



## QUALITY PROCEDURE

### Corporate Code of Business Conduct

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Adopted: April 8, 2004  
Updated: December 8, 2022

Integrity and ethics have always been an integral part of the way we conduct business at Diodes Incorporated, including its worldwide subsidiaries (collectively the “**Company**”). Operating with a strong sense of integrity is critical to maintaining trust and credibility with our stakeholders: customers, vendors, employees, investors, and our communities. The actions of each one of us are important to maintain a strong ethical culture. Our continued emphasis on high ethical standards ultimately allows us to better accomplish our business goals.

This Corporate Code of Business Conduct (“**Code**”) is designed to deter wrongdoing and to promote:

- honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company files with, or submits to, the U.S. Securities and Exchange Commission (“**SEC**”) and other regulatory agencies, and in other public communications made by the Company;
- compliance with applicable laws, rules and regulations (including insider trading and anti-bribery and anti-corruption laws) and the Company’s policies;
- prompt internal reporting of violations of this Code to an appropriate person or persons identified below; and
- accountability for adherence to this Code.

This Code applies to all employees, officers, and directors of the Company (collectively, “**Diodes Personnel**”).

This Code outlines the broad principles of legal and ethical business conduct embraced by the Company. It is not a complete list of legal or ethical situations Diodes Personnel might face in the course of business, and therefore, this Code must be applied using common sense and good judgment. Diodes Personnel are expected to comply with all applicable local laws and regulations as well as all Company policies.

#### OVERVIEW OF BUSINESS ETHICS

We believe that long-term, trusting business relationships are built by being honest, open, and fair. We promise to uphold high professional standards in all global business operations. We also expect that those with whom we do business (including suppliers, agents, customers, or distributors) will adhere to the standards set by this Code.

Employees are key to the Company’s success. Each employee should be treated with dignity and respect. In addition, every employee is responsible for her/his own conduct. No one has the authority to make another employee violate this Code, and any attempt to direct or otherwise influence someone else to commit a violation of this Code is unacceptable. Managers, in particular, set an example for other employees and are often responsible for directing the actions of others.

The fundamental principle that underlies the way we do business at the Company is good judgment. An understanding of our legal and ethical standards enhances that judgment. Diodes Personnel are expected to exercise



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good judgment and do the right, ethical thing. Apply the ethics quick test: would you be embarrassed if everyone knew you did it? If yes, then do not do it.

#### LEGAL COMPLIANCE AND ETHICAL CONDUCT

It is the Company's policy to comply with applicable laws and regulations in the countries in which we operate and to conduct our affairs according to high legal and ethical standards. We expect Diodes Personnel to know and comply with applicable laws and regulations and act in a manner that is consistent with the spirit and the intent of those applicable laws and regulations. If the applicable local laws and regulations differ from the requirements contained in this Code or Company policies, the higher standards and more stringent requirements will be followed. Violations of applicable laws and regulations could have serious consequence for the Company and the affected Diodes Personnel and may adversely impact the Company's reputation. Diodes Personnel are encouraged to seek guidance from the Company's General Counsel and the in-house legal team when questions regarding legal compliance arise.

Topics of legal compliance Diodes Personnel may encounter include, without limitation, the following:

1. **Anti-Bribery and Anti-Corruption:** The Company prohibits all forms of bribery and corruption. Please refer to the additional requirements (including requirements on gifts, meals, entertainment, travels, and gratuities) contained in the Company Corporate Policy on Anti-Bribery and Anti-Corruption (Policy Document Reference: DIC-909);
2. **Antitrust and Fair Dealing:** We are committed to competing fairly in the global marketplace and to complying with the applicable antitrust laws that prohibit activities that unreasonably restrain marketplace competition. Diodes Personnel are required to deal fairly with the Company's customers, suppliers, competitors, and any third parties and not to take unfair advantage of anyone through any unfair dealing practices such as misrepresentation or concealment of material information. Diodes Personnel cannot communicate with competitors or potential competitors, in trade or industry association meetings, social events, or otherwise, to allocate markets or about competitively sensitive information (e.g. price, pricing policies, costs, terms of sale, production levels, capacity plans, inventories, planned product improvement or launch dates, marketing plans, customer information), or otherwise engage in any unlawful restraint of trade or resale price maintenance activities. Diodes Personnel are required to communicate truthfully about the Company products and those of our competitors' products when making comparisons;
3. **Anti-Discrimination and Anti-Harassment:** The Company is an equal opportunity employer and we do not discriminate on the basis of race, color, sex, gender, pregnancy, religious creed, marital status, age, national origin, ethnicity, disability, sexual orientation, or any other characteristics protected by applicable laws and regulations. We make reasonable accommodations for disabled employees and applicants as required by the applicable laws and regulations. We are committed to providing a workplace free of harassment. Please refer to the additional requirements contained in the Equal Employment Opportunity and Policy Against Discrimination, Harassment and Retaliation (Policy Document Reference: DIC-858);
4. **Contractual Commitments:** Only authorized Diodes Personnel may sign or obligate the Company to any contract or contractual commitments (including online, click-through agreements or click wraps) and

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only after they have obtained the required review and approvals in accordance with any delegation of authority policies. No verbal commitments or side arrangements may be entered into without the required reviews and approvals. The Company's Finance Department should have timely and full visibility into all financial commitments to ensure proper accounting of transactions.

5. **Conflict of Interest:** Diodes Personnel should not engage in activities that compete with the Company or interfere with the performance of their duties or responsibilities to the Company, and should avoid any activity that is or has the appearance of conflict of interest with the Company. Please refer to the additional requirements (including requirements on gifts, meals, entertainment, travels, and gratuities) contained in the Company's Corporate Policy on Conflict of Interest (Policy Document Reference: DIC-912);
6. **Corporate Social and Environmental Responsibility:** We pride ourselves as a responsible global corporate citizen and Diodes Personnel are required to demonstrate respect for people and protection for the environment by conducting business in a manner consistent with the principles contained in our Corporate Social & Environmental Responsibility Statement (Policy Document Reference: DIC-922);
7. **External Communications; Social Media:** Only authorized Diodes Personnel may make public statements on behalf of the Company to the media, the press, reporters, analysts, investors, or the public. If Diodes Personnel are contacted to make comments on behalf of the Company and are not an authorized Company representative, they are advised not to respond to such request and immediately refer the inquiry to the Company's Investors Relations manager or Corporate Communications manager. Diodes Personnel are solely responsible for what they post online and should not represent themselves as the Company spokesperson. Additionally, the following requirements apply:
  - a. Unless otherwise authorized by the Company, if the Company is a subject of the content created, be clear and open that the opinions posted do not represent those of the Company, and include a disclaimer such as the following: "the views expressed are mine alone and do not reflect the views of Diodes;"
  - b. Do not create links from a personal blog, website, or other social networking site to a Company website without identifying yourself as an employee;
  - c. Refrain from using social media while on work time or on Company issued equipment, unless it is work related as authorized by your manager;
  - d. Do not use the Company email address to register on social networks, blogs, or other online tools utilized for personal use;
  - e. The Company may request that certain subjects are avoided and request that Diodes Personnel withdraw certain posts and remove inappropriate comments or postings (e.g. harassing or discriminatory remarks) that violate Company policies.
8. **Import and Export Compliance:** Diodes Personnel are required to comply with applicable import and export control and customs laws and regulations when handling the Company's products and technology. The Company's products and the technology that we use to design and manufacture our products may not be legally transferred (including electronic transmission or verbal communications), sold, delivered, or shipped to certain persons or countries. Violations, including inadvertent violations, could have significant impact on the Company's ability to do business and may result in denial of export licenses, loss of export

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privileges, customs inspections, and delays;

9. **Insider Trading:** There are insider trading laws that restrict transactions and activities involving the Company's securities as well as securities of other public companies by anyone who is aware of material, non-public information. Please refers to the additional requirements contained in the Company Corporate Policy on Insider Trading (Policy Document Reference: DIC-901);
10. **Intellectual Property, Confidential Information, Privacy, and Data Protection:** We protect our intellectual property rights (including our trade secrets, trademarks, and brands), confidential information, and data, and we take appropriate precautions to safeguard such information from unauthorized disclosure, access, or use. We respect the intellectual property rights, confidential information, and data of others and handle such information in accordance with applicable laws and regulations and contractual commitments, if any. Diodes Personnel are required to comply with the requirements contained in the Confidentiality and Intellectual Property Assignment Agreement (Policy Document Reference: DIC-903), Information Technology Policy (Policy Document Reference: DIC-736), and IT Computing Policy (Policy Document Reference: DIC-739);
11. **Asset Protection:** Company assets (including facilities, equipment, computers, and communications systems) should be used primarily for the Company's legitimate business purposes. Diodes Personnel are required to follow applicable use procedures and security precautions to protect the Company assets from theft, loss, damage, or misuse, and to cooperate with reasonable searches and inspections (including device information and password protected employee communications on Company issued or supported devices) that the Company may conduct subject to applicable local laws and in accordance with the Acknowledgement Regarding Searches and Inspects (Policy Document Reference: DIC-818); and
12. **Workplace Safety:** The Company is committed to providing a safe workplace for Diodes Personnel and customers and visitors who are on the Company's property. The Company does not tolerate any acts of violence, threatening behavior, or threats of any kind, implied or explicit. Diodes Personnel should follow safety protocols and conduct activities with appropriate safety precautions and safeguards. Additionally, to help provide a safe workplace and to keep Company property and assets safe, Diodes Personnel should cooperate in relevant search and inspections pursuant to the Acknowledgement Regarding Searches and Inspects (Policy Document Reference: DIC-818).

Diodes Personnel have a number of responsibilities, including, but not limited to, the following:

- promote honest and ethical conduct;
- avoid any knowing involvement in acts known to be illegal, unethical, or otherwise improper;
- have a reasonable, practical working knowledge of the laws, regulations, and corporate policies affecting their responsibilities;
- seek guidance from their supervisor when in doubt about responsibilities or how to apply this Code in a specific situation;
- report, in good faith, possible violations of law, Company policies, or this Code in accordance with this Code; and



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- avoid conflicts of interest.

Managers have a number of additional responsibilities, including, but not limited to, the following:

- behave in a way that is consistent with this Code and Company policies, and in compliance with applicable laws and regulations;
- act as a role model for employees under their supervision by acting in an honest and ethical manner;
- ensure that the employees under their supervision understand this Code and their responsibilities under it;
- cultivate and maintain an open and inclusive workplace environment that encourages frank and open discussions and diversity of thoughts and ideas; and
- take appropriate actions when a concern is identified to ensure that employees under their supervision understand and are complying with this Code.

#### ADDITIONAL REQUIREMENT FOR THE BOARD OF DIRECTORS

Members of the Company's Board of Directors have a special responsibility to the Company and its shareholders. To avoid conflicts of interest, directors are expected to disclose to their fellow directors any personal interest they may have in a transaction to which the Company is a party and to excuse themselves from participation in any decision in which there is a conflict between their personal interests and the interest of the Company.

#### ASKING QUESTIONS AND REPORTING CONCERNS

Although we realize that no two situations are alike, we seek consistency and balance when encountering any ethical issues. It is essential that we keep an eye out for possible violation of this Code, Company policies and applicable laws and regulations - whether these violations occur in dealings with the government or the private sector, and whether they occur because of oversight or intention. Diodes Personnel who have questions regarding business conduct, or possible violations or any ethics, compliance, or safety concerns should contact one of the following reporting channels:

- Diodes Personnel are encouraged to contact their immediate supervisor.
- Diodes Personnel may also contact the HR manager, the Company's Internal Audit Manager, or the Company's General Counsel.
- If Diodes Personnel wish to maintain anonymity, they may call the third party-operated hotline at the phone number(s) set forth below, or submit an online report via <https://reportlineweb.com/diodes>, which will be supervised by the Audit Committee of the Board of Directors.

The Company takes all reports of actual, suspected, or potential violations of the Code, Company policies, and applicable laws and regulations seriously and will promptly review the matter to determine the appropriate actions to be taken to address the concerns raised. Diodes Personnel are required to cooperate fully with internal investigations, including providing truthful and complete information.

Customers, suppliers, distributors, and any third party may use the aforesaid hotline service or online reporting tool to make a good faith report of any violations or suspected violation of this Code, the Company policies, or applicable



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laws and regulations.

The Company strongly discourages management from waiving the requirements contained in this Code for any Diodes Personnel. Any Diodes Personnel intending to seek waiver must do so promptly to allow sufficient time for the necessary review and approval. Only the Company's Chief Executive Officer, in consultation with the Company's General Counsel, may waive any such requirements and all waivers must be in writing. Directors and executive officers who seek a waiver should address the request to the Company's Board of Directors or a designated committee of the Company's Board of Directors.

#### **ADDITIONAL OBLIGATIONS FOR EMPLOYEES WITH FINANCIAL REPORTING RESPONSIBILITIES**

As a public company, it is of critical importance that filings of the Company with the SEC be full, fair, accurate, timely, and understandable. Depending on their position with the Company, employees may be called upon to provide information to assure that the Company's public reports are complete, fair, and understandable. The Company expects all Diodes Personnel to take this responsibility seriously and to provide prompt, accurate, and complete answers to inquiries related to the Company's public disclosure requirements.

The Finance Department bears a special responsibility for promoting integrity throughout the Company, with responsibilities to stakeholders both inside and outside of the Company. The Chief Executive Officer and Finance Department personnel have a special role both to adhere to these principles themselves and also to ensure that a culture exists throughout the Company as a whole that ensures the fair and timely reporting of the Company's financial results and condition. Because of this special role, the Chief Executive Officer and all members of the Finance Department are bound by the additional requirements set forth in the Code of Ethics for CEO and Finance Department (Policy Document Reference: DIC-913). The Code of Ethics is available at <https://investor.diodes.com/corporate-governance/highlights>. Please refer to that policy for additional details.

#### **NON-RETALIATION POLICY**

The Company does not tolerate retaliation against anyone who asks questions, in good faith reports actual, possible, or suspected violations of the Code, the Company policies, or applicable laws and regulations, or participates in internal investigations. Diodes Personnel who retaliate or attempt to retaliate against anyone who reports a concern in good faith or participates in internal investigations is subject to disciplinary actions, up to and including termination of employment. Diodes Personnel who believe they have experienced retaliation should contact the Company's Internal Audit Manager or the Company's General Counsel immediately.

#### **FAILURE TO COMPLY WITH THIS CODE**

Each Diodes Personnel is responsible for reading and understanding this Code. Failure to comply with this Code by any Diodes Personnel may subject that person to disciplinary action, up to and including termination of employment or discharge, in the case of Company directors. Any conduct that adversely affects Diodes Personnel's job performance, the performance of fellow employees, or conduct that otherwise adversely affects customers, suppliers, or others who work on behalf of or for the Company, or the Company's legitimate business interests may result in disciplinary actions as well. Anyone who violates the law may also be subject to civil and criminal



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penalties.





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#### CERTIFICATION

I have read the Corporate Code of Business Conduct (the “Code”) and agree to comply with its provisions. Except as disclosed below, I have never participated in, and am not aware of, any violation of the Code. Should I ever obtain information giving me reason to believe that any employee, officer, or director of Diodes Incorporated, including its worldwide subsidiaries (the “Company”) may have engaged in conduct that violates the Code, Company policies, or applicable laws and regulations, I agree to report that information promptly to my immediate supervisor, the Human Resources manager, the Internal Audit Manager, or the Company’s General Counsel. Employees who wish to maintain anonymity and report any actual or potential violation of this Code, Company policies, or applicable law and regulations, or other ethics, compliance, or safety issues (including any concerns about accounting, internal accounting controls, or auditing matters), may call NAVEX Global at the phone number(s) below or submit an online report via <https://reportlineweb.com/diodes>. NAVEX Global is not staffed by personnel affiliated with the Company and is the independent hotline service retained by the Company to handle any anonymous calls regarding compliance issues.

<b>Location</b>	<b>First Stage Phone Number<sup>1</sup></b>	<b>Second Stage Phone Number</b>
United States	855-316-2192	Not Applicable
China (North, Beijing)	10-811	855-316-2192
China (North, Beijing)	108-888	855-316-2192
Germany	0-800-225-5288	855-316-2192
Japan (NTT)	0034-811-001	855-316-2192
Japan (KDDI)	00-539-111	855-316-2192
Japan (Softbank Telecom)	00-663-5111	855-316-2192
Korea	00-309-11	855-316-2192
Korea	00-729-11	855-316-2192
Korea	00-369-11	855-316-2192
Taiwan	00-801-102-880	855-316-2192
United Kingdom	0-800-89-0011	855-316-2192
United Kingdom	0-500-89-0011	855-316-2192
United Kingdom	0-800-013-0011	855-316-2192

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<sup>1</sup> Call the first stage telephone number. After connecting, follow the voice instruction to dial the second stage phone number. United States calls only dial the first stage phone number.





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I have engaged in or observed the following incidents of non-compliance:

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☐ None

Date:

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Signature

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Name Printed

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Title

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Office/Location

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<b><u>Revision</u></b>	<b><u>Revision History</u></b>	<b><u>Request Date</u></b>
6	Version revised as of February 21, 2017.	3/6/2018
7	Add footer, no content update.	4/12/2018
8	Corrected revision, no content update	10/8/2018
9	Version revised as of November 1, 2019	11/1/2019
10	Moved Revision History header to page 8	1/2/2020
11	Move revision history header to page 8	1/21/2020
12	Update/refresh as Core Corporate Policy	10/26/2020
13	Update Hotline: add Japan, delete obsolete instruction	4/1/2021
14	Correct typo in Section 10: “precautious” to “precautions”	4/16/2021
15	Update Hotline: delete nonfunctional China lines	6/3/2021
16	Correct typos, no content update	12/8/2022