



**Tech  
Insights**

# **Code of Conduct**

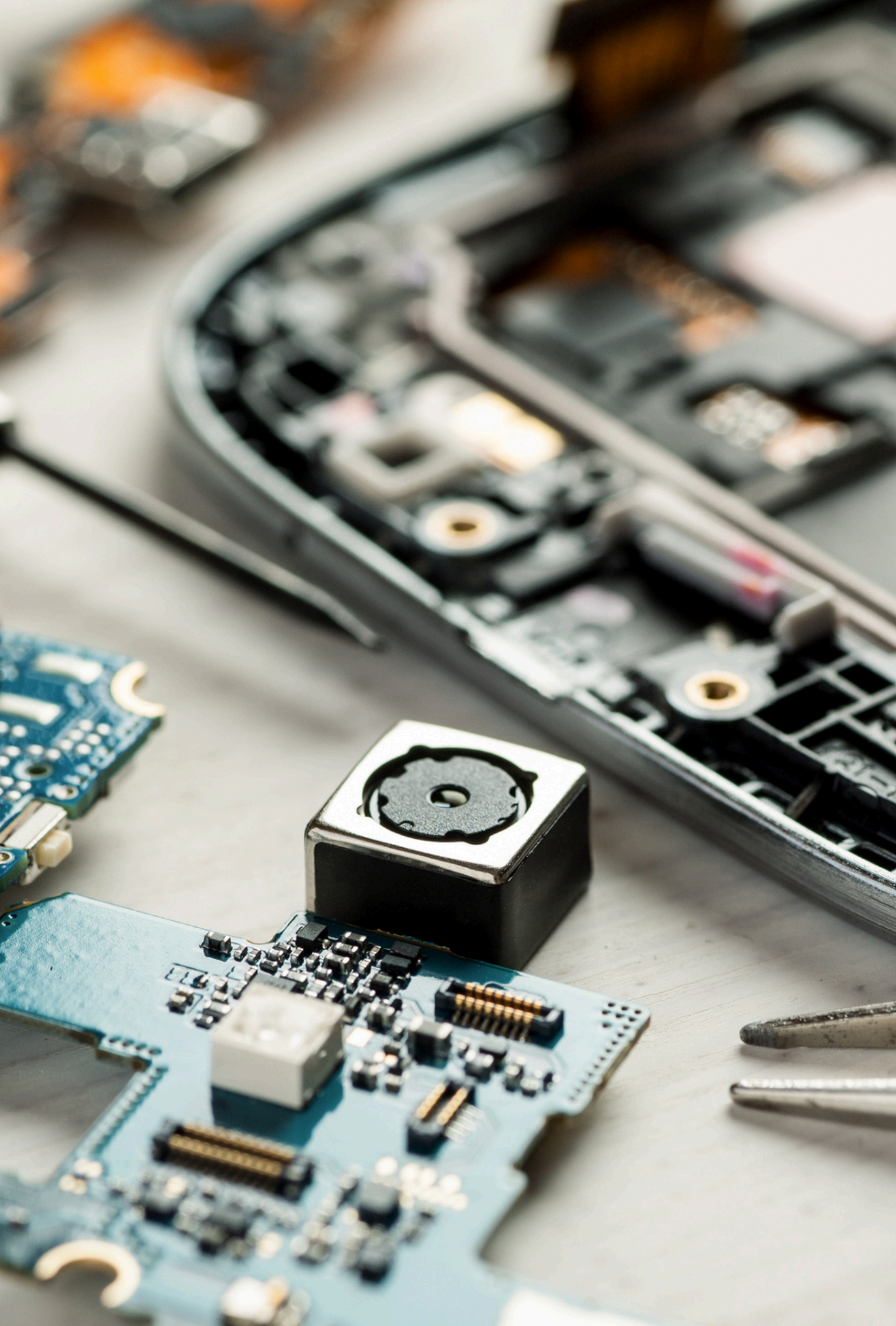
**May 2024**

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# Purpose and Values

The **Purpose** of TechInsights is to support innovation and decision making in the semiconductor industry through independent research and analysis. Our reason for being is to support our customers in advancing the world around us.

TechInsights conducts business ethically, honestly, and in full compliance with applicable laws and regulations. This applies to all areas of work and business decisions worldwide.

The following **Values** guide all our business activities:

## **Complying with laws**

Respect and comply with all applicable federal, provincial, state, and municipal laws.

## **Honesty and Integrity**

Demonstrate honesty and high ethical standards in all business dealings.

## **Respect and Diversity**

Treat customers, partners, suppliers, employees, and others with respect and courtesy. Harness diversity and varying viewpoints.

## **Confidentiality**

Protect TechInsights' confidential information, content and the information of our customers, partners, suppliers, and employees.



# Leadership Message

TechInsights is the information platform for the semiconductor industry.

Regarded as the most trusted source of actionable, in-depth intelligence related to semiconductor innovation and surrounding markets, TechInsights' content informs decision makers and professionals whose success depends on accurate knowledge of the semiconductor industry—past, present, or future.

Over 650 customers and 95,000 users access the TechInsights **Platform**, the world's largest vertically integrated collection of unmatched reverse engineering, teardown, and market analysis in the semiconductor industry. This collection includes detailed circuit analysis, imagery, semiconductor process flows, device teardowns, illustrations, costing and pricing information, forecasts, market analysis, and expert commentary. TechInsights' customers include the most successful technology companies who rely on TechInsights' analysis to make informed business, design, and product decisions faster and with greater confidence. For more information, visit [www.techinsights.com](http://www.techinsights.com).

Our **Purpose** is to support innovation and decision making in the semiconductor industry through independent research and analysis. Our reason for being is to support our customers in advancing the world around us.

It is based on our **Purpose** that we create value through our authoritative information platform for the semiconductor industry.

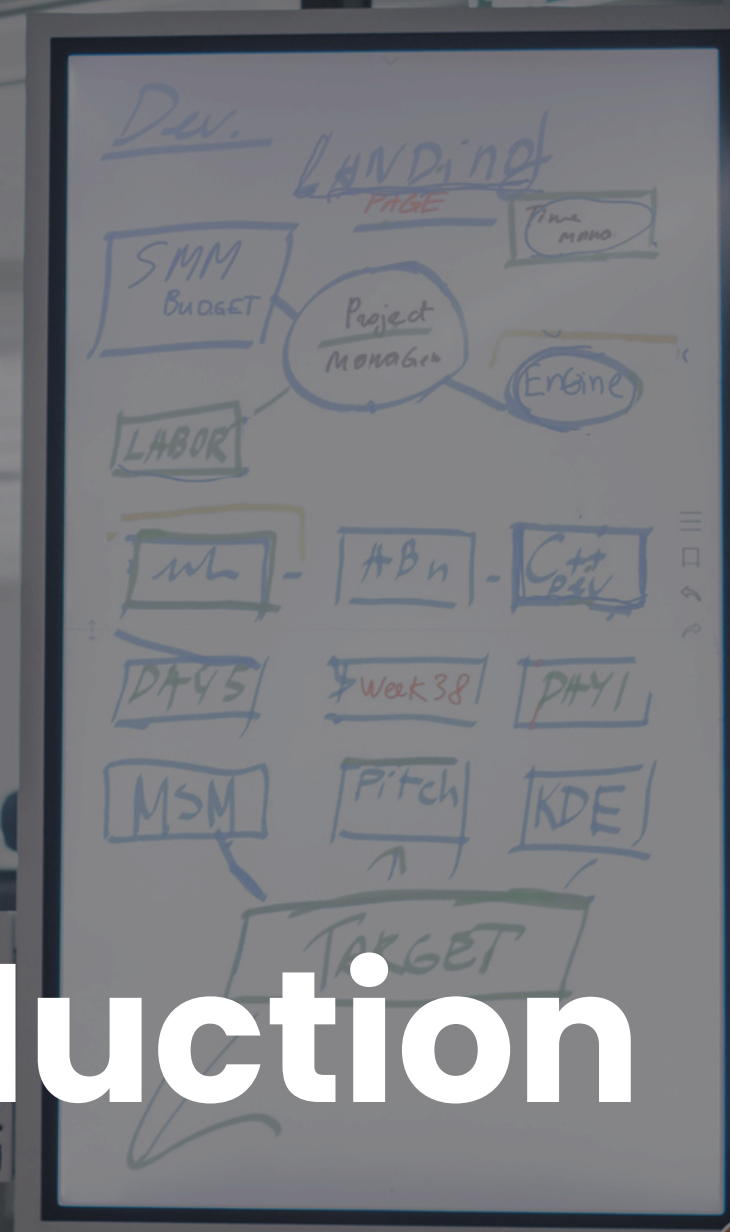
In pursuing our **Purpose** in accordance with our **Values**: complying with laws, honesty and integrity, respect and diversity, and confidentiality, it is crucial that everyone in our organization follows the TechInsights Code of Conduct (the "Code"), which serves as a guide for our daily business operations.

We ask each and every one of you to apply our Code to your daily activities and ensure our values are upheld and practiced in our daily work.

Chief Executive Officer

*Gavin Carter*

# 1. Introduction



# 1. Introduction

TechInsights' Code of Conduct governs both TechInsights' corporate commitment to its customers and professional conduct expected of employees and consultants acting on behalf of TechInsights.

TechInsights is committed to corporate social responsibility and responsible sourcing to ensure safe working conditions, respect of worker rights, and environmentally conscious business operations. This applies to our recruitment and employment practices, procurement and subcontracting, health and safety and environmental policies.

TechInsights employees are expected to adhere to this Code and exercise honesty and integrity in the performance of their duties, and to act professionally and ethically when dealing with customers and other professionals both within and outside the organization. The purpose of this Code is to clearly outline TechInsights' expectations of its employees and other representatives of TechInsights.

All employees and contractors worldwide are included in this Code whether they are on TechInsights' property, traveling on TechInsights' behalf to meet with customers or prospective customers, interacting with suppliers, or attending a conference or training event.

All employees, contractors, and other relevant parties who are granted access to TechInsights' information or any of TechInsights' Information and communications technology resources must abide by this Code.

## Your Responsibilities

Your **Responsibilities** as a TechInsights employee are to:

### **Follow the Policy and Laws**

Comply with the content and spirit of this policy and all applicable federal, provincial, state, and municipal laws.

### **Demonstrate Honesty and Integrity**

Always treat one another with dignity and respect—especially when there is a disagreement—and always respect the rights of others.

### **Speak Up**

If you see or hear of any violation of this policy, other policies, or legal or regulatory requirements, you must notify either your manager, People Team, or Legal and Compliance Team.

### **Use Good Judgment and Question**

Apply TechInsights' principles of ethics and business conduct and review our policies and legal requirements. When in doubt about how to proceed, discuss it with your manager, your People Team, or Legal and Compliance Team.

### **Protect Our Property**

Show proper care and regard for company property and the property of others.

# Reporting and Sanctions

Any employee experiencing or witnessing conduct contravening or not in compliance with this Code, or having reasonable grounds for believing that such conduct has occurred should:

1. advise the person who is suspected of wrongdoing that he or she is violating the Code, and that corrective action should be taken immediately; and/or
2. if you are not comfortable advising, or if advising the individual was not effective, or if there remains any outstanding concern, employees must report the incident to a member of our People Team, or Legal and Compliance Team.

Managers who were previously notified about the Code violation must also report the incident to a member of our People Team, or Legal and Compliance Team. Any failure to comply with this Code—or failure to report a violation—may result in disciplinary action, up to and including termination of employment.

You are also required to fully cooperate in any investigation, and keep any information shared with you confidential to safeguard the integrity of the investigation.

You are also encouraged to use the TechInsights' Confidential Reporting process as described in the Whistleblower and Confidential Reporting Policy.

# No Retaliation

TechInsights will not tolerate retaliation against any individual for reporting a good-faith concern or complaint to a manager, People Team, Legal and Compliance, or any other relevant department, or for participating in the investigation of a concern or complaint. TechInsights does not tolerate misrepresentation and knowingly false reporting.



## 2. Fair Labor and Employment Practices



## 2. Fair Labor and Employment Practices

**TechInsights will ensure that it adheres to United Nations International Labor Organization conventions including but not limited to:**

### **2.1. Equal Employment Opportunity and Non-Discrimination**

TechInsights strives to promote diversity. Employees will be treated equally in terms of establishing and terminating employment and in terms of employment, promotion, and access to training to improve professional qualifications regardless of sex, age, disability, race, religion, nationality, political beliefs, trade union membership, ethnicity, religion, sexual orientation and regardless of employment for a fixed or indefinite period or full-time or part-time.

### **2.2. Employee Relations**

TechInsights recognizes and respects the rights of employees to freely associate, organize, and bargain collectively in accordance with local laws. We believe in open communication and direct engagement between employees and management as a means by which to support positive employee relations. We also provide fair and appropriate pay and benefits that match local living wages. Lastly, TechInsights does not require employees to work more than the maximum hours of daily labor set by applicable laws and we ensure that all overtime work is voluntary, and employees are not required to exceed the local legal limits for regular and overtime hours.

### **2.3. No Forced Labor/Child Labor**

TechInsights has a zero-tolerance approach to modern slavery, including child and forced labor, and we are committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in our own business or in any of our supply chains.

### **2.4. Anti-Harassment/Anti-Discrimination**

TechInsights is dedicated to maintaining a creative, culturally diverse, and supportive work environment, and does not tolerate discrimination or harassment of employees or non-employees with whom we have a business, service, or professional relationship. This applies to all interactions where you represent TechInsights, including interactions with employees, customers, suppliers, and members of the public. TechInsights complies with all applicable laws that prohibit discrimination and harassment. We will not tolerate any form of discrimination, or harassment of any kind, including sexual harassment, bullying, acts of violence, or other behaviors that create a hostile work environment.

## 2. Fair Labor and Employment Practices

### 2.5. Substance Abuse

TechInsights recognizes a responsibility to help provide a safe and productive work environment for all employees. We believe that working under the influence of alcohol or drugs can affect an employee's productivity and efficiency and jeopardize the safety of the employee, coworkers, and the public.

TechInsights will not tolerate, and absolutely prohibits, the use, possession or being under the influence of a drug:

- (1) On Company property
- (2) When the employee is performing Company business off premises, or
- (3) When activity away from Company premises or business affects the employee's suitability for continued employment or may harm the reputation of the Company or its employees.

**No Exception for Legal Marijuana Use** – All employees must understand that marijuana is an impairing drug and that using it at work or coming to work high renders them unfit for duty and in violation of this Code. This is true regardless of whether their use of marijuana is legal under federal or state drug laws.

### 2.6. Health and Safety

TechInsights is committed to providing a safe and healthy workplace. The protection of employees from injury and occupational hazards is a major continuing objective for our organization.

TechInsights will take measures to prevent incidents, injuries and illnesses and will comply with the requirements specified under the relevant laws and regulations.

Supervisors are accountable for the health and safety of their employees. They are responsible for ensuring that machinery and equipment are safe and that their employees work in compliance with established work practices and procedures. Where required, employees will receive adequate training in their specific work tasks to protect their health and safety.

Each employee must protect his or her own health and safety by working in compliance with the law and with safe work practices established by TechInsights. All employees should consider health and safety in every activity and raise any concerns without fear of reprisal.



# 3. Ethical Personal Conduct

## 3. Ethical Personal Conduct

### 3.1. Personal Conflicts of Interest

Employees have an obligation to conduct business in a way that avoids any actual or potential conflicts of interest. An actual or potential conflict of interest occurs when an employee is in a position to influence a decision that may result in a personal gain for that employee, or for a person related to that employee, as a result of TechInsights' business dealings. An actual or potential conflict of interest may also occur when an employee's non-work activities divert their attention from their job responsibilities. Even if nothing wrong is intended, the appearance of a conflict can cause stakeholders to doubt our fairness and have a negative effect on our business.

Each of us should refer to applicable conflict of interest policies for guidance in the event of any situation that might be or might appear to be, a conflict with TechInsights' interests. If you are unsure about a potential conflict, talk to your manager, the People Team or Legal and Compliance Team.

### 3.2. Insider Trading

TechInsights policy, and the law, strictly prohibit any employee from trading securities, either personally or on behalf of another, while in possession of material, non-public information. We (and the law) also strictly prohibit employees from communicating material, non-public information to others. This conduct is frequently referred to as "insider trading".

If any officer, director, employee, freelancer, independent contractor, or other agent of TechInsights has obtained, during the course of his or her employment or relationship with us, any material, non-public information relating to any other company, then neither that person, nor any family members or others living in that person's household, may buy or sell securities of such company or engage in any other action to take advantage of, or pass onto others, that information. For definitions of "material information" and "non-public information" see the Conflict-of-Interest Policy (Individuals) available in the internal Policy Index.

The consequences of violating insider trading laws can be extremely severe. Individuals who trade on inside information (or tip information to others) may be subject to termination of employment, criminal and civil penalties including large fines and monetary damages, and lengthy prison terms.

When in doubt about the appropriateness of entering a securities transaction involving our customers, please contact the CFO. Even the appearance of an improper transaction must be avoided to preserve our reputation for adhering to the highest standards of conduct.

## 3. Ethical Personal Conduct

### 3.3. Media Relations and Public Statements

It is our policy to limit the number of people in our organization who are authorized to talk to the press on Company matters. If you receive any inquiries from the press, or any third party, regarding the Company or its clients, please refer them to our Corporate Development Director. No one should at any time answer any press inquiries, or discuss any work or Company matters with anyone from the media, without prior authorization.

### 3.4. Corporate Assets

All employees are prohibited from misusing, personally or through third parties, the company's assets. Our assets are to be used only for legitimate business purposes and only by authorized employees or their designees. "TechInsights' assets" cover both tangible and intangible assets including brand, trademark, proprietary information, confidential information, and information systems.

To the extent permitted under applicable laws and in accordance with our Electronic Monitoring Policy, TechInsights reserves the right to monitor and inspect how its assets are used by TechInsights employees, including inspection of all email, data, and files kept on personal computers or other devices.

### 3.5. Training

All employees are required to complete annual training and certify their understanding of this Code. Mandatory training covers the following topics: sanctions & export controls, security awareness, workplace violence & harassment prevention, discrimination, bribery and corruption, modern slavery, data privacy, ESG, and accessibility in the workplace. Employees may be required to participate in additional mandatory training on specific topics as required by applicable law.

A man with dark hair, a beard, and glasses, wearing a light blue button-down shirt, is gesturing with both hands while speaking to a woman. The woman, seen from the side, has short grey hair and is wearing a white top. They are in an office environment with a desk, a white mug, and various office supplies visible. The background is softly blurred, showing office shelves and a lamp.

## 4. Protection of Intellectual Assets

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### 4.1. Intellectual Property

Intellectual property is one of our most valuable assets and it sets us apart from our competitors. All employees must work together to protect TechInsights' intellectual property such as our patents, trademarks, trade secrets, business decisions, procedures, strategies, products, software, inventions, discoveries, manufacturing processes and methods, formulas, recipes, techniques, processes, works of authorship, know-how, ideas, designs, drawings, models, specifications, practices, flow charts, data, software, plans, records, customer information, prices, price lists, and financial information. This includes all copyright, proprietary, and intellectual property rights related to all the reports and other content we produce and make available on our Platform.

Employees should not misuse the intellectual property of others or violate their intellectual property rights. To the extent permitted by and subject to applicable laws and regulations, all inventions and creations generated by TechInsights employees belong to TechInsights.

### 4.2. Confidential or Proprietary Information

Information is an extremely valuable corporate asset. All employees must safeguard TechInsights' confidential or proprietary information as well as information that our suppliers, business partners or customers entrust to TechInsights. **"Confidential information"** includes, without limitation, all information made available in tangible and intangible form relating to and/or including business decisions, procedures, strategies, products, software, inventions, discoveries, manufacturing processes and methods, formulas, recipes, techniques, processes, works of authorship, know-how, ideas, designs, drawings, models, specifications, practices, flow charts, data, software, plans, records, customer information, prices, price lists, financial information, and other information and intellectual property of TechInsights.

All of us must ensure we use such information only for the purpose permitted by the Company in connection with our duties at TechInsights.

## 4. Protection of Intellectual Assets

### 4.3. Personal Information

Personal information shall not be obtained from third parties without confirming with the TechInsights Privacy Office ([privacy@techinsights.com](mailto:privacy@techinsights.com)). Examples of personal information include but are not limited to; name, email address, job title, company name, country/location, and telephone number. TechInsights respects the privacy of individuals, such as customers, employees of suppliers, business partners, and our employees. We have developed and implemented policies and internal procedures regarding personal information. TechInsights will observe and comply with all applicable privacy laws and regulations.

### 4.4.(a). Third Party Information

Employees must ensure that any collection of information about customers, competitors, and markets in which we operate complies with TechInsights Privacy Policy (<https://www.techinsights.com/privacy-policy>).

It is never appropriate to engage in theft, espionage, or breach of a non-disclosure agreement (NDA). Ensure that NDAs are in place for all business transactions as specified in our internal NDA Process Guidance. Moreover, when engaging with and collecting information from third parties, you must make sure that they are authorized to speak with you. Make sure that you request confirmation that your sources are not providing information to you in breach of duty owed to their current or former employer.

### 4.4.(b). Third Party Information

If you obtain confidential non-public information, accidentally or provided by unknown sources, or in breach of a non-disclosure agreement immediately contact the Legal and Compliance Team.

### 4.5. Information Security

TechInsights has established rigorous information security policies and procedures in accordance with the ISO standards to help protect our information resources and systems. All employees must help keep our information resources and systems safe by following our information security policies and procedures and complete the designated information security training.



# 5. Fair and Ethical Business Practices

# 5. Fair and Ethical Business Practices

## 5.1. Environment

TechInsights is committed to operating in an environmentally responsible manner to reduce our impact on climate change, conserve natural resources, and operate in compliance with environmental regulations.

We encourage our employees to reduce their impact on the environment. We actively promote the approach of a paperless office environment.

We seek to comply with all local environmental legislation and work to minimize the impact of our activities on the environment by:

- Reducing waste going to a landfill by providing in-office recycling facilities for office waste.
- Using FSC-certified paper where possible.
- Maintaining a flexible work policy which reduces commuting related energy consumption.
- Encouraging our employees to reduce energy consumption within the office environment; and
- Using energy efficient off-site servers where practicable..

## 5.2. Political and Charitable Donations

It is TechInsights' policy not to make any political donations. Employees may choose to make payments from their own money, but not with a view to influence a third party for the benefit of TechInsights, or in any way that might give the impression that such influence was intended.

We support contributing to the communities in which we do business. Many fundraising and sponsorship activities are undertaken at the divisional level. In selecting charities to support, we must be able to satisfy ourselves that there is no potential conflict of interest—an example of this might be where a person who could influence the decision in awarding an important contract has a connection to a charity to which a donation is made.

Any charitable donations must be conducted in accordance with our Charitable Donations Policy.

## 5. Fair and Ethical Business Practices

### 5.3. Anti-Corruption

As part of our commitment to ethical business practices, we will not tolerate acts of bribery or corruption in connection with any of our business dealings, as per our Anti-Bribery and Corruption Policy. TechInsights prohibits corrupt practices in any form, including but not limited to bribery, kickbacks, facilitation payments, in both the public (government) and the private (commercial) sectors.

You must not offer, pay, make, seek, or accept a personal gift, payment or favor in return for favorable treatment or to gain any business advantage. You must comply with the anti-bribery and corruption laws to which you and/or TechInsights are subject. Involvement in bribery or corruption could result in criminal penalties both for the company and the individual involved, including unlimited fines and possible imprisonment.

The exchange or provision of gifts or hospitality in the normal course of business can be an important element in developing and maintaining good business relationships. However, it can sometimes be difficult to draw the line between what is reasonable and what could be perceived by others as aimed at obtaining a business advantage or rewarding improper conduct.

When exchanging gifts and hospitality, including with government officials, all employees must strictly follow our Anti-Bribery and Corruption Policy and report all gifts or hospitality to the Gift Register, as required by the Policy.

You must also remember that this policy applies across TechInsights in all territories in which we operate. **Local customs and practices are not valid reasons to derogate from the principles set out in this Code and the Anti-Bribery and Corruption Policy.**

### 5.4.(a) Competition and Trade Practices

TechInsights is committed to complying with applicable laws and regulations including antitrust and competition laws. TechInsights will never seek to eliminate or reduce competition through illegal agreements with competitors. Agreements with competitors including Mergers and Acquisitions are subject to rigorous scrutiny and due diligence in all countries.

Antitrust and competition law is a complex area of law. How to apply the law is not always clear. When in doubt, you should always seek advice from the Legal and Compliance Team.

## 5. Fair and Ethical Business Practices

### 5.4.(b) Competition and Trade Practices

You should not:

- Agree with competitors to divide or assign sales territories, products, or dedicate customers.
- Violate fair bidding practices, including bidding quiet periods, or provide information to benefit one supplier over another supplier.
- Agree with or exchange information with competitors regarding price, policies, contract terms, costs, inventories, marketing plans, capacity plans, or other competitively significant data.

### 5.5. Fair Procurement and Due Diligence

TechInsights selects its suppliers on the basis of competitive price, quality, delivery and other objective standards. Moreover, all supplies undergo a rigorous due diligence process, and we expect our suppliers to adhere to our Supplier Code of Conduct and complete a Supplier Risk Questionnaire. Our supplier due diligence and risk assessment process ensures that suppliers comply with relevant laws, respect human rights, fair labor and employment practices, environment conservation and trade controls.

### 5.6. Regulatory Sanctions and Trade Restrictions

As a global company TechInsights complies with all applicable regulatory sanctions and trade restrictions in all countries in which we operate. Many countries periodically impose restrictions on imports, exports, and other dealings with certain countries, persons, or groups.

Export control laws may place limits on which content TechInsights can allow certain customers to access. Moreover, sanctions laws apply to all our products and services and may completely prohibit business engagements with customers that are located, operating, resident, or organized in various sanctioned jurisdictions and/or are identified on any list of restricted parties.

Certain laws also prohibit participation in foreign (non-US) boycotts and limit disclosure of information about business activities and personnel, and may require the reporting of certain types of requests for information or participation in boycotts.

As such we have developed a comprehensive Export Control and Sanctions Compliance Program consisting of policies, procedures, processes, and training to ensure all our business operations are compliant with the applicable laws and regulations. All our employees are required to always consult the Export Control and Sanctions Compliance Policy before engaging in a business dealing with suppliers, customers, contractors, or similar relationships.

Moreover, employees must consult the internal compliance SharePoint and Viva Engage pages on a regular basis to ensure they stay up to date regarding this topic.

For questions regarding sanctions and trade controls please contact: [compliance@techinsights.com](mailto:compliance@techinsights.com)

## 5. Fair and Ethical Business Practices

### 5.7. Transactional Red Flags

Before engaging in a business transaction with customers, suppliers, contractors, or similar relationships employees must review the details of proposed transactions for any “Red Flags,” e.g., unusual arrangements, payment terms, or customer addresses, that could increase the likelihood that the shipment/customer engagement could constitute or lead to a breach of applicable laws and regulations.

Common red flags include:

- The customer or its address is similar to one of the parties found on the Commerce Department’s list of denied persons or other international sanctions lists;
- The customer is small and little known (i.e., financial information is unavailable from normal commercial sources and the corporate principals are unknown by trade sources);
- The customer is reluctant to provide end-use/end-user information;
- The customer is reluctant to submit additional documentation such as Certificate of Incorporation and Ownership Structure;
- The customer requests unusual payment terms or currencies;
- Order amounts, packaging, or delivery routing do not correspond with normal industry practice;
- Performance/design characteristics of the item ordered are incompatible with the customer’s line of business or stated end-use;
- The customer uses only a “P.O. Box” address or has facilities that appear inappropriate for the commodity(ies) ordered;
- The customer’s order is for parts known to be inappropriate, or for which the customer appears to have no legitimate need;
- The customer has little or no business background;
- The customer is known to have, or is suspected of having, unauthorized dealings with parties and/or destinations on the Proscribed/Embargoed countries list;
- The customer submits instructions to make direct shipments to trading companies, freight forwarders, export companies or other companies with no apparent connection to the customer;
- Packing requirements are inconsistent with the shipping mode and/or destination;
- Circuitous or economically illogical routing; or
- The customer appears unfamiliar with the product or application.