



Labor Practices Statement

This Labor Practices Statement ("**Statement**") is made by PROS Holdings, Inc. ("**PROS**"). The Statement is made voluntarily* for the year ended December 31, 2021.

At PROS, we strive for high standards of governance throughout our organization. As a software company with enterprise customers around the globe, we recognize the responsibility we have towards our customers and other stakeholders, including our employees and society as a whole, and are proud to submit this Statement to demonstrate our commitment.

ABOUT PROS

PROS provides solutions that optimize shopping and selling experiences. PROS solutions leverage artificial intelligence ("AI"), self-learning and automation to ensure that every transactional experience is fast, frictionless and personalized for every shopper. Our solutions are provided via software-as-a-service ("SaaS") and are designed to achieve high levels of performance, scalability, availability and security. Our corporate headquarters is located in Houston, Texas. We employed over 1,250 people, and generated \$251 million in revenue in 2021.

PROS is committed to acting ethically and promoting a workplace and supply chain free from modern slavery and human trafficking. We conduct our business according to our core values of ownership, innovation and care.

Our Business and Operations

PROS mission is to help people and companies outperform. We do this by helping companies optimize their shopping and selling experiences through our AI, self-learning and automation solutions to ensure that every transactional experience is fast, frictionless and personalized for every shopper. From digital offer marketing to dynamic pricing and offer optimization, we bring companies closer to their customers through prescriptive, AI-driven insights with consistency regardless of which channel buyers choose. Equipped with that knowledge, we make it possible for our customers to meet today's challenges of buying and selling in a complex, digital world while building a viable path to thrive in the future.

Our primary business activities include product development, software engineering, software implementation, customer support and management, and sales and marketing. Our direct workforce consists mainly of professionally qualified and skilled employees.

*The outline of the Statement follows the guidance in the *Modern Slavery Act 2015*(UK) and the *Modern Slavery Act 2018*(Cth) (the Australian Modern Slavery Act)

Our Supply Chain

PROS relies on a number of suppliers to support delivery of our services to customers. Our suppliers are predominantly registered business and professional services organizations, in particular companies that provide software or cloud-based data hosting services. Our other areas of indirect spend primarily include marketing and other consulting services from third-party providers; travel, hospitality and food catering services; back-office software services; IT equipment; and general office supplies. The vast majority of our major suppliers are headquartered in low-risk countries.

For additional information on PROS, please see our annual report available at ir.pros.com.

RISKS AND ACTIONS

As a software company, PROS does not manufacture physical goods or handle raw materials or commodities. Based on the nature of our business, workforce, and the services we provide, we consider our business and direct supply chain to be low risk for modern slavery, and we are not aware of any situations in which slavery or human trafficking exist within our operations, or in the operations of our direct suppliers. Nevertheless, we recognize that we have a role to play in the global effort to eliminate modern slavery and human trafficking, regardless of the level of pervasiveness across our industry.

Suppliers

We expect all of our suppliers to operate in a responsible, ethical, and transparent way and in compliance with all applicable laws and regulations as described in our Supplier Code of Conduct. If we become aware of any concerns about slavery or human trafficking with respect to any supplier, we will consult with our Legal Department regarding any further action. Over the past year, we took the following actions:

Developed a Supplier Code of Conduct, which outlines minimum requirements of our vendors, contractors, consultants, and other third-party providers of goods and services. We expect our suppliers to respect our employees' human rights. Child labor, forced labor, and human trafficking are strictly forbidden. Vendors are expected to agree to our Supplier Code of Conduct as indicated in terms in our Master Services Agreement and Purchase Orders or maintain their own code of conduct with comparable standards.

Conducted a risk assessment of our key suppliers, reviewing such factors as type of work and countries in which the work is performed, and we believe based on this assessment that the risk of slavery and human trafficking in their operations is low.

PROS undertakes due diligence, including regulatory compliance screening, when appointing new key suppliers.

Our Policies and Training

Code of Business Conduct and Ethics. Our Code of Business Conduct and Ethics (the "**Code**") outlines our expectations to our employees to operate ethically and with integrity, which includes upholding human rights. The Code requires compliance with applicable labor laws and anti-trafficking laws worldwide. All PROS employees are required to read and sign a written acknowledgment of the Code as part of our standard employee onboarding process and complete annual Code training and certification. Our ethics hotline provides employees a channel to anonymously report on any ethical issues.

Compliance with Laws. PROS complies with all applicable laws pertaining to our employees, including occupational health and safety laws, wage and hour laws, and laws pertaining to freedom of association and collective bargaining.

Anti-Discrimination. We believe diversity, equity, inclusion, and belonging ("**DEIB**") drive true innovation and ownership. It is our policy to recruit, hire, train, and promote individuals, as well as administer any and all personnel actions, without regard to sex (including pregnancy, childbirth, breastfeeding or related medical conditions), race, religion, color, gender (including gender identity and gender expression), national origin, ancestry, caste, physical or mental disability, medical condition, genetic information, marital status, registered domestic partner status, age, sexual orientation, military and veteran status or any other basis protected by federal, state or local law or ordinance or regulation.

Workplace, Compensation, and Benefits. PROS strives to maintain a pay for performance compensation program that is competitive and appropriately balanced to attract, motivate, reward, and retain talent. We benchmark and set compensation based on our compensation philosophy, market data, employee's role, experience, location, and performance. We also review our compensation practices, both in terms of our overall workforce and individual employees, to ensure our pay practices are fair and equitable. In addition to competitive compensation, we offer our employees a wide range of benefits including healthcare and wellness, including free healthy snack options in our offices, standing desks, low or no-cost fitness facilities, team fitness challenges, mental health resources, paid parental leave and other health-related programs and education throughout the year.

Reporting and Anti-Retaliation. PROS regularly seeks input from employees, including through broad employee satisfaction surveys and pulse surveys on specific issues, intended to assess our degree of success in promoting an environment where employees are engaged, satisfied, productive and possess a strong understanding of our business goals. We also maintain a third-party whistleblower hotline, which allows for anonymous reporting where permitted by law. PROS strictly prohibits retaliation against anyone making a good faith complaint of wrongdoing.

This Statement has been reviewed by the Nominating and Corporate Governance Committee of the Board of Directors of PROS.

This Statement is made pursuant to Section 54 of the UK's Modern Slavery Act of 2015, and Australia's Modern Slavery Act 2018, and constitutes the slavery and human trafficking statement for PROS and its subsidiaries for the year ended December 31, 2021.