

# Integrity Matters

The Micron Code of Business  
Conduct and Ethics

micron<sup>®</sup>



# CEO Introduction

Dear Team Members,

At Micron, we are all committed to our Company's success in achieving our vision of transforming how the world uses information to enrich life for all and our mission of being a global leader in memory and storage solutions. But success is about more than meeting our business objectives — it's also about how we do business. Above all, we act with integrity in everything we do. Unwavering integrity is a foundational principle that underlies our corporate values and how we conduct business at Micron.

Integrity comes ahead of business results and should never be compromised in favor of any business action, result, or relationship.

All Micron team members and leaders must expect and live by the highest standards of integrity. In the long run, we will never achieve our vision or mission without it.



This document, *Integrity Matters: The Micron Code of Business Conduct and Ethics*, provides guidelines on how to act with integrity and make the right choices. All of us — officers, team members and directors — are accountable for knowing and employing the guidelines. No matter where at Micron we work or what our specific job might be, integrity always matters.

Of course, the Code cannot provide advice for how to act in every situation — no single document can. In some cases, it may be difficult to decide on the right course of action. At those moments, you can always speak to your manager, the Legal department, or any other resource listed in the [Where to Go for Help](#) section in chapter 1 of this Code. You can also speak to these resources if you think you may have witnessed a violation of our Code. Micron welcomes questions and reports, and we will never retaliate against anyone who reports a concern in good faith.

We each play a key role in Micron's success, and our Company depends on each of us to demonstrate integrity in all our business dealings. With your help, we can build on Micron's reputation for quality products and ethical conduct, every day.

Sincerely,

A handwritten signature in cursive script that reads "Sanjay".

Sanjay Mehrotra  
Chief Executive Officer

# Our Commitment

Nothing is more important than our commitment to integrity. The quality of our reputation is just as important as the quality of our products. Integrity comes ahead of business results and should never be compromised in favor of any business action, result, or relationship.

Our future is built on continuous innovation, but our day-to-day operations wouldn't be possible without our team members' commitment to conducting business with unwavering integrity and professionalism.

# Your Role

## Following Our Code

Acting ethically means that we must uphold our responsibility to follow all laws and regulations that apply to the work we do and to our location. We never violate any law — no matter how small. However, the standards we set for ourselves are higher than just following the law. We want to make the ethical choice in every situation. Good judgment can often point to the right course of action — but if there's ever a case when you aren't sure, don't hesitate to ask.

This Code of Business Conduct and Ethics represents our commitment to doing what is right. By being a part of the Micron team, you agree to uphold this commitment. You must understand the standards of our Code, our policies and the laws that apply to your position or function — and you must always follow them. Team members who do not follow these standards put themselves, their co-workers and Micron at risk. Anyone who violates the Code may also be subject to disciplinary action, up to and including termination, as well as criminal prosecution where the circumstances warrant.

This Code applies to everyone who works on Micron's behalf worldwide, including team members (employees, officers and directors) and temporary workers. We are all expected to adhere to the standards contained in this Code. All third parties (such as vendors, suppliers, contractors, distributors and sales representatives) we work with should also follow the standards outlined in this Code or their organization's own code of conduct and policies, if those principles are substantially similar. We should consult our Code for guidance if the right course of action is ever unclear.

At Micron, we have a long and rich heritage of acting with integrity as we have built one of the world's largest semiconductor companies. And today integrity is a foundational principle to our core values — people, innovation, tenacity, collaboration and customer focus. It is up to each one of us to continue that heritage and ensure that we live our core values with unwavering integrity, which is critical to our success both individually and as a company.

## Manager and Supervisor Responsibilities

We all play an important role in ensuring our ethical culture, but managers and supervisors have additional responsibilities. If you are a manager or supervisor, you must do your part to create and maintain a culture of integrity and compliance. You do this by:

- Setting an example of ethical behavior
- Ensuring your reports understand how to follow the Code and the resources available to them
- Monitoring your reports to make sure they are following the Code
- Enforcing the standards in our Code
- Supporting team members who raise questions or concerns about possible violations of the Code, compliance or integrity
- Listening carefully to understand questions and concerns, and never retaliating or tolerating retaliation by anyone on your team

As a manager or supervisor, ethical behavior starts with you. Remember — leading by example is the best way to inspire ethical behavior in others.

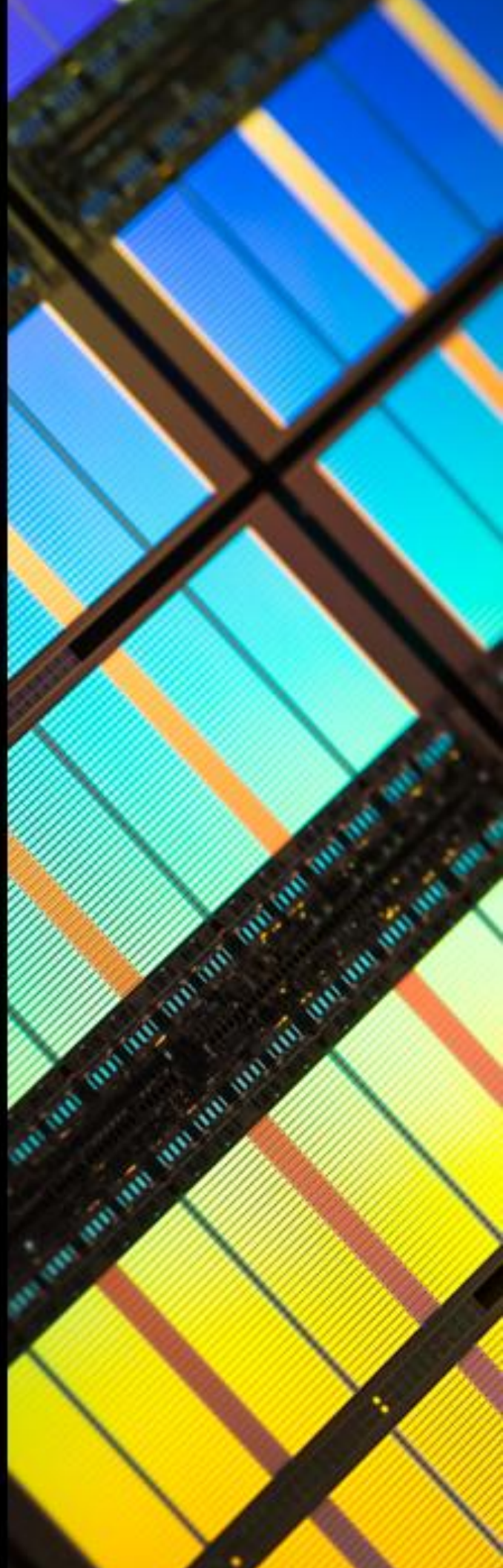
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# 01

## Doing Business With Integrity:

An Introduction to Our Code



# What Our Code Does

At Micron, we are committed to doing business with integrity. Our Code sets out the standards of behavior that we must meet to support that commitment — even when the right course of action isn't always clear. Our Code presents an overview of the laws and ethical principles that apply to our work, including industry standards like the [Responsible Business Alliance \(RBA\) Code of Conduct](#), and should be used to help you make the right decisions. In some cases, the standards in our Code and the RBA Code may go beyond the requirements of the law. Our Code also lays out our Company's commitment to integrity in everything we do and the high ethical standards we expect of each other. It explains the standards we hold ourselves to, as well as the resources we can turn to if we need help. Following our Code will help Micron succeed and help us build trust with each other and our stakeholders.

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## What Is the RBA?

Micron is committed to compliance with RBA requirements and requires its suppliers to do the same. The Responsible Business Alliance (RBA) is a group of leading companies, including Micron, which have joined to promote responsible working conditions, ethical business practices and environmental stewardship throughout their global supply chains. RBA members adhere to the RBA Code of Conduct, which addresses what we expect from ourselves and our supply chain in terms of labor, health and safety, environmental practices, ethics and management systems. We are committed to meeting all of these expectations, standards, and continuous improvement because it is the right thing to do. Our Code includes general information about a number of important provisions of the RBA Code of Conduct. For more information about these topics, refer to the [RBA Code of Conduct](#), which is available on our global Policy site (alias: [Policy/](#)).

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Micron has other resources in place to help us make ethical choices. These include our Company Policies (alias: [Policy/](#)), our team member handbooks and additional materials available at the Compliance & Ethics site (alias: [Compliance/](#)). These materials are referenced throughout this Code to provide additional information.

Where our Code or supplemental materials are more stringent than the laws and regulations that apply to us, we should always follow our Code and the supplemental materials and ask questions if we are not sure. For more information, see the “Additional Resources” section at the end of the Code.

**Our Code sets out the standards of behavior that we must meet to support our commitment to doing business with integrity.**

# Where to Go for Help

By speaking up when we have questions or know of potential wrongdoing, we uphold the Company's commitment to integrity. Reporting actual or suspected misconduct allows Micron to investigate potential problems, stop misconduct and prevent behavior that could damage our reputation as an industry leader. To report a concern or ask a question, you can turn to:

- Your department manager
- An officer of the Company
- A department with special expertise related to your concern, such as Compliance & Ethics, the [People Organization](#), Employee Relations (ER) or Security
- Micron's Compliance Helpline (alias: [Helpline/](#))

Micron encourages you to direct questions or concerns to your department manager, if you feel comfortable doing so. If not, you may contact one of the other in-person resources or the Compliance Helpline. The Compliance Helpline is operated by a third-party provider and is available to anyone (inside or outside of Micron) twenty-four hours a day, seven days a week, by internet or phone. It can be accessed through the alias: [Helpline/](#), through our Compliance & Ethics site (alias: [Compliance/](#)) or through our external [micron.com](#) home page.

Our Compliance Helpline allows you to report your concerns anonymously, where allowed by local laws. However, you are encouraged to leave your contact information so we can better investigate the matter. Please be open and honest when making a report and do not intentionally include any false or misleading information. Provide as much information as you can, as this will help our Company conduct a full and proper investigation. We take all reports seriously.

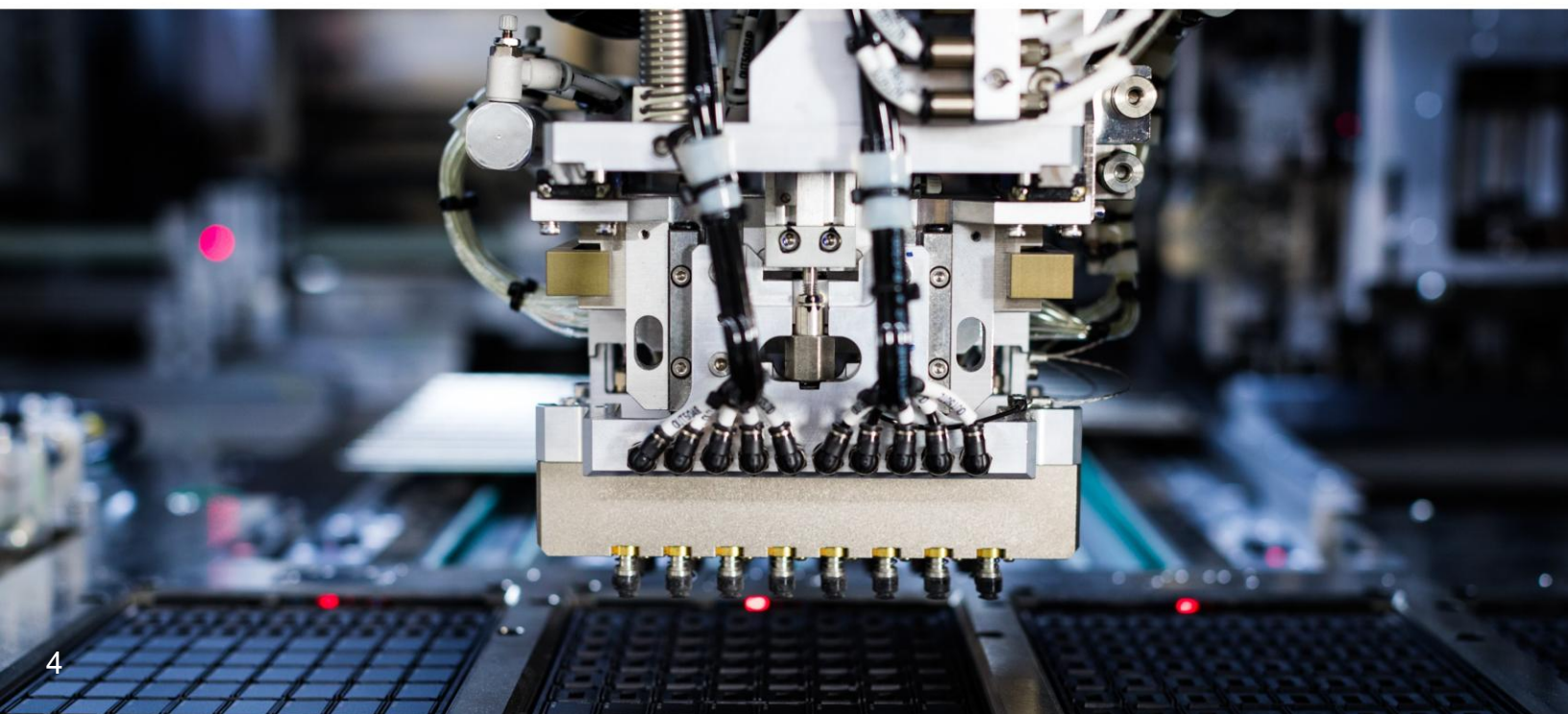
When you make a report, you're doing your part to help our Company remain ethical and successful. Though you are welcome to go straight to your manager with any concerns or ask specific individuals or departments about certain topics, you can always visit any of the resources previously referenced about any concern or potential violation. Remember, speaking up as soon as possible is more important than worrying about finding a specific expert.

Micron is committed to creating a "speak up" environment where we can report suspected violations and participate in investigations without fear of retribution or retaliation. No one may retaliate against you for raising a concern or participating in an investigation in good faith. Anyone who retaliates against someone who makes a good faith report may be subject to discipline, up to and including termination.

Holding each other accountable for our actions is central to our success. For more information about your duty to speak up when you are aware of potential wrongdoing and to cooperate with investigations, see the "Investigations and Audits" section in chapter 5.

If you feel you have experienced or witnessed retaliation, report the situation immediately to one of the resources previously referenced or as detailed in the "Additional Resources" section at the end of the Code.

**No one may retaliate against you for raising a concern or participating in an investigation in good faith.**





# 02

Acting With  
Integrity for  
Our Fellow  
Team Members

# Global Culture

At Micron, our team members are a critical driver of our competitive advantage. We believe our best innovation springs from our team members' diverse experiences, perspectives and backgrounds. Our Company takes a broad view of diversity. Diversity is more than one dimension. Diversity includes race, ethnicity, gender, sexual orientation, socioeconomic status, disability and age, among other things. It can be visible or invisible. Equality means that everyone at Micron has the opportunity to develop, contribute and advance – regardless of identity. Inclusion means our team members are seen, heard, valued and respected. Micron is committed to building a diverse and inclusive culture where people feel valued for who they are, how they think and what they bring, where all team members can develop and thrive.

Providing a workplace free of discrimination, where all team members are treated fairly and with respect, is essential to fostering a culture of inclusion. Our Company strictly prohibits any form of unlawful discrimination against any team member or applicant for employment. We recruit, hire, train, promote, discipline and make other employment decisions without regard to race, color, ethnicity, religion, gender, sexual orientation, gender identity and expression, age, national origin, citizenship status, disability, veteran status, marital status or other classifications protected under law or Company Policy. In addition, we are committed to providing reasonable accommodation for team members' disabilities or religious beliefs and practices.

**Q:** Mariana's co-worker James loves to tell jokes he reads online to his co-workers. Often, the punchline relates to an ethnic, racial, or gender stereotype. Mariana finds the jokes offensive, and she knows a few other people do too. What should she do?

**A:** *Mariana should tell James that his jokes are making her uncomfortable and ask him to stop. If she's not comfortable doing that or if James continues to make these types of comments, she should speak to her manager about his behavior. The workplace is no place for offensive or distasteful jokes. These types of comments can create a negative environment and make others feel unwelcome. At Micron, we want to create an environment where everyone feels respected and can do their best work.*

## Respectful Treatment

Respect is fundamental to our commitment to culture and inclusion, and we expect it from ourselves and each other at all times. In a courteous and productive workplace, everyone should be treated with respect and professionalism. Therefore, our Company does not tolerate harassment of any kind.

Harassment can take many forms, including verbal remarks, physical advances or visual displays. It can come from co-workers, supervisors, vendors, suppliers, contractors or even customers. The legal definition of harassment may vary depending on where we work, but it always has the purpose or effect of creating an intimidating, offensive or demeaning environment for another person. It is a form of discrimination and, as such, has no place at Micron.

Keep in mind that harassment can be sexual or nonsexual in nature. Sexual harassment may include unwanted advances, inappropriate sexual jokes, sexually suggestive comments, touching, requests for sexual favors and inappropriate comments about someone's appearance. Nonsexual harassment may include offensive comments, jokes or pictures related to race, religion, ethnicity, gender or age. To keep our workplace respectful, our comments and actions must always be appropriate.

If you feel that you have experienced or observed any discriminatory or harassing behavior and you are not comfortable addressing the situation on your own, speak up and report the issue. We never tolerate reprisals or retribution against anyone who lodges a complaint in good faith.

For more information, refer to the Global Culture site (alias: [GlobalCulture/](#)) and our [Anti-Harassment & Discrimination Policy](#) located on the Policy site (alias: [Policy/](#)).

**Q:**

Fatima is a devout Muslim and wears a head scarf every day. Her co-workers often comment on it, and she sometimes hears them make jokes or rude remarks about her Muslim faith. It makes her uncomfortable, but she's not sure it qualifies as harassment. Is Fatima being harassed?

**A:**

*This may qualify as harassment. Fatima's co-workers are making her feel uncomfortable with their remarks based on her religion. She should speak up about the situation by telling her co-workers their comments make her uncomfortable. She can also contact her manager or another resource. We all deserve respect in the workspace.*

**Respect is fundamental to our team's success,  
and we expect it from ourselves and each other at all times.**

## Fair Labor Standards

We are strongly committed to respecting and protecting human rights wherever we operate. To that end, we follow all applicable laws relating to working hours and wages, as well as all RBA Code of Conduct guidelines. Under these guidelines, work weeks must not exceed the maximum set by local law and generally should not be more than sixty hours per week, including overtime. In addition, all workers are allowed at least one day off every seven days.

We do not use child or forced labor in any of our operations or facilities, and we never participate in human trafficking or slavery of any kind. In all our operations, we do not permit exploitation of children; physical, verbal or emotional abuse; any unreasonable restriction on the movement of workers; or involuntary servitude. We fully respect and adhere to all applicable laws establishing a minimum age for employment. Additionally, Micron respects our rights to freedom of association.



All team members are free to join — or not join — a labor union or other workers' group. For more information about our stand on human rights, refer to our [Human Rights Policy](#) located on our global Policy site (alias: [Policy!](#)).

Our suppliers play a key role in helping us manage our global supply chain in a socially responsible and ethically sound manner. We hold our suppliers to the same high standards that we hold ourselves to. This means that we expect our suppliers to embrace and follow this Code and the RBA Code. If you suspect that human rights violations are occurring in our supply chain, you have a responsibility to speak up about it.

**Q:**

Dara works at a Micron manufacturing facility. It is short-staffed because a number of team members have taken time off to celebrate a local holiday. To cover shifts, her manager has asked everyone to work extra hours - more hours than they should. Dara knows that this isn't right, but her manager has promised to give everyone extra time off later to make up for it. Should Dara work the extra hours?

**A:**

*No, Dara should tell another manager or the People Organization that her manager is asking her to work more hours than she should. We should never work more hours than we are legally allowed to or more than 60 hours per week without unusual or emergency situations. We follow all applicable laws and regulations related to working hours and working conditions. Micron is committed to creating a workplace where everyone works a fair number of hours and is paid fairly for the work they do.*

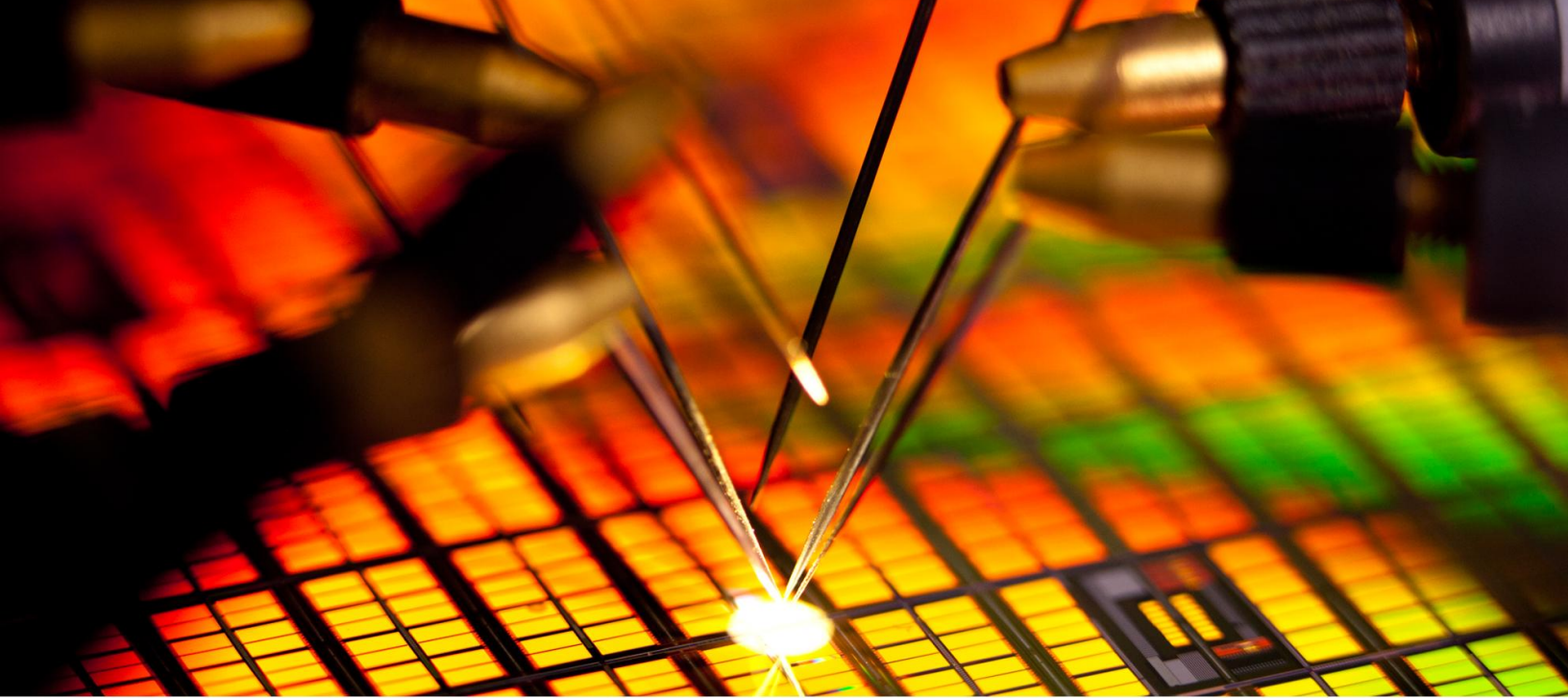
## **Micron is committed to providing a workplace free of discrimination, where all employees are treated fairly and with respect.**

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### **Safety in Our Workplace**

Micron is committed to providing all team members with a safe work environment. While working in a Micron facility, we must follow the safety and health rules that apply to us. Our Company complies with all health and safety laws, as well as with Company health and safety policies that may go beyond what the law requires. This compliance includes the standards in the RBA Code of Conduct. Specifically, we meet the RBA's standards for occupational safety, emergency preparedness, occupational injury and illness, industrial hygiene, physically demanding work, machine safeguarding, sanitation, food, housing and health and safety communication.

Micron's commitment to maintaining a safe and healthy workplace means each of us must be alert to potential safety and health risks as we go about our jobs. This caution allows us to anticipate hazards and prevent injuries and illnesses. All team members, anyone else working on behalf of Micron and employees of other companies working on our premises must be vigilant in upholding the highest standards of safety. We should strive to be an example for everyone around us.



For supervisors, this means:

- Actively analyzing the workplace to anticipate and prevent hazards, including process hazards
- Deterring casual behavior or horseplay when safety is at risk
- Encouraging team members to identify hazards and follow safe work practices
- Enforcing established policies, procedures and work rules
- Ensuring team members are adequately trained
- Responding to reports of potential hazards in a timely manner

For all team members, this means:

- Promptly reporting potential hazards to your supervisor, host or the Safety department
- Wearing required protective equipment while on the job
- Exercising care with chemicals and other potentially hazardous materials
- Complying with all safety rules and procedures when operating and maintaining machinery and equipment
- Holding the handrail when ascending or descending any stairway
- Refraining from viewing your mobile device while walking in corridors, passageways, staircases and parking areas
- Following all ergonomic guidelines
- Responding appropriately in an emergency
- Reporting any job-related injury or illness

**Micron's commitment to maintaining a safe and healthy workplace means each of us must be alert to potential safety and health risks as we go about our jobs.**

To keep all of our team members safe, we never engage in or tolerate any form of violence. This includes both threats and acts of violence, as well as intimidation, threatening conduct, bullying and attempts to instill fear in others. Weapons are not allowed in the workplace. If you believe someone is in danger, immediately contact building security or local authorities.

When it comes to safety, we hold our vendors, suppliers and contractors to the same high standard to which we hold ourselves. This means that we expect our suppliers to embrace and follow both our Code requirements and the RBA's guidelines regarding health and safety.

Read Micron's [Environmental Health, Safety and Sustainability Policy](#) for more information.

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## Drugs and Alcohol

Micron is committed to providing a safe and productive work environment. We want to employ a workforce free from the use of illegal drugs and the abuse of alcohol. Substance abuse limits our ability to do our work safely. Therefore, we may never work while impaired or under the influence of alcohol, illegal drugs or other drugs or medications.

In addition, when working or while on Company premises, we may never use, possess, transfer or sell illegal drugs, or misuse alcohol, prescription drugs or over-the-counter medications.

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You are always welcome to speak to your manager about any questions. However, the following resources are especially well-equipped to address concerns about how we create a respectful and safe workplace:

- For issues related to harassment or discrimination, contact Employee Relations, your manager, any vice president, the Legal department, or our Compliance Helpline (alias: [Helpline/](#)).
  - For safety concerns, contact the EHS team (alias: [EHS/](#)).
  - If you observe that another team member is impaired on the job, immediately notify your supervisor, Security, People Organization, Employee Relations, or contact the Compliance Helpline (alias: [Helpline/](#)).
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# 03

## Acting With Integrity for Our Company



# Micron's Assets

Every day, we use Micron's assets to achieve business goals and ensure our Company's success. We all have a responsibility to protect Micron's assets and to use them efficiently. The Company's assets include but are not limited to:

- Property
- Inventory
- Equipment and supplies
- Computer data and time
- Confidential information and trade secrets
- Time and skills of team members during work hours

We must never use any of Micron's assets for unauthorized purposes. Theft, carelessness and waste have a direct effect on Micron's profitability, so we should always use Company assets wisely and carefully.

**Q:**

Isabel occasionally uses her Company credit card to pay for groceries or gas for her car. She doesn't do it that often, and she figures the company owes her for all the overtime she's been working lately. Is she doing the right thing?

**A:**

*No, she is not. We should use Company assets - like credit cards - only as we need them to do our job. No matter how much overtime Isabel has worked, it is never acceptable to use her Company credit card for personal expenses.*

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## Confidential Information

Micron's intellectual property (IP) is one of its most valuable assets. IP includes Micron's patents, copyrights, trademarks, trade secrets and other confidential and proprietary information. Generally, this means that any information that has not been approved for release to the public should be considered confidential and should be handled in accordance with Micron's [Information Classification Policy](#) available on our global Policy site (alias: [Policy/](#)).

### Confidential information can include:

- Team member information, including sensitive personal, medical or financial information, such as benefits, compensation or contact information
- Design documentation
- Manufacturing and product specifications
- Technical information
- Financial information
- New product information and roadmaps
- Pricing, pricing policies, manufacturing costs or budgets
- Information about Micron business processes
- Customer and supplier lists and contact information
- Information entrusted to Micron by third parties under a nondisclosure agreement (NDA)

**To protect our Company’s confidential information, and confidential information that our partners have entrusted to us, we should follow these guidelines:**

- Use all reasonable safeguards to prevent any loss, destruction or inadvertent disclosure of the confidential information.
- Never disclose confidential information to anyone who is not a Micron employee without an NDA in place that has been approved by the Legal Department.
- Only share confidential information with other team members if they have a valid “need to know” the information and you have authorization to do so.
- Do not send confidential information to a personal email address, save it on a personal computer, tablet or storage device, or upload it to a non-approved file sharing site.
- Make sure all confidential information—including e-mail—is conspicuously labeled as “Micron Confidential” or with a similar label.
- Do not remove confidential information from Company premises without permission.
- While traveling, keep your laptop, briefcase and all other Company property with you at all times. Even on Micron’s premises, be sure to keep sensitive information and e-mail accounts under password protection when you are not using them.
- Do not discuss Company-related information in public settings such as airports, hallways and restaurants. Always assume a third party is listening.
- Take extreme care when copying, faxing or discarding sensitive papers, disks, drives, audiotapes or other Company property. Do not discard them in any place or format where the information could be intercepted.
- If you come into contact with team members’ personal information or other confidential information because of the nature of your job, take special care to safeguard it from loss or theft. Use it only to the extent necessary for your job and in accordance with the law.
- Safeguard confidential information even after your employment with Micron ends.
- Never ask an interviewee or team member to disclose confidential information about a former or current employer.

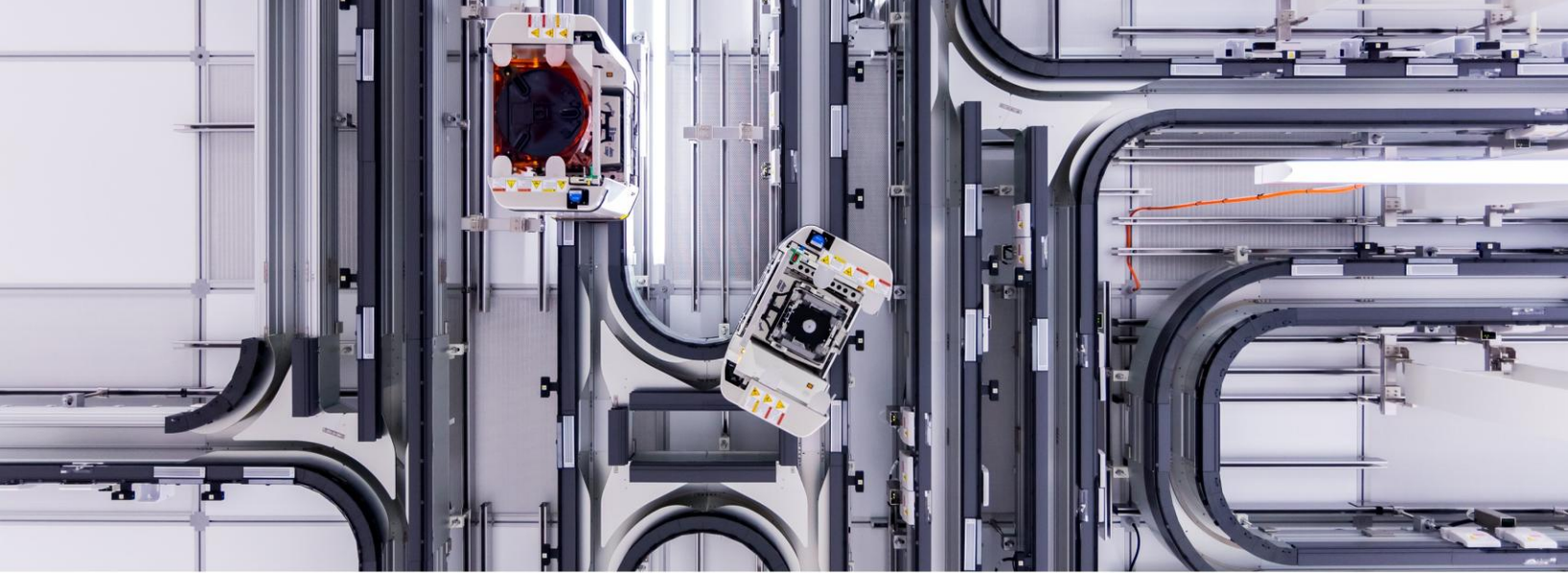
Additional information regarding the protection and classification of Micron’s confidential information can be found in our [Information Classification Policy](#), our [Acceptable Use Policy](#), and certain other global policies located on the global Policy site (alias: [Policy/](#)).

**Q:**

Roberto and Elise have been working on developing a new solid-state drive. One day after work, they decide to go out for drinks at a local bar. They continue talking about their ideas for the new drive loudly enough for others to overhear. Have they done anything wrong?

**A:**

*Roberto and Elise should not have discussed products in development - or any other confidential Company information - in a public place where others could overhear. The information might fall into the wrong hands, and we could lose our competitive edge.*



## Third-Party Intellectual Property

Just as we respect and protect our Company's IP rights, we should also respect the IP rights of others. This means that we must:

- Never use or disclose to anyone outside of Micron confidential information provided to us by customers, vendors, suppliers, contractors or other third parties except in strict compliance with the terms of the applicable NDA or confidential disclosure agreement.
- Never copy information from the internet or any other source without permission from the copyright owner or approval from the Legal department.
- Never view or stream video or music from unauthorized sites.
- Never load or install software onto a Micron computer or device, except through a Micron-approved installer or with permission from the Legal department.
- Never assume that, just because a document, photo or video does not have a copyright symbol, that it is free to use.
- Always obtain approval from [Global Communications & Marketing](#) before adopting a new trademark or brand name.
- Consult with the Patent Development Group in the Legal department for questions about patents.
- Check with the Legal department regarding any question about the right to use non-Micron IP.

**Q:**

Yukiko was recently hired by Micron. She previously worked for one of our competitors, where she was in charge of developing a social media marketing plan for its latest flash memory device. Can she share details about that social media marketing plan with her new co-workers so they can develop a competing strategy for Micron?

**A:**

*No, Yukiko cannot share this information with her new Micron colleagues. Just as we all have a responsibility to safeguard Micron's confidential information, we must also protect information that belongs to third parties - including past employers. Yukiko can best help Micron by working with her team to create a new and unique marketing plan that will showcase our products.*

## Technology Systems

We each have a responsibility to use our Company's network and computer systems ethically and legally. While we may make incidental personal use of these systems, our Company reserves the right to monitor our use, except as prohibited by local law. This includes Company email and voicemail accounts, as well as all electronic documents on Company laptops and other mobile devices. At no time may we use the Company's network and computer systems for unauthorized, illegal or unethical purposes or to download sexually suggestive or explicit material. In addition, we must promptly report any suspected or known breach of the security of our Company's network or computer systems.

Additional information regarding our Company's policies relating to our network and computer systems can be found on our global Policy site (alias: [Policy/](#)), including the [Acceptable Use Policy](#), [Security Policy](#) and the [AI Governance Policy](#).

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## Privacy

We are committed to conducting business with uncompromising integrity and professionalism, which includes respecting privacy rights and protecting the personal data of our customers, suppliers, partners and team members.

If we have access to personal data, we must act with discretion and professionalism and always follow Micron policies and security protocols including the [Personal Data Privacy Policy](#). When handling personal data, we must also comply with the terms of our personal confidentiality agreements and process personal data in accordance with our privacy notices. In addition, specific departments may have policies and procedures related to the processing of personal data. For more information, contact a department representative.

If someone from outside Micron requests personal data about customers, suppliers, partners, or team members, first confirm your authorization to provide the data and when unsure, contact the Privacy Team: [Privacy/](#).

Additional information regarding Micron's policies and notices relating to personal data privacy can be found on our global Policy site (alias: [Policy/](#)), including the [Personal Data Privacy Policy](#).

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In addition to your manager, you can contact others for guidance about how to protect Micron's assets.

- For questions about intellectual property and confidential information, contact the Legal department.
  - For information about how to handle team members' personal information correctly or a request from outside the Company about a team member, contact the People Organization.
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# Conflicts of Interest

We are always responsible for acting in the best interests of our Company. To uphold our reputation for integrity, we must be alert to any situations that may create a conflict of interest. A conflict of interest arises when we have personal or private interests (financial or otherwise) that could — or could be perceived to — interfere with our duty to act in Micron’s best interests. Conflicts can also arise when our personal interests test our objectivity or our loyalty to Micron, interfere with our work performance or compete with Micron’s interests. Such conflicts must be disclosed to Micron’s Compliance & Ethics Department for review. If any of these situations apply, or if you have a perceived or potential conflict, please go to alias: [COI/](#) to submit a disclosure.

It is not possible to describe every situation that could give rise to a conflict of interest. However, some of the more common conflicts of interest are outlined below. For more detailed information, refer to our [Conflicts of Interest Policy](#) at alias: [Policy/](#).

## Doing Business With Family Members

A conflict of interest can arise if you, a close relative or close personal friend has a personal stake (such as employment or investment) in a company that is a vendor, supplier, contractor, customer, representative, distributor or competitor of Micron. This can create problems because our personal interests, or those of our family or friend, may be different than Micron’s.

A close relative includes any of the following:

- Spouse
- Domestic partner
- Parents or stepparents
- Children
- Stepchildren
- Siblings and step-siblings
- Nephews and nieces
- Aunts and uncles
- Grandparents
- Grandchildren
- In-laws

If you find yourself in one of these situations, you must not use your position at Micron to influence business decisions, such as a bidding process or negotiations, in any way.

**To uphold our reputation for integrity, we must be alert to any situations that could, or could be perceived to, interfere with our duty to act in Micron’s best interests.**

## Relationships in the Workplace

Intimate, romantic or close family relationships among team members in the same reporting chain can create real or potential conflicts of interest, lead to a perception of bias or favoritism, impair job performance and adversely affect other team members.

Unless the EVP and Chief People Officer, People Organization, has been notified and consents in writing, a team member in an intimate, romantic, or close family relationship with another team member: may not be at any level above or below the other team member in a reporting chain, may not be in a role that requires working regularly and closely with the other team member, or may not be in a role that affects the other team member's performance evaluation, compensation or other terms and conditions of employment.

There are additional rules for our executive team. Unless the EVP and Chief People Officer, People Organization, has been notified and consents in writing, a team member at the vice president level or higher may not have an intimate, romantic, or close family relationship with another team member, at any level, in any organization. If a relationship in the workplace involves the EVP and Chief People Officer, the Chief Legal Officer must instead consent in writing.

Team members must promptly notify People Organization when they become aware that they have (or will have) an intimate, romantic or close family relationship with any team member who works directly or indirectly under their supervision or over whom they have decision-making authority regarding hiring, performance evaluation, retention, advancement, promotion, or changes to compensation or benefits.

Refer to the [Global Team Member Handbook](#) for additional guidance on relationships in the workplace.

**Q:**

Shawna is a senior director in our finance department. Shawna's brother, Oliver, was recently hired as an IT support specialist and then assigned to support the finance group as managed by his sister. Should Shawna or Oliver report their close family relationship to the People Organization?

**A:**

*Yes. Because this situation will require them (brother and sister) to work regularly and closely with each other, they should promptly disclose their close family relationship to the People Organization. If an involved team member raises a workplace relationship issue immediately, then the SVP and Chief People Officer of the People Organization will review and determine whether to consent to the situation. If consent is not granted, then Micron will generally attempt to accommodate modifications of the reporting structure or job assignment as business needs allow. However, Micron has the discretion to take appropriate steps to mitigate or remedy potential issues relating to disclosed relationships, including reassignment.*

## Outside Employment

Our activities outside of our work at Micron must not create a conflict of interest, negatively impact or affect our job performance at Micron, or take away from the time and attention we are expected to devote to our duties for the Company. In addition, we may not make use of corporate equipment, facilities or supplies for outside activities, except for limited insignificant use, without prior approval. For more information about Outside Business Activities, go to alias: [COI/](#).

Further, you must be careful if an outside employment opportunity is available because of your position at the Company. If you or a family member wish to accept such an outside employment opportunity while you work at Micron, you must obtain prior approval at alias: [COI/](#) before proceeding.

## Investments in Other Companies

As Micron team members, we need to be careful that our investments — and those of our close relatives and friends — do not create conflicts of interest or hinder our ability to make objective decisions for Micron. Any substantial interest in a competitor, supplier or customer requires prior approval. A substantial interest is any economic interest that might influence or appear to influence our judgment.

Some investments are never acceptable. For example, if you have been involved in selecting or negotiating with a supplier or customer or you supervise someone who has, you may not have a substantial investment in that company. Likewise, you should not do business on Micron's behalf with any company for which you have some decision-making authority. On the other hand, publicly traded mutual funds, index funds and similar investments usually do not present conflicts because the individual investor has no say in which investments are included.

## Financial Opportunities

We may find ourselves in situations where it would be a conflict to pursue specific financial opportunities using information we gain during our time at Micron. To make objective business decisions on behalf of Micron, we should use caution when entering into a situation where we could be competing with our Company. We may not take for ourselves any business or financial opportunities that we discover through our position at Micron or through Company proprietary information.

## Board Memberships

Team Members who serve on the boards of external for-profit or nonprofit organizations must ensure that such roles do not create conflicts of interest with their responsibilities to the company. As such, all board service must be disclosed and approved in accordance with our [Conflicts of Interest Policy](#) and is subject to certain limitations. This Policy ensures that board service commitments are balanced with the responsibilities and demands of their roles within Micron. For further guidance and disclosure procedures, go to alias: [COI/](#).

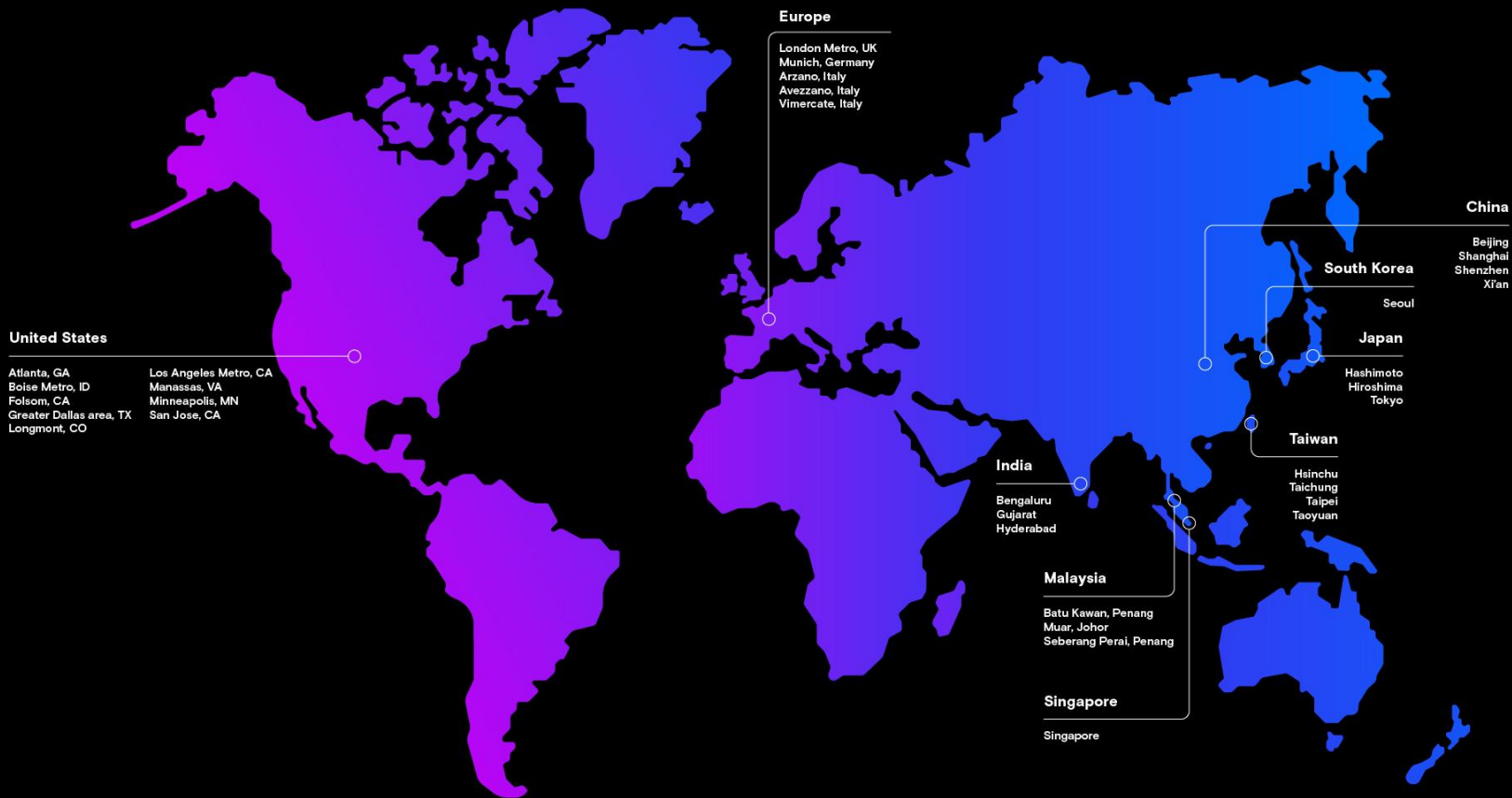
## Disclosing a Potential Conflict

If you believe you have a conflict of interest (or potential or perceived conflict), promptly disclose it to the Compliance & Ethics Team at alias: [COI/](#), and notify your department manager, vice president or site manager; the People Organization; the Vice President of Compliance & Ethics; or the Chief Legal Officer to seek approval or guidance as needed. This way, the situation can be properly reviewed and handled in accordance with our [Conflicts of Interest Policy](#).

In the event of changing circumstances, team members have a continuing obligation to disclose whether they have, or are aware of, investments or personal or professional relationships that might lead to, or create the appearance of, a conflict of interest.

# 04

## Acting With Integrity for Our Marketplace



Micron global presence  
Map reflects locations with 30 or more Micron team members

## Product Quality

Consistent with our core value of “Customer Focus,” Micron provides best-in-class products and services that meet our customers’ needs and expectations. We comply with all internal quality control processes and follow product and customer specifications at all times. We strictly follow all laws and regulations relating to manufacturing, design, material composition, material sourcing, testing, packaging, storing, handling, labeling and shipping of products. If a product recall is deemed necessary, we ensure that we follow all applicable procedures, laws and regulations. By doing so, we provide the highest value to our customers. Our [Quality Policy](#) is located on the global Policy site (alias: [Policy/](#)).

## Expectations of Our Suppliers

Micron expects our suppliers to meet high standards of ethical performance in all their business interactions. We hold our suppliers to our Code and our standards of ethical conduct. In addition, our suppliers must follow RBA standards on labor, health, safety, environment, ethics and management system — regardless of local law or custom.

Our Company also recognizes that the professionalism and integrity of our business partners ultimately affect the quality of our products and our customer relationships. Our suppliers are expected to ensure that the products and services they provide to us are in line with all contract specifications, laws and regulations that apply. If you become aware that our suppliers are not meeting the RBA Code’s standards for their products, operations or processes, you should report it to Global Procurement immediately.

Additionally, we are committed to sourcing our materials ethically and legally. This means we perform proper due diligence on our product supply chain. Among other things, we identify and address any conflict mineral sourcing that may be directly or indirectly supporting civil violence or human rights abuses in the Democratic Republic of the Congo (DRC) or adjoining countries. Our [Conflict Minerals Policy](#) is located on the global Policy site (alias: [Policy/](#)).

**Micron expects our suppliers to ensure that the products and services they provide to us are in line with all contract specifications, laws and regulations that apply.**

Our suppliers are key to managing our global supply chain in a socially responsible and ethically sound way. Micron uses monitoring and auditing procedures to ensure that our suppliers maintain our high standards. If you suspect that human rights or other compliance violations are occurring in Micron’s supply chain, you have a responsibility to speak up.

**Q:**

Elijah is finalizing a contract with a supplier who provides materials that contain conflict minerals and are used to make several of our bestselling products at an excellent price. He’s on a tight budget and running behind schedule, so he secures the material from the supplier without following Micron’s vendor approval process. He also bypasses Micron’s conflict minerals diligence. Elijah figures his job is to deliver the product to the market on schedule at the lowest cost, notwithstanding any other objectives or processes. Is he doing the right thing?

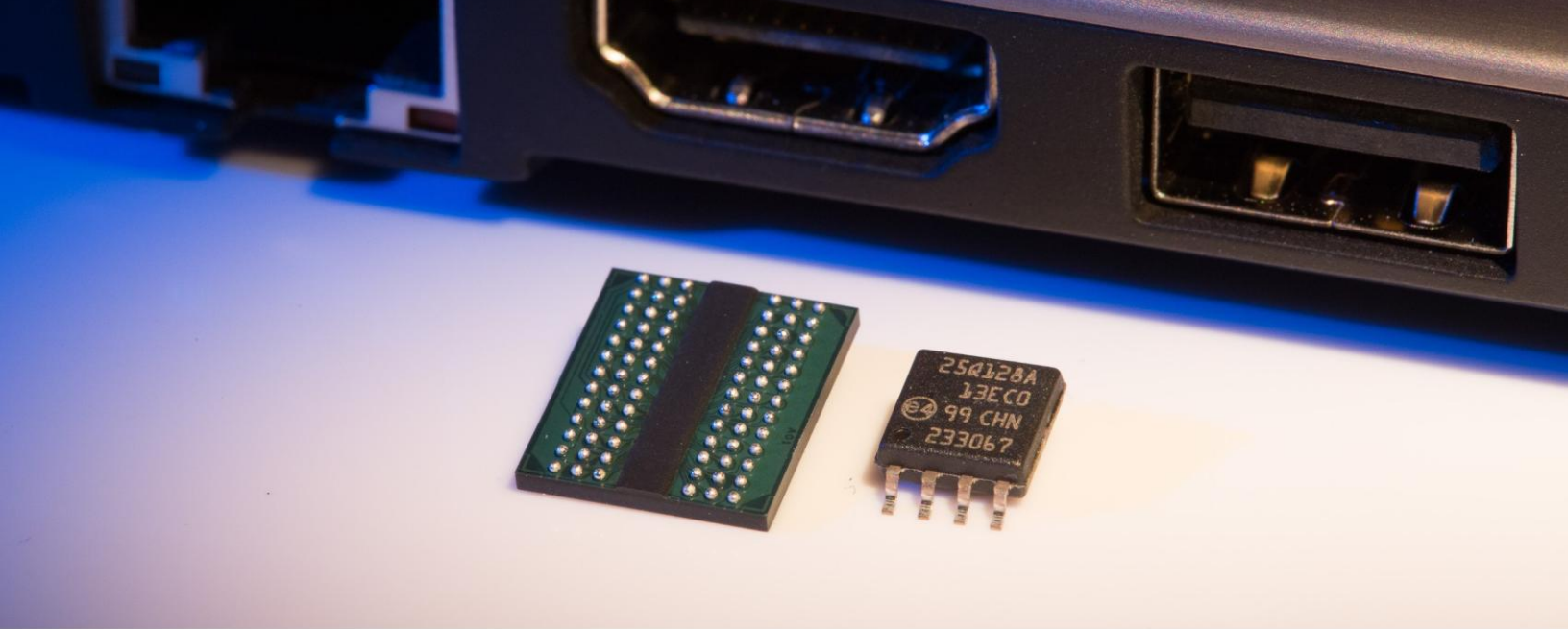
**A:**

*No. At Micron, we’re committed to protecting human rights in our supply chain, so we take all necessary measures to comply with the law and Micron’s policies to ensure that the materials we use to manufacture our products do not support civil violence or human rights abuses in the DRC or adjoining countries. To meet this commitment, we must strictly follow all supplier due to diligence procedures. We should never cut corners or try to save a few dollars if it means putting our principles in jeopardy.*

## Fair Conduct in the Marketplace

We strive to provide customers with a wide selection of goods at fair prices. To do this, we fully comply with fair competition laws of the U.S. and other countries where we do business. Fair competition laws ensure that businesses in the marketplace compete on the basis of quality and integrity — never by participating in unfair and anticompetitive practices such as price fixing; tax evasion; market, customer or supplier allocation; tying and bundling; or any other agreement that would unfairly limit competition. Even if no written or oral agreement to violate these laws exists, an illegal agreement may still be inferred from our behavior. It is unacceptable to make agreements with our competitors to improperly restrain trade — or give the appearance that we have done so. To avoid even the appearance of impropriety, we should generally avoid discussing any of the following topics with our competitors:

- Pricing, credit terms or conditions of sale of products
- Plans regarding customers
- Pricing policies, bidding plans or strategies
- Marketing plans
- Restricting of output, such as production volumes
- Discounts and promotions
- Dividing of markets, territories (such as sales territories) or customers
- Inventories and capacity
- Whether or how to work with a customer or supplier



We should obtain preapproval from the Legal department before engaging in any of the following in our business conduct and communications, as they may be improper:

- Entering into collaborative arrangements with a competitor
- Establishing exclusive dealings
- Tying or bundling together different products
- Entering into “requirements” or exclusivity agreements
- Setting resale prices with resellers

We should also use caution when participating in trade association meetings or communicating through a trade association. If anyone attempts to discuss any of the topics listed above, we must immediately stop the discussion, leave the meeting and report it to the Legal department. By making our objection to anticompetitive conversations clear and unmistakable, we can protect ourselves and our Company from accusations of anticompetitive activity.

**Q:**

At a trade convention, Jason runs into his friend Zach, who is a sales representative for one of Micron’s competitors. Zach tells Jason, “It’s hard to make a profit when prices are so competitive. I wish there was some way we could fix that.” Jason shrugs and grins. Zach nods, gives him a thumbs-up, and says, “Great. This way, we both win.” Has Jason done anything wrong?

**A:**

*It sounds like Zach is proposing that he and Jason should both raise their prices - an illegal anticompetitive practice called price fixing. By not voicing his objection to this idea, Jason may be giving the impression that he agrees with Zach’s plan. This could lead to serious trouble for Jason - and for Micron. Instead, he should have refused to talk about pricing, left the conversation, and immediately reported it to the Legal department.*

Violations of competition laws can lead to severe civil and criminal penalties for our Company and for individuals. Like many global laws and regulations, competition laws are complex and vary from country to country. Each of us needs to be sure that we understand the laws of the country where we work and be aware that conduct occurring completely outside the United States can still be subject to U.S. laws.

## Gathering and Using Competitor Information Ethically

To compete in the marketplace, we need to understand industry trends. This includes staying abreast of what our competitors are offering customers in the marketplace. However, we should only gather and use information about our competitors fairly, legally and ethically. Generally, this means gathering such information only from publicly available sources, such as customers, public filings, news sources or industry surveys and reports.

We may never obtain nonpublic information through illegal activities, such as industrial espionage or asking a competitor's current or former employees or contractors to reveal confidential data. For example, we may never gather information from records brought by new hires from previous employers. In addition, we may not use information about competitive proposals or products that was given to a partner, supplier, customer or anyone else with the understanding they would treat it as confidential. We must not retain a third party to engage in such activities on our behalf.

Competition laws are complex, and issues can arise in many circumstances. Review the [Antitrust Compliance Manual](#), which is located on our global Policy site (alias: [Policy/](#)), for a more detailed explanation of the many laws and situations relevant to Micron team members.

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For guidance about competition law or to report anticompetitive behavior, contact your manager or the Legal department.

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**We should only gather and use information about our competitors fairly, legally and ethically.**



# Respect for Our Customers

Consistent with our core value of “Customer Focus,” team members are expected to act with integrity at all times, including in all our dealings with our customers. In all our business activities, we should act in accordance with applicable laws, regulations and Company policies. We deal honestly with all customers and never misrepresent our products. We must never take unfair advantage of Micron team members or of employees of our suppliers, customers, competitors or other companies. To accomplish this, we must never engage in manipulation, concealment, abuse of privileged or confidential information, misrepresentation of material facts or other unfair practices.

## Honest Sales and Marketing Materials

Micron’s reputation is one of our most important assets. To protect the trust customers place in us, our marketing and sales activities must always be fair, honest and accurate. When we make a claim about a product, it must be true and we must be able to prove it.

It is very important that we adhere to applicable advertising laws and regulations at all times by following the Company’s internal policies and procedures.

## Gifts, Entertainment and Meals

At Micron, we value long-lasting relationships with our vendors, suppliers, customers and other business partners. During our normal course of business, we may offer or receive gifts and entertainment as a means of maintaining goodwill in those relationships. However, we must be careful that any exchange of business courtesies is in accordance with our [Gifts, Entertainment and Meals Policy](#) and guidance found at alias: [GEM/](#).

Certain gifts, entertainment and meals (GEMs) require pre-approval from the Compliance & Ethics Department at [GEM/](#), including:

- Any GEM provided to a United States Government Official, regardless of value;
- GEMs provided to a Non-U.S. Government Official valued at the equivalent of USD \$50 or above\*; or
- GEMs provided or received that exceed USD\$150 in total (if not related to a Government Official or Governmental Agency)

\*Note that some Non-U.S. jurisdictions have local laws that have lower monetary thresholds or altogether prohibit GEMs provided to Government Officials. Please be sure to follow all local laws should they be stricter than Micron Policy. For more information, refer to the “Bribery and Corruption” section below.

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A **gift** can be anything of value — such as tangible goods, meals, vacations, prizes, tickets, endorsements, use of vacation facilities, stocks or other securities or transportation.

**Entertainment** is a meal or event where both parties are present. However, if a business partner offers you access to this kind of event (tickets, for example) but does not attend with you, then it is considered a gift and the more strict gift rules provided below apply.

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When offering or accepting gifts, we must ensure that they are:

- Unsolicited
- Infrequent
- Customary and tasteful
- Reasonable in value
- Not cash or cash equivalents (such as gift cards or vouchers)
- For a business purpose
- In compliance with applicable agreements, laws and regulations
- Acceptable under Micron's and the recipient's gift Policy or known company standards

Even if we give or receive gifts that meet the criteria above, we should still exercise caution when exchanging courtesies. Any item that falls outside the above guidelines should be politely declined. If returning the gift is not possible or would create problems, it should be turned over to Micron for Company use, sale or donation.

**We must be careful that any exchange of business courtesies is professional and appropriate and does not create the appearance of a conflict of interest.**



Happy 46th Anniversary  
micron

In addition to the guidelines above, business entertainment must meet a few additional criteria. We may offer or accept business entertainment only if it:

- Takes place in a setting that is appropriate for a business discussion
- Does not violate Micron’s commitment to mutual respect
- Is unsolicited, meaning that the recipient did not ask for or suggest it
- Does not set an unreasonable standard or appear unreasonable to other team members
- Would not influence us to act in a way that isn’t in Micron’s best interests

To be clear, strip clubs, hostess and host clubs, massage parlors and all similar institutions are not considered appropriate for a business discussion.

Keep in mind that we must follow much stricter rules when offering GEMs to government officials. For this reason, we must understand Micron's pre-approval rules when offering or providing GEMs to government officials.

<b>Can I accept?</b>	
<b>Tickets to the World Cup</b>	Probably not. These tickets are expensive — and they could bias you toward this business partner. You must get approval from your department manager or the Compliance & Ethics Department before accepting them.
<b>A T-shirt and a few ballpoint pens with the supplier’s logo on them</b>	Yes, because these items fit all of our guidelines. They are considered nominal gifts and do not require approval.
<b>A voucher to board your dog at a local kennel for a week, a gift certificate for a free yoga session, or a gift card for \$20 to your favorite coffee shop</b>	No, because a voucher, gift certificate or gift card is considered equivalent to cash. We are not allowed to accept cash gifts.
<b>A gift basket of fruit and cheeses that you can share with co-workers</b>	Yes, provided that it isn’t very expensive and ideally is shared with co-workers.
<b>An envelope with cash or a gift card</b>	No, because we are not allowed to accept cash or equivalents.

Keep in mind that some departments and business units have more restrictive rules about gifts and entertainment.

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Questions about gifts and entertainment can be directed to any of these resources:

- Your manager
  - The Legal department
  - The Compliance & Ethics Department at [compliance\\_ethics@micron.com](mailto:compliance_ethics@micron.com)
  - The VP, Ethics and Compliance
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**Q:**

Michael is selecting a new supplier for an important piece of manufacturing equipment. One of the companies he is working with has sent him a few small gifts, including a gift basket, a tie, and a bottle of wine. Can he accept these items?

**A:**

*While these gifts are fine individually, accepting numerous gifts could make it look like Michael's judgment is being inappropriately influenced. He should speak to his manager or the Legal department about how to handle this situation and whether he can accept these gifts from this supplier.*

## Bribery and Corruption

We believe in winning business ethically through the quality of our products and customer service, never through bribery or corrupt payments. We abide by all laws, treaties and regulations that forbid bribery in all its forms, including the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act.

### **Below are some key points and definitions that we must understand and follow:**

Non-U.S. and other government officials can be federal, state or local government employees, political party officials or candidates, employees of government-owned businesses or employees or officials of the United Nations, the World Bank or similar organizations. In some countries, it might not be obvious that a business, school or other organization is actually government-owned. Where you are unsure, ask for guidance from the Compliance & Ethics Department before acting.

Bribes can be any item of value — not only money, but also any kind of gift, favor or entertainment — that could look like an attempt to influence an official's actions or decisions or acquire an improper advantage for our Company.

A kickback is the return of a sum already paid (or due to be paid) as a reward for making or encouraging business arrangements.

A facilitating payment is usually a small cash payment made to expedite standard government services. These services may include processing permits, providing police protection or expediting utility services. We must never agree to pay facilitating payments, even if they are customary in a particular country.

The key to steering clear of corruption is never offering or accepting anything of value that could influence someone's ability to make objective business decisions. This can take the form of deciding to do business — or continue to do business — with us, gaining a business advantage or any other form of improper influence. We can never offer, pay, solicit or accept a bribe, whether we are working with government officials, our clients or our business partners. In addition, we may never hire a third party to do something we legally may not or knowingly allow a third party to engage in unethical behavior on Micron's behalf.

Under the FCPA, our books and records must accurately and fairly reflect our expenditures and other transactions. We are also required to keep a system of internal controls so we can provide honest financial statements and accurately account for our profits, losses, assets and liabilities.

Civil and criminal penalties for violating anti-corruption laws are severe, making it all the more important that we always follow the anti-corruption laws that apply to us. Each of us has a duty to report any known or suspected violations immediately, no matter how small they may seem. Rest assured that you will never experience retaliation for a report made in good faith.

For additional information on bribery and corruption, visit the Compliance & Ethics Center (alias: [Compliance/](#)) and the global Policy site (alias: [Policy/](#)). In particular, before any interaction with any government official, you should carefully review the [Anti-Bribery and Corruption Policy](#) and [Political Engagement Policy](#).

**Q:**

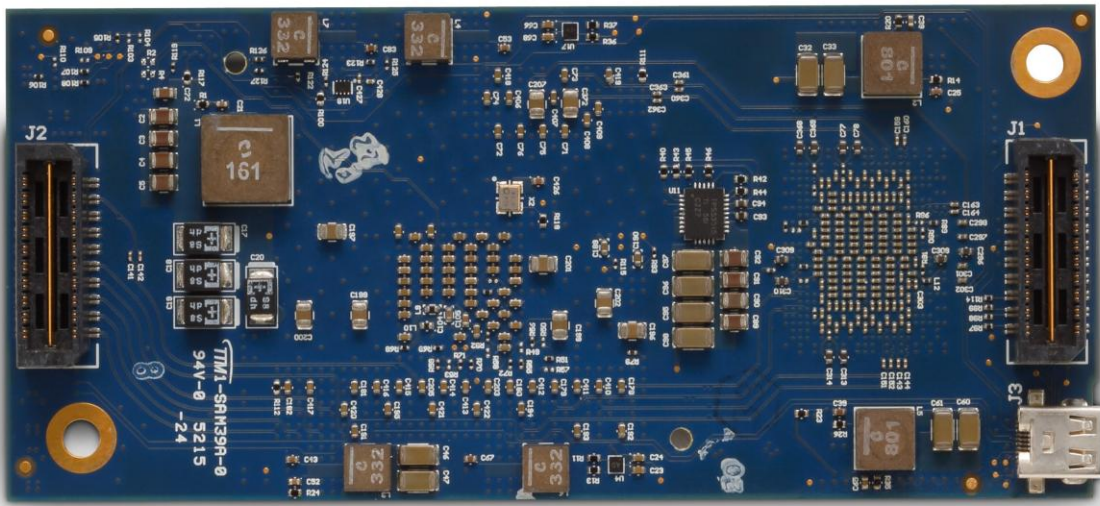
Huang needs to obtain a certain environmental permit from the local municipal office before he can open a Micron manufacturing facility. The city clerk tells him it could take up to six weeks to process the permit. He hints that he might be able to get it done more quickly if Huang can provide him with a “token of appreciation” - such as a car. Huang needs the permit as soon as possible. What should he do?

**A:**

*No matter how much he needs the permit, Huang should not do what the clerk is suggesting. This gift would qualify as a bribe. At Micron, we never pay bribes under any circumstances. It's not how we do business. Huang should report the incident to his manager or the Legal department.*

**We can never offer, pay, solicit or accept a bribe, whether we are working with government officials, our clients or our business partners.**





## Government Contracting

Micron strictly observes all laws, rules and regulations that govern the acquisition of goods and services by any governmental entity, the performance of government contracts and government financial assistance agreements such as grants and cooperative agreements. When working with government employees and agencies, we must always be truthful and accurate. We may never provide inaccurate, incomplete or misleading information, certifications, statements or reports to government employees or agencies. Whenever we bid on a government contract or subcontract, we must take special care to use accurate figures as the basis for our pricing.

If you are part of a team working on a government contract, you are responsible for knowing and complying with the contract requirements at all times. Never deviate from contract specifications without authorization, and always follow applicable procedures. If we work with any governmental agency — including international government agencies and organizations — it is our responsibility to learn and comply with all rules that apply to the process and to interactions with government officials and employees.

Activities that may be appropriate when we work with other customers may be improper — or even illegal — when we work with government agencies and employees. The penalties for failing to follow these laws are severe, including substantial civil and criminal fines and imprisonment.

Team Members outside of, or independent from, Government & Public Affairs should first consult with Compliance & Ethics and Government & Public Affairs before engaging in a non-routine government interaction on Micron's behalf. Additionally, carefully review the [Political Engagement Policy](#), [Anti-Bribery and Corruption Policy](#), and all other applicable policies at alias: [Policy/](#) before any government interaction.

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For more information about working with government officials or complying with government contracts, contact the Compliance & Ethics Department or Government and Public Affairs.

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# Doing Business Around the World

As a global company, we deliver our products all over the world. To accomplish this, it is critical that we carefully comply with all national and local rules and regulations that apply to our international trade activity. We must understand and follow all laws that apply to us relating to exports, reexports or imports. We must also follow other laws that apply to our worldwide operations, including laws relating to the payment of taxes, such as the UK Criminal Finances Act. Facilitating tax evasion means performing an act of tax fraud or knowingly aiding another party in performing an act of tax fraud. We must never participate in any such activity.

An export takes place when a product, equipment, material, software or technology (including technical assistance) is sent to a person in another country. An export can also occur when technology (including technical information and assistance) or software is released in any way — including oral, visual or other written means — to a non-U.S. citizen located in either the United States or a third country. Before exporting anything, you must verify the eligibility of both the location of delivery and the recipient. You also must obtain all required licenses and permits and pay all proper duties.

Import activity, or bringing the goods we purchase from a Non-U.S. or external source into another country, is also subject to various laws and regulations. Import activities may require us to pay duties and taxes and submit certain filings.

Because import and export laws are so complex, you should not engage in any trade involving restricted countries or persons or involving suspected biological, chemical, nuclear or missile end uses without the approval of the Global Trade Compliance group within the Legal department. For more information, go to alias: [Trade/](#).

## Boycotts

Regardless of where we are doing business, we must follow all applicable U.S. laws that prohibit us from participating in, or cooperating with any international boycott not allowed by the U.S. government.

Requests to cooperate with boycotts may be oral or written. They often appear in contracts, letters of credit, or bid or proposal materials. A request, direction, or contract provision that contains the words “boycott” or “blacklist,” or reference to specific national origins, ethnicities, religions or genders may be boycott-related.

U.S. law may require us to report requests to participate in an unsanctioned international boycott, even if we do not agree with or respond to the request. If you receive such a request, you must immediately report it to the Global Trade Compliance team (alias: [Trade/](#)) so that Micron may determine its reporting obligations.

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For questions about boycotts and international trade, contact the following resources:

- The Global Trade Compliance Group at [trade\\_compliance@micron.com](mailto:trade_compliance@micron.com)
  - The Compliance & Ethics Department at [compliance\\_ethics@micron.com](mailto:compliance_ethics@micron.com)
  - Alias: [Helpline/](#)
-

# 05

## Acting With Integrity for Our Investors



## Books and Records

We all play a role in ensuring the integrity of our financial books, records and disclosures. Whatever information you record for our Company — from hours worked to product inventory, travel expenses, tax records or accounting — you must help ensure that the business information we report is accurate, complete and timely. This includes accurately recording or completing all the following:

- Expenses and capital expenditures
- Sales
- Shipments
- Time sheets
- Vouchers
- Tax filings
- Bills
- Payroll and benefits records
- Regulatory data
- Production movements
- Other essential Company information

The information we record helps our Company plan for the future. It also informs the financial data we report to shareholders and regulators. To make sure our Company can plan correctly and that our shareholders and regulators (including taxing authorities) have accurate information, our books and records — whether paper or electronic — must always be complete and honest. They must fairly reflect our business assets, liabilities, expenses and revenue. We all have a duty to maintain our books and records in accordance with U.S. Generally Accepted Accounting Principles (GAAP) and any other regulatory requirements that apply to a multinational, publicly traded company. We also have a duty not to perform, and not to facilitate others in performing, any act of fraud or tax evasion.

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### What Is a Record?

Keep in mind that a record doesn't have to be a paper document — it can be electronic, for instance. All of these are records:

- Paper files
- Email
- Instant messages
- Webpage content
- Spreadsheets
- Systems files and databases
- Audio files and tapes
- Computer hard drives
- Media storage formats such as CDs, DVDs, USB drives and external disk drives

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**Our books and records — whether paper or electronic — must always be complete and honest. They must fairly reflect our business assets, liabilities, expenses and revenue.**



## Records Management

In addition to creating honest, accurate financial records, we must also manage and retain our Company's records according to our [Records Retention Policy](#). Records are vital to fulfilling our business needs and meeting regulatory requirements. Never destroy them in violation of the Policy.

If certain documents or records may be needed for an investigation, audit or potential lawsuit, they may be placed under a legal hold. If a record is subject to a legal hold, we must not alter, damage or destroy the record until we are instructed that the hold has been lifted — regardless of our usual retention schedules.

We are also firmly committed to preventing and detecting any act of fraud. Generally speaking, fraud is intentionally concealing facts to deceive or mislead others. Among other things, this may include:

- Misstatements due to fraudulent financial reporting or revenue recognition
- Misstatements related to using assets for illegal, inappropriate or unintended purposes (such as wire fraud or fictitious vendors)
- Fraudulently obtained revenue and assets
- Attempts to avoid costs and expenses

If you think unethical, improper or illegal conduct is taking place — particularly concerning our internal accounting practices, financial irregularities or fraud — you must report your concerns immediately to [Helpline/](#).

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Contact your manager, the Records Department or the Compliance & Ethics Department if you have questions about our Company's books and records.

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# Investigations and Audits

## Government Investigations

As part of an inquiry or investigation, a government agent may contact you for information. Before providing any information, you should first contact the Compliance & Ethics Department where permitted by law. The Compliance & Ethics Department can provide advice on how to respond and will ensure that all appropriate steps are taken and that the Company's interests are protected.

## Internal Investigations

At Micron, team members have two key obligations in relation to internal investigations.

- **Duty to Report** — First, team members are expected to report good faith concerns about potential violations of law or Micron Policy. Open reporting is an essential component of our compliance processes. Team members can report concerns through many channels, including anonymously on our Compliance Helpline (alias: [Helpline/](#)) or to supervisors, managers, the Legal department, People Organization or Security. Team members who are unsure whether a report is warranted should consult with a supervisor, People Organization or the Legal department to discuss the matter further.
- **Duty of Cooperation** — Second, every Micron team member is expected to cooperate fully and completely with any investigation into suspected wrongdoing or misconduct. This means that team members must respond truthfully and completely to investigators, answer questions that may be asked in interviews, and provide documents, records, and other materials upon request. Failure to cooperate in an investigation may be considered misconduct and can lead to discipline, up to and including termination.

## Insider Trading

While working on behalf of Micron, you may become aware of material, nonpublic information about our Company, our owners, our customers or other companies. Material, nonpublic information (also known as inside information) is information about a company that is not known to the general public and that could influence a typical investor's decision to buy, sell or hold that company's securities. Information is no longer nonpublic when it has been widely disseminated to the public and a reasonable waiting period has passed so that the information has been absorbed by the marketplace.

Inside information can include information about any of the following:

- Financial results
- Projections of future earnings or losses
- Changes in manufacturing productivity or yields
- News of a proposed merger or acquisition
- Gain or loss of a substantial customer
- New products
- Changes in senior management
- Significant litigation
- Stock or debt offerings
- Stock splits
- Damage to or loss of material assets

Inside information can also relate to another company, a supplier or a customer that you obtained confidentially during the course of your work.

Trading on material, nonpublic information violates insider trading laws. Anyone involved in insider trading could be subject to disciplinary action, as well as potential civil or criminal penalties. It is also illegal to provide inside information to others (or tip them) to influence their investment decisions.

Insider trading is taken very seriously. You may face penalties for misusing inside information even if the amount of money involved was small — or even if you made no profit at all.

If you share inside information with other Micron team members as part of your job, you must know and follow the procedures in place for releasing such information. If you receive inside information that you should not possess, report it immediately to the Legal department.

For more information, review the [Insider Trading Policy](#), located at alias: [Policy/](#).

## Speaking for Our Company

To ensure that our communication is accurate and consistent, only certain designated team members are authorized to speak on Micron's behalf to the media and investment community. If you receive a request for an interview or information about our Company, politely decline to comment and refer the request to the Global Communications & Marketing department. For more information, review the [Non-Financial Information Disclosure Policy](#) located on our global Policy site (alias: [Policy/](#)).

## Expert Networks

Expert networks are research firms that connect subject matter experts with third parties who want to learn more about a wide range of subjects. These firms offer to compensate Micron team members for providing insights to the networks' clients (e.g., companies, competitors, investors, hedge funds, etc.) on the semiconductor industry, memory and storage markets, emerging technologies, products, and other related topics.

While it is undoubtedly flattering to be consulted for your expertise, remember that these expert networks are reaching out to you because of your experience and position at Micron. The nature of these engagements makes it very difficult (if not impossible) to avoid sensitive topics, and there is high potential for inappropriate disclosure. Moreover, your engagement with an expert network on any topic relating to your work at Micron could lead to conflicts of interest and even put you and Micron at risk for violating federal securities laws relating to insider trading and improper disclosures. Because of the significant risks involved, Micron prohibits employees from engaging with expert networks on any topic related to their work at Micron. To protect yourself and Micron, do not accept any engagement or otherwise communicate with any of these expert networks.

## Using Social Media

Social media is part of our everyday life and culture, and it can be a great way to engage and network with our customers, business partners and communities. We are required to use social media responsibly. Social media can take many forms, including internet forums, blogs and microblogs, online profiles, wikis, podcasts, pictures and video, email, instant messaging and music-sharing. As technology evolves, so will social media platforms.

We should always remember that what we say or write on social media is a permanent record that can be shared with the world in seemingly infinite ways. Therefore, respect and good judgment must be our guide when participating in these forums. Additionally, we must make it clear that our statements represent our own personal views, unless we are specifically authorized to speak on Micron's behalf.

Social media platforms should never be used to share Micron confidential information.

Micron respects freedom of expression and, in general, what you do outside work is not Micron's concern. However, activities at or outside work that violate Micron's Code or other policies or that affect your Micron job performance, the performance of other Micron team members or Micron's business interests and reputation are of legitimate concern to Micron, and you must use good judgment.

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For more information about these topics, consult the following resources:

- If you have questions about insider trading, contact the Global Stock Plans department or the Legal department.
  - If you receive a request for an interview or information about Micron, forward the request to the [Global Communications & Marketing](#) department or the [Investor Relations](#) department.
  - If you want to learn more about posting appropriate content online, read the [Social Media Policy](#) located on our global Policy site (alias: [Policy/](#)).
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**Q:**

Ashley is a sales representative at Micron. She posts on her social media profile, "Time to break out the champagne! We beat our monthly sales goal by 20%!" Is this okay?

**A:**

*No. Ashley should not have posted any information - even good news - about Micron's monthly sales. This information should always be kept inside our Company. Even though Ashley didn't give exact numbers, she did post information about Micron's financial performance that outsiders might use to make business decisions. If you have questions about what information may be shared, speak to your manager or supervisor.*

# 06

## Acting With Integrity for Our Communities



# Environmental Commitments

We all benefit from healthy air, land and water — and we do our part to protect and preserve these resources. To do this, we follow all environmental laws that apply to us. Beyond simply following the law, we strive to surpass industry standards of environmental excellence in all our workplaces, including those standards outlined in the RBA Code. The RBA Code establishes standards about the following:

- Environmental permits and reporting
- Pollution prevention and resource reduction
- Hazardous substances
- Wastewater and solid waste
- Air emissions
- Materials restrictions
- Stormwater management
- Energy consumption
- Greenhouse gas emissions

Micron provides training to team members on environmental topics according to roles and responsibilities.

Micron is committed to promoting sustainable practices across our operations. We use safe and long-term practices for reducing waste, preventing pollution and handling and disposing of potentially hazardous materials. We also maintain our monitoring systems to ensure that we stay compliant and keep our communities healthy. We continuously look for ways to use energy efficiently and wisely. For more information, review the [Environmental, Health, Safety and Sustainability Policy](#) as well as our annual sustainability report (alias: [Sustainability/](#)).

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Questions about environmental requirements should be directed to your manager, Environmental, Health and Safety team, the Legal Department or the [Helpline/](#).

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**Beyond simply following the law, we strive to surpass industry standards of environmental excellence in all our workplaces.**



## Political Activity

Micron encourages each of us to engage in the political process in support of candidates or parties. However, you may never create the impression that you are speaking or acting on behalf of Micron. You should participate in the political process only on your own time and with your own resources. We may never use Company time, property or equipment for personal political activities. Likewise, we should never expect to be reimbursed for personal political contributions.

## Corporate Political Activity

Micron's public Policy agenda includes electing public officials who understand our Company's business interests and support legislation important to Micron. However, Micron's funds and other assets may be used as political contributions only as permitted by law and in accordance with Micron's policies. Government and Public Affairs and the Legal department are solely responsible for managing political contributions on Micron's behalf. This includes donations of products, services, transportation and facilities.

Government & Public Affairs oversees Micron's global political activity and lobbying efforts. Team Members outside of, or independent from, Government & Public Affairs should first consult with Compliance & Ethics and Government & Public Affairs via the resources provided on alias: [GPACCompliance/](#) before engaging in a non-routine government interaction on Micron's behalf.

Where appropriate and lawful, our Company maintains U.S. federal and state political action committees (PACs). Participation in an employee PAC is completely voluntary. You will never be pressured in any way to contribute to or support any political party or candidate.

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Contact the Government and Public Affairs team if you have questions about our PACs or if you are being pressured to support a political candidate or cause.

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## Charitable Involvement

As part of our Company's mission, we seek to have a positive influence on everyone who comes into contact with our Company and our people. We are encouraged to participate in organizations or causes that we feel passionate about and may even be eligible for limited paid leave for certain types of charitable activities. However, we must not use significant Company resources for personal charitable activities without permission.

As a team member, you have discretion to take part in charitable activities. However, the charity or activity must not appear to be (or otherwise operate as a cover for) a political payment. Use good judgment and be respectful of approaching other team members about charities. For more information, review the [Community Volunteer Time Off Policy](#) located on our Policy site (alias: [Policy/](#)).

## Waivers

Any waiver of the Code for a senior officer or above, or for directors, may be made only by the board of directors or a board committee and must be promptly disclosed as required by applicable laws.

**No matter where at Micron we work or what our specific job might be, integrity always matters.**



# Additional Resources

In most cases, your manager will be best suited to answer any questions you have about the topics in our Code. However, in some cases, other resources may also be well-equipped to address your concerns.

Area of Concern	Who to Contact	Where to Find More Information in our Code
Alcohol or drug use	<ul style="list-style-type: none"> <li>• Security</li> <li>• Safety Department</li> <li>• People Organization</li> </ul>	Page 10
Antitrust and competition	<ul style="list-style-type: none"> <li>• Legal Department</li> </ul>	Page 22-24
Books, records or fraud	<ul style="list-style-type: none"> <li>• Finance</li> <li>• Internal Audit</li> <li>• Legal Department</li> </ul>	Page 31-34
Boycotts and international trade	<ul style="list-style-type: none"> <li>• Global Trade Compliance group</li> </ul>	Page 31
Conflicts of interest	<ul style="list-style-type: none"> <li>• Compliance &amp; Ethics Department</li> <li>• Your department manager</li> <li>• Your vice president</li> <li>• People Organization</li> </ul>	Page 16-19, 26, 36
Customer personal information	<ul style="list-style-type: none"> <li>• Legal Department</li> </ul>	Page 14-15, 24-25
Employee personal information	<ul style="list-style-type: none"> <li>• Legal Department</li> </ul>	Page 12-13, 15
Environmental commitments	<ul style="list-style-type: none"> <li>• EHS Department</li> <li>• EHS Legal</li> </ul>	Page 39
Gifts and entertainment with business partners	<ul style="list-style-type: none"> <li>• Compliance &amp; Ethics Department</li> </ul>	Page 25-28
Gifts and entertainment with government officials	<ul style="list-style-type: none"> <li>• Compliance &amp; Ethics Department</li> </ul>	Page 25, 27-29
Government contracts	<ul style="list-style-type: none"> <li>• Legal Department</li> <li>• Government and Public Affairs</li> </ul>	Page 30
Harassment or discrimination	<ul style="list-style-type: none"> <li>• People Organization</li> <li>• Employee Relations</li> <li>• A vice president</li> <li>• Legal department</li> </ul>	Page 6-7, 10
Insider Trading	<ul style="list-style-type: none"> <li>• Legal department</li> <li>• Global Stock Plans department</li> </ul>	Page 35-37
Intellectual property and confidential information	<ul style="list-style-type: none"> <li>• Legal department</li> </ul>	Page 12-15, 24-25
Investigations and audits	<ul style="list-style-type: none"> <li>• Legal department</li> <li>• Internal Audit</li> </ul>	Page 4, 35
Media relations or investment community	<ul style="list-style-type: none"> <li>• Global Communications &amp; Marketing</li> <li>• Investor Relations</li> </ul>	Page 36-37
Participating on a board of directors	<ul style="list-style-type: none"> <li>• Legal department</li> <li>• Chief Compliance Officer</li> <li>• Micron Foundation (to discuss using Micron resources for an outside organization)</li> </ul>	Page 19
Political activity	<ul style="list-style-type: none"> <li>• Government Affairs</li> <li>• Legal department</li> </ul>	Page 40-41
Requests for information about Micron	<ul style="list-style-type: none"> <li>• Global Communication &amp; Marketing</li> <li>• Investor Relations</li> </ul>	Page 15, 36-37
Supply chain concerns	<ul style="list-style-type: none"> <li>• Global Procurement</li> </ul>	Page 8, 21-22
Workplace safety	<ul style="list-style-type: none"> <li>• Safety department</li> </ul>	Page 8-10, 21, 39

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**Micron Technology, Inc.**  
Integrity Matters:  
The Micron Code of Business  
Conduct and Ethics

