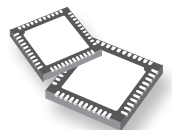


Code of Conduct  
of Elmos Semiconductor SE



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# Preamble

Dear co-workers,

Elmos stands for quality. One essential principle behind our products is that we want to detect sources of error even in advance – in order to avoid mistakes.

This Code of Conduct serves the very same purpose. It is meant to inform all employees in the best possible way and to provide support to them in adhering to the existing rules. We expect impeccable behavior toward the Company, the co-workers, and third parties. The Code of Conduct is therefore binding for all employees and represents a core constituent of our corporate culture. Each employee must observe these rules without losing sight of his or her own responsible actions.



Dr. Arne Schneider



Guido Meyer



Dr. Jan Dienstuhl



Dr. Arne Schneider  
CEO – Chief Executive Officer



Guido Meyer  
COO – Chief Operating Officer



Dr. Jan Dienstuhl  
CSO – Chief Sales Officer

# 1 | Basic principles

1.1 | Law-abiding behavior

1.2 | Values and rules of conduct

1.3 | The Company's reputation



### 1.1 | Law-abiding behavior

Abidance by the law is a matter of course within our Company.

Each employee is obliged to observe the legal stipulations of the respective applicable law under which he or she acts in pursuing business objectives. Violations of the law must be avoided by all means. In case of violation of the law, other provisions, or internal rules, the employee faces disciplinary measures. Each of our employees has the obligation to inform himself or herself about the law applicable to his or her field of work as well as the applicable internal rules. In case of questions on this matter, the employee's superior or the in-house Legal Department shall be consulted.

### 1.2 | Values and rules of conduct

Our conduct is based on universally acknowledged values such as the appreciation of others, equal opportunities, and mutual respect, as well as a responsibility to society. These values are considered fundamental within the Company and toward third parties.

We act in accordance with the international human rights and we particularly do not tolerate any form of child labor or forced labor. We respect employee rights according to nationally and internationally acknowledged standards. We will not accept for employees, business partners or third persons to be discriminated against, victimized, or insulted.

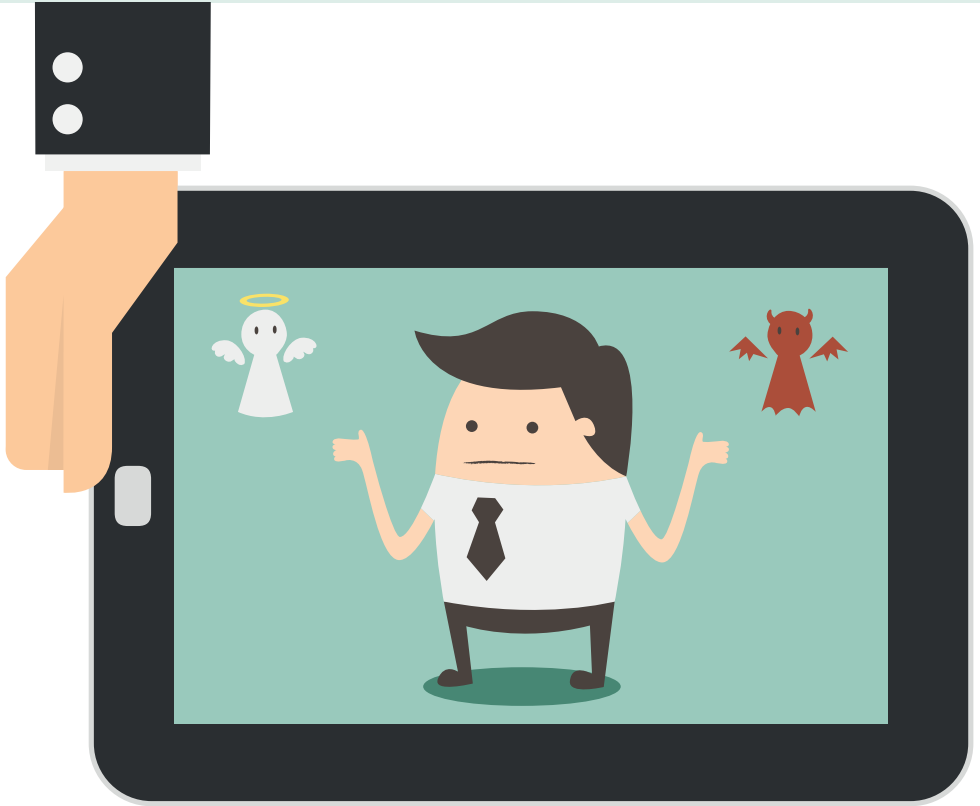


We oppose any unjustified actions or statements that discriminate against people based on sex, origin, nationality, religion, ideology, disability, age, or sexual identity. No form of sexual harassment, corporal punishment, coercion or verbal attacks will be tolerated, and neither will intimidating or offensive behavior of any kind. We want all our employees to have the courage to stand up for one another and for third persons as well.

### 1.3 | The Company's reputation

The Company's reputation is determined by the demeanor and conduct of every single employee. Therefore each of our employees is obliged to pay attention to the Company's public image.

## 2 | Conflicts of interest



2.1 | Gifts and invitations

2.2 | Donations

We attach importance to the fact that our employees will not get into conflicts of interest unnecessarily. Therefore it is crucial to detect and to avoid situations early on that might lead to a conflict of personal interests with the interests of Elmos. Conflicts of interest may arise e.g. based on family relationships or may have an economic or rather financial quality.



### 2.1 | Gifts and invitations

It is prohibited to request or accept personal benefits from an employee of another company, a public servant, or any other third person in connection with Company business. Even any impression must be avoided that a decision might have been influenced by inappropriate means.

Gifts or favors valued up to 40 euros may be accepted as an exception, provided they do not affect any current or future business decisions and no impression of affecting business decisions may arise among business partners. The acceptance of cash payments or comparable performances such as vouchers is prohibited at all times.

Invitations to business meals or events may be accepted, provided they remain within reasonable limits. An invitation is deemed appropriate if its

monetary value corresponds with the job position of the invited person and usual business practices.

Elmos employees may present gifts or grant other benefits only if these cannot get the recipient or themselves into conflicts of interest. It is not permitted to offer or grant benefits of any kind to public officials or other office holders. Acts of courtesy permitted by the respective applicable national law are an exception to this rule.

### 2.2 | Donations

With respect to donations, it must be made sure that no impression of an exertion of inappropriate influence on the part of the Company arises. The Management Board decides on approvable requests for donations. Generally speaking, the Company's donations are managed under the umbrella of the charitable Elmos Foundation. The Foundation is supported financially by the stock corporation. Donations are made by the Foundation solely in accordance with its own predefined guidelines and principles.



# 3 | Competition law and antitrust law

The rules on fair competition must be observed by all employees. As part of these rules, determining prices and dividing regional or customer groups among competitors is prohibited. Information about prices, supply relationships and their underlying terms and conditions or the submission of bids and supply capacity must not be exchanged either.

Employees must not determine specifications or enter into agreements that are prohibited by antitrust law with third parties, particularly distributors, customers, or suppliers.

In case of doubt, employees shall seek the advice of the in-house Legal Department.





## 4 | Occupational safety

All employees are requested to see to a safe and healthy work environment. The rigid adherence to all safety regulations is a prerequisite for this. Every single employee is called upon to pay close attention to workplace safety and to submit any suggestions for improvement to his or her superiors or to the contact persons assigned to occupational safety.



# 5 | Handling of information, data and Company assets

- 5.1 | Information flow
- 5.2 | Records and reports
- 5.3 | Confidentiality
- 5.4 | Data privacy and data protection
- 5.5 | Insider information
- 5.6 | Company assets



### 5.1 | Information flow

Each employee has a right to the complete and unbiased amount of information he or she needs for respective work purposes, be it delivered orally or in writing, provided internally or from outside sources. Employees are therefore obliged to forward information without request in order to see to a safe and fast flow of information within the Company. This requires the information to be documented, filed, saved and archived in such a way that any authorized employee is able to find the relevant information in an appropriate amount of time.

### 5.2 | Records and reports

All business transactions must be completely documented according to applicable statutory provisions and the standards implemented at Elmos. Publications on behalf of Elmos and the use of the Company name by third parties must be authorized in advance by the person or body responsible, in case of doubt by the Management Board of Elmos.

### 5.3 | Confidentiality

Secrecy must be maintained with respect to confidential information. All information that has not been made public is deemed confidential.

Professional secrecy must also be maintained with respect to all confidential information of our business partners unless the disclosure or use of such information has been expressly permitted.

The obligation of professional secrecy continues to apply even after the termination of the occupation or the business relationship.

### 5.4 | Data privacy and data protection

Provisions on data privacy and data protection must be observed. Personal data may be collected, processed or used only if permitted by law or if the party concerned has given his or her consent. Each employee is responsible for the proper handling of his or her access data provided for access to the internal and external IT infrastructure.

The Internet is a work tool. For the welfare of all employees, it is prohibited to retrieve or distribute any information that is in violation of the law or internal rules. This particularly includes information that calls for racial hatred, discrimination, acts of violence, or any other criminal acts. Visiting any Internet sites with pornographic content is also prohibited.

### 5.5 | Insider information

Employees are obliged to observe the statutory provisions on the exposure to and handling of insider information. Insider information is information that is not publicly known and that may have a material effect on the stock price if made public. Such information must not be made unauthorized use of or circulated to third persons. It must be assured that relevant insider information is kept under lock and key or rather that it is kept secure in such a way that unauthorized persons will not gain access to it.

### 5.6 | Company assets

We make use of the Company's assets such as plant and equipment, machines, and intellectual property as well, with the necessary care, economic efficiency and an adequate sense of responsibility. Any release of cash flows shall be prudent and cautious.

## 6 | Environmental protection



Protection of the environment is one of our guiding corporate principles. It is our goal to minimize environmental hazards and to thus continually increase our contribution to environmental protection. The economical use of resources is also part of this strategy.

# 7 | Responsibility, leadership, and supervision

All employees are obligated to inform their respective superior or the Compliance Officer immediately if they become aware of compliance violations. Employees who disclose a compliance violation must not suffer any disadvantages from such disclosure unless they were involved in the reported violation themselves. In case of doubt regarding compliance with the Code of Conduct, employees shall ask the Compliance Officer for advice. Executives must stand out especially by their exemplary personal conduct. Each executive is responsible for the observance of the Code of Conduct in his or her respective sphere. Executives are the first persons to be informed by their co-workers about events that are not compliant with the Code of Conduct.



# 8 | Implementation and sustainability



The Code of Conduct is binding for all employees. It is available to all employees electronically on the Intranet and issued by the Human Resources Department in hard copy format.

All division heads and other selected employees were asked separately to commit themselves to the observance of the Code of Conduct in writing. For new employees, the Code of Conduct is part of their contract of employment.

Participation in training courses on the Code of Conduct is mandatory for all employees.

## 9 | Contact persons and whistleblower system

The Compliance Officer is the person to consult on all matters of compliance in addition to one's respective superior. The Compliance Officer advises employees who have questions about compliance and is in charge of the investigation of compliance cases. If you have any questions, please do not hesitate to contact the Compliance Officer over the compliance hotline. The Compliance Officer is also the responsible contact person assigned to cases of mobbing or sexual harassment.

If you notice a potential violation of the Code of Conduct or misconduct of another kind in your work environment, you may report it either under your name or anonymously. The whistleblower system is available throughout the Company. Information should be sent to the *Compliance Officer, Elmos Semiconductor SE, Heinrich-Hertz-Str. 1, 44227 Dortmund, Germany*. The current contact persons for compliance and in-house legal advice can be found on the Intranet under Compliance.



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