

**DOCEBO INC.**  
**WHISTLEBLOWER POLICY**

**The following whistleblower policy was adopted by the board of directors of Docebo Inc. (the “Company”) on March 8, 2023.**

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As indicated in the Company’s Code of Business Conduct and Ethics (the “Code”), the Company and its subsidiaries (collectively, the “**Docebo Entities**”) have a strong commitment to the conduct of their business in a lawful and ethical manner. Directors, officers, managers, employees of the Docebo Entities and other individuals providing services to the Docebo Entities, including consultants, contractors, trainees, homeworkers, interns, part-time and fixed term works and agency personnel (collectively, “**Docebo Personnel**”) are expected to talk to supervisors, managers or other appropriate personnel about concerns they may have in respect of illegal or unethical behavior and when in doubt about the best course of action in a particular situation. It is the policy of the Docebo Entities not to allow retaliation for reports of such conduct made in good faith. It is, at the same time, unacceptable to file a report knowing it is false. This policy complies with the Whistleblowing Italian Law 179/2017 and ss.mm.

The Docebo Entities require honest and accurate recording and reporting of information. The Docebo Entities’ accounting records are relied upon to produce reports for management, directors, managers, securityholders, governmental agencies and persons with whom the Docebo Entities do business. All of the Company’s financial statements and the books, records and accounts on which they are based must appropriately reflect the Docebo Entities’ activities and conform to applicable legal, accounting and auditing requirements and to the Docebo Entities’ system of internal controls.

**1. Confidential Complaint Procedures**

Any Docebo Personnel with a good faith concern about any accounting or auditing matter or any other matter which such person believes is in violation of the Code, including:

- fraud or deliberate error in the preparation, evaluation, review or audit of any financial statements of the Company;
- fraud or deliberate error in the recording or maintaining of financial records of the Docebo Entities;
- deficiencies in, or non-compliance with, the Docebo Entities’ system of internal controls;
- misrepresentations or false statements to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of the Docebo Entities;
- deviations from full and fair reporting of the Docebo Entities’ financial condition;
- failure to avoid or fully disclose any interest, relationship or activity that may be harmful or detrimental to the Company’s best interests or that may give rise to a conflict of

interest with the interests of any of the Docebo Entities;

- failure to preserve the confidentiality of confidential information;
- the pursuit of personal opportunities that are discovered through the use of corporate property, information or positions without the consent of the Company's board of directors and/or using Docebo Entity property, information or positions for improper personal gain;
- the offer or receipt of any gift, gratuity or entertainment that might be perceived to unfairly influence a business relationship;
- unusual or dubious payments, amounts or arrangements (including, but not limited to, bribes, kickbacks and illegal payments to government officials);
- illegal discrimination or harassment of any kind;
- workplace violence or threats;
- violation of any other laws, regulations, rules or listing standards, including securities, privacy, bribery and corruption, employment, competition, fraud and criminal laws and regulations; or
- any other matter,

can report those concerns on a confidential and, if desired, anonymous basis to Docebo's third-party confidential reporting system.

- Toll-Free Telephone:
  - North America or Australia: 1-866-921-6714
  - Italy: 00-800-2002-0033
  - UK: 0-800-092-3586
  - Dubai: +971-52-509-7918
  - France: 00-33-01-43-06-90-27
- E-mail: [docebo@integritycounts.ca](mailto:docebo@integritycounts.ca) (reference Docebo Inc.)
- Online: [www.integritycounts.ca/org/docebo](http://www.integritycounts.ca/org/docebo)

If a report is made via any of the above mechanisms the authorized review managers will receive an e-mail notification that a report has been made. Please note that the authorized review managers are the Company's Chief Human Resources Officer, Chief Financial Officer and Chief Legal Officer, as applicable; provided that if a report is made in respect of the foregoing individuals, the Company's Chief Executive Officer or any other "C-suite" employees of Docebo, the authorized review manager in respect of such report is the Chair of the Company's Audit Committee.

All reports will be reviewed thoroughly and followed up on as appropriate. The system also provides a clearly defined process to ensure all information is properly documented and tracked from the initial receipt through to resolution and reporting. As stated in the Code, Docebo Personnel who violate the standards of the Code will be subject to disciplinary action, up to and including termination of their employment or other relationship with the Docebo Entities.

Confidentiality of complaints will be maintained to the fullest extent possible, consistent with the need to conduct an appropriate review. When possible, a review manager will acknowledge receipt of a complaint, although it is not the intention to communicate to the person making the complaint the status of its review or resolution.

Upon receipt of a complaint, a review manager will determine whether the complaint relates to a questionable accounting or auditing matter. Any complaints that do so relate will be immediately brought to the attention, and reviewed under the direction, of the Audit Committee of the Company. Prompt and appropriate corrective action will be taken when and as warranted in the judgement of the Audit Committee.

The review managers will maintain a log of all complaints that are received, tracking their receipt, investigation and resolution.

Notwithstanding the foregoing, Docebo Personnel may also report concerns to government agencies or regulators directly (confidentially and anonymously, if they wish), where channels are available (including, but not limited to, the Ontario Securities Commission and the Securities and Exchange Commission in respect of securities law violations). Docebo Personnel may also contact law enforcement agencies in their jurisdiction where warranted.

## **2. Protection of Docebo Personnel**

The Docebo Entities will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any Docebo Personnel in the terms and conditions of employment based upon any lawful actions with respect to good faith reporting of complaints as contemplated in these procedures (and for clarity, whether such complaints are made through Docebo's internal processes or to government agencies or regulators directly).

## **3. Review of Policy**

Docebo is responsible for the interpretation and administration of the requirements set out in this Policy. Docebo reserves the right to amend this document and procedure at any time according to the laws and regulations of any applicable jurisdiction. This Policy will be reviewed as and when necessary.