



## **Summary of Itron's Code of Conduct**

This is a high-level summary of Itron's Code of Conduct. The Code is applicable to all Itron employees. It sets expectations for how we will conduct our business and describes a process for reporting suspected violations.

We are subject to the laws of many different countries. We expect our employees to comply with the letter and spirit of all laws applicable to our activities including:

- Laws regarding employment discrimination and harassment. Our policy is to treat all employees fairly without regard to sex, race, ethnicity, religion, sexual orientation, physical or mental disability, veteran status or national origin.
- Laws regarding the environment, health or safety.
- Competition laws including laws prohibiting price fixing, allocating customers, or boycotts.
- U.S. securities laws including laws against insider trading.
- Bribery and anti-corruption laws.
- Employee data privacy laws.

The Code also provides that we will act with complete financial integrity. All transactions with the Company must be recorded in accordance with our internal controls and must be accurate, complete, and transparent.

We must also avoid personal conflicts of interest so that you can fulfill your duties to Itron without letting personal interests influence your decisions. Accepting gifts of more than minimal value could appear to be an attempt to improperly influence the recipient. You should consult with the Legal Department before offering anything of value or entertaining a government official.

The Company's assets – physical assets, intangible assets like our brand, intellectual property assets, our computers and computer systems – should always be protected and used in accordance with the Company's policies. All Company computers and the e-mail system are the property of Itron. You should not expect that anything you create, store, send or receive on the computer system will be private. The Company's confidential information is also a valuable company asset. Every employee has an obligation to protect that information.

We expect employees to report what they believe to be suspected violations of the Code of Conduct. There are many ways to make these reports. You can raise these concerns with your supervisor, your Human Resource representative, a member of the Legal Department, or you can report your concerns via the Itron EthicsLine. You may also choose to report your concerns anonymously if you wish. Under no circumstances will we tolerate any retaliation against any employee who raises a concern in good faith.

We strongly encourage you to read the full Code as it provides more detail about our policies and the processes for reporting suspected violations.