Table of contents

p.1 Cover
p.2 Table of contents
p.3 Letter from our CEO
p.4 Our values
   Integrity
   Innovation
   Commitment
p.5 Ethics quick test
p.6 Code of Conduct
p.7 We act honestly and ethically
   a. Compliance with laws
   b. Open communications
   c. Honest reporting
   d. Data and privacy protection
   e. Respect for rights and property
   f. No improper gifts
   g. Anti-bribery and anti-corruption
   h. No improper payments
   i. No insider trading
   j. Compliance with import and export laws
p.8 Using the code
   Frequently asked questions
   a. Management and deployment of confidential information
   b. Anti-corruption
   c. Gifts and gratuities
   d. Transactions in TI stock by employees and directors
   e. We treat each other fairly and respectfully
      a. Respect for differences
      b. Valuing diversity
      c. Anti-discrimination
      d. No abuse or harassment
      e. Reporting concerns
      f. Create a positive work environment
   We protect the health and safety of our people and our environment
      a. Safe workplace
      b. Health, safety and environmental compliance
      c. Preparation for emergencies
      d. Preventing pollution
   We protect and preserve company assets from misuse or waste
      a. Preserving company assets
      b. Personal use of company assets
   We provide full and accurate information for use in internal and external reports
      a. Accurate record-keeping
      b. Factual external reporting
   We avoid conflicts of interest
      a. Protection of TI’s business decisions
      b. Avoidance of conflicts of interest
      c. Disclosure of conflict
   We compete fairly
      a. Respect for fair trade and advertising laws
      b. Avoid colluding or collaborating with competitors
      c. Export control
      d. Threat-free workplace
      e. Reporting safety risks
      f. Procurement policy
      g. Conflicts of interest
      h. Fair competition
      i. Approval required for communication with investors, analysts and media
p.9 We treat each other fairly and respectfully
   a. Respect for differences
   b. Valuing diversity
   c. Anti-discrimination
   d. No abuse or harassment
   e. Reporting concerns
   f. Create a positive work environment
p.10 We provide full and accurate information for use in internal and external reports
   a. Accurate record-keeping
   b. Factual external reporting
p.11 We protect and preserve company assets from misuse or waste
   a. Preserving company assets
   b. Personal use of company assets
   We protect the health and safety of our people and our environment
      a. Safe workplace
      b. Health, safety and environmental compliance
      c. Preparation for emergencies
      d. Preventing pollution
   We provide full and accurate information for use in internal and external reports
      a. Accurate record-keeping
      b. Factual external reporting
p.12 Using the code
   Frequently asked questions
      a. Management and deployment of confidential information
      b. Anti-corruption
      c. Gifts and gratuities
p.13 We avoid conflicts of interest
   a. Protection of TI’s business decisions
   b. Avoidance of conflicts of interest
   c. Disclosure of conflict
   We compete fairly
      a. Respect for fair trade and advertising laws
      b. Avoid colluding or collaborating with competitors
      c. Export control
      d. Threat-free workplace
      e. Reporting safety risks
      f. Procurement policy
      g. Conflicts of interest
      h. Fair competition
      i. Approval required for communication with investors, analysts and media
p.14 We provide full and accurate information for use in internal and external reports
   a. Accurate record-keeping
   b. Factual external reporting
p.15 We protect and preserve company assets from misuse or waste
   a. Preserving company assets
   b. Personal use of company assets
   We protect the health and safety of our people and our environment
      a. Safe workplace
      b. Health, safety and environmental compliance
      c. Preparation for emergencies
      d. Preventing pollution
      e. Reporting safety risks
      f. Procurement policy
      g. Conflicts of interest
      h. Fair competition
p.16 Reporting a concern
   TI Ethics Office
p.17 Important information
Though our products and markets have changed through the years, TI’s determination to do business the right way has remained constant. As TIers, we should be proud of our company’s legacy of high ethical standards, respect for people, and commitment to having a positive social, environmental and political impact around the world.

Throughout our history, TI’s high ethical standards have served our people, our customers, our communities and our business. And, to ensure we continue to operate with such high standards, each employee should be knowledgeable about our ethical standards and Code of Conduct and behave accordingly. If you believe that TI’s business or related activities are being conducted in an unethical manner or a manner that is not consistent with our Code of Conduct, I encourage you to report your concern to your supervisor, human resources representative, or the TI Ethics Office without fear of retaliation.

Great products alone aren’t enough to win in the long run. In our business, trust matters. A reputation for integrity is our most effective marketing tool. Our employees, customers, and other individuals and groups that we work with choose TI not only for our technology, but because we treat them with respect, deal with them fairly, and deliver on our commitments.

Rich Templeton
Chairman, President and Chief Executive Officer
At TI, our culture is driven by our core values of integrity, innovation and commitment. These values have been at the heart of who we are and how we behave for decades, dating back to our founders and their vision for TI at its inception in 1930. Certainly we’ve evolved along the way, taking into account changes in industry and in the world. But we are proud that TIers long since departed and the TI people of today share a bond through a common character and set of ethics that are instilled in our company’s DNA.

Integrity. Innovation. Commitment. We list them in this order for a reason.

**Integrity** is the cornerstone. We believe in doing the right thing. Always. It matters more to us than profits, and we expect it of all our people regardless of position or geography.

**Innovation** is our lifeblood. It is the way we solve problems and push the boundaries of what’s possible to create products that change our world for the better. We expect innovation in every organization and from every person.

**Commitment** is our promise. Our promise to each other, our stakeholders, and our communities. We commit to respect and value one another and to appreciate the unique perspective each person brings. We commit to respect our stakeholders by doing what we say we will. We commit to safeguard the environment and make our communities stronger. And finally, we commit to win, setting high expectations for our performance to help our customers succeed. Commitment is the responsibility of every TIer.

Together, these values set the foundation for how we behave at TI. They are roots that grow deeper year after year, and with them, we seek not to create a company that counts its years in decades, but one that thrives for hundreds.

Inside TI we have a simple phrase for reminding ourselves of these values: Know what’s right, do what’s right. It’s the mantra we work by.
Ethics quick test

When confronted with an ethical choice use this checklist as a guide. If you need help, please contact the Ethics Office.

The ethics quick test:

- Is the action **legal**?
- Does it comply with our **values**?
- If you do it, will you feel **bad**?
- How will it look in a **news story**?
- If you know it’s **wrong**, don’t do it!
- If you’re not sure, **ask**.

**Keep asking until you get an answer.**
Our Code of Conduct is grounded in our values. It lists specific behaviors that we expect from every TIer around the world. While it is expansive, it is not exhaustive. Employees are expected to use sound judgment and seek advice through their chain of leadership or through the TI Ethics Office regarding situations not covered here. Violations of the code may be punishable by reprimand or termination, and in some cases, are criminal offenses. No provision of this code may be waived for any director, officer or employee.

Watch the Code of Conduct video.
1. We act honestly and ethically.
   a. Obey the laws, rules and regulations in the countries where we operate. Promote awareness, understanding and compliance with laws. Require our suppliers to do the same. [Find out how to report a compliance concern.]
   b. Communicate openly and candidly with each other, our customers, our suppliers and our stakeholders.
   c. Report findings honestly.
   d. Protect the personal data and privacy of employees, customers and suppliers by deploying safeguards for data and information systems.
   e. Respect the rights and property of others, including intellectual property. Only accept confidential or trade-secret information after clearly understanding the obligations as defined in a nondisclosure agreement (NDA) or similar document. [Q&A*]

*Click “Q&A” for a commonly asked question and answer on this topic.
1. We act honestly and ethically (continued)

f. Do not make, solicit, accept, offer, authorize, approve or promise any sort of bribe, kickback or other improper payments for the purpose of retaining or securing a business advantage. Q&A*

g. Avoid and decline improper gifts. When exchanging business courtesies, meals and entertainment, avoid activity that could create the appearance that our decisions might be compromised. Avoid any gift or entertainment, even with customers, that could be considered inappropriate. Q&A*

h. Do not engage in bribery or corruption. Do not give or accept rewards or favors intended to influence or that could be perceived as intending to influence decisions by anyone in business or government.

i. Do not engage in insider trading. This is the buying or selling of TI shares or shares of a TI business partner when in possession of material, non-public information that if known would influence a typical investor. Q&A*

j. Follow all import and export laws and properly clear all goods through customs by ensuring that required information is accurately provided. Q&A*

*Cick “Q&A” for a commonly asked question and answer on this topic.
2. **We treat each other fairly and respectfully.**

a. Respect the differences inherent in all people without regard to position or level.

b. Understand, value and leverage the multitude of perspectives that people from diverse cultures offer. Diversity of thought makes us stronger.

c. Make all employment decisions – inclusive of hiring, promoting and compensating – without regard to race, color, religion, creed, disability, genetic information, national origin, gender, gender identity and expression, age, sexual orientation, or marital or veteran status (or any other status or characteristic protected by law).

d. Create a workplace in which everyone feels free to express their opinions and to raise questions and concerns to any level of management in a safe and supportive environment, without fear of harassment, retribution or retaliation.

e. Never engage in, nor tolerate the abuse or harassment of, employees, contractors, customers, suppliers or others. **Q&A**

f. Recognize and promptly report concerns about any illegal or unethical behavior. Reports made in good faith will be acted upon responsibly and without retaliation.

*Click “Q&A” for a commonly asked question and answer on this topic.*
3. We protect the health and safety of our people and our environment.

a. Maintain a safe workplace by following all safety rules, engaging in safety training, using protective equipment, and reporting illnesses or injuries. Know and follow the regulatory requirements that apply to the job.

b. Continuously assess potential health, safety and environmental risks presented by TI operations. Address those risks to avoid harmful impacts and avoid business disruptions. Prepare for emergencies with plans and procedures that are well-designed, well-understood and well-rehearsed.

c. Prevent pollution by recycling and reusing materials; controlling air emissions; treating wastewater before discharge; safely handling, storing and disposing hazardous materials; following laws, regulations and customer requirements that prohibit or restrict specified substances in TI products; and properly labeling TI products for disposal and recycling.

d. Notify customers and government agencies in a timely way when there is a safety concern with one of TI’s products.
4. We protect and preserve company assets from misuse or waste.
   a. Do not use company assets for outside business interests.
   b. Use company assets for personal purposes only on an infrequent, incidental basis with minimal expense to TI.

5. We provide full, fair and accurate information for use in internal and external reports, audits and communications.
   a. Keep verifiably accurate records.
   b. Record and report understandable information in an accurate and timely way about our operations, performance and results.

6. We avoid conflicts of interest.
   a. Protect the integrity of TI's business decisions by making sure each decision is made on the basis of what is best for the company. Q&A*
   b. Avoid conflicts of interest that could appear to favor personal interests above TI's.
   c. Excuse ourselves from discussions and decisions when our personal interests appear to interfere with TI's, and disclose the potential conflict to our supervisors.

7. We compete fairly.
   a. Respect all regulations and laws that govern fair trade and advertising.
   b. Do not collude or collaborate with competitors to divide markets, fix prices, restrict production or allocate customers. Q&A*

*Click “Q&A” for a commonly asked question and answer on this topic.
Using the code

Below are some questions that sometimes come to the Ethics Office to help you navigate the code and apply it to your situation.

1. Management and deployment of confidential information

Q: I need to work with a customer on a project and think that I should have them sign a nondisclosure agreement (NDA). However, I don’t know exactly when one is required and do not know the process involved.

A: An NDA should be signed before disclosing TI confidential information to another company or individual or before receiving confidential information from another company or individual. NDAs are obtained by making a request at TI’s NDA website. For more information, see SP&P 04-04-06: Management and Deployment of Confidential Information.

SP&P links are only accessible within TI.

2. Anti-corruption policy

Q: I understand that TIers may not directly pay bribes to government officials, but what about any improper payments made by a TI supplier or consultant who is acting for or on TI’s behalf – should I be concerned?

A: Yes, TI may be held liable for improper payments made by another company or individual who is acting for or on behalf of TI. TIers should not ignore the situation, but contact the Law Department or Ethics Office should they become aware of such circumstances. For more information, see SP&P 09-03-04: Foreign Corrupt Practices Act.

SP&P links are only accessible within TI.
Using the code

3. Gifts and gratuities

Q: One of my suppliers gave me a box of chocolates during the holiday season and I accepted it. We have a long-standing business relationship and I was afraid she would be offended if I refused. Did I make a mistake?

A: In cases such as this where the gift is relatively small and its refusal might give offense, it would be appropriate to accept the gift on behalf of your department. For more information, see SP&P 11-04-01: Gifts, Entertainment, Prizes, Rebates, Frequent Flyer (Traveler) Award Programs, and Certain Other Awards.

SP&P links are only accessible within TI.

4. Transactions in TI stock by employees and directors

Q: I overheard a phone conversation indicating that TI will announce an acquisition in a couple of days. Since I’m not part of the team working on the acquisition, can I trade in TI stock or the stock of the company we are about to acquire?

A: The information you have is likely going to be considered non public, material information that would prohibit you from trading in either company’s stock until the information becomes public. People convicted of insider trading face serious consequences including fines, prison and being prohibited from serving as an officer or director of a public company. For more information, see SP&P 11-04-02: Transactions in TI Stock by TI Employees and Directors.

SP&P links are only accessible within TI.
5. Export control

Q: My group has asked me to hand-carry a sample product from the U.S. to another country. Is there a problem with me doing this?

A: There is almost always an issue when we hand-carry. Check with global trade compliance personnel each time you are carrying product, software or technical information with you outside the country. Also, if you do not declare the samples as you enter a foreign country, you may be in violation of local import laws regarding smuggling. Any TIer who discovers or suspects a violation of export controls should immediately contact the Law Department or the Ethics Office. For more information, see SP&P 09-02-02: Export Control.

6. Threat-free workplace

Q: Someone is threatening to come to work and cause me harm. What should I do?

A: You should immediately report this situation to your manager, to Security and to your human resources representative. TI takes very seriously any situation that could threaten the safety or security of its employees. For more information, see People policies: Threat-Free Work Environment.

7. Reporting safety risks

Q: What do I do if I learn of a safety concern associated with a TI product?

A: To help achieve TI’s safety objectives in support of customers, if you receive information indicating a possible safety risk associated with a TI component, you are expected to raise the concern. Please immediately contact TI’s Product Safety Action Team at PSAT@list.ti.com. Safety risks include the potential for fire, electrical shock, casualty hazards, property damage or degradation of a TI component’s performance to industry safety standards where TI has claimed compliance. Even unconfirmed safety issues should be forwarded to the PSAT for review.
8. Procurement policy

Q: I am involved in the purchasing bid process for products used by my department. Occasionally, a supplier requests information regarding other bidders. How much information can I share?

A: All aspects of supplier bidding are confidential; this restriction includes any indication of supplier names and estimated pricing. For more information, see SP&P 08-04-01: Procurement Policy.

SP&P links are only accessible within TI.

9. Conflicts of interest

Q: Is it okay for me to go into business for myself, marketing a product that I developed as an employee of Texas Instruments?

A: There are several ways this situation could present a problem for you. If your product competes with a TI product, if it relates to any part of TI's business, or if your business interferes with your ability to get your TI job done, there is a potential problem. You definitely may not proceed if the product that you developed utilizes anything you learned at TI; and if the product you developed is within a field of interest to TI, you have likely already assigned ownership of it to TI. To ensure that there is not a conflict, you should disclose your plans to the Ethics Office or Law Department. For more information, see SP&P 11-04-03: Conflict of Interest and SP&P 07-04-03: Assignment of Inventions to TI and Release of Inventions to TIers. You may not use TI's assets in support of an outside business activity.

SP&P links are only accessible within TI.

10. Fair competition

Q: At a trade association meeting, one of our competitors began volunteering information about his company’s pricing strategy and the pricing strategy of one of our mutual competitors. He was sharing a lot of information about future price trends. Can I share this pricing information with TI's Sales and Marketing department?

A: No. You must always avoid discussing pricing with TI competitors or passing along such information internally or externally. If you find yourself in a meeting where a competitor is sharing pricing strategy information, you should politely disengage from the conversation and the setting. You should also make sure to document the departure in writing (e.g., make sure that the meeting secretary notes your departure in the trade association minutes, with a brief explanation). The perception could be created that you and TI are participating in a scheme to fix prices or another activity that would restrict free competition. You should contact the Law Department immediately and report what happened. For more information, see SP&P 06-01-06: Antitrust and Competition Law Compliance.

SP&P links are only accessible within TI.
Reporting a concern

Any TI employee, contractor, supplier, distributor or customer who has reason to believe that TI or a TI employee, contractor or other person(s) acting on TI's behalf has violated a law, statutory regulation, TI's Code of Conduct or corporate policy should report the suspected violation. Concerns may be reported to:

- Managers or supervisors;
- Human Resources representatives;
- TI's Ethics Office (see box at right);
- TI's Law Department;
- Individuals identified in the Standard Policies and Procedures (SP&P) covering the relevant subject matter of the suspected violation.

Investigations into reported concerns shall be conducted according to SP&P 04-05-05: Complaint Procedures and Investigations.

TI Ethics Office

<table>
<thead>
<tr>
<th>Contact the TI Ethics Office in Dallas</th>
<th>Phone</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Worldwide</td>
</tr>
<tr>
<td></td>
<td>U.S. &amp; Canada</td>
</tr>
<tr>
<td>Mail</td>
<td>Internal</td>
</tr>
<tr>
<td></td>
<td>External</td>
</tr>
<tr>
<td>Email</td>
<td>Worldwide</td>
</tr>
<tr>
<td>Online/anonymous</td>
<td>Worldwide</td>
</tr>
<tr>
<td>Accounting and audit hotline</td>
<td>U.S. and Canada</td>
</tr>
<tr>
<td></td>
<td>toll-free</td>
</tr>
<tr>
<td>Accounting and audit hotline: mail</td>
<td>Worldwide</td>
</tr>
</tbody>
</table>

SP&P link is only accessible within TI.
TI has policies and rules that complement and elaborate on our values and Code of Conduct. Employees should be familiar with policies and rules applicable to them.

Additional policies apply for certain situations or roles within TI:

- **Financial:** Control and Treasury Handbook policies
- **IT:** Information technology policies
- **People:** People policies
- **Safety:** Environmental, Safety and Health Standards
- **Semiconductor:** SC policies
- **Broad TI policies:** Standard Policies and Procedures applicable to TI
- **Code of ethics** for the chief executive officer and senior financial officers

Original Ethics Booklet: 1961

Copyright © 2015, Texas Instruments Incorporated

*Policy links are only accessible inside TI.*
IMPORTANT NOTICE AND DISCLAIMER

TI PROVIDES TECHNICAL AND RELIABILITY DATA (INCLUDING DATASHEETS), DESIGN RESOURCES (INCLUDING REFERENCE DESIGNS), APPLICATION OR OTHER DESIGN ADVICE, WEB TOOLS, SAFETY INFORMATION, AND OTHER RESOURCES “AS IS” AND WITH ALL FAULTS, AND DISCLAIMS ALL WARRANTIES, EXPRESS AND IMPLIED, INCLUDING WITHOUT LIMITATION ANY IMPLIED WARRANTIES OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE OR NON-INFRINGEMENT OF THIRD PARTY INTELLECTUAL PROPERTY RIGHTS.

These resources are intended for skilled developers designing with TI products. You are solely responsible for (1) selecting the appropriate TI products for your application, (2) designing, validating and testing your application, and (3) ensuring your application meets applicable standards, and any other safety, security, or other requirements. These resources are subject to change without notice. TI grants you permission to use these resources only for development of an application that uses the TI products described in the resource. Other reproduction and display of these resources is prohibited. No license is granted to any other TI intellectual property right or to any third party intellectual property right. TI disclaims responsibility for, and you will fully indemnify TI and its representatives against, any claims, damages, costs, losses, and liabilities arising out of your use of these resources.

TI’s products are provided subject to TI’s Terms of Sale (www.ti.com/legal/termsofsale.html) or other applicable terms available either on ti.com or provided in conjunction with such TI products. TI’s provision of these resources does not expand or otherwise alter TI’s applicable warranties or warranty disclaimers for TI products.

Mailing Address: Texas Instruments, Post Office Box 655303, Dallas, Texas 75265
Copyright © 2019, Texas Instruments Incorporated