



Cirrus Logic Supplier Code of Conduct

Cirrus Logic, Inc. and our wholly owned subsidiaries (collectively, "Cirrus Logic") are committed to the highest standards of product quality and business integrity in all relationships with our third party suppliers ("Suppliers"). Cirrus Logic 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 Logic has based its Supplier Code of Conduct (the "Code") on the Code of Conduct issued by the **Responsible Business Alliance (the "RBA")**(formerly the EICC), and in some instances this Code goes further than the RBA Code of Conduct to incorporate our customers' requirements. Additional customer specific requirements may be notified to Supplier from time to time. Those requirements should be read as forming part of this Code insofar as they relate to products produced or services provided for that customer. As a condition of doing business with Cirrus Logic, we expect our Suppliers to conform to these requirements and communicate this Code to their suppliers. Cirrus Logic may visit Supplier facilities to assess compliance to these requirements and will consider Suppliers' conformance when making sourcing and procurement decisions. Failure to comply with the standards and provisions set forth in this Code, or in such other customer-specific standards as may be notified to Supplier, may result in Supplier disqualification.

This 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 and/or Cirrus Logic 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.

This 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

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 also used in preparing this 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 or exploitative prison

labor, shall not be used, and slavery or trafficking of persons shall not be undertaken. 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 labor or services (including, but not limited to, 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 should not be subject to unreasonable restrictions on movement within the workplace. Suppliers must provide their workers with a written employment agreement, in their primary local language, that contains a description of terms and conditions of employment, prior (in the case of workers travelling from overseas) to the worker departing their home country. No changes shall be made to that agreement, unless required to meet local legal requirements, and such changes are equivalent or better for the worker. Employers and agents may not hold or otherwise destroy, conceal, confiscate or deny access by employees to their identity or immigration documents, such as government-issued identification, passports or work permits, unless they are required to do so by law. Workers shall not be required to pay employers' or agents' recruitment fees or other related fees for their employment. If any such fees are found to have been paid by workers, such fees shall be repaid to the worker. Suppliers shall ensure that any third-party recruitment agencies they use are compliant with the provisions of this Code and the law.

2) Young Workers

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 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 learning programs, which comply with all laws and regulations, is supported. Workers under the age of 18 shall not be required to perform work that is likely to jeopardize the health or safety of young workers (including night shifts and overtime), and all use of workers under the age of 18 shall be consistent with ILO Minimum Age Convention No. 138. Suppliers shall ensure proper management of student workers through proper maintenance of student records, rigorous due diligence of educational partners, and protection of students' rights in accordance with applicable law and regulations. Suppliers shall provide appropriate support and training to all student workers. Except as provided by applicable local law, the wage rate for student workers, interns and apprentices shall be at least the same wage rate as other entry-level workers performing equal or similar tasks

3) Working Hours

Studies of business practices clearly link worker strain to reduced productivity, increased turnover and increased injury and illness. Workweeks should generally not exceed 48 hours, or 60 hours including overtime, except in emergency or unusual situations, or (if shorter), the maximum duration set by local law. 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, and wages must be paid accurately and on time. For each pay period, workers shall be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed. All use of temporary, dispatch and outsourced labor will be within the limits of applicable local law.

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, gender identity and expression, ethnicity, disability, pregnancy, religion, political affiliation, union membership, national origin, covered veteran status, protected genetic information, marital status, or any other status protected by applicable national or local law, in hiring and employment practices such as wages, promotions, rewards, and access to training. Workers shall be provided with reasonable accommodation for religious practices. In addition, workers or potential workers should not be subjected to pregnancy or other medical tests or physical exams that could be used in a discriminatory way, except where required by applicable local laws or regulations or where prudent for workplace safety, and the results of any such tests undertaken in compliance with local laws shall not 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, bargain collectively, engage in peaceful assembly, form and/or join (or to 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 ideas, concerns and grievances with management regarding working conditions and management practices without fear of reprisal, intimidation or harassment.

B. HEALTH and SAFETY

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 this 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., chemical, electrical and other energy sources, fire, vehicles, and fall hazards) are to be identified and assessed, and 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 and educational materials about risks to them

associated with these hazards. Reasonable steps must also be taken to remove pregnant women/nursing mothers from working conditions with high hazards, to remove or reduce any workplace health and safety risks to pregnant women and nursing mothers including those associated with their work assignments, and to include reasonable accommodations for nursing mothers. Workers shall have the right to refuse unsafe work and to report unhealthy working conditions, and shall be encouraged to raise safety concerns. Suppliers shall obtain, maintain and comply with all required health and safety permits.

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. These plans and procedures must focus on minimizing harm to life, the environment, and property. To the extent that Suppliers transport goods into the United States, Suppliers shall comply with the C-TPAT (Customs-Trade Partnership Against Terrorism) security procedures on the U.S. Customs website at 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 according to a documented hierarchy of controls. 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. Protective programs shall include educational materials about the risks associated with these hazards.

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 Suppliers or a labor agent are to be maintained to be clean and safe, and provided with appropriate emergency exits, hot water for bathing and showering, adequate lighting, heat and ventilation, individually secured accommodations for storing personal and valuable items, and reasonable personal space along with reasonable entry and exit privileges.

8) Health and Safety Communication

Suppliers shall provide workers with appropriate workplace health and safety training in their primary language or in a language the worker can understand for all identified workplace hazards that workers are exposed to, including but not limited to mechanical, electrical, chemical, fire, and physical hazards. Health and safety related information shall be clearly posted in work facility, or in an identifiable and accessible location. Suppliers shall provide training to all workers prior to commencement of work, and regularly thereafter. Workers should be encouraged to raise safety concerns. Suppliers are 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

Suppliers must 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 this 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

The use of resources and generation of pollutants and 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. The use of natural resources, including water, fossil fuels, minerals and virgin forest products, is also to be conserved, by practices such as modifying production, maintenance and facility processes, materials substitution, conservation, recycling and re-using materials.

3) Hazardous Substances

Chemicals and other materials posing a hazard, to humans or the environment, 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) Solid Waste

Suppliers shall implement a systematic approach to identify, manage, reduce, and responsibly dispose of or recycle solid waste (non-hazardous).

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. Suppliers shall conduct routine monitoring of the performance of their air emission control systems.

6) Materials Restrictions

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

7) Water Management

Suppliers shall implement a water management program that documents, characterizes, and monitors water sources, use and discharge; seeks opportunities to conserve water; and controls channels of contamination. Wastewater generated from operations, industrial processes and sanitation facilities are to be characterized, routinely monitored, controlled and treated as required prior to discharge or disposal. In addition, measures should be implemented to reduce generation of wastewater. Suppliers shall conduct routine monitoring of the performance of their wastewater treatment and containment systems to ensure optimal performance and regulatory compliance. Suppliers shall implement a systematic approach to prevent contamination of storm water runoff. Suppliers shall prevent illegal discharges and spills from entering storm drains, the public water supply or public bodies of water.

8) Energy Consumption and Greenhouse Gas Emissions

Energy consumption and all relevant Scopes 1 and 2 greenhouse gas emissions are to be tracked and documented at the facility and/or corporate level. Suppliers are to look for cost-effective methods to improve energy efficiency and to minimize their energy consumption and greenhouse gas emissions.

9) Boundary Noise

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

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. All business dealings should be transparently performed and accurately reflected on Suppliers' 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 and Cirrus Logic operates including, but not limited to, the UK Bribery Act and the US 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 promised, offered, authorized, given or accepted. This prohibition covers promising, offering, authorizing, giving or accepting anything of value, either directly or indirectly through a third party, in order to obtain or retain business, direct business to any person, or otherwise gain an

improper advantage. Monitoring and enforcement procedures shall be implemented to ensure compliance with anti-corruption laws.

3) Disclosure of Information

All business dealings should be transparently performed and accurately reflected in Suppliers' business books and records. Information regarding business activities, Suppliers' labor, health and safety, 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 conducted in a manner that protects intellectual property rights, and customer information is to be safeguarded.

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 and Non-Retaliation

Programs that ensure the confidentiality, anonymity and protection of Supplier and employee whistleblowers are to be maintained unless prohibited by law. Suppliers should have a communicated process for their personnel to be able to raise any concerns without fear of retaliation.

7) Responsible Sourcing of Minerals

Suppliers shall develop particular due diligence policies and management systems in order to identify applicable risks and take appropriate steps to mitigate them. Specifically, 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, or other embargoed countries or defined high risk regions for the extraction or transit of relevant materials. Suppliers shall exercise due diligence on the source and chain of custody of these minerals as well as any others identified by customers that originate from regions with "high risks" (which include areas associated with conflict, worst forms of child labor, forced labor and human trafficking, gross human rights violations such as widespread sexual violence or other reasonably objective high risk activities, including severe health and safety risks and negative environmental impacts), 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) Community Engagement

Suppliers are encouraged to help foster social and economic development and contribute to the sustainability of the communities in which they operate.

E. MANAGEMENT SYSTEM

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 corporate social and environmental responsibility policy statements affirming Suppliers' commitment to compliance and continual improvement, endorsed by executive management. Suppliers should distribute these policies and/or post them in the primary local language at all its facilities.

2) Management Accountability and Responsibility

Suppliers shall clearly identify senior executive and company representative(s) responsible for ensuring implementation of their management systems and associated programs. Suppliers 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 their business. Suppliers' 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 legal compliance environmental, health and safety and labor practice and ethics risks associated with Suppliers' 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

Suppliers shall use written standards, performance objectives, targets and implementation plans to improve the Suppliers' social and environmental performance, including a periodic assessment of Suppliers' performance in achieving those objectives.

6) Training

Suppliers shall develop and maintain management and worker training programs to facilitate proper implementation of their policies and procedures, to fulfill Suppliers' improvement objectives and to meet applicable legal and regulatory requirements.

7) Communication

Suppliers shall have a process, including an effective grievance mechanism, for communicating clear and accurate information about Suppliers' 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

Suppliers shall conduct periodic self-evaluations of their facilities and audit the operations of their subcontractors and next-tier suppliers to ensure conformity to legal and regulatory requirements, the content of this Code and customer contractual requirements related to social and environmental responsibility.

Suppliers shall permit customers and a third party designated by a customer to periodically evaluate Suppliers' facilities and operations, and those of its subcontractors and next-tier suppliers, to the extent they are providing goods or services to a customer, for that customer's benefit, or for use in that customer's products.

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

Suppliers shall have a process to communicate Code requirements to suppliers and to monitor supplier compliance to this 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

Eco Management & Audit System

http://ec.europa.eu/environment/emas/index_en.htm

Ethical Trading Initiative

www.ethicaltrade.org/

ILO Code of Practice in Safety and Health

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

ISO 14001

www.iso.org

National Fire Protection Association

www.nfpa.org/catalog/home/AboutNFPA/index.asp

OECD Due Diligence Guidance

www.oecd.org/corporate/mne/mining.htm

OECD Guidelines for Multinational Enterprises

www.oecd.org/investment/mne/1903291.pdf

OHSAS 18001

www.bsigroup.com/en-GB/ohsas-18001-occupational-health-and-safety/

SA 8000

www.sa-intl.org/index.cfm?fuseaction=Page.ViewPage&PageID=937

Social Accountability International (SAI)

www.sa-intl.org

Universal Declaration of Human Rights

www.un.org/Overview/rights.html

United Nations Convention Against Corruption

www.unodc.org/unodc/en/treaties/CAC

United Nations Global Compact

www.unglobalcompact.org

United States Federal Acquisition Regulation

www.acquisition.gov/far

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

www.ohchr.org