEye employees are not authorized to speak with the media, investors and analysts on behalf of our Company unless authorized by our Media Relations Department. Unless authorized, do not give the impression that you are speaking on behalf of FireEye in any communication that may become public. This includes posts to online forums, social media sites, blogs, chat rooms and bulletin boards. This policy also applies to comments to journalists about specific matters that relate to our businesses, as well as letters to the editor and endorsements of products or services.

To ensure professional handling, all media requests should be directed to the Media Relations Department and requests from financial analysts, stockholders and industry analysts should be forwarded to Investor Relations. Contact information for Media Relations and Investor Relations can be found on our public website at http://investors.fireeye.com/
Responsibilities To Our Neighborhoods and Communities

Social Responsibility
We pride ourselves on being a company that operates with integrity, makes good choices and does the right thing in every aspect of our business. We will continually challenge ourselves to define what being a responsible company means to us and work to translate our definition into behavior and improvements at FireEye. We seek to align our social and environmental efforts with our business goals and continue to develop both qualitative and quantitative metrics to assess our progress.

Political Activities and Contributions
You may support the political process through personal contributions or by volunteering your personal time to the candidates or organizations of your choice. These activities, however, must not be conducted on Company time or involve the use of any Company resources such as telephones, computers or supplies. You may not make or commit to political contributions on behalf of FireEye under any circumstances without the prior written approval of the Company’s General Counsel and if required, the Company’s Board of Directors. You should also review the Company’s Anti-Corruption Policy.
May I hand out campaign literature on the job?

**Question:** I strongly support a candidate for office in the upcoming election. May I hand out campaign literature on the job?

**Answer:** No. Distribution of such materials during work time or in work areas is an unacceptable use of Company property and time and could create the mistaken impression that FireEye is endorsing a particular candidate.

May I speak at a political rally held outside of business hours?

**Question:** May I speak at a political rally being held outside of business hours?

**Answer:** Yes. However, you should make it clear to the event sponsors that you are not representing FireEye. Also, you should not wear a FireEye uniform or any item with the FireEye name on it. Your audience at the rally must not be led to believe that FireEye is endorsing a particular candidate or political view.
Charitable Contributions
We support community development throughout the world. FireEye employees may contribute to these efforts or may choose to contribute to organizations of their own choice. However, as with political activities, you may not use Company resources to personally support charitable or other non-profit institutions not specifically sanctioned or supported by our Company. Be sure to separate your personal community activities from your work. Pursue community activities on your own time, with your own resources and as an individual private citizen, not as a representative of FireEye. Do not claim to represent or imply representation of, FireEye to the public or in any public process or forum, unless specifically requested to do so by management. You should consult the Legal Department, FireEye’s General Counsel or the 24-Hour Integrity Helpline if you have questions about permissible use of Company resources.

Human Rights
We are committed to upholding fundamental human rights and believe that all human beings around the world should be treated with dignity, fairness and respect. Our company will only engage suppliers and direct contractors who demonstrate a serious commitment to the health and safety of their workers and operate in compliance with human rights laws. FireEye does not use or condone the use of slave labor or human trafficking, denounces any degrading treatment of individuals or unsafe working condition and supports our products being free of conflict minerals.

Environmental Stewardship
We are committed to conducting business in an environmentally responsible manner and strive to improve our performance to benefit our employees, customers, communities, shareholders and the environment. We use energy wisely and efficiently and employ technology to minimize any risk of environmental impact. Employees whose work affects environmental compliance must be completely familiar with the permits, laws and regulations that apply to their work. All employees are responsible for making sure that FireEye business is conducted in compliance with all applicable laws and in a way that is protective of the environment. Employees should refer to the FireEye Corporate Citizenship and Sustainability Policy for more information.
1. The CEO and all senior financial officers are responsible for full, fair, accurate, timely and understandable disclosure in any public filings or other public communications made by the Company which contain financial information. Accordingly, it is the responsibility of the CEO and each senior financial officer promptly to bring to the attention of the General Counsel any material information of which he or she may become aware that affects the disclosures made by the Company in any public filing or other public communications which contain financial information.

2. The CEO and each senior financial officer shall promptly bring to the attention of the General Counsel and the Audit Committee any information he or she may have concerning (a) significant deficiencies in the design or operation of internal controls which could adversely affect the Company’s ability to record, process, summarize and report financial data or (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company’s financial reporting, disclosures or internal controls.

3. The CEO and each senior financial officer shall promptly bring to the attention of the General Counsel and the Audit Committee any information he or she may have concerning a material misstatement in any reported financial information of the Company, in particular any material over or understatement of the Company’s assets, liabilities, revenues, expenses and/or cash flows.

4. The CEO and each senior financial officer shall promptly bring to the attention of the General Counsel and the Audit Committee any information such officer may have concerning any violation of the Code of Conduct, including any actual or apparent conflicts of interest between personal and professional relationships, involving any management or other employees who have a significant role in the Company’s financial reporting, disclosures or internal controls.

5. The CEO and each senior financial officer shall promptly bring to the attention of the General Counsel and the Audit Committee any information such officer may have concerning evidence of a material violation of the securities or other laws, rules or regulations applicable to the Company and the operation of its business, by the Company or any agent thereof.

6. The Board of Directors shall determine or designate appropriate persons to determine appropriate actions to be taken in the event of violations of the Code of Conduct or of these additional procedures by the CEO and the Company’s senior financial officers. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to the Code of Conduct and to these additional procedures and shall include written notices to the individual involved that the Board has determined that there has been a violation, censure by the Board, demotion or re-assignment of the individual involved, suspension with or without pay or benefits (as determined by the Board) and potential termination of the individual’s employment. In determining what action is appropriate in a particular case, the Board of Directors or such designee shall take into account all relevant information, including the nature and severity of the violation, whether the violation occurred once or repeatedly, whether the violation appears to have been intentional or inadvertent, whether the individual in question had been advised prior to the violation as to the proper course of action and whether or not the individual in question had committed other violations in the past.
ACKNOWLEDGEMENT OF RECEIPT OF CODE OF BUSINESS CONDUCT AND ETHICS

I have received and read the FireEye, Inc. Code of Business Conduct and Ethics (the “Code of Conduct”). I understand the standards and policies contained in the Code of Conduct and understand that there may be additional policies or laws specific to my job. I understand that the Company’s Board of Directors may update the Code of Conduct from time to time and I agree to comply with the Code of Conduct (including all future updates).

If I have questions concerning the meaning or application of the Code of Conduct, any Company policies or procedures or the legal and regulatory requirements applicable to my job, I know that I can consult with the Company’s Vice President of Human Resources or General Counsel, knowing that my questions or reports to these sources will be maintained in confidence.

_________________________________
Print Name

_________________________________
Signature

_________________________________
Date

Please sign and return this form to the Human Resources Department.

To learn more about FireEye, visit: www.FireEye.com

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About FireEye, Inc.
FireEye is the intelligence-led security company. Working as a seamless, scalable extension of customer security operations, FireEye offers a single platform that blends innovative security technologies, nation-state grade threat intelligence and world-renowned Mandiant" consulting. With this approach, FireEye eliminates the complexity and burden of cyber security for organizations struggling to prepare for, prevent and respond to cyber attacks. FireEye has over 6,600 customers across 67 countries, including more than 45 percent of the Forbes Global 2000.