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## **Policy Protecting Transphorm's Interests, Conflicts of Interests, and Ethical Business Practices**

(From Transphorm's Employee Handbook updated May 18, 2020)

It is Transphorm's policy to take every reasonable measure to protect employees, property and business interests against loss and damage. All supervisors are responsible for implementing this policy in their area. All employees are responsible for complying with the Company's rules and procedures in order to further the Company's business interests.

The objective of the Company's Security Program is to provide an effective system of safeguards to protect the Company's property and facilities, its employees, and its interests. The goal of protection is to increase profitability and enhance the work environment by reducing loss and damage.

While it is not possible to describe all the circumstances which might develop, the following general rules are set forth for guidance:

- Employees may not engage in any activity that is in any way hostile or adverse to Transphorm's interests.
- Employees and members of their immediate families may not have any financial interests, nor be directly involved in the business operations of a Transphorm customer or vendor. If an employee and/or other members of an employee's immediate family are engaged in business similar in nature to Transphorm (or a Transphorm customer, supplier, or competitor), it must be disclosed to management.
- Employees may not accept a retainer, commission, consulting fee, gifts, or any other remuneration from Transphorm customers, suppliers or business associates without disclosure to and approval by management.
- Employees may not provide gifts, payments, or other favors to customers, suppliers, or other business associates of Transphorm without prior approval from an Officer of Transphorm.
- Any employee, who wishes to engage employment concurrent to Transphorm employment, should discuss the matter with their manager. The intent of this discussion is to avoid potential conflict of interests (e.g. working for a customer, supplier, competitor, or service organization involved with Transphorm) and to ensure that proper productivity and safety standards are met. This prohibition includes running or administering an employee owned business while working for Transphorm. Approval must be granted by the CEO before accepting additional employment or operating or administering an employee owned own business while working for Transphorm.
- Under no circumstances is Company property (except for mobile devices, including cell phones, pagers, Blackberry PDAs) to be taken off the premises unless the written express permission of a Corporate Officer is given.
- Employees are not allowed to post any written materials (e.g. messages, bulletins, flyers, or posters) without the approval of their manager. Advertising, humorous, political, satirical, or other materials, which could compromise the Company's interests in any way, are not allowed for

distribution. This prohibition applies to Internet email of the items identified herein.

- Employees are not allowed to solicit funds or distribute materials for any cause (e.g. charity, school, or other purposes) during work time, without approval from an Officer. Reasonable accommodation will be made for charitable causes within guidelines established by the Company. Employees, whether on working time or not, may not solicit other employees nor distribute literature of any kind without the approval of an officer.
- Solicitation or distribution of any materials on Company premises by **non-employees** is not allowed without approval from an Officer.
- Employees are not allowed to represent or conduct a non-Company sponsored event (e.g. lunch, picnic, and gathering) as a Company event.
- Employees are not allowed to use Company computers or printers to create or duplicate any materials that are not of an approved type necessary for Transphorm business. Exceptions to this rule must be granted in writing by an Officer. Procedures for reimbursing the Company for non-Transphorm use approved by an Officer must be followed. Please check with the area manager for information on these procedures.
- Employees are not allowed to use the Company's postage meter, stamps, or shipping materials for shipping or mailing any personal materials, except those of an approved type necessary for Transphorm business.
- All visitors must check in at the reception desk for admission to the Company premises and should be escorted at all times while on Company premises.
- Only designated officers of the corporation have the right to bind the Company in any legal or contractual capacity. Employees that misrepresent themselves as an agent or officer of the corporation may be subject to legal and/or disciplinary action, which could include termination.

Any questions regarding a possible conflict of interest or reporting of violations should be discussed with the employee's immediate supervisor, the Company's Compliance Officers, or the Company's Ethics Hotline <http://transphorm.ethicspoint.com/> or phone: +(844)989-1486.. Failure to disclose or discuss information related to any of the above may result in disciplinary action, which could include termination.