

# Whistleblower Policy

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Support.com, Inc.

Support.com (the “Company”) is committed to maintaining a workplace where the Company can receive, retain and respond to concerns and complaints about accounting, internal accounting controls, auditing matters, violations of law and Company policies (“Complaints”) and where employees, officers, and directors (“Personnel”) can raise such Complaints free of any retaliation or harassment. The Sarbanes-Oxley Act of 2002 and the rules of The Nasdaq Stock Market require the Audit Committee of the Company to establish procedures for the receipt, retention and treatment of complaints regarding accounting, internal accounting controls or auditing matters and the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters, and the procedures set forth in this Policy are designed to comply with those requirements. In addition, the reporting procedures for Complaints set out in this Policy may also be used for reporting violations of laws or Company policies that do not relate to accounting, internal accounting controls or auditing matters.

Personnel located in the Company’s European offices should note carefully the specific provisions contained in this policy applicable to them, due to developments relating to data protection laws in the European Union (“EU”).

## **Submission of Complaints**

Complaints may be communicated to the General Counsel (or acting General Counsel) or to the Chairperson of the Audit Committee by sending a message to the General Counsel or the Chairperson of the Audit Committee in accordance with the procedures outlined in Appendix A. EU Personnel may (but are not obligated to) report Complaints by using the procedures outlined in Appendix A for Complaints relating to Accounting Matters (as defined below), banking, financial crime or anti-corruption. EU Personnel should report Complaints regarding matters outside of those areas to their supervisor or office manager.

## **Treatment of Complaints**

Upon receipt of a Complaint pertaining to

- accounting matters,
  - internal accounting controls;
  - auditing matters;
  - instances of corporate fraud or criminal conduct relating to the foregoing matters;
- or

- violations of related laws

(referred to hereinafter as “Accounting Matters”), the recipient, whether the General Counsel or the Chairperson of Audit Committee, shall (i) determine whether the Complaint in substance pertains to Accounting Matters and (ii) when possible, acknowledge receipt of the Complaint to the sender. With respect to Complaints relating to Accounting Matters, the Audit Committee has designated the Chairperson of the Audit Committee as the compliance officer responsible for administering this policy and the Chairperson of the Audit Committee shall be assisted by the General Counsel in the administration of this policy with respect to such Complaints.

Complaints relating to Accounting Matters will be reviewed under Audit Committee direction and oversight by the General Counsel or such other persons as the Audit Committee deems appropriate. Any Complaint relating to Accounting Matters and claiming violations or breaches of applicable law or policies by executive officers or directors shall be promptly reported to the Audit Committee. Any other Complaint relating to Accounting Matters shall be initially reviewed by the General Counsel, who will report the Complaint to the Audit Committee at its next meeting or earlier as appropriate.

The Audit Committee will, to the extent it deems appropriate, investigate or cause to be investigated Complaints reported directly or referred to it. In its investigation, it may interview employees, request and review all relevant Company documents, and/or request that an auditor or counsel (which auditor or counsel may be other than one usually engaged by the Company) investigate the Complaint at the Company’s expense.

Upon the completion of an investigation, the Audit Committee will, if appropriate, make recommendations for any changes in financial practices, procedures and reporting and recommend to the Board of Directors of the Company any disciplinary actions for wrongful acts up to and including termination of employment and, if necessary, reports to the appropriate governmental authorities.

Complaints that do not relate to Accounting Matters shall be referred to the General Counsel, who may undertake investigations and/or refer such matters to other parties (which could include the Audit Committee), as appropriate. For example, Complaints relating to employment matters are likely to be referred to the Company’s Human Resources Department. When possible, the General Counsel shall acknowledge receipt of the report to the sender.

Where possible, the sender of a Complaint will be notified that the investigation relating to such Complaint has been concluded and given such other information regarding the investigation as may, in the discretion of the Audit Committee, be appropriate. As set forth in the procedures for reporting a Complaint attached as Appendix A, the Company shall not retaliate against an employee for reporting a Complaint that is made in good faith.

## **Reporting and Retention of Complaints and Investigations**

The General Counsel or, at the direction of the General Counsel or the Audit Committee, outside counsel, shall maintain a log of all Complaints related to Accounting Matters or other improper activity as described above, tracking their receipt, investigation and resolution. A periodic summary of all Complaints reported directly or referred to the Audit Committee shall be provided to the Audit Committee. Copies of such Complaints and such log shall be maintained in accordance with the Company's document retention policy, if any.

## Appendix A

### Procedures for Reporting Complaints

#### Reporting Violations as an Employee

Your conduct can reinforce an ethical atmosphere and positively influence the conduct of your fellow Employees. You have Support.com's commitment that you will not be subject to retaliation for your good faith reports of suspected misconduct. If you are unable to stop suspected misconduct or discover it after it has occurred, you must report it to the appropriate level of management at your location. Misconduct cannot be excused because it was directed or requested by another. In this regard, subject to certain exceptions for EU Personnel, you are expected to report the violation whenever an illegal, dishonest or unethical act regarding Accounting Matters or violations of laws or Company policies is discovered or suspected.

If you are still concerned after speaking with your local management or feel uncomfortable speaking with them for whatever reason, you must (anonymously, if you wish) submit a report to Support.com's third party administrator by phone at 1-866-921-6714 or online at <http://www.whistleblowersecurity.com/>, or send a detailed note, along with relevant documents, to the Chairman of the Audit Committee of Support.com's Board of Directors, c/o Support.com, Inc., 1200 Crossman Ave., Suite 210, Sunnyvale, CA 94089. If you choose to remain anonymous and make an anonymous report, you should create and preserve your own record of this report in order to be able to demonstrate your compliance with the requirement of reporting violations. All Complaints that are reported must provide sufficient detail to ensure that the Audit Committee can assess whether or not there exist reasonable grounds to initiate a review. Employees should realize that if an anonymous report cannot be properly investigated without additional information, we may have to close the matter for lack of sufficient information. If a reporting employee wishes to disclose his or her identity, the employee may do so. Confidentiality of the employee submitting the report will be maintained to the fullest extent possible, although there may be a point where your identity may become known or have to be revealed in the course of an investigation or to take corrective action. Due to certain requirements of data protection laws in Europe, the Company may be obligated to inform the subject of a reported violation that the report was filed and how he or she may exercise his or her right to access and correct the information regarding the allegation. However, this right to access information does not entitle the subject of the allegation to information identifying the person who reported the allegation. You have the commitment of Support.com and of the Audit Committee of Support.com's Board of Directors, which is composed of independent directors, that you will be protected from retaliation for good faith actions by you. Any Employee who attempts to or encourages others to retaliate against an individual who has reported a violation will be subject to disciplinary action.