



# **Worldwide Standards of Business Conduct**

GLOBALFOUNDRIES Inc.  
and its related companies

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## Message from the Chief Executive Officer



**Ajit Manocha**  
**GLOBALFOUNDRIES Chief Executive Officer**

GLOBALFOUNDRIES is committed to upholding the highest ethical and compliance standards. Our Vision, Mission, and Values embody this commitment and serve as a foundation for how we conduct business.

As employees, all of us have a personal responsibility to uphold these standards. Whenever we make difficult business decisions, especially in times of change and challenge, it is vitally important that we act in accordance with our standards and in compliance with all laws and regulations.

These Worldwide Standards of Business Conduct are intended to assist you in that endeavor. They will help you make informed business decisions and avoid inadvertent violations of law and corporate policy that could result in fines, legal liability and diminution of earnings and shareholder value.

Working together, we can enrich the quality of our business decisions and consistently behave in ways that foster the unique qualities and attributes that make GLOBALFOUNDRIES a great employer, a great business partner, a great corporate citizen, and a great place to work.

Thank you for your attention to this very important matter.

Best Regards,

Ajit Manocha  
Chief Executive Officer

## Introduction

These Worldwide Standards of Business Conduct support the Company's commitment to high ethical standards and compliance with laws, regulations, and Company policies. They reiterate the Company's Vision, Mission, and Values and outline guidelines on a broad range of ethics, policy, and compliance issues. They also reference additional resources for more information on specific topics.

Keep in mind that no guidelines can cover every instance, and the absence of a guideline on a particular situation does not relieve you from the responsibility to operate with the highest ethical standards of business conduct. Where there is no specific guideline, you should seek guidance and use your own good judgment. Also, keep the "STAR" method in mind – Stop, Think, and Act Responsibly. Although responsibility for communicating and administering these Standards on an ongoing basis resides with the Company's executives, each employee is responsible to act appropriately at all times.

In addition to these Standards, there are specific Company policies and procedures published on GLOBALFOUNDRIES corporate and site intranets worldwide that must be followed when dealing with the subjects discussed here. You are responsible for familiarizing yourself with the policies and procedures for your location. Also, each line of business or department or local country in which we operate may have more stringent policies, practices, and standards than those described in these Standards, so you should be familiar with those of your department and location.

In line with our commitment to compliance and ethics, remember YOU are the key. In this regard, you are responsible for:

- Applying GLOBALFOUNDRIES' Vision, Mission, and Values to all business decisions;
- Conducting Company business in compliance with applicable laws;
- Accurately recording and reporting financial information in a timely manner;
- Adhering to Company environmental, health and safety standards;
- Avoiding situations where personal interests are or appear to be in conflict with the Company's interests;
- Demonstrating respect for and protection of the environment;
- Keeping accurate records;
- Maintaining confidentiality of "inside" information, and not acting on such information; and
- Safeguarding and properly using Company proprietary information, assets, and resources, and such information of other organizations that is entrusted to the Company.

**Questions:** Keep these Standards handy and consult them when you have a question about any ethical situation, appropriate conduct, or legal compliance. The Standards are published on GLOBALFOUNDRIES corporate and site intranets worldwide. They are available in a downloadable format on GLOBALCONNECT. Where there is a department referenced in a particular section of the Standards, you should feel free to address inquiries to that department, and you can always address inquiries to the GLOBALFOUNDRIES Legal Department. Additional guidance may also be available from your management, Human Resources, and Employee Relations.

**Reporting Concerns:** If you know of an unlawful or unethical situation, you should immediately tell GLOBALFOUNDRIES whatever you know or have heard about it and you can do so in one of several ways. Contacting your manager is the best place to start, but you can also contact the GLOBALFOUNDRIES Legal Department, use the Ethics First Reporting Tool, or you may raise your concern to senior management. GLOBALFOUNDRIES will promptly review your report of unlawful or unethical conduct, and GLOBALFOUNDRIES will not tolerate threats or acts of retaliation against you for making that report. The GLOBALFOUNDRIES Ethics First Reporting Tool is available 24 hours a day, seven days a week, at 1-866-345-6885 (U.S.) or online at [www.globalfoundries.ethicspoint.com](http://www.globalfoundries.ethicspoint.com), where you can find direct dial numbers for Singapore, Germany, Abu Dhabi and other Company locations. You can report concerns through the Ethics First Reporting Tool anonymously, as permitted by applicable laws.

## **Decision-Making Checklist**

This page sets forth a handy checklist you should use to determine the best approach for making ethical and compliance-related business decisions.

Be sure you:

- Follow the guidelines in these Standards;
- Act in accordance with GLOBALFOUNDRIES' Vision, Mission, and Values;
- Comply with related Company policies; and
- Use your own good judgment.

In addition, ask yourself the following questions:

- Will I feel comfortable with my decision?
- How would it look in a newspaper?
- Have I made a decision that is fair and just?
- Have I verified the significant facts?
- Is the approach legal?
- If I can't answer the above questions, have I asked the appropriate department for help?



## GLOBALFOUNDRIES' Vision, Mission, and Values

GLOBALFOUNDRIES' Vision, Mission, and Values capture the essence of how you should perform your job and are crucial to our Spirit of Success.

GLOBALFOUNDRIES' Vision:

- To be the first truly global semiconductor foundry, harnessing worldwide resources for our customers and fully unlocking their potential to innovate.

GLOBALFOUNDRIES' Mission:

- Create the unrivaled customer experience through exceptional service, unique value and semiconductor manufacturing excellence.

GLOBALFOUNDRIES' Values:

- 1. *Commitment to Customers.*** A commitment to customers sits at the heart of everything we do. We aim to be an extension of their businesses, seamlessly integrating our services into their operations and adding value at every stage of the process and relationship.
- 2. *Integrity.*** We hold ourselves to the highest standards of fairness, honesty and transparency in everything we do - technologically, socially and environmentally; and as an employer, supplier, partner and world citizen.
- 3. *Respect.*** We treat each other with dignity and honor the global diversity of our people. We work as a team and encourage an open, participative culture based on mutual respect. We extend this philosophy to our customers and the environment and communities in which we operate.
- 4. *Spirit to Win.*** We are motivated by a passion to compete and win. This drives us to use our initiative and take smart risks to achieve our goals.
- 5. *Shared Success.*** We focus on shared success - for ourselves, our customers and our shareholders.

Our culture is the fabric of our organization and we will bring it to life through the way we organize, recruit, reward and communicate. Our performance-oriented culture will reward success, teamwork and collaboration, integrity, respect and most importantly, a total focus on the customer.

# **Work Environment Principles**

Your conduct on the job has a major impact on the Company's ability to achieve its business objectives. Remember, fellow employees, customers, and shareholders are counting on you to comply with these Standards and with Company policies.

## **1. Equal Employment Opportunity**

The Company is committed to providing all qualified employees with the same opportunities for success regardless of age, ancestry, color, marital status, medical condition, mental or physical disability, national origin, race, religion, political and/or third party affiliation, sex, sexual orientation, gender identity, or veteran status. Therefore, you are prohibited from making employment-related decisions based on any of these factors. The Company emphasizes a workplace where all employees have the opportunity to contribute fully to the Company's success based on their skills and interests.

## **2. Harassment And Discrimination**

The Company has a zero-tolerance policy against harassment, including sexual harassment, and discrimination based on age, ancestry, color, marital status, medical condition, mental or physical disability, national origin, race, religion, political and/or third party affiliation, sex, sexual orientation, gender identity, or veteran status. The Company also prohibits employees from retaliating against an individual who reports what he or she believes in good faith to be such harassment or discrimination in the workplace.

The Company complies with all applicable country, state, and local laws and ordinances that prohibit harassment and discrimination in employment. Employees are responsible for familiarizing themselves with and abiding by both these laws and GLOBALFOUNDRIES policies relating to Harassment and Discrimination.

## **3. Monitoring Company Premises and Equipment**

The Company has the right to monitor, in accordance with applicable laws, all of its assets, including its electronic information systems, and review information on them. While the Company respects the privacy of its employees, it monitors its assets to promote safety, prevent criminal activity, investigate alleged misconduct and security violations, manage information systems, and for other business reasons.

Work time is for work. Accordingly, most activities performed by employees while at work will not be considered private. When you are at work, you should not have the same expectations of privacy you might have in other places, such as your home.

The Company also has the right, in accordance with applicable laws, to conduct searches or inspections of employees' personal property (including lockers, lunch boxes, purses, briefcases, baggage, and vehicles located on Company premises or work sites) in various situations. As with monitoring, these searches are generally made to promote safety, investigate alleged misconduct, and prevent criminal activity and security violations. Your entry onto Company premises constitutes your consent to such searches or inspections. Because security personnel may inspect on-site lockers, only Company-owned locks may be put on these lockers.

## **4. Alcohol, Drugs, and Controlled Substances**

The Company strives to provide a safe and productive work environment. To that end, employees in the workplace (which includes all work sites, Company vehicles, and Company premises) shall not (1) manufacture, sell, or otherwise distribute drugs or controlled substances or inhalants, (2) use or possess alcohol without proper authorization, (3) use or possess illegal drugs or controlled substances, or (4) illegally use drugs or controlled substances, including prescription drugs. Also, employees may not be in the workplace while under the influence of alcohol, illegal drugs or controlled substances.

## *Work Environment Principles*

Certain work locations may provide drug counseling and referral services. You may check with your Human Resources department as to whether your work location has such a service.

### **5. Privacy of Employee Records**

The Company respects the privacy rights of employees with respect to certain personal and personnel information. Thus, employee personnel files and certain other employee records are confidential and may not be disclosed except to certain Company personnel on a need-to-know basis, or when required by law.

### **6. Protecting Company Property**

Each employee is responsible for protecting Company property (e.g., materials, equipment, tools, real property, funds). This means you should use Company property only for legal and ethical activities and in compliance with Company policies, and that you should protect it from damage, waste, loss, misuse, or theft. Our goal is to obtain fair market value for all Company assets that no longer are needed, unless they are donated or recycled with appropriate approval.

Corporate assets such as computers, telephones and cell phones, fax machines, copy machines, vehicles, and similar property are intended primarily for Company business use.

### **7. Environment, Health, and Safety**

The Company's values commit us, as individuals and as employees, to actions that protect the environment, safety, health, and well-being of all employees and the communities in which we do business. The Company's Global Environmental, Health and Safety (EHS) Policy reflects that commitment, which is incorporated in and implemented through the Global EHS Standards. These standards apply throughout the Company and set expectations for management at all locations to establish a programmatic approach to ensure compliance with Company policies and applicable laws and regulations, thereby providing the foundation from which we strive to perform "beyond compliance." An integral part of GLOBALFOUNDRIES' Global EHS commitment is to provide the necessary training, resources, and management support for employees.

Make sure the decisions you make on behalf of the Company reflect the highest level of integrity, accountability, and commitment to the environment, the safety, health, and well-being of your fellow employees and all who are may be affected. Learn and understand the safety, health, and well-being requirements and programs that apply to your work, reduce waste and consumption of resources, and be an engaged contributor to continually improving the environmental performance of our operations and the services we provide to our customers. We strive for an injury- and illness-free work environment for the benefit of all employees, contractors, customers, and the general public. Perform your work in a way that will protect yourself and others. Comply at all times with all safety, health, and well-being rules and procedures. Ensure that your work environment is safe by looking for and resolving unsafe situations and helping and encouraging others to work safely. Immediately report unsafe conditions that you cannot correct to your supervisor, or contact your local EHS representative or the Global EHS Department, your supervisor, or the GLOBALFOUNDRIES Legal Department.

## **8. Labor Practices**


The Company is committed to paying competitive wages and providing benefits that help foster employees' health and financial security. Compensation rates are determined according to local laws, market factors, and individual employee performance.

Employee working hours are set in accordance with local laws. The Company strictly forbids child labor and forced/compulsory labor practices and the Company respects the rights of employees to associate freely and is committed to complying with all applicable laws regardless of where we operate.

# Business Practice Principles

## 1. Brandmark, Logos, Colors, and Branding

Use of the GLOBALFOUNDRIES brandmark, logos, and colors must be in compliance with Company marketing and trademark guidelines, including specific logo and trademark usage guidelines, and with Company brand guidelines, which are published on GLOBALCONNECT.

If you see use of , other GLOBALFOUNDRIES logos, or Company colors by those not authorized to represent GLOBALFOUNDRIES or its product lines, you should report such use to the GLOBALFOUNDRIES Legal Department.

## 2. Business Expenses

Use Company funds for Company business expenses only, whether paying by credit card or other method. When on Company business, use good judgment and keep business expenses reasonable. You are expected to comply with the Company's and your organization's requirements for incurring and reporting business expenses. All expenses must be made in accordance with the Company's Finance policies and you must report all expenses promptly and accurately.

## 3. Confidential Information and Trade Secrets

During the course of your employment, you may have access to Company confidential information and confidential information related to our customers, suppliers and vendors. Any information that is not public about the business of the Company is Company confidential information. Similarly, non-public information about the business of a customer, supplier or vendor is confidential information. Company confidential information includes technology, ideas, product plans, and employee personnel information, including information about an employee's compensation and special skills and preferences. Never disclose Company confidential information, or confidential information related to a customer, supplier or vendor, without appropriate approval(s) and never use it for personal gain or advantage. Company policies, including non-disclosure agreements, strictly safeguard the Company's confidential information. You may ask your supervisor to explain what parts of your work are considered Company confidential, or you may contact the GLOBALFOUNDRIES Legal Department.

Additional important points to remember about Company confidential information and non-disclosure agreements:

- Employees may disclose secret, confidential, or private information about the Company only to authorized persons and only when an approved non-disclosure agreement is in place. If you are uncertain as to whether a particular disclosure requires a non-disclosure agreement, please consult with the GLOBALFOUNDRIES Legal Department.
- For non-standard non-disclosure agreements, the written consent of the Department Director and the Legal Department is required before employees disclose secret, confidential, or private information about the Company.
- Employees shall not disclose to the Company or use to benefit the Company any confidential information belonging to a third party (including prior employers), except with the written consent of such third party or as otherwise permitted by law. Thus, for example, if you inadvertently receive an email containing confidential information belonging to a Company competitor, you may not use or share this information, and must immediately contact the GLOBALFOUNDRIES Legal Department for further guidance. If you are uncertain whether you are permitted to disclose or use certain information or whether it is considered third party confidential, please consult with the GLOBALFOUNDRIES Legal Department.

## *Business Practice Principles*

- All Company documents, records, memoranda, and other written materials are solely the Company's property and must be returned to the Company upon termination of employment.
- Employees should avoid talking about confidential information in public places, such as elevators, airplanes or restaurants, where you can be overheard. Employees should also avoid leaving confidential information unattended at work and should avoid leaving confidential information unattended or in plain view in public areas.

### **4. Endorsements**

The Company does not endorse products or services, or the firms or individuals who supply them except as part of a specifically approved marketing strategy or activity. Therefore, you should not imply such endorsement by giving testimonials or endorsements of the Company's use of any materials, supplies, equipment, or service, or by the use of the Company's name in advertising, publicity, or catalogs without prior approvals by both your Department Vice President and the GLOBALFOUNDRIES Legal Department.

### **5. Media, Analyst, and Investor Inquiries**

Information and opinions attributed to the Company must accurately reflect the Company's positions. You may at some time receive an inquiry from an outsider, including online, print, or broadcast media – and possibly even from industry or financial analysts – seeking information about the Company. If that occurs, you should refer the inquiries to GLOBALFOUNDRIES Corporate Communications Department. You should not respond to such inquiries on behalf of the Company without the permission of the Corporate Communications Department. The only people authorized to speak to securities analysts or other members of the investment community on behalf of GLOBALFOUNDRIES are GLOBALFOUNDRIES' Chief Executive Officer, and Chief Financial Officer. Contact information for the Corporate Communications Department on GLOBALCONNECT.

### **6. Political Activities and Contributions**

The Company neither encourages nor discourages its employees from engaging in political activities, including making political contributions, on their own time and at their own expense. However, such involvement must in no way indicate Company endorsement of such activities.

No employee may make any contributions or payments to political parties, candidates, or initiative or referendum campaigns on behalf of the Company, unless such payments are clearly permitted by law and approved by GLOBALFOUNDRIES' General Counsel and the Government Relations Department. This restriction is not intended to discourage employees from making contributions to, or being involved with, candidates, parties, initiatives, referenda, or political committees of their choice as private individuals.

Employees may participate in trade associations, such as the Semiconductor Industry Association, which support the electronic industry through lobbying efforts and politically related activities.

If you have questions on this issue, please contact the GLOBALFOUNDRIES Government Relations Department.

## **7. Procurement**

Company procurement decisions, including selection of and communications with suppliers, must be made in conjunction with the GLOBALFOUNDRIES Enterprise Supply Management (ESM) Department and must comply with the Company's procurement policies. The ESM Department has the authority to issue requests for quotations and must approve all procurement-related financial commitments made by the Company. Such financial commitments include (without limitation) placing purchase orders and signing procurement agreements and other purchase commitments. Exceptions to this policy may be made only with the written approval of the senior ESM executive or a Company Officer.

## **8. Company Contracts**

The Company permits certain key business units and departments to enter into agreements that bind the Company. There are two types of authority required to enter into a contract. One type is approval authority, which is the authority to approve the underlying terms of a transaction that may be reflected in a written contract. GLOBALFOUNDRIES Finance Policy 02 (Delegated Authority Approval Limits) defines the persons who are authorized to and must approve the terms of a transaction before a contract is entered into. Many types of contracts may require the approval of multiple GLOBALFOUNDRIES personnel (including the CEO) and some require approval of the Board of Directors. For further information, Finance Policy 02 is available on GLOBALCONNECT. The second type of authority is signature authority, which is the authority to sign a contract. The authority to sign a contract on behalf of the Company has been limited to the Chief Executive Officer, Chief Financial Officer and General Counsel and Corporate Secretary of the Company, and to such other persons who have been delegated signature authority by the Chief Executive Officer or General Counsel and Corporate Secretary. For further information on persons who have been delegated signature authority, please contact the GLOBALFOUNDRIES Legal Department.

Also, employees are prohibited from entering into "side agreements" – i.e., any oral or written agreement on behalf of the Company, whether signed only on behalf of the Company or fully executed by all parties, which has not been approved by the GLOBALFOUNDRIES Legal Department and someone with approval authority, and signed by someone with signature authority.

## **9. Publishing Articles**

If you want to author an article for publication or present a paper at a conference and you plan to identify yourself as an employee of the Company, you must comply with the guidelines for the GLOBALFOUNDRIES Worldwide Author's Program, available on GLOBALCONNECT. In accordance with those guidelines and Company policy, the responsibility for approving and selecting appropriate subjects and authorizing the release of articles rests with your supervisor, manager, director, and Vice President, who must ensure all Company intellectual property and confidential information is properly protected. In addition, all approved publication materials for release outside of the Company must be submitted for review by the GLOBALFOUNDRIES Public Relations Department, which will consult with the GLOBALFOUNDRIES Legal Department as necessary.

## **10. Recordkeeping**

Accurate and reliable records are of critical importance to the Company in meeting legal, financial, regulatory, and management obligations. You must ensure the accuracy of all records, including accounting statements, financial reports, invoices, timesheets, and correspondence. Never hide, alter, falsify, or disguise the true nature of any transaction.

## **11. Records Retention**

Many areas of our business are subject to records retention requirements pursuant to Company policies and/or government regulatory requirements for specific periods of time. In order to comply with these policies and requirements, the Company has record retention schedules for each department. You should be familiar with the documentation requirements that apply to you. If you are not, ask your supervisor or contact the GLOBALFOUNDRIES Quality Department.

## **12. Regulatory or Legal Inquiries**

You should immediately refer all inquiries from country, state, or local government officials to the GLOBALFOUNDRIES Government Relations Department. Refer any requests for information from law enforcement agencies to the GLOBALFOUNDRIES Legal Department.

## **13. Selling Practices**

Competing aggressively often involves creating or encouraging demand for GLOBALFOUNDRIES products and services, but is never an excuse for making statements about the Company or its products and services that are untruthful, unverified or inaccurate. Employees who sell Company products and services should be sure to accurately describe the attributes, features and merits of these products and services. Employees should not make claims about Company products or services that are inaccurate or unverified, or that cannot be substantiated; nor should they make claims about a competitor's products or services that are not based on current published materials or other factual data approved by an authorized Company representative for such purposes.

## **14. Fair Dealing**

You should endeavor to deal fairly with the Company's customers, suppliers, competitors, and employees. You should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

## **15. Audits and Investigations**

The Company conducts regular audits of its corporate activities. These audits are periodically performed by the Company's internal auditors, external auditors and other third parties. From time to time, the Company may become involved in an investigation. The Company's policy is to cooperate fully with any appropriate investigation, while at the same time protecting the legal rights of the Company and our employees. If you are involved in an Audit or Investigation:

- Do not destroy any documents.
- Never attempt to convince anyone to provide misleading or inaccurate information or testimony.
- If you receive a subpoena to testify in a legal proceeding concerning the Company or directing the Company or you to produce Company documents, contact the Company's Legal Department immediately.

# Conflict of Interest Principles

You are expected to do your job for the best interests of the Company. A conflict of interest is any activity or interest that is inconsistent with, interferes with or even appears to interfere with, or is opposed to the best interests of the Company. In general, conflicts of interest should be avoided, and potential conflicts should be promptly disclosed.

## **1. Favored Treatment of Family and Friends**

Do not use your position to give or obtain favored treatment for family members or others with whom you have a close relationship. This applies to hiring, promoting, selecting contractors or vendors, and any other business matter.

- When recommending a friend or relative for a position at the Company, employees must disclose the relationship/friendship to their supervisor.
- No employee may conduct outside business on behalf of the Company with a family member or domestic partner, including making loans to or guaranteeing the obligations of such person on behalf of the Company.
- No employee may conduct Company business with an outside organization that employs a family member or domestic partner, without first having the approval of his or her department's Vice President.

## **2. Financial Interests in Other Businesses**

Employees should not have any direct or indirect financial interest with a present or prospective Company customer, competitor, or supplier that could cause divided loyalty or the appearance of divided loyalty. This prohibition does not include passive investments of not more than one percent of the total outstanding shares of any company.

## **3. Giving or Accepting Gifts and Other Gratuities**

From time to time, the Company may allow employees to accept unsolicited gifts or gratuities, or offer gifts or gratuities, to aid in building legitimate business relationships. Gifts and gratuities include anything of value, including souvenirs, meals and beverages, tickets, entertainment, discounts, travel expenses, reimbursements and items or services of a similar nature.

Accepting or offering a gift or gratuity in a business setting, however, can create a sense of obligation or the appearance of obligation, as well as the appearance of or an actual conflict of interest. If the acceptance or offer of any gift or gratuity (regardless of value) could be viewed as resulting in an unfair business advantage or as creating the appearance of or an actual conflict of interest in connection with your employment, it violates the Company's policy against conflicts of interest.

The following gift and gratuity guidelines apply to all Company employees:

- **Nominal Value / Promotional Logo Gifts:** Employees acting on behalf of the Company may generally accept or offer gifts of nominal value (maximum value \$25 USD per person) or gifts bearing a company logo that are commonly regarded as promotional items or tokens of appreciation. Examples of such nominal or promotional logo gifts include shirts, hats, posters, and golf balls. However, even nominal or promotional logo gifts are prohibited if the circumstances of such gifts (including the frequency or timing) could be viewed as creating an actual or apparent obligation or conflict of interest.

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- **Above Nominal Value Gifts:** Where a local custom or exceptional business circumstance calls for an exchange of gifts valued in excess of \$25 USD per person, employees may accept or offer such gifts only with the approval of their immediate manager. In addition, employees must notify the GLOBALFOUNDRIES Legal Department after receiving or prior to offering gifts valued in excess of \$100 USD. Any gifts above nominal value received by GLOBALFOUNDRIES employees should be turned over to Company management for appropriate disposition (e.g., general Company or department use, or donation to charity).
- **Meals and Entertainment:** Employees may accept or offer business meals and entertainment only if such events are infrequent, consistent with accepted business practices, not extravagant in nature, for the purpose of establishing or developing a business relationship, and at least one representative from each company attends the function together.
- **Payments / Loans:** Under no circumstances may an employee accept or offer payments or loans of cash or its equivalent (e.g., stock, bonds or other negotiable instruments) to or from any person associated with a present or prospective customer, competitor, or supplier of the Company.
- **Business Travel:** When employees travel in connection with providing services to customers or suppliers, the Company should pay for travel expenses. Likewise, the Company should not pay for the travel expenses of any present or prospective customer, competitor, or supplier of the Company. In addition, Company employees should not travel on private aircraft owned or leased by a customer, competitor, or supplier except in extraordinary circumstances and as approved in advance by the department Vice President and the GLOBALFOUNDRIES Legal Department. In such cases, the Company should provide reimbursement to the customer, competitor, or supplier in an amount equivalent to a comparable commercial airline ticket.
- **Non-Business Travel:** Under no circumstances should an employee accept payment or reimbursement of expenses related to non-business travel from, or offer to pay or reimburse expenses related to non-business travel of, any person associated with a present or prospective customer, competitor, or supplier of the Company.
- **Transparency / Recordkeeping:** Gifts or gratuities should never be hidden or concealed from Company management. Employees have the responsibility to inform their management of all gifts or gratuities received or offered (regardless of value), and seek approval where appropriate. In addition, the recipient identity (name and affiliation) of any gift or gratuity given on behalf of the Company should be reflected in the related business expense report.
- **Gifts to Candidates or Political Figures:** Special rules apply to dealings with elected officials, candidates, and political parties. No gifts may be given to these individuals or groups without the approval of the Government Relations Department. For more information, please see the Political Activities and Contributions section of these Standards.
- **Gifts to Foreign Officials:** Many countries, including the U.S., have laws that govern gift-giving for GLOBALFOUNDRIES employees when working with a government representative. For more information, please see the Foreign Corrupt Practices Act section of these Standards and consult the Government Relations Department.
- **Local Laws:** Employees are responsible for being familiar with and complying with all local laws and requirements regarding gifts and gratuities. In the absence of or in the case of less restrictive local laws or practices, Company guidelines should always be followed. Employees

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who are unsure whether they may accept or offer a proposed gift or gratuity in a particular country are required to consult in advance with the GLOBALFOUNDRIES Legal Department.

- Friends and Family: Company guidelines apply to prevent improper gifts or gratuities to all Company employees, family members, and those with whom an employee has a close personal relationship. For example, an employee may not permit his/her spouse/domestic partner to accept or offer a gift from a present or prospective customer, competitor, or supplier of the Company in a situation where the employee himself/herself would be prohibited from doing so.

Exceptions to any of the above guidelines require the prior approval of the Department Vice President and the GLOBALFOUNDRIES Legal Department.

### **4. Holding an Elected or Appointed Office**

If you hold an elected or appointed office while employed by the Company, you must excuse yourself from involvement with any issue or decision that could create or appear to create a conflict of interest. Seek advice from your civic organization's legal counsel and from the GLOBALFOUNDRIES Legal Department and GLOBALFOUNDRIES Government Relations Department. Also, avoid performing civic responsibilities on Company time. Seek approval from your Director or more senior management for any exceptions to this general rule.

### **5. Influencing Business Decisions for Personal Gain**

When you represent the Company, you must avoid any real or apparent conflict between your interests and those of the Company. Without approval from your department Vice President, you must not participate in or attempt to influence a decision or transaction that would enhance a significant "financial interest" held by you. If you have any doubt about potential conflicts, disclose the investment to your Director or Vice President, so that your organization can evaluate whether you should continue to participate in a particular decision-making process. A decision to include or exclude an employee from the process must be documented.

### **6. Outside Employment**

The Company expects you to devote your full work time to your commitment to the Company. Therefore, all employees are discouraged from maintaining outside employment, including self-employment.

- Employees shall not engage in outside work or services for a customer, competitor, or supplier of the Company under any circumstance.
- Employees shall not engage in any outside work if such work lessens efficiency, alertness, interest, or productivity at the Company.
- If an employee wishes to engage in outside business activities **other** than the restricted ones above, the employee should discuss the situation with, and get approval from, his or her department Director. Approval will not be unreasonably withheld.

### **7. Corporate Opportunities**

You are prohibited from: (i) taking for yourself, personally, opportunities that are discovered through the use of corporate property, information, or position; (ii) using corporate property, information, or position for personal gain; and (iii) competing with the Company. You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

## *Conflict of Interest Principles*

If you have any concerns regarding an actual or potential conflict of interest, you should seek guidance from your supervisor or the GLOBALFOUNDRIES Legal Department.

### **8. Board Appointments**

Company employees must obtain approval from their Department's Senior Management and the GLOBALFOUNDRIES Legal Department before assuming a position on the board of another company or for-profit entity. Membership on charitable or community boards does not require pre-approval but such activity must not interfere with your GLOBALFOUNDRIES work duties or reflect negatively on the Company.

An employee who sits on the board of another company or other entity must abstain from voting on any matter directly or indirectly concerning GLOBALFOUNDRIES.

# Additional Key Compliance Principles

## 1. Antitrust

GLOBALFOUNDRIES conducts business in countries that regulate anti-competitive practices. These laws are designed to promote competition among businesses and prohibit acts in restraint of trade. Activities that limit competition, restrict trade, or otherwise dominate a market may violate antitrust laws. Such violations can expose the Company and individual employees to criminal penalties, large fines, and civil lawsuits.

To avoid antitrust problems (or even the appearance of them), please follow these guidelines:

- Do not fix prices or divide markets with competitors.
- When attending meetings or social events with competitors or potential competitors, avoid discussing any of the following information if it is not publicly available:
  - prices, pricing policy, contract terms, or conditions;
  - costs, inventories, marketing and service plans, market surveys, and studies;
  - capacity plans and capabilities, territorial agreements;
  - planned or projected product/process improvements or roadmaps; or
  - any other proprietary, confidential, or competitively sensitive information (including industry rumors) regarding GLOBALFOUNDRIES, its competitors, or customers.
- Do not suggest or imply to any vendor that it must purchase services from the Company in order to sell products or services to the Company.
- Be careful that any negative or critical comments you make about a competitor are accurate.
- Do not use the Company's size to intimidate or threaten any individual or organization.

The following prohibitions, although not all-inclusive, represent practices that are contrary to the policies of the Company and therefore prohibited for Company employees:

- Arrangements or understandings with competitors or potential competitors concerning prices of products/services or production levels, or other competitively sensitive policies or practices, and discussions regarding such arrangements or understandings between any employee and a Company competitor.
- Arrangements or understandings with competitors or potential competitors to allocate customers, markets, geographies, or products/services.
- Discussions in connection with any joint ventures or projects with competitive organizations not limited to the specific transactions involved. (A GLOBALFOUNDRIES lawyer must be advised before any such discussions are initiated.)
- Participation in trade associations, seminars or other groups that is, or even appears to be, an occasion for any discussion of competitive policies or practices, or for the exchange of competitively sensitive information.
- Arrangements or understandings with a particular competitor or customer not to deal with a particular customer or supplier.

Before taking any actions that may have potential antitrust implications, you should consult your supervisor and the GLOBALFOUNDRIES Legal Department.

## *Additional Key Compliance Principles*

### **2. Business and Accounting Practices**

Company employees and agents shall adhere to the legal business and accounting practice requirements of each country in which the Company conducts business and shall employ the highest ethical standards. No undisclosed or unrecorded Company fund or asset shall be established for any purpose, and no false or misleading entries shall be made in the Company's books or records. No payment on behalf of the Company shall be made without adequate support documentation or for any purpose other than as described in the documents. Company personnel shall comply with generally accepted accounting rules and Company internal control policies as established in their respective locations.

### **3. Compliance with Copyright Laws**

Copyrighted works include, but are not limited to, newsletters, magazine articles, newspapers, books, videotapes, drawings, musical recordings, and software. Such works are likely protected by copyright law even if they do not include a copyright notice. If you would like to copy material for distribution at work, make sure you have permission from the copyright holder before making copies.

Computer software is covered by licensing agreements that typically prohibit unauthorized use or copying. Never make unauthorized copies of software that is licensed to the Company. Also, never load unlicensed software onto Company computer equipment or download unauthorized software from the Internet.

You may refer specific questions on copyright compliance to the GLOBALFOUNDRIES Legal Department.

### **4. Financial Reporting**

Employees and agents of the Company shall adhere to the financial reporting requirements set forth in the laws and regulations of each locale in which they do business for the Company. In this respect, appropriate personnel shall prepare accurate financial statements and disclosures of Company operations, financial conditions, and cash flows. As required, such periodic reports shall be filed in a timely manner and employees must prepare statements certifying the appropriateness and accuracy of the statements and disclosures in the periodic reports. In addition, appropriate personnel shall fulfill all disclosure requirements regarding material transactions and relationships that may have a material current or future effect on the Company's financial condition.

### **5. Bribery / Foreign Corrupt Practices Act**

Most countries where GLOBALFOUNDRIES operates have laws prohibiting bribery of governmental officials and employees of state-owned companies. In addition, the U.S. Foreign Corrupt Practices Act (FCPA) prohibits anyone acting on behalf of a U.S. company anywhere in the world from giving anything of value to any non-U.S. government official in exchange for preferential business treatment or governmental action. The FCPA is enforced by the U.S. government. Compliance with all applicable antibribery rules and the FCPA is a fundamental component of GLOBALFOUNDRIES' global compliance and ethics program.

GLOBALFOUNDRIES' FCPA policy includes three important definitions:

- "Government official" is any official, employee, candidate, or representative of a non-U.S. government (including any government agency, department, or enterprise), foreign political party, or public international organization. The definition of government official should be

## *Additional Key Compliance Principles*

broadly interpreted, and may include employees of businesses or companies wholly or partially owned, funded, operated, influenced, or controlled by a government. If you are unsure whether someone is a government official, please contact the GLOBALFOUNDRIES Legal Department.

- “Benefits” include anything of value given to a government official, including GLOBALFOUNDRIES-sponsored gifts, money, travel, meals, and entertainment. There is no exception for “nominal value” benefits. Even nominal value benefits, if provided improperly, may result of violations of the FCPA. In addition, benefits provided through third-parties (such as travel agents, consultants, or conference organizers) must comply with this policy and the FCPA.
- “Facilitating Payment” is a payment to a non-U.S. Government Official designed to expedite or facilitate **non-discretionary** government action (e.g., obtaining permits, licenses, or other official documents; processing governmental papers, such as visas and work orders; or securing utility services). A Facilitating Payment **can not be anything that may result in a discretionary advantage for the Company** – for example, a payment made to a government official in exchange for a purchase agreement or favorable contract terms is not a Facilitating Payment.

Prior approval by the GLOBALFOUNDRIES Legal Department is required before offering or giving benefits to a Government Official, except as specifically set forth below.

Approval requests should be submitted as early as possible, and will be evaluated on a case-by-case basis to determine whether the Benefits may have the appearance or effect of improperly influencing the recipient. Approval requests must include at least the following information:

- Description of the Benefits;
- Value of the Benefits;
- Identity of Benefits recipient, including name, affiliation, position, and location;
- Whether Benefits recipient is affiliated with a current or prospective GLOBALFOUNDRIES customer;
- Reason or occasion for the Benefits;
- Whether the Benefits are intended as a Facilitating Payment; and
- If GLOBALFOUNDRIES-sponsored travel is involved, a daily agenda (including any scheduled leisure activities) and detailed breakdown of GLOBALFOUNDRIES costs (including airfare, daily hotel rate, and cost per meal).

Benefits approval requests are typically rejected when they involve or include any of the following:

- High-value gifts intended for personal use or consumption;
- Long-term loans of GLOBALFOUNDRIES equipment;
- Cash payments or stipends, or reimbursements paid to a Government Official (GLOBALFOUNDRIES should pay all expenses directly);
- Luxury travel, meals, or entertainment, or inappropriate business entertainment;
- GLOBALFOUNDRIES-sponsored travel lacking a substantial business purpose or involving significant leisure time;
- Benefits directed to a Government Official’s family or friends;
- Undocumented Benefits; or
- Benefits intended to induce and/or likely to result in an improper business advantage.

## *Additional Key Compliance Principles*

Exceptions to GLOBALFOUNDRIES' prior approval requirement are strictly limited to the following:

- Benefits that meet all of the following criteria:
  - do not exceed a combined value of \$100 USD per recipient per year;
  - are provided at times consistent with cultural traditions of the countries in which GLOBALFOUNDRIES operates (e.g., nominal holiday gift);
  - are legal under local laws; and
  - are not provided for the purpose of securing an improper business advantage for GLOBALFOUNDRIES or inducing the Government Official to misuse his/her position.

GLOBALFOUNDRIES is required to maintain proper records of all Benefits (regardless of value) provided to Government Officials, including information sufficient to prove the benefit recipient's name, position, benefit purpose/occasion, and Benefit value. The GLOBALFOUNDRIES employee responsible for arranging such Benefits is also responsible for ensuring proper recordkeeping. Falsification, omission, or destruction of records involving Benefits is a serious breach of GLOBALFOUNDRIES policy.

### **6. Government Contracts**

Like all customers, government entities should be dealt with fairly and honestly, and all contractual requirements must be met. Government contracts may have special provisions and reporting requirements, so you should be aware of such provisions that may apply to work you are doing.

In the U.S., the federal Anti-Kickback Act prohibits kickbacks in connection with government contracts. The term "kickback" means any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind that is provided, directly or indirectly, to a contractor, contractor's employee, subcontractor, or subcontractor's employee for the purpose of improperly obtaining or rewarding favorable treatment in connection with a contract. Similar laws apply in other locations.

Fraudulent or dishonest acts in fulfilling a government contract can trigger severe penalties, including fines and imprisonment.

### **7. Immigration**

The Company complies with all laws with respect to ensuring that its employees have the legal right to work at any particular Company location. This means, in part, that each newly hired employee must provide proper employment documentation and verification.

### **8. Export, Import and Trade Compliance**

The Company complies with all applicable export, import, and trade compliance laws and regulations in all countries in which the Company does business. The export of certain items, technologies, software and services may be regulated for a number of reasons, including national security and foreign policy reasons. For example, some of our products and our customers' products, and some technology that GLOBALFOUNDRIES uses to design and manufacture products, may not be legally sold, shipped, or transferred to certain countries, or to persons who are citizens or permanent residents of those countries. Also, U.S. export regulations restrict the transfer of certain products and technology wherever they may be located, even outside of the U.S. Employees in all locations must take special care to ensure that our products and technology are not shipped, delivered, or transferred electronically in a manner that violates these laws.

## *Additional Key Compliance Principles*

The Company also complies with U.S. anti-boycott laws and regulations. These anti-boycott provisions generally prohibit U.S. companies and individuals, and certain of their non-U.S. affiliates, from participating in boycotts that the U.S. does not support. In addition, the provisions impose certain reporting requirements, including the requirement to report requests to take certain actions to comply with, further, or support an unsanctioned foreign boycott, as well as to report "operations" in, with, or related to a boycotting country or its nationals.

For specific advice on trade compliance, contact the GLOBALFOUNDRIES Global Trade Compliance Department or the GLOBALFOUNDRIES Legal Department.

### **9. Insider Trading**

U.S. securities laws prohibit any trading (purchase or sale) of securities of a company by a person while in possession of material, non-public information (i.e., information about the company that is not publicly announced and could be expected to be important to a person making a decision to trade in such securities). Additionally, any employee who provides "tips" regarding such non-public information to another person who bases a trade on such information is subject to civil liability and criminal penalties. To avoid liability, all employees must comply with the following rules:

- An employee in possession of material, non-public information regarding any publicly traded company may not trade or recommend a purchase or sale of securities of the publicly traded company until such information has been publicly disclosed.
- An employee who is considering a transaction involving any publicly traded securities and who feels that he or she may have material inside information should check with the GLOBALFOUNDRIES Legal Department before performing such a transaction.
- All employees shall keep confidential all non-public information that they possess regarding GLOBALFOUNDRIES or any publicly traded company, including customers, vendors and suppliers, prior to its public disclosure.

Example: When you know of a significant increase in loading from a customer which is likely to result in better financial performance of that customer, you must not act on such inside information.

If you have questions on this topic, consult the GLOBALFOUNDRIES Legal Department. Other countries outside the U.S. may have similar laws.



## **Waiver of the Standards**

The Company strongly discourages waiving these Standards for any employee and all such waivers must be approved by the General Counsel and must be in writing. Moreover, only the GLOBALFOUNDRIES Board of Directors may waive any Standard for officers and directors, and any such waiver must be promptly disclosed to shareholders and must be in writing.

## **Compliance with the Standards**

All employees and members of the GLOBALFOUNDRIES Board of Directors have a responsibility to understand and follow these Standards, as applicable, and perform their work with honesty and integrity, including in areas not specifically addressed by the Standards. Most employees will act with honesty and integrity, voluntarily and with commitment. However, if an employee violates these Standards or related Company policies and procedures, or any of the laws and regulations that govern our business, the Company will take immediate and appropriate action.

Depending on the nature, severity, and frequency of an employee's violation of these Standards or related Company policies or procedures, the Company will take appropriate corrective actions up to and including termination of employment.



## Reporting Concerns - GLOBALFOUNDRIES Ethics First Reporting Tool

The principles described in these Standards are critical to the Company's success, and the Company expects every employee to follow them. If you know of an unlawful or unethical situation, you should immediately tell GLOBALFOUNDRIES whatever you know or have heard about it and you can do so in one of several ways. Contacting your manager is the best place to start, but you can also contact the GLOBALFOUNDRIES Legal Department, use the Ethics First Reporting Tool, or you may raise your concern to senior management. GLOBALFOUNDRIES will promptly review your report of unlawful or unethical conduct, and GLOBALFOUNDRIES will not tolerate threats or acts of retaliation against you for making that report.

The GLOBALFOUNDRIES Ethics First Reporting Tool is available 24 hours a day, seven days a week, at 1-866-345-6885 (U.S.) or online at [www.globalfoundries.ethicspoint.com](http://www.globalfoundries.ethicspoint.com), where you can find direct dial and toll free access numbers for Singapore, Germany, Abu Dhabi and other Company locations. You can report through the Ethics First Reporting Tool anonymously, as permitted by applicable laws. **No Retaliation.** As mentioned above, regardless of the reporting method you choose to use, the Company has a non-retaliation policy with respect to good faith reports of compliance and ethics concerns or violations, which means you will not suffer any adverse employment action as a result of making such a report. The GLOBALFOUNDRIES Ethics First Reporting Tool is there to help, so please do not hesitate to use it.

Failure to discharge your reporting responsibility may be as serious as the suspected violation itself.



## References

### **1. Classes**

The Company offers live training classes in certain compliance areas. Check with the Company's Learning and Development Department for class offerings.

### **2. Company Policies Available Online**

HR Policies are published and available on GLOBALCONNECT. Country-specific HR policies are published on various other GLOBALFOUNDRIES corporate and intranet sites worldwide.

### **3. The GLOBALFOUNDRIES Ethics First Reporting Tool**

The GLOBALFOUNDRIES Ethics First Reporting Tool is available 24 hours a day, seven days a week, at 1-866-345-6885 (U.S.) or online at [www.globalfoundries.ethicspoint.com](http://www.globalfoundries.ethicspoint.com), where you can find direct dial and toll free access numbers for Singapore, Germany, Abu Dhabi and other Company locations.