

Earning Trust



**C&K Components
Code of Conduct**



TABLE OF CONTENTS

A Message from Lars Brickenkamp, Chief Executive Officer 3

Our Global Values 4

Our Code 5

Purpose and Overview 5

Employee Responsibilities 6

Making the Right Choice – Our Guidelines for Ethical Decision-making 6

Asking Questions and Reporting Concerns 7

Our Non-retaliation Policy 8

Accountability and Discipline 8

Waivers and Changes to the Code 8

A Safe, Respectful and Inclusive Workplace 9

Diversity, Equal Opportunity and Non-discrimination 9

Anti-harassment 9

Health and Safety 11

Protection of Information and Assets 12

Physical and Electronic Assets 12

Confidential Information and Intellectual Property 13

Data Privacy 15

Accurate Recordkeeping 15

Communicating on Behalf of C&K 17

Our Responsibility to Others 18

Fair Dealing 18

Interacting with Suppliers 19

Conflicts of Interest 19

Gifts and Entertainment 22

Compliance With the Law 24

Anti-corruption and Anti-bribery 24

Fair Competition and Antitrust 25

Global Trade Compliance 26

Anti-money Laundering 26

A Good Neighbor 27

Corporate Citizenship 27

Human Rights 27

The Environment 27

Annual Code of Conduct Acknowledgement 28

Resources 29



“Even though our business environment is ever-changing, our reputation for conducting business with integrity needs to remain the same.”

Lars Brickenkamp

A Message from Lars Brickenkamp, Chief Executive Officer

Our long legacy of success comes from providing customers with the superior technology and reliability their products demand. We work hard to provide best-in-class quality and components, but we also recognize our most important component is our unwavering commitment to integrity. Even though our business environment is ever-changing, our reputation for conducting business with integrity needs to remain the same. Do your part by upholding the highest ethical standards in all that you do.

Start by reading our Code of Conduct (“Code”). It will help you remain mindful of our commitments to each other, our customers, our business partners and the communities where we work and live. Read the Code and refer to it often for information about our professional responsibilities, including complying with the law and applying our Global Values each and every day.

The Code, of course, cannot answer all of your questions or address every situation, so it is important to use good judgment and ask questions when problems arise. If you have reason to believe that the Code or any of our policies, regulations or laws have been violated, please speak up. Our Code is a valuable resource, but it can’t be implemented without your help: Again, if you have a question or believe there may be a violation, speak up.

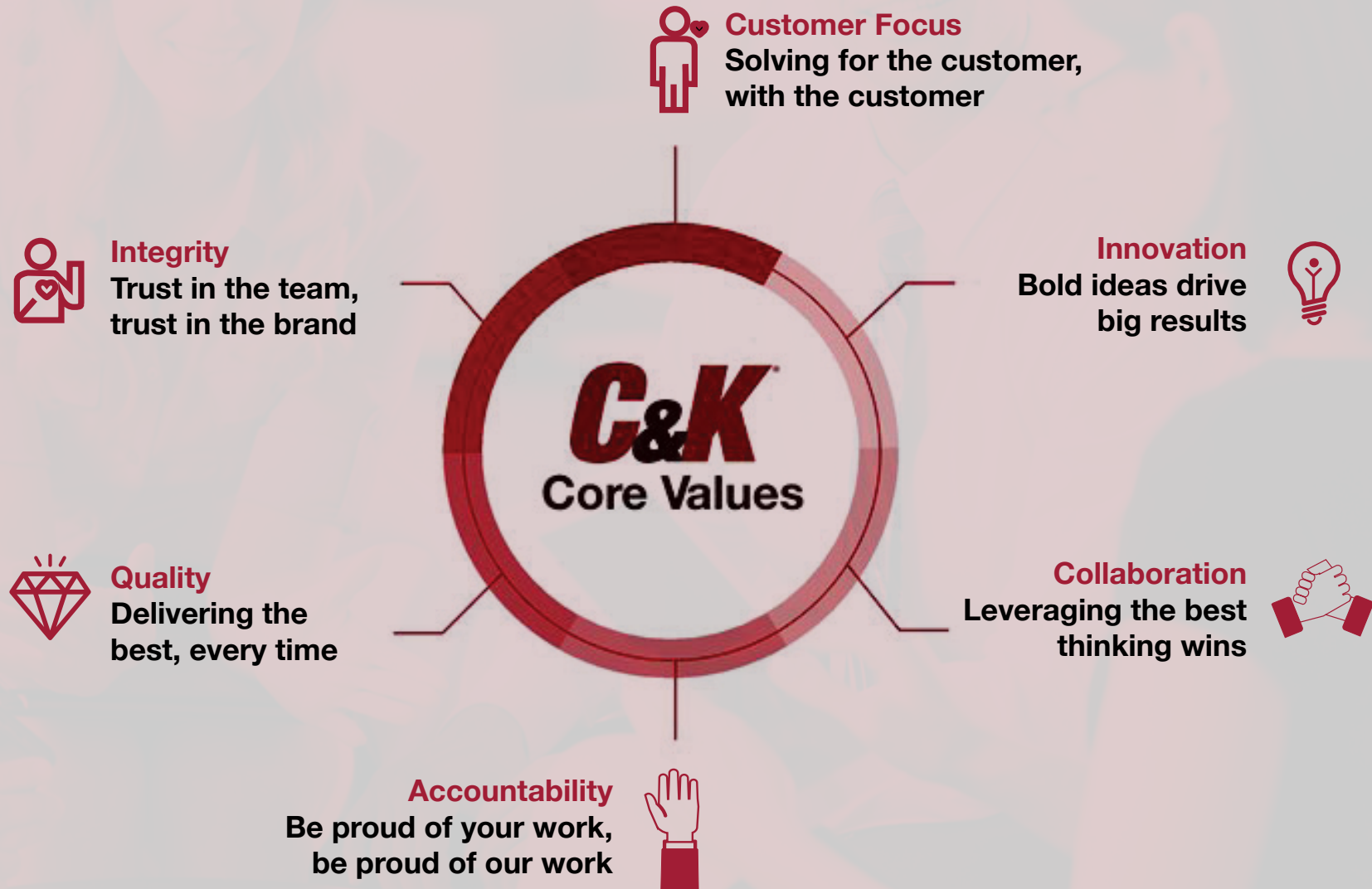
This is especially important in our industry and across our suppliers and customers. We operate in a culture that requires employees to meet certain ethical standards and hold each other, and ourselves, accountable. Help maintain our reputation as a company that conducts business with integrity. By working together and following the standards outlined in the Code, we will remain an industry leader that not only meets our business goals but is proud about how we achieve them.

Sincerely,

Lars Brickenkamp, Chief Executive Officer

Our Global Values

At C&K, we are in the business of making connections. It's no different when it comes to our corporate culture. In order to ensure we are all aligned, connected and working toward a shared vision, we incorporate our Global Values in everything we do.



Our Code

Purpose and Overview

Some of the most demanding industries rely on us to provide solutions for their complex problems. We have been able to earn their trust by building a reputation as a company that manufactures quality products and operates with integrity.

To us, operating with integrity means doing the right thing – whether or not anyone is watching us – at all times. By remaining honest, earning business fairly and demonstrating sound ethical principles at work, we've thrived in today's complex and competitive business environment.

Help us meet our commitments by looking to this Code for help and guidance. In it, you will find standards for:

- Ensuring compliance with applicable laws, regulations and C&K policies
- Promoting integrity and the highest standard of ethical conduct
- Helping us to avoid even the appearance of anything improper in connection with our Company's business activities

All employees of C&K Components and its subsidiaries, including corporate officers and board of directors, are required to read, understand and meet the standards and obligations in this Code.

All members of our global family including consultants, agents, suppliers, contractors and other third parties, serve as an extension of C&K. They are expected to follow the spirit of our Code, as well as any applicable contractual provisions, when working with or on behalf of C&K.

We have been able to earn their trust by building a reputation as a company that operates with integrity.

If you supervise our business partners or employees, you are responsible for communicating our standards and ensuring that they are understood. If a business partner fails to meet our ethics and compliance expectations or their related contractual obligations, it may result in the termination of their contract.



Our Code

Employee Responsibilities

Each of us must take responsibility for acting with integrity, even when this means making difficult choices. Meeting our responsibilities is what enables us to succeed and grow.

- **Always act in a professional, honest and ethical manner** when acting on behalf of our Company.
- **Know the information in the Code and Company policies** and pay particular attention to the topics that apply to your specific job responsibilities.
- **Complete all required employee training** in a timely manner and keep up-to-date on current standards and expectations.
- **Report concerns** about possible violations of our Code, our policies or the law to your manager, an executive or any of the resources listed in this Code.
- **Cooperate and tell the truth** when responding to an investigation or audit, and never alter or destroy records in response to an investigation or when an investigation is anticipated.

Remember: No reason, including the desire to meet business goals, should ever be an excuse for violating our Code, our policies or the law.

Making the Right Choice – Our Guidelines for Ethical Decision-making

Making the right decision is not always easy. There may be times when you'll be under pressure or unsure of what to do. Always remember that when you have a tough choice to make, you're not alone. There are resources available to help you.



Facing a Difficult Decision?

It may help to ask yourself:
Is it legal?

Is it consistent with our Code
and our Global Values?

Would I feel comfortable if my
decision or my actions were
made public?

Would I feel comfortable if
senior management and
others within my Company
knew about it?

If the answer to all of these questions is “yes,” the decision to move forward is probably OK, but if the answer to any question is “no” or “I’m not sure,” stop and seek guidance.

Remember, in any situation, under any circumstances, it is always appropriate to ask for help.

One More Thing ...

We value your feedback. If you have suggestions for ways to enhance our Code, our policies or our resources to better address a particular issue you have encountered, bring them forward. Promoting an ethical C&K is a responsibility we all share.

Our Code

Asking Questions and Reporting Concerns

If you see or suspect any violation of our Code, our policies or the law, or if you have a question about what to do, speak up.

If you're uncomfortable speaking with your manager, there are other resources available to help you:

- Contact a member of the Senior Leadership Team or the Executive Leadership Team.
- Contact Human Resources or the Legal Department.
- Use the Hotline, available via telephone and web portal ckcomponents.ethicspoint.com.

C&K will make every reasonable attempt to ensure that your concerns are addressed appropriately.

Our Non-retaliation Policy

C&K is committed to maintaining an environment in which employees can report, without fear of retaliation, any conduct they know to be or in good faith believe to be in violation of the Code, Company policies or the law. We will not tolerate threats or acts of retaliation against any employee who, in good faith, asks questions, provides information or makes a report of potential misconduct. It is a violation of the Code to retaliate against an employee who makes a complaint or raises an issue in good faith.

Reporting “in good faith” means making a genuine attempt to provide honest, complete and accurate information, even if it later proves to be unsubstantiated or mistaken.

What to Expect When You Use the Hotline

We have engaged an independent third-party provider to operate an ethics and compliance Hotline, available via telephone and [web portal](#). This service provides you with an alternative method to voice concerns you may have regarding possible violations of our Code, our policies or the law.

The Hotline is available 24 hours a day, 7 days a week. Trained specialists from an independent third-party provider of corporate compliance services will answer your call, document your concerns and forward a written report to C&K for further investigation.

When you contact the Hotline, you may choose to remain anonymous where allowed by local law. All reports will be treated equally whether they are submitted anonymously or not.

After you make a report, you will receive an identification number so you can follow up on your concern. Following up is especially important if you have submitted a report anonymously, as we may need additional information in order to conduct an effective investigation. This identification number will also enable you to track the resolution of the case; however, please note that out of respect for privacy, C&K will not be able to inform you about individual disciplinary actions.

Any report you make will be kept confidential by all individuals involved with reviewing and, if necessary, investigating it.

Remember, an issue cannot be addressed unless it is brought to someone's attention.

Our Code

Accountability and Discipline

Violating our Code, our policies or the law or encouraging others to do so, exposes C&K to liability and puts our reputation at risk. If an ethics or compliance problem does occur, you are encouraged to report it so that an effective solution can be developed. You should also understand that violations of laws or regulations may result in legal proceedings and penalties including, in some circumstances, criminal prosecution.

Waivers and Changes to the Code

On rare occasions, limited waivers of the Code may be necessary. Any waiver of this Code for executive officers or directors may be made only by a committee of the Chief Executive Officer, the Chief Financial Officer and the General Counsel and will be promptly disclosed as required by applicable laws, rules and regulations. From time to time we may revise the Code to reflect updated guidelines, change in legal requirements or changes to C&K policies.



A Safe, Respectful and Inclusive Workplace

Diversity, Equal Opportunity and Non-discrimination

C&K helps bring together employees with a wide variety of backgrounds, skills and cultures. Combining such a wealth of talent and resources creates the diverse and dynamic teams that consistently drive our results.

Our colleagues, job applicants and business partners are entitled to respect and should be judged on the basis of their qualifications, demonstrated skills and achievements.

We support laws prohibiting discrimination based on protected characteristics such as a person's race, color, gender, national origin, age, religion, disability, veteran status, marital status or sexual orientation.



Do the Right Thing



- Treat others respectfully and professionally at all times.
- Promote diversity in hiring and other employment decisions.
- Do not discriminate against others on the basis of any characteristic protected by law or Company policy.

Watch Out For



- Comments, jokes or materials, including emails, which others might consider offensive.
- Inappropriate bias when judging others. If you supervise others, judge them on performance. Avoid introducing unrelated considerations into your decisions. Use objective, quantifiable standards.

Anti-harassment

We all have the right to work in an environment that is safe, respectful, inclusive and free from intimidation, harassment and abuse.

Verbal or physical conduct by any employee that harasses another, disrupts another's work performance or creates an intimidating, offensive, abusive or hostile work environment will not be tolerated.

A Safe, Respectful and Inclusive Workplace

At C&K, We Do Not Tolerate:

- Threatening remarks, obscene phone calls, stalking, bullying or any other form of harassment.
- Causing physical injury to another.
- Intentionally damaging someone else's property or acting aggressively in a manner that causes someone else to fear injury.
- Threatening, intimidating or coercing others on or off the premises – at any time, for any purpose.
- Weapons in the workplace – this includes not only our facilities, but also parking lots and alternate work locations maintained by our Company.

Do the Right Thing



- Help each other by speaking out when a coworker's conduct makes you or others uncomfortable.
- Never tolerate sexual harassment including requests for sexual favors or other unwelcome verbal or physical conduct of a sexual nature.
- Demonstrate professionalism. Do not visit inappropriate internet sites or display sexually explicit or offensive pictures.
- Promote a positive attitude toward policies designed to build a safe, ethical and professional workplace.
- Report all incidents of abuse, harassment, bullying and intimidation that may compromise our ability to work together and be productive.

Watch Out For



- Unwelcome remarks, gestures or physical contact.
- The display of sexually explicit or offensive pictures or other materials.
- Sexual or offensive jokes or comments (explicit or by innuendo) and leering.
- Verbal abuse, threats or taunting.

Sexual Harassment

A common form of harassment is sexual harassment, which in general occurs when:

- Actions that are unwelcome are made a condition of employment, promotion or used as the basis for other employment decisions such as a request for a date, a sexual favor or other similar conduct of a sexual nature.
- An intimidating, offensive or hostile work environment is created by unwelcome sexual advances, insulting jokes or other offensive verbal or physical behavior of a sexual nature.



[C&K Sexual Harassment Policy](#)

A Safe, Respectful and Inclusive Workplace

Health and Safety

Ensuring safety is an integral part of everything we do. Each of us is responsible for acting in a way that protects other employees and our workplace.

We can only achieve our goal of a safe and healthy workplace through the active participation and support of everyone. Situations that may pose a health, safety or environmental hazard should be reported immediately. All reports can be made without fear of reprisal, retribution or intimidation.

Safety is a condition of employment, and we expect the commitment of each employee to make C&K an accident-free workplace.

Do the Right Thing



- Observe the safety, security and health rules and practices that apply to your job.
- Notify your manager or Human Resources immediately about any unsafe equipment or any situation that could pose a threat to health or safety or damage the environment
- Maintain a neat, safe working environment by keeping workstations, aisles and other work-spaces free from obstacles, wires and other potential hazards.

Watch Out For



- Unsafe practices or unacceptable work conditions.
- Carelessness in enforcing security standards, such as facility entry procedures and password protocols.

Alcohol and Drugs

While at work or on Company business:

- You should be always ready to carry out your work duties – never impaired.
- Do not use, possess or be under the influence of illegal drugs or any substance that could interfere with a safe and effective work environment or harm our Company's reputation.

Workplace Violence

Violence of any kind has no place at C&K. We will not tolerate:

- Intimidating, threatening or hostile behavior.
- Causing physical injury to another.
- Acts of vandalism, arson, sabotage or other criminal activities.
- The carrying of weapons onto Company property.
- Possession of a firearm, explosive or other dangerous weapon on C&K premises.
- Inflicting or threatening injury or damage to another person's life, health, well-being, family or property.

Protection of Information and Assets

Physical and Electronic Assets

We are entrusted with Company assets and are personally responsible for protecting them and using them with care. Company assets include funds, facilities, equipment, information systems, intellectual property and confidential information. It is C&K policy that non-C&K equipment may not be connected to or access data from the C&K network.

Personal use of Company assets is discouraged, but where permitted, should be kept to a minimum and have no adverse effect on the asset itself, productivity and the work environment.

Do the Right Thing



- Do not use C&K equipment or information systems to create, store or send content that others might find offensive.
- Do not share passwords or allow other people, including friends and family, to use C&K resources.
- Only use software that has been properly licensed. The copying or use of unlicensed or “pirated” software on Company computers or other equipment to conduct Company business is strictly prohibited. If you have any questions about whether or not a particular use of software is licensed, contact the IT Department. Do not disable or remove C&K installed virus protection or security software.

Watch Out For



- Requests to borrow or use C&K equipment without approval.
- Unknown individuals without proper credentials entering our facilities.
- Excessive use of C&K resources for personal purposes.



Protection of Information and Assets

Confidential Information and Intellectual Property

C&K commits substantial resources to technology development and innovation. The creation and protection of our intellectual property rights are critical to our business. Intellectual property includes items such as proprietary information, trade secrets, trademarks and patents and confidential information entrusted to us by others.

Each of us must be vigilant and protect C&K confidential information and intellectual property. This means keeping it secure, limiting access to those who have a need to know in order to do their job and only using it for authorized purposes.

Be aware that the obligation to restrict your use of C&K confidential information and intellectual property continues even after employment ends.



Do the Right Thing



- Properly label confidential information to indicate how it should be handled, distributed and destroyed.
- Be sure that C&K has a signed non-disclosure agreement before disclosing any C&K confidential information to a third party.
- Use and disclose confidential information only for legitimate business purposes.
- Protect our intellectual property and confidential information by sharing it only with authorized parties.
- Only store or communicate Company information using C&K information systems.

Watch Out For



- Discussions of C&K confidential information in places where others might be able to overhear – for example on planes and elevators and when using mobile phones.
- Sending confidential information to unattended fax machines or printers.

Protection of Information and Assets

Intellectual Property

Intellectual property (IP) is an important asset that must be protected. Examples of our IP include:

- Business and marketing plans
- Company initiatives (existing, planned, proposed or developing)
- Customer lists
- Trade secrets and discoveries
- Methods, know-how and techniques
- Innovations and designs
- Systems, software and technology
- Patents, trademarks and copyrights

Contact the Legal Department if you receive any statements or questions from third parties regarding (1) the scope of C&K intellectual property rights, (2) the applicability of C&K rights to another company's products or (3) the applicability of a third party's IP rights to C&K's IP rights or products, (4) any other questions regarding intellectual property.

Promptly disclose to Company management any inventions or other IP that you create while you are employed by C&K.

Our customers, business partners and others place their trust in us. We must protect their confidential information using the same degree of care that we use to protect our own confidential information.

Do the Right Thing



- Understand the expectations of customers and business partners regarding the protection, use and disclosure of the confidential information that they provide to us.
- Limit any access to third-party confidential information to those persons who have a need to know in order to do their job, and only for authorized purposes. Inform those with whom you share the information that it is subject to a non-disclosure agreement between C&K and a third party.
- Immediately report any loss or theft of confidential or personal identifying information to your manager and the data privacy officer.

Watch Out For



- Requests by business partners for confidential information about our customers or about other business partners if there is no associated business requirement or authorization.
- Unintentional exposure of confidential information about our customers or business partners in public settings or through unsecure networks.
- Only record or retain personal information if it has a related business usage or purpose.
- If you create a file or database containing personal information, you must notify C&K's data privacy officer.
- If you are forwarding any personal information to a third party, you must verify that the third party complies with all data privacy laws and regulations.

Protection of Information and Assets

Data Privacy

We respect the personal information of others. Follow our policies and all applicable laws including the EU/EEA General Data Protection Regulation and other federal, state and local regulations statutes on data protection and privacy in collecting, accessing, using, storing, sharing and disposing of sensitive information. Only use it – and share it with others outside of C&K – for legitimate business purposes and in strict conformance with the C&K Data Privacy Policy.

Make sure you know the kind of information that is considered personal information. It includes anything that could be used on its own or with other information to identify, contact or locate someone, either directly or indirectly, such as a name, address, email address, phone number or credit card number. Be sure there is a legitimate business purpose if forwarding personal information to a third party

Watch Out For



- Sending sensitive information to unattended fax machines or printers.
- Failing to shred or securely dispose of sensitive information.
- Using “free” or individually purchased internet hosting, collaboration or cloud services.

Accurate Recordkeeping

The accuracy and completeness of our disclosures and business records is essential to making informed decisions and to supporting investors, regulators and others. Our books and records must accurately and fairly reflect our transactions in sufficient detail and in accordance with our accounting practices and policies.

Some employees have special responsibilities in this area. If you are involved in any aspect of our financial reporting, make sure you meet all applicable procedural and legal requirements. Take care to ensure reports or disclosures about our financial records are full, fair, accurate, complete, objective and timely and never falsify or mischaracterize any book, record, account, entry or transaction that relates to C&K.

Records Management

Documents should only be disposed of in compliance with C&K policies and should never be destroyed or hidden. You must never conceal wrongdoing or permit others to do so. Never destroy documents in response to – or in anticipation of – an investigation, audit or lawsuit.

If you have any questions or concerns about retaining or destroying corporate records, please contact Human Resources, Finance or the Legal Department.

Remember, everyone at C&K contributes to the process of recording business results and maintaining records. Whether you are filing an expense report, preparing a financial statement or simply completing a time sheet, be honest, accurate and complete.

Protection of Information and Assets

Do the Right Thing



- Create business records that accurately reflect the truth of the underlying event or transaction. Be guided by the principles of transparency and truthfulness.
- Write carefully in all of your business communications. Write as though someday the records you create may become public documents.

Watch Out For



- Records that are not clear and complete or that obscure the true nature of any action.
- Undisclosed or unrecorded funds, assets or liabilities.
- Improper destruction of documents.

All employees are expected to fully cooperate with internal and external investigations and audits that are conducted by our Company. In addition, in the course of business, you may receive inquiries or requests from government officials.

You are expected to fully cooperate and ensure that any information you provide is true, accurate and complete. If you are contacted by a government official or if you learn of a potential government investigation or inquiry, immediately notify your manager, your local controller or the Legal Department before taking or committing to any action.

Watch Out For



- Falsified information. Never destroy, alter or conceal any document in anticipation of or in response to a request for these documents.
- Unlawful influence. Never provide or attempt to influence others to provide incomplete, false or misleading statements to a Company manager, our auditors or to a government investigator.



Protection of Information and Assets

Communicating on Behalf of C&K

We are committed to maintaining honest, professional and lawful internal and public communications.

It is important that we use a consistent voice when making disclosures or providing information to our banks, our customers or to the public. For this reason, it is important that only authorized persons speak on behalf of C&K. Communications with media, investors, stock analysts and other members of the financial community should be referred to executive management.

Full, Fair and Timely Disclosures

C&K is committed to meeting its obligations of full, fair and timely disclosure in all reports and documents that describe our business and financial results and other public communications.



Watch Out For



- Giving public speeches, writing articles for professional journals, giving interviews to the press or other media or other public communications such as blogging or tweeting or participation in internet discussion groups, chat rooms, bulletin boards, social media sites or other electronic communications that relate to C&K without appropriate management approval.
- The temptation to use your title or affiliation outside of your work for C&K without it being clear that the use is for identification only.
- Invitations to speak “off the record” to journalists, the media or analysts who ask you for information about C&K or its customers or business partners.

Be careful when writing communications that might be published online. If you participate in internet discussion groups, chat rooms, bulletin boards, blogs, social media sites or other electronic communications, even under an alias, unless authorized, never give the impression that you are speaking on behalf of C&K.

If you believe a false statement about our Company has been posted, do not post or share nonpublic information, even if your intent is to “set the record straight.” Your posting might be misinterpreted, start false rumors or may be inaccurate or misleading. Instead, contact your controller, executive management or the Legal Department.

Our Responsibility to Others

Fair Dealing

We treat our customers, suppliers and other business partners fairly. We work to understand and meet their needs, while always remaining true to our own values and ethical standards. We tell the truth about our services and capabilities and never make promises we can't keep.

In short, we treat our customers, suppliers and business partners as we would like to be treated.

Do the Right Thing



- Treat each customer fairly and honestly.
- Speak up and talk to your manager if you have concerns about any error, omission, undue delay or defect in quality or our customer service.
- Promptly raise with your manager or the Legal Department any potential conflict of interest between you, our customers, our suppliers or our Company.
- Never follow a customer's request to do something that you regard as unethical or unlawful. If you are unsure, seek advice.
- Be responsive to customer requests and questions. Only promise what you can deliver and deliver on what you promise. Seek advice if you are uncertain.

Watch Out For



- Pressure from colleagues or managers to cut corners on quality or delivery standards.
- Temptations to tell customers what you think they want to hear rather than the truth; if a situation is unclear, begin by presenting a fair and accurate picture as a basis for decision.



What if?....

A long-time, trusted vendor recently offered me a commission in exchange for securing an annual contract for her company. We planned on giving her the contract anyway. Is there any problem with this?

Yes, a “commission” for doing business is another word for kickback or a bribe, both of which are unethical and potentially illegal. You must advise the vendor that you are not permitted to accept the commission and report the vendor’s offer to your manager or a senior executive.

Interacting with Suppliers

C&K evaluates and engages with qualified suppliers (including vendors) on an objective basis grounded in fairness. When selecting suppliers, we assess each supplier’s ability to satisfy our business and technical needs and requirements. We also make purchasing decisions based on the long-term cost and benefit to C&K. All agreements are negotiated in good faith.

Conflicts of Interest

A conflict of interest can occur whenever you have a competing interest that may interfere with your ability to make an objective decision on behalf of C&K. Each of us is expected to use good judgment and avoid situations that can lead to even the appearance of a conflict, which can undermine the trust others place in us and damage our reputation.

Conflicts of interest may be actual, potential or even just a matter of perception. Since these situations are not always clear-cut, you need to fully disclose them to your manager, a senior executive or the Legal Department so that we can properly evaluate, monitor and manage them.

Our Responsibility to Others

Do the Right Thing



- Avoid conflict of interest situations whenever possible.
- Always make business decisions in the best interest of C&K.
- Promptly discuss with your manager, a senior executive or the Legal Department full details of any situation that could be perceived as a potential conflict of interest.
- Think ahead and proactively address situations that may put your interests or those of a family member in potential conflict with C&K's interests. When in doubt, seek advice.

Be alert to situations, including the following, which are common examples of potential conflicts of interest:

Corporate opportunities

If you learn about a business opportunity because of your job, it belongs to C&K first. This means that you should not take that opportunity for yourself unless you get approval from local management and the Legal Department.

Friends and relatives

On occasion, it is possible that you may find yourself in a situation where you are working with a close friend or relative who works for a customer, supplier or competitor. Since it is impossible to anticipate all situations that may create a potential conflict, you should promptly disclose your situation to your manager in order to determine if any precautions need to be taken.

Outside employment

To ensure that there are no conflicts and that potential issues are addressed, you always need to disclose and discuss any potential outside employment with your manager. If approved, you must ensure that the outside activity does not interfere with your work at C&K. Working for a competitor, supplier or customer may raise conflicts that will need to be resolved. Also, any approved side or personal business should not compete with C&K.

Personal investments

A conflict can occur if you have a significant ownership or other financial interest in a competitor, vendor, supplier or customer. Make sure you know what's permitted – and what's not – by our policies and seek help with any questions.

Civic activities

Unless Company management specifically asks you to do so or upon your request, you receive prior approval from management, do not accept a seat on the board of directors or advisory board of any of our competitors, suppliers, customers, partners or industry trade associations, especially if your current job gives you the ability to influence C&K's relationship with them.



What if?....

What if I have financial interest in a firm that's a supplier, vendor or competitor of C&K? Is that a conflict of interest?

Possibly. You need to talk with the Legal Department who will let you know whether it's appropriate to continue the relationship and under what conditions.

My spouse's company is bidding on a contract with C&K, but it's for work in a different department, one where I have no decision-making authority. Do I need to disclose this to my manager?

Yes. Even though you might not have any direct control over the outcome of the bid, the fact that your spouse has connections to C&K might give the appearance of a conflict of interest.

....What if?

Our Responsibility to Others

Gifts and Entertainment

A modest gift may be a thoughtful “thank you,” or a meal may be an appropriate setting for a business discussion. If not handled carefully, however, the exchange of gifts and entertainment may appear to be a bribe, create a conflict of interest, favoritism or other misconduct. This is especially true if it happens frequently, or if the value is large enough that someone may think it can improperly influence a business decision. Proper records of such expenses must also be created and maintained.

We do not accept or provide gifts, favors or entertainment – even if it complies with our policies – if the intent is to improperly influence any decision.

Do the Right Thing



- Only provide and accept gifts and entertainment that are reasonable complements to business relationships.
- Exchange modest gifts and entertainment that foster goodwill in business relationships, but never provide or accept gifts or entertainment that obligate or appear to obligate the recipient.
- Never accept gifts of any kind from a business partner with whom you are involved in contract negotiations.
- Understand and comply with the policies of the recipient’s organization before offering or providing even modest gifts, favors or entertainment.
- Never offer or accept cash or cash equivalents.
- Do not request or solicit personal gifts, favors, entertainment or services.

- Raise a concern whenever you suspect that a colleague, third party or other agent of the Company may be engaged in any attempt to improperly influence a decision of a customer or government official.

Watch Out For



- Situations that could embarrass you or our Company, including entertainment at sexually oriented establishments.
- Gifts, favors or entertainment that may be reasonable for a privately owned customer but not for a government official or agency.



What if?....

When traveling, I received a gift from a business partner that I believe was excessive. What should I do?

You need to let your manager and the Legal Department know as soon as possible. We may need to return the gift with a letter explaining our policy. If a gift is perishable or impractical to return, another option may be to distribute it to employees or donate it to charity, with a letter of explanation to the donor.

During contract negotiations with a potential new supplier, the new supplier mentioned that they had a complimentary registration to a local business seminar. They are unable to attend and asked if I would like to go in their place. I had been thinking of attending the seminar anyway, since the subject of the seminar applies to my work. There's no personal gain to me, it would be good for C&K and it would be a shame to waste the registration. I planned on saying "yes," but now I wonder if that would be the right decision.

You should decline the offer. If you are involved in contract negotiations, you must never accept any gifts while the negotiation process is ongoing. Accepting gifts during negotiations can give the appearance of something improper and is always inappropriate.

....What if?

Compliance with the Law

Anti-corruption and Anti-bribery

We believe that all forms of bribery and other corrupt practices are an inappropriate way to conduct business regardless of local custom. C&K is committed to complying with all applicable anti-corruption and anti-bribery laws including without limitation, the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, the French Law on Transparency and the People's Republic of China Anti-unfair Competition Law ("AUCL").

We do not pay or accept bribes, kickbacks or facilitation payments, at any time for any reason. This applies equally to any person or firm who represents C&K. The only possible exception is if a potentially improper payment is necessary to protect an individual's health or safety. In such a situation, if reasonably practicable prior to taking action you should report this to senior management or the Legal Department for guidance.

Key Definitions – Bribery, Corruption and Facilitation Payments

Bribery means giving or receiving anything of value (or offering to do so) in order to obtain a business, financial or commercial advantage.

Corruption is the abuse of an entrusted power for private gain.

Facilitation Payments are typically small payments to a low-level government official that are intended to encourage the official to perform his responsibilities.

It is especially important that we exercise due diligence and carefully monitor third parties such as distributors or third-party sales representatives acting on our behalf. We carefully screen all third parties, including suppliers, consultants and vendors who work on our Company's behalf, particularly when dealing in countries with

high corruption rates and in any situations where "red flags" would indicate further screening is needed before retaining or doing business with the third party. Third parties must understand that they are required to operate in strict compliance with our standards and to maintain accurate records of all transactions.

Do the Right Thing



- Never give anything of value inconsistent with local laws and regulations to any government official. If you are not sure of the local laws, the safest course of action is to not give anything of value.
- Understand the standards set forth under anti-bribery laws, including the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, the French Law on Transparency, the People's Republic of China Anti-unfair Competition Law and Article 164 of the PRC Criminal Law and other applicable competition laws which may apply to your role at C&K.
- Accurately, promptly and completely record all payments to third parties.

Watch Out For



- Apparent violations of anti-bribery laws by our business partners.
- Agents who do not wish to have all terms of their engagement with C&K clearly documented in writing or require C&K to make payments to a third party, to a location in a different country or in cash. If these situations arise, seek guidance.

Compliance with the Law

Fair Competition and Antitrust

We believe in free and open competition and never engage in improper practices that may limit competition. We never look to gain competitive advantages through unethical or illegal business practices.

Antitrust laws are complex and compliance requirements can vary depending on the circumstances and the applicable jurisdiction where you are located, but in general, the following activities are red flags and should be avoided and, if detected, reported to the Legal Department:

- Sharing our Company's competitively sensitive information including technical information, pricing, sales strategies or customer lists with a competitor.
- Sharing competitively sensitive information of business partners or other third parties with their competitors.
- Attempting to obtain nonpublic information about competitors from new hires or candidates for employment.

Do the Right Thing



- Do not enter into agreements with competitors or others to engage in any anti-competitive behavior, including setting prices or dividing up customers, suppliers or markets.
- Do not engage in conversations with competitors about competitively sensitive information such as pricing, customer lists or allocations of markets or customers.
- When in doubt, seek advice.

Watch Out For



- Collusion – when competing companies secretly communicate or agree on how they will compete. This could include agreements or exchanges of information on pricing, terms, wages or allocations of markets or customers.
- Bid-rigging – when competitors or service providers manipulate bidding so that fair competition is limited. This may include comparing bids, agreeing to refrain from bidding or knowingly submitting noncompetitive bids.
- Tying – when a company with market power forces customers to agree to accept services or products that they do not want or need in order to obtain the products they want.
- Predatory pricing – when a company with market power sells a service or product below cost to eliminate or harm a competitor, with the intent to recover the loss of revenue later by raising prices after the competitor has been eliminated or harmed.



Compliance with the Law

Global Trade Compliance

C&K has global operations that support a growing, worldwide customer base. To maintain and grow our global standing, employees, officers and directors must strictly comply with not only U.S. trade control laws that govern the import, export and re-export of our products, but also with the laws of other countries where our products are manufactured, repaired or used. Any violation of these laws, even through ignorance, could have damaging and long-lasting effects on our business.

If your responsibilities include exporting products or technical data or receiving imported products or technical data, you are responsible for screening customers, suppliers and transactions to ensure that we comply with all applicable export and import requirements.

Anti-boycott Regulations

We are subject to the anti-boycott provisions of U.S. law that require us to refuse to participate in foreign boycotts that the United States does not sanction such as the Arab League Boycott of Israel. We promptly report any request to join in, support or furnish information concerning a non-U.S.-sanctioned boycott.

Do the Right Thing



- Obtain all necessary licenses before the export or re-export of products, services or technology.
- Report complete, accurate and detailed information regarding every imported product, including its place(s) of manufacture and its full cost.
- Direct any questions you have regarding imports or exports of our products, parts or technology to Product Marketing or the Legal Department.

Watch Out For



- Transferring technical data and technology to someone in another country, such as through email, conversations, meetings or database access. This restriction applies to sharing information with coworkers, as well as non-employees.
- Transporting Company assets that contain certain technology (such as a computer an employee takes on a business trip) to another country.

Anti-money Laundering

Money laundering is a global problem with far-reaching and serious consequences. It is defined as the process of converting illegal proceeds so that funds are made to appear legitimate, and it is not limited to cash transactions. Involvement in such activities undermines our integrity, damages our reputation and can expose our Company and the individuals involved to severe sanctions including criminal penalties. Report any suspicious financial transactions and activities to the Chief Financial Officer, the VP of Finance or the Legal Department and, if required, to appropriate government agencies.

A Good Neighbor

Corporate Citizenship

We believe in making a positive difference in people’s lives and maintaining the health and welfare of the communities where we live and work. We promote, encourage and support a diverse range of corporate social responsibility activities. You are encouraged to get involved in the many initiatives we support.

We also encourage you to make a difference on a personal level, but, in general, ask that you do so on your own time and at your own expense, making sure that your activities are lawful and consistent with our policies. Unless you receive approval in advance, please do not use C&K funds, assets or the C&K name to further your personal volunteer activities.

Human Rights

We conduct our business in a manner that respects the human rights and dignity of all, and we support international efforts to promote and protect human rights, including an absolute opposition to child labor, slavery and human trafficking.

Each of us can help support efforts to eliminate abuses such as child labor, slavery, human trafficking and forced labor.

Revenue from conflict minerals has been linked to funding for groups engaged in extreme violence and human rights atrocities. We work closely with suppliers and vendors of raw materials, parts and components and communicate our expectation that they will comply with all applicable laws, including laws aimed at providing conflict-free minerals.

Do the Right Thing



- Report to your manager any suspicion or evidence of human rights abuses in our operations or in the operations of our suppliers.
- Remember that respect for human dignity begins with our daily interactions with one another and with our suppliers and customers. It includes promoting diversity, accommodating disabilities, fostering a safe, respectful and inclusive workplace and doing our part to protect the rights and dignity of fellow employees and everyone with whom we do business.

The Environment

We recognize our environmental and societal responsibilities. We are committed to sustainability and to minimizing damage to the environment as well as any potential harm to the health and safety of employees, customers and the public.

Do the Right Thing



- Do your part to ensure that protecting team member safety and the environment is a priority. Report any situation that you believe could result in an unsafe working condition or cause damage to the environment.

Annual Code of Conduct Acknowledgement

The Code provides us guidance and standards to help us meet our commitment to adhere to the laws and regulations and to conduct our business activities with integrity and in accordance with C&K policies.

Acknowledge

I acknowledge that I have read and understand our Code of Conduct and:

- I agree to abide by its provisions.
- I will report any possible conflicts of interest.
- I will contact management or use any of the reporting methods included in this Code if I have any concerns related to business conduct or activity that I believe is illegal, unethical or a violation of our Code of Conduct.

For Americas Employees

Each employee will receive a notification through Paylocity (payroll system) regarding responsibility to acknowledge the Code of Conduct. Each employee will then be responsible for taking the required action of electronically signing his or her acknowledgement.

For EMEA English Speaking Employees

Each employee will use this web link <https://fr.surveymonkey.com/r/P6PMKW9As> to acknowledge the Code of Conduct.

For Asia Employees

Each employee will use online to acknowledge the Code of Conduct



Resources

Resource:	Contact:
Human Resource: Americas	Peggy Nee Human Resources Director (617) 969-3700 Ext. 3105
EMEA	Veronique Beard Human Resources Director +33 3 84 72 94 821
Asia	Echo Du Financial Controller +86 752-2773999 Ext. 864
C&K Hotline	ckcomponents.ethicspoint.com

The logo for C&K, featuring the letters 'C' and 'K' in a bold, red, sans-serif font, with an ampersand '&' in a smaller, black, sans-serif font positioned between them. A registered trademark symbol (®) is located at the top right of the 'K'.