

Nanya's Code of Business and Ethical Conduct

This Code of Business and Ethical Conduct (the Code of Conduct) applies to all employees, customers, suppliers and stakeholders of Nanya Technology Corporation, its subsidiaries and joint ventures. The purpose of this Code of Conduct is to prevent misconduct in order to comply with the following principles:

- The principle of honesty: Never seek personal gains.
- The principle of legal compliance: Never engage in illegal activities.
- The principle of information disclosure: Never engage in forgery or false representation.
- The principle of environmental protection: Be friendly to the environment, love the Earth.
- Creating a happy enterprise: Treat employees well and share profits.
- Sustainable business: Support development of local communities and prosper with the society.

I. Business ethics

(i) Preventing conflicts of interest

All Company representatives, agents and employees engaging in business activities relating to the Company shall not compromise the interests of the Company due to a conflict of interest. If there are possible conflicts of interest, before any work is completed, the related matter shall be stated in the columns of "sensitive work" or "specific work" included in the evaluation form. When the employee discloses a possible conflict of interest in his/her work before engaging in the potentially conflicting work, the supervisor shall give positive recognition and provide adequate support to ensure that this employee will not be subjected to discipline based on the disclosure.

(ii) Anti-corruption

The Company uses a system of independent directors, an audit committee and internal controls to ensure legal compliance with all applicable laws. In addition, the Company will report all illegal acts and will collaborate with law enforcement in

investigations concerning Company actions. All Company representatives, agents, employees and any related personnel are prohibited from using the assets of the Company or the interests of shareholders for personal gains. All forms of corruption, including accepting inappropriate benefits, criminal acts in the stock market, bribery and corruption through financial means, are acts intolerable in the Company. Perpetrators of any of the above acts, will be dismissed from the Company immediately and will be reported to the law enforcement for legal actions.

(iii) Protect the Company's assets and prevent illegal acts for personal gains

No illegal acts (e.g. fraud for illegal profits, embezzling internal funds, accepting bribes and accepting inappropriate entertainment) involving companies with collaborative or trading relationships and customers that will compromise the Company's interests shall be tolerated.

(iv) No improper gains

All employees of the Company are prohibited from offering or accepting bribes and any other forms of improper benefits or becoming involved in any activities that are damaging to the Company's image, such as insider trading. The Company mandates its management to disclose all records of stock trading of the directors and supervisors at the Market Observation Post System (MOPS) if requested by applicable laws and check all trading activities to prevent insider trading in accordance with applicable laws and regulations. Employees of the Company are not allowed to directly or indirectly solicit gifts, special favors, personal asset gains or any other benefits from any distributor, customer or competitor, neither are they allowed to accept gifts, entertainment, personal asset gains, or any other benefits from any distributor, customer or competitor. Any gifts or entertainment events accepted due to business etiquette shall be made open and transparent for monitoring and management. We strictly enforce the above rules of "avoiding improper gains" and inform all companies with whom we do business of this policy to prevent improper acts, such as accepting gifts or entertainment, from happening.

(v) Improper benefits and compensation clawback

Employees should adhere to legal regulations and uphold the company's ethical standards, refraining from engaging in any unethical business practices. In the event of discovering involvement in improper benefit-related activities within the bounds of the law, the company will promptly take appropriate actions, which may include legal accountability, administrative sanctions depending on the severity of the

circumstances, clawback of improper benefits, temporary suspension of incentive payments, and requesting the return of received variable compensation. Variable compensation components encompass, but are not limited to, performance bonuses, employee remuneration, stock options, and certificates.

(vi) Fair competition

We are committed to meeting full compliance with the standards of fair trading, advertising and competition standards, and to protect all customer information we are provided as confidential documents.

(vii) Anti-Money laundering and counter-terrorism financing

We are committed to meeting full compliance with money-laundering regulations and stay vigilant to prevent money-laundering, terrorism financing and other illegal transactions conducted through financial means.

(viii) Prohibiting improper donations

We focus on practical operations; therefore, we do not make donations for any purpose other than charity (e.g., no political donations) and our donations for charitable purposes are conducted in compliance with relevant laws and regulations with full disclosure.

(ix) Business Integrity

We ensure that all our business activities and relations are conducted under the highest standard of integrity. We prohibit any and all forms of corruption, fraud and embezzlement.

(x) Protection of intellectual property rights

We respect intellectual property rights and are committed to protecting the property rights of not just our Company, but also all other companies (including patents, trademarks, copyrights and business secrets). We make all attempts to ensure that the transfer of technology and production information are properly protected, especially the data of our customers. To protect the Company's data assets, we require our employees to follow data security related policies, contracts, guidelines and procedures and implemented audit measures, as well as continuous improvement, to minimize risks and maximize the effectiveness of information security management.

(xi) Protection of personal data

We ensure that all activities involving the collection, processing and use of the personal data of our employees (regular and contracted), suppliers (contractors and suppliers), customers and certain external personnel comply with relevant data protection laws and regulations and the data is used reasonably.

II. Information Disclosure

We are committed to regular disclosure of all information relating to the Company's business activities, organizational structure, financial health and performance, in full compliance with all applicable laws, regulations and industrial practices. Nanya Technology is a public company; therefore, we disclose various information through the regular briefings to institutional investors, quarterly financial reporting and the annual report. We also strictly forbid any member in the Company's supply chain from making false statement about its records, status and operations.

III. Environment

(i) Noise control

We ensure that our workplace is maintained with the lowest level of noise to prevent over-stimulating our employees and visitors or creating excessive stress. We set up a Noise Management Operating Procedure to provide our employees involved in noise control practices with a set of clear guidelines for the proper control of the noise generated from Company operations of the various equipment and activities.

(ii) Air pollution control

For air effluents generated in the production process, such as volatile organic chemicals, aerosols, particulate matters, ozone depleting chemicals and byproducts of burning, several operations, including identification, monitoring, control and processing of the air effluents, are required in accordance with applicable laws before discharging.

(iii) Wastewater and solid waste

We require that wastewater and solid wastes generated from operations, industrial processes, and sanitation facilities are classified, monitored, controlled, and treated as required by applicable laws prior to discharge or disposal.

(iv) Environmental permits and reports

We ensure that all necessary environmental permits (e.g., discharge monitoring), approval documents and registration certificates are obtained, maintained and updated and meet the legal requirements for permitted operations and reporting.

(v) Pollution prevention and resource conservation

We strive to reduce or eliminate consumption (including water and energy) at the source or through practices (e.g., improving production, maintenance and facility design, replacing materials, conserving natural resources, material recycling and reuse).

(vi) Limiting product contents

We comply with all applicable legal provisions and customer requirements for prohibiting or restricting specific substances (including labeling of regeneration and disposal materials).

IV. Labor

(i) Humane treatment

We clearly define punitive policies and measures and communicate with our employees. We are committed to elimination of the unlawful treatment of employees, including any form of sexual harassment, sexual abuse, corporal punishment, mental or physical oppression or verbal abuse, as well as any threats or coercion by any use of such behaviors.

(ii) Non-discrimination

We do not discriminate against employees in hiring and actual work (such as promotion, rewards, training, etc.) on the grounds of nationality, skin color, age, gender, sexual orientation, race, disability, pregnancy, beliefs, political affiliation, membership of certain organization, marital status or any other characteristic protected by applicable laws. We do not force employees or prospective employees to undergo discriminatory medical examinations.

(iii) Free choice of occupation

We do not bind any employees through coercion, debt-servicing or use involuntary prison labor (including trafficking, harboring, recruiting, transferring or accepting any involuntary persons by means of threats, coercion, repression, abduction or fraud for purposes of exploitation). In the employment process, we require our management to provide any written contract of employment in the native or international language of the employee. All workers are voluntary; our employees have the right to leave

freely if they inform the Company within reasonable time and their pay will not be deducted due to their departure. Employees may not be required to submit the government issued identity cards, passports or work permits as a condition of employment unless required by applicable laws.

(iv) Salary and benefits

Employees are paid wages following standards of all applicable laws, including laws concerning minimum wages, overtime hours, overtime premium pay and statutory benefits. We also pay employees in a timely manner in accordance with applicable laws. We offer our new employees starting salaries based on the standard set in the year, which meet the requirements provided by all applicable laws and is higher than the stipulated minimum wage.

(v) No employment of child labor

We are committed to not employing child labor, except as permitted by applicable laws. For new employees under the age of 18, the Human Resources Department checks with the unit where these employees work to ensure that they have not been assigned to work night shifts and any work that may pose risks to their physical health or safety, such as overtime work. When hiring student workers, the Human Resources Department maintains proper work records and permits of these students, strictly review the partner schools and provide these students with necessary training and support, meeting full compliance with relevant laws and regulations to safeguard the interests of the student workers. The starting salary standards for part-time workers, interns or apprentices are the same as the standards for other new employees engaging in the same or similar jobs.

(vi) Career development, education and training

To enhance the quality of the Company's employees, talent incubation and development has been a key policy of the Company. The Company sets its key development goal for talent development as optimizing the training and development system, continuously and systematically providing necessary knowledge and skills to all employees of the Company and assisting our employees to carry out internal knowledge sharing and experience transfer.

(vii) Freedom of association

We respect the rights of employees, including the freedom of association, participating or not participating in workers' unions, election of representatives and participation in the Company's informal organizations. We respect and do not

interfere with, limit or force any employee to exercise their rights and participate in peaceful assembly. Reasonable controls may be imposed on the time, place, and manner of assembly in order to maintain a healthy and safe work environment conducive to achieving higher work efficiency.

(viii) Conflict-free minerals

We are committed to ensuring that all metal ore sources of metals, such as Au, Ta, W and Sn, we use do not come from any non-government armies or illegal groups, or are mined at conflict zones in the Democratic Republic of the Congo, or are obtained through illegal smuggling by auditing our supply chain in details. We ensure that any product we sell or otherwise transfer or deliver contains metal ores that meet the Conflict-Free Minerals Policy.

V. Safety and Health

(i) Occupational safety

Through proper design, engineering and management controls, preventive maintenance and safety procedures and continuous safety knowledge training, we make our best efforts to prevent potential hazards in the workplace (e.g., equipment, machinery, energy sources, fire, vehicles, slipping, stumbling and falling). We also provide appropriate and well-maintained personal protective equipment.

(ii) Emergency response measures

We identify and assess emergencies and incidents to minimize their impact through implementation of emergency response measures, including emergency reporting, notification of personnel and evacuation procedures, worker training and drills, appropriate fire detection and extinguishing devices, adequate evacuation facilities and recovery plan.

(iii) Machine maintenance and protection

We identify, assess and control the impact of chemical, biological and physical factors on personnel. We control excessive exposure to hazardous sources through engineering techniques and management measures. When a hazard source cannot be effectively controlled through these methods, appropriate personal protective equipment and programs are established and implemented to protect the health of these personnel. Risk assessments are conducted on production equipment and other machines. Physical protection devices, linkages and barriers are provided to

secure the machines that are potentially hazardous to workers with proper maintenance.

(iv) Occupational injuries and diseases

Procedures and systems are set up to prevent, manage, track and report occupational injuries and illnesses, in accordance with all applicable laws, including the following provisions:

- (A) Encourage employees to report workplace injuries and illnesses;
- (B) Classify and record cases of injury and disease;
- (C) Provide necessary treatment;
- (D) Investigate the cases and implement corrective actions to eliminate the recurrence of similar situations; and
- (E) Assist the injured personnel to return to work.

(v) Workplace health promotion and improvement program

To prevent occupational diseases and promote workplace health, a Health Management Committee has been formed by headquarter's full-time physician and nurses from the health center and representatives from the EHS (environment/health/safety) Department and other departments of headquarter to review health management plans.

(vi) Public health

We provide our employees with clean sanitation facilities, drinking water, clean food storage facilities and dining utensils.

VI. Regulatory compliance and corporate governance

(i) Risk management

Sustainability Development Committee is established and subordinated to Board of Directors to carry out risk assessment and business continuity plans, aiming to minimize the impact of major events. The Sustainability Development Committee's scope covers industrial and operational risks, legal risks, hazard risks, financial risks and security risks.

(ii) Communication and issue management

The Company pays attention to the communication with the stakeholder and carries out the identification of material issues concerning stakeholders, as well as setting annual targets and disclosing regularly in the corporate social responsibility report.

(iii) Regulatory compliance

We are committed to comply with all applicable regulations. All employees of the Company shall not engage in illegal or unethical conduct or instruct others to do so for any reason. Through the Company's internal control system and corporate governance, we will reasonably ensure that the following objectives are achieved:

- (A) Effectiveness and efficiency of operations;
- (B) Reliable, timely and transparent reports that are compliant with relevant standards; and
- (C) Compliance with relevant laws and regulations.

(iv) In case of any conduct that may be in breach of relevant regulations or laws, or if any doubts about applicable regulations or laws arise, please contact who in charge of management, HR or legal affairs.

VII. Social participation

The Company pursues sustainable development and is committed to prospering with the society. To achieve this, we will continue to develop long-term engagement in our communities and give back to the society, doing our part for the local communities. The Company will publicly disclose the various activities of social participation.

VIII. Designated Departments

(i) Ombudsman

The HR Department has the main authority and responsibility to execute this Code. In case of matters related to accounting or auditing, the Audit Committee under the Board of Directors will be responsible for the supervision.

(ii) Focal point

- (A) Complaint hotline: 02-29045858 #1132, #1133; Complaint designated email: protection@ntc.com.tw
- (B) Parent company's Grievance channels
- (C) Counsel for new recruits
- (D) Report to HR division directors

(iii) Help desk

If you have any questions concerning the content of this Conduct, please contact the HR Department or management for further inquiry.

IX. Reporting and Procedures

(i) Ways of reporting

Anyone, who discovers an infringement or violation of laws or regulations, rules, procedures or contract, or the intention of employees to use their positions to gain improper benefits that are potentially damaging to the Company's rights and interests, can report such events through the following channels:

- (A) Mailbox: Audit office, Nanya Technology Corporation, No. 98, Nanlin Rd., Taishan District, New Taipei City 243.
- (B) [Email: audit@ntc.com.tw](mailto:audit@ntc.com.tw);
- (C) Reporting hotline: +886-2-2906-1001.

(ii) Investigation procedures

According to the reporting and investigation procedures, employees who clearly violate the Company's rules and code of conduct will be punished according to the discipline and correction procedures and required to implement improvement within a time limit.

(iii) Zero tolerance policy

Employees who commit criminal acts will be reported to the appropriate law enforcement agency for legal actions.

(iv) Prohibition of retaliation

To the extent possible, the Company shall keep strictly confidential the identity of any employee who makes a complaint of conduct prohibited by this Code of Conduct, the information provided and the subsequent processing and filing procedures, so that the whistleblowers can communicate with the management without fear of retaliation, threats or harassment.

(v) Integration with employee performance evaluation and remuneration

The Company shall include compliance of the Code of Business and Ethical Conduct in the evaluation of employee performance, and it has an impact on employee remuneration and year-end bonus, integrate compliance with human resources policies and establish a reward and penalty system accordingly.

(vi) Complaint Process

The Company shall publish the punishment and complaint system for the violations of Code of Business and Ethical Conduct, and disclose the violations and the processing results within the Company when appropriate and permitted by applicable laws.