

**Wistron NeWeb Corporation**  
**Code of Ethical Conduct**

- Article 1 This Code of Ethical Conduct is established to encourage the staff of Wistron NeWeb Corporation (herein referred to as “WNC”) to act in accordance with ethical standards and to help stakeholders better understand the ethical standards of WNC.
- Article 2 This Code of Ethical Conduct is applicable to WNC’s directors, managerial officers and all employees.
- Article 3 Taking the individual circumstances and needs of the three above-mentioned parties into consideration, WNC adopts this code of ethical conduct so as to address at least the following eight matters:
- (1) Prevention of conflicts of interest:

Conflicts of interest occur when personal interest intervenes or is likely to intervene in the overall interests of the company, as for example when a director or managerial officer of WNC is unable to perform their duties in an objective and efficient manner, or when a person in such a position takes advantage of their position in WNC to obtain improper benefits for either themselves, their spouses, or second-degree relatives. WNC shall pay special attention to loans of funds, provision of guarantees, and major asset transactions or the purchase (or sale) of goods involving an affiliated enterprise at which a director or managerial officer works.

In the event of potential conflicts of interest, WNC shall offer an appropriate means for directors and managerial officers to voluntarily explain any potential conflict between themselves and WNC and to handle the situation according to applicable laws, regulations, and bylaws.
  - (2) Minimizing incentives to pursue personal gain:

WNC shall prevent its directors or managerial officers from engaging in any of the following activities: (1) Seeking opportunities to pursue personal gain by using company property or information or taking advantage of their positions. (2) Obtaining personal gain by using company property or information or taking advantage of their positions. (3) Competing directly with the company itself.

When the company has the opportunity to earn profits, it is the responsibility of the directors and managerial officers to maximize all appropriate and legitimate benefit that can be obtained.
  - (3) Confidentiality:

The directors and managerial officers of WNC shall be bound by an obligation to maintain the confidentiality of any information regarding WNC itself or its

suppliers and customers, except when authorized or required by law to disclose such information. Confidential information includes any undisclosed information that, if exploited by a competitor or disclosed, could result in damage to WNC or WNC's suppliers and customers.

(4) Fair trade:

Directors and managerial officers shall treat all suppliers and customers, competitors, and employees fairly, and may not obtain inappropriate benefits through manipulation, nondisclosure, or misuse of information gained by virtue of their positions, or through misrepresentation of important matters, or through other unfair trading practices.

(5) Safeguarding and proper use of company assets:

All directors and managerial officers have the responsibility to safeguard company assets and to ensure that they can be effectively and lawfully used for official business purposes; any theft, negligence in care, or waste of assets will directly impact WNC's profitability.

(6) Legal compliance:

WNC shall strengthen its compliance with the Securities and Exchange Act and other applicable laws, regulations, and bylaws.

(7) Encouraging reporting on illegal or unethical activities:

WNC shall raise awareness of ethics internally and encourage employees to report to a company managerial officer, chief internal auditor, or other appropriate individual upon suspicion or discovery of any activity in violation of a law or regulation or this code of ethical conduct. To encourage employees to report illegal conduct, WNC shall establish a concrete policy (E10-WNC Reporting and Handling Procedure) for such reporting, allow anonymous reporting, and make employees aware that WNC will use its best efforts to ensure the safety of informants and protect reporting parties from reprisals.

(8) Disciplinary measures:

WNC shall, depending on the severity of each reported violation, either report such issue to the board of directors in accordance with related laws and regulations, or handle it in accordance with related disciplinary measures of the company, and shall without delay disclose on the Market Observation Post System (MOPS) the name and title of the violator, the date of the violation, reasons for the violation, the provisions of the code violated, and the disciplinary actions taken. It is advisable that WNC establish a relevant complaint system to provide the violator with a means to appeal.

Article 4

Procedures for exemption

The code of ethical conduct adopted by WNC must require that any exemption for directors or managerial officers from compliance with the code be adopted by a

resolution of the board of directors, and that information on the name and title of the person entitled to such exemption, the date on which the board of directors adopted the resolution for exemption, any dissenting opinions or qualified opinions of independent directors, and the period of, reasons for, and principles behind the application of the exemption be disclosed without delay on the MOPS, in order that shareholders may evaluate the appropriateness of the board resolution to forestall any arbitrary or dubious exemption from the code, and to safeguard the interests of WNC by ensuring appropriate mechanisms for controlling any circumstances under which such an exemption occurs.

- Article 5      The Code of Ethical Conduct of WNC shall be implemented after the board of directors grants approval, and shall be reported at a shareholders' meeting. The same procedure shall be followed in the event of amendment.
- Article 6      The first version was approved on March 19, 2014.  
The first amendment was approved on March 18, 2015.  
The second amendment was approved on March 17, 2021.