



# Cirrus Logic Supplier Code of Conduct

Cirrus Logic, Inc. (“Cirrus”) is committed to the highest standards of product quality and business integrity in all relationships with its third party suppliers (“Suppliers”). Cirrus also commits to ensuring that working conditions in our supply chain are safe, that workers are treated with respect and dignity, and that manufacturing processes are environmentally and socially responsible.

To ensure our relationships with Suppliers meet and support these expectations, Cirrus has based its Supplier Code of Conduct (the “Code”) on the **Electronic Industry Code of Conduct (the “EICC”)**, and in some instances the Code goes further than the EICC to incorporate our customers’ requirements. As a condition of doing business with Cirrus, we expect our Suppliers to conform to these requirements and communicate the Code to their suppliers. Cirrus may visit Supplier facilities, with or without notice, to assess compliance to these requirements and will consider Supplier’s conformance when making sourcing and procurement decisions. Failure to comply with the standards and provisions set forth in the Code may result in Supplier disqualification.

The Code requires Suppliers to commit, in all of their activities, to operate in full compliance with the laws, rules and regulations of the countries in which they operate, and it encourages, and in some cases requires, Suppliers to go further, drawing upon internationally recognized standards, in order to advance social and environmental responsibility and business ethics.

The Code is made up of five sections. Sections A, B, and C outline standards for **Labor, Health and Safety**, and the **Environment**, respectively. Section D adds standards relating to **business ethics**. Section E outlines the elements of an acceptable **system to manage conformity** to this Code.

## A. LABOR

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Suppliers are committed to uphold the human rights of workers, and to treat them with dignity and respect as understood by the international community. This applies to all workers including temporary, migrant, student, contract, direct employees, and any other type of worker. Several internationally recognized standards, referenced at the end of this policy, were used in preparing the Code and may be a useful source of additional information.

The labor standards are:

- 1) **Freely Chosen Employment**  
Forced, bonded (including debt bondage) or indentured labor, involuntary prison labor, slavery or trafficking of persons shall not be used. This includes transporting, harboring, recruiting, transferring or receiving vulnerable persons by means of threat, force, coercion, abduction or fraud, or payments to any person having control over another person for the purpose of exploitation. All work must be voluntary and workers shall be free to leave work at any time or terminate their employment and shouldn’t be subject to unreasonable restrictions on movement within the workplace. Workers must not be required to surrender any government-issued identification, passports, or work

permits as a condition of employment. Supplier shall ensure that workers' contracts clearly convey the conditions of employment in a language understood by the workers.

Excessive fees are unacceptable and all fees charged to workers must be disclosed. Supplier shall ensure that the third-party recruitment agencies it uses are compliant with the provisions of the Code and the law. Suppliers recruiting foreign contract workers either directly or through third-party agencies shall be responsible for payment of all fees and expenses in excess of one month of the worker's anticipated net wages.

**2) Child Labor Avoidance**

Child labor is not to be used in any stage of manufacturing. The term "child" refers to any person under the age of 15 (or 14 where the law of the country permits), or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest. The use of legitimate workplace apprenticeship programs, which comply with all laws and regulations, is supported. Workers under the age of 18 shall not be required to work overtime, perform night work or perform work that is likely to jeopardize the health or safety of young workers, consistent with ILO Minimum Age Convention No. 138.

**3) Working Hours**

Studies of business practices clearly link worker strain to reduced productivity, increased turnover and increased injury and illness. Workweeks are not to exceed the maximum set by local law. Further, a workweek shall not be more than 60 hours per week, including overtime, except in emergency or unusual situations. Workers shall be allowed at least one day off per seven-day week and all overtime must be voluntary.

**4) Wages and Benefits**

Compensation paid to workers shall comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. In compliance with local laws, workers shall be compensated for overtime at pay rates greater than regular hourly rates. Deductions from wages as a disciplinary measure shall not be permitted. The basis on which workers are being paid is to be provided in a timely manner via pay stub or similar documentation. Supplier shall offer vacation time, leave periods and time off for legally recognized holidays.

**5) Humane Treatment**

There is to be no harsh and inhumane treatment including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers; nor is there to be the threat of any such treatment. Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to workers.

**6) Non-Discrimination**

Suppliers should be committed to a workforce free of harassment and unlawful discrimination. Companies shall not engage in discrimination based on race, color, age, gender, sexual orientation, ethnicity, disability, pregnancy, religion, political affiliation, union membership, national origin or marital status in hiring and employment practices such as promotions, rewards, and access to training. In addition, workers or potential workers should not be subjected to medical tests that could be used in a discriminatory way.

**7) Freedom of Association**

Open communication and direct engagement between workers and management are the most effective ways to resolve workplace and compensation issues. The rights of workers to associate freely, join or not join labor unions, seek representation, and join

workers' councils in accordance with local laws shall be respected. Workers shall be able to openly communicate and share grievances with management regarding working conditions and management practices without fear of reprisal, intimidation or harassment.

## **B. HEALTH and SAFETY**

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Suppliers recognize that in addition to minimizing the incidence of work-related injury and illness, a safe and healthy work environment enhances the quality of products and services, consistency of production and worker retention and morale. Suppliers also recognize that ongoing worker input and education is essential to identifying and solving health and safety issues in the workplace.

Recognized management systems such as OHSAS 18001 and ILO Guidelines on Occupational Safety and Health were used as references in preparing the Code and may be a useful source of additional information.

The health and safety standards are:

**1) Occupational Safety**

Worker exposure to potential safety hazards (e.g., electrical and other energy sources, fire, vehicles, and fall hazards) are to be controlled through proper design, engineering and administrative controls, preventative maintenance and safe work procedures (including lockout/tagout), and ongoing safety training. Where hazards cannot be adequately controlled by these means, workers are to be provided with appropriate, well-maintained, personal protective equipment. Workers shall have the right to refuse unsafe work and to report unhealthy working conditions and shall not be disciplined for raising safety concerns.

**2) Emergency Preparedness**

Potential emergency situations and events are to be identified and assessed, and their impact minimized by implementing emergency plans and response procedures including: emergency reporting, employee notification and evacuation procedures, worker training and drills, appropriate fire detection and suppression equipment, adequate exit facilities and recovery plans. To the extent that Supplier transports goods into the United States, Supplier shall comply with the C-TPAT (Customs-Trade Partnership Against Terrorism) security procedures on the U.S. Customs website at [www.cbp.gov](http://www.cbp.gov) or other website established for such purpose by the U.S. government).

**3) Occupational Injury and Illness**

Procedures and systems are to be in place to prevent, manage, track and report occupational injury and illness including provisions to: encourage worker reporting; classify and record injury and illness cases; provide necessary medical treatment; investigate cases and implement corrective actions to eliminate their causes; and facilitate return of workers to work.

**4) Industrial Hygiene**

Worker exposure to chemical, biological and physical agents is to be identified, evaluated, and controlled. Engineering or administrative controls must be used to control overexposures. When hazards cannot be adequately controlled by such means, worker health is to be protected by appropriate personal protective equipment programs.

**5) Physically Demanding Work**

Worker exposure to the hazards of physically demanding tasks, including manual material handling and heavy or repetitive lifting, prolonged standing and highly repetitive or forceful assembly tasks is to be identified, evaluated and controlled.

**6) Machine Safeguarding**

Production and other machinery shall be evaluated for safety hazards. Physical guards, interlocks and barriers are to be provided and properly maintained where machinery presents an injury hazard to workers.

**7) Sanitation, Food, and Housing**

Workers are to be provided with ready access to clean toilet facilities, potable water and sanitary food preparation, storage, and eating facilities. Worker dormitories provided by the Supplier or a labor agent are to be maintained to be clean and safe, and provided with appropriate emergency egress, hot water for bathing and showering, adequate heat and ventilation, and reasonable personal space along with reasonable entry and exit privileges.

**8) Health and Safety Communication**

Supplier shall provide workers with appropriate workplace health and safety training in their primary language. Health and safety related information shall be clearly posted in the facility. Supplier is encouraged to initiate and support worker health and safety committees to enhance ongoing health and safety education and to encourage worker input on, and participation in, health and safety issues in the workplace.

## **C. ENVIRONMENTAL**

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Suppliers recognize that environmental responsibility is integral to producing world class products. In manufacturing operations, adverse effects on the community, environment and natural resources are to be minimized while safeguarding the health and safety of the public. Recognized management systems such as ISO 14001 and the Eco Management and Audit System (EMAS) were used as references in preparing the Code and may be a useful source of additional information.

The environmental standards are:

**1) Environmental Permits and Reporting**

All required environmental permits (e.g. discharge monitoring), approvals and registrations are to be obtained, maintained and kept current and their operational and reporting requirements are to be followed.

**2) Pollution Prevention and Resource Reduction**

Waste of all types, including water and energy, are to be reduced or eliminated at the source or by practices such as modifying production, maintenance and facility processes, materials substitution, conservation, recycling and re-using materials. Supplier shall implement a systematic approach to prevent contamination of stormwater runoff and prevent illegal discharges and spills from entering storm drains.

**3) Hazardous Substances**

Chemicals and other materials posing a hazard if released to the environment are to be identified and managed to ensure their safe handling, movement, storage, use, recycling or reuse and disposal.

**4) Wastewater and Solid Waste**

Wastewater and solid waste generated from operations, industrial processes and

sanitation facilities are to be characterized, routinely monitored, controlled and treated as required prior to discharge or disposal.

**5) Air Emissions**

Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations are to be characterized, routinely monitored, controlled and treated as required prior to discharge.

**6) Product Content Restrictions**

Suppliers are to adhere to all applicable laws, regulations and customer requirements regarding prohibition or restriction of specific substances, including labeling for recycling and disposal.

**7) Boundry Noise**

Supplier shall identify, control, monitor and reduce noise generated by the facility that affects boundary noise levels.

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**D. ETHICS**

To meet social responsibilities and to achieve success in the marketplace, Suppliers and their agents are to uphold the highest standards of ethics including:

**1) Business Integrity**

The highest standards of integrity are to be upheld in all business interactions. Suppliers shall have a zero tolerance policy to prohibit any and all forms of bribery, corruption, extortion and embezzlement (covering promising, offering, giving or accepting any bribes). All business dealings should be transparently performed and accurately reflected on Supplier's business books and records. Monitoring and enforcement procedures shall be implemented to ensure compliance with anti-corruption laws and regulations of the countries in which it operates, including but not limited to, the Foreign Corrupt Practices Act (FCPA), and applicable international anti-corruption conventions.

**2) No Improper Advantage**

Bribes or other means of obtaining undue or improper advantage are not to be offered or accepted.

**3) Disclosure of Information**

Information regarding business activities, labor, health, environmental practices, structure, financial situation and performance is to be disclosed in accordance with applicable regulations and prevailing industry practices. Falsification of records or misrepresentation of conditions or practices in the supply chain are unacceptable.

**4) Intellectual Property**

Intellectual property rights are to be respected; transfer of technology and know-how is to be done in a manner that protects intellectual property rights.

**5) Fair Business, Advertising and Competition**

Standards of fair business, advertising and competition are to be upheld. Appropriate means to safeguard customer information must be available.

**6) Protection of Identity**

Programs that ensure the confidentiality and protection of supplier and employee whistleblowers are to be maintained.

- 7) **Responsible Sourcing of Minerals**  
Suppliers shall have a policy to reasonably assure that the tantalum, tin, tungsten and gold in the products they manufacture do not directly or indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses in the Democratic Republic of the Congo or an adjoining country. Suppliers shall exercise due diligence on the source and chain of custody of these minerals within its entire supply chain and make their due diligence measures available to customers upon customer request.
- 8) **Privacy**  
Suppliers are to commit to protecting the reasonable privacy expectations of personal information of everyone they do business with, including suppliers, customers, consumers and employees. Suppliers are to comply with privacy and information security laws and regulatory requirements when personal information is collected, stored, processed, transmitted, and shared.
- 9) **Non-Retaliation**  
Suppliers should have a communicated process for their personnel to be able to raise any concerns without fear of retaliation.
- 10) **Community Engagement**  
Supplier is encouraged to help foster social and economic development and contribute to the sustainability of the communities in which it operates.

## **E. MANAGEMENT SYSTEM**

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Suppliers shall adopt or establish a management system whose scope is related to the content of this Code. The management system shall be designed to ensure: (a) compliance with applicable laws, regulations and customer requirements related to the Supplier's operations and products; (b) conformance with this Code; and (c) identification and mitigation of operational risks related to this Code. It should also facilitate continual improvement.

The management system should contain the following elements:

- 1) **Company Commitment**  
Suppliers shall have a corporate social and environmental responsibility policy statements affirming Supplier's commitment to compliance and continual improvement, endorsed by executive management. Supplier should distribute this policy and/or post it in the primary local language at all its facilities.
- 2) **Management Accountability and Responsibility**  
Suppliers shall clearly identify company representative[s] responsible for ensuring implementation of the management systems and associated programs. Supplier shall have a Corporate Social Responsibility or Sustainability representative that reports directly to executive management and has the responsibility and authority to manage social and environmental compliance requirements for the business. Senior management shall review the status of the management system on a regular basis.

- 3) Legal and Customer Requirements**  
Suppliers shall have a process to identify, monitor and understand applicable laws, regulations and customer requirements, including the requirements of this Code.
- 4) Risk Assessment and Risk Management**  
Suppliers shall have a process to identify the environmental, health and safety and labor practice and ethics risks associated with Supplier's operations; to determine the relative significance for each risk; and to implement appropriate procedural and physical controls to control the identified risks and ensure regulatory compliance.
- 5) Improvement Objectives**  
Supplier shall use written performance objectives, targets and implementation plans to improve the Supplier's social and environmental performance, including a periodic assessment of Supplier's performance in achieving those objectives.
- 6) Training**  
Supplier shall develop and maintain management and worker training programs to facilitate proper implementation of its policies and procedures, to fulfill Supplier's improvement objectives and to meet applicable legal and regulatory requirements.
- 7) Communication**  
Supplier shall have a process for communicating clear and accurate information about Supplier's policies, practices, expectations and performance to workers, suppliers and customers.
- 8) Worker Feedback and Participation**  
Suppliers shall have ongoing processes to assess employees' understanding of and obtain feedback on practices and conditions covered by this Code and to foster continuous improvement.
- 9) Audits and Assessments**  
Supplier shall conduct periodic self-evaluations of its facilities and audit the operations of its subcontractors and next-tier suppliers to ensure conformity to legal and regulatory requirements, the content of the Code and customer contractual requirements related to social and environmental responsibility.
- 10) Corrective Action Process**  
Suppliers shall have a process for timely correction of deficiencies identified by internal or external assessments, inspections, investigations and reviews.
- 11) Documentation and Records**  
Suppliers shall create and maintain documents and records to ensure regulatory compliance and conformity to company requirements along with appropriate confidentiality to protect privacy.
- 12) Supplier Responsibility**  
Supplier shall have a process to communicate Code requirements to suppliers and to monitor supplier compliance to the Code.

## REFERENCES

The following standards were used in preparing this Code and may be a useful source of additional information.

Dodd-Frank Wall Street Reform and Consumer Protection Act  
[www.sec.gov/about/laws/wallstreetreform-cpa.pdf](http://www.sec.gov/about/laws/wallstreetreform-cpa.pdf)

Eco Management & Audit System  
[www.quality.co.uk/emas.htm](http://www.quality.co.uk/emas.htm)

EICC Code of Conduct (2012)  
[www.eicc.info/documents/EICCCodeofConductEnglish.pdf](http://www.eicc.info/documents/EICCCodeofConductEnglish.pdf)

Ethical Trading Initiative  
[www.ethicaltrade.org/](http://www.ethicaltrade.org/)

ILO Code of Practice in Safety and Health  
[www.ilo.org/public/english/protection/safework/cops/english/download/e000013.pdf](http://www.ilo.org/public/english/protection/safework/cops/english/download/e000013.pdf)

ILO International Labor Standards  
[www.ilo.org/public/english/standards/norm/whatare/fundam/index.htm](http://www.ilo.org/public/english/standards/norm/whatare/fundam/index.htm)

ISO 14001  
[www.iso.org](http://www.iso.org)

National Fire Protection Agency  
[www.nfpa.org/catalog/home/AboutNFPA/index.asp](http://www.nfpa.org/catalog/home/AboutNFPA/index.asp)

OECD Due Diligence Guidance  
[www.oecd.org/document/36/0,3746,en\\_2649\\_34889\\_44307940\\_1\\_1\\_1\\_1,00.html](http://www.oecd.org/document/36/0,3746,en_2649_34889_44307940_1_1_1_1,00.html)

OECD Guidelines for Multinational Enterprises  
[www.oecd.org](http://www.oecd.org)

OHSAS 18001  
[www.bsi-global.com/index.xalter](http://www.bsi-global.com/index.xalter)

SA 8000  
[www.cepaa.org/](http://www.cepaa.org/)

SAI  
[www.sa-intl.org](http://www.sa-intl.org) EICC Code of Conduct v4.0 12

Universal Declaration of Human Rights

[www.un.org/Overview/rights.html](http://www.un.org/Overview/rights.html)

United Nations Convention Against Corruption

[www.unodc.org/unodc/en/crime\\_convention\\_corruption.html](http://www.unodc.org/unodc/en/crime_convention_corruption.html)

United Nations Global Compact

[www.unglobalcompact.org](http://www.unglobalcompact.org)

UN Norms on the Responsibilities of Transnational Corporations and other Business Enterprises with  
Regard to Human Rights

[www.ohchr.org](http://www.ohchr.org)