

Lumentum Operations LLC (“Lumentum” or the “Company”) conducts its business affairs with uncompromising integrity – and this is the responsibility of every member of the Lumentum community including our board of directors, executives, managers, employees and business partners. Conducting our business with uncompromising integrity means acting ethically, and complying with all applicable laws and regulations of the countries in which Lumentum does business or business is being conducted on behalf of Lumentum. Partners often are the primary face of Lumentum to the end customer, and thus in keeping with Lumentum’s commitment to uncompromising integrity, Lumentum expects that all channel partners, including distributors and sales agents/representatives (“Partners”), act in a manner that complies both with the letter and spirit of this Channel Partner Code of Conduct (“Code”).

## AVOIDING CONFLICTS OF INTEREST

A conflict of interest can arise any time a Partner’s financial or other commercial or personal relationships may inappropriately influence the Partner’s ability to fairly, accurately and ethically distribute and sell Lumentum products. While it is not possible to list every conceivable conflict of interest that may arise in a Partner’s course of conducting business with or on behalf of Lumentum, the following is an overview of the more common conflicts of interest Partners may encounter, and is a set of guidelines for all Partners to follow.

### Relationships

If a Partner, or someone with whom the Partner has a close relationship (an immediate family member or close companion of an employee of a Partner), has a financial, employment or other relationship with Lumentum or an existing or potential Lumentum competitor, customer, supplier, service provider or other business partner of Lumentum, that relationship may create a conflict of interest. Partners should disclose all such relationships to Lumentum so that Lumentum may ensure actual conflicts of interest are avoided. Additionally, Lumentum employees are prohibited (i) from holding any material financial interest, including stock or bond ownership, or any other direct financial relationship, in any outside concern such as a Partner or someone with whom the Partner has a close relationship, and (ii) engaging in activities with third parties, such as a Partner or someone with whom the Partner has a close relationship, that might interfere with their ability to devote their full attention to the business activities of Lumentum without prior approval of the Lumentum legal department.

### Gifts

Providing gifts, both tangible and in the form of entertainment and meals can create conflicts of interest and may be prohibited by applicable law. Lumentum employees must comply with Lumentum’s Code of Business Conduct and other related Lumentum policies, which strictly control when and under what circumstances Lumentum employees may accept personal gifts or entertainment from existing or potential competitors, customers, suppliers, service providers or business partners. In general, Partners may not provide gifts, including entertainment and services, to Lumentum employees unless such gifts are (a) of nominal value; or (b) customary and reasonable meals and entertainment at which the giver is present.

Partners must exercise extreme caution when considering whether to provide gifts to potential end customers. Like Lumentum, many end customers have policies regulating when and under what circumstances their employees may accept gifts from potential or actual suppliers in order to prevent conflicts of interest. Lumentum expects all Partners to support end customer internal policies pertaining to gifts. With this in mind, gifts may be given to end customers or end customer employees only when permitted by end customer internal policies and only if they are (a) of nominal value; or (b) customary and reasonable meals and entertainment at which the giver is present.

Additionally, most countries have laws and regulations restricting gifts that may be given to government employees, including employees of government-owned or partially-owned entities. For example, the United States Foreign Corrupt Practices Act (“FCPA”) provides for severe penalties for companies and individuals who engage in direct or indirect bribery of government officials. Many countries have similar laws and extend anti-bribery restrictions to the private sector. Lumentum expects all Partners to strictly abide by all such laws and regulations, including the FCPA. Absolutely no gifts of any kind may be offered to any U.S. government employee. U.S. government employees include all employees of government agencies and units in the U.S., whether federal, state or local.

Likewise, no gifts or anything of value may be offered to any private company corporate officer, director or employee or its representative, or any non-US government employee, including employees of government-owned or partially government-owned entities, for the purpose of obtaining or retaining business or as an inducement or reward for favorable action or forbearance from action or the exercise of influence. Partners may only offer gifts when permitted by applicable laws, including the FCPA, and such gifts (a) are of nominal value; or (b) are customary and reasonable meals and entertainment at which the giver is present.

### **Bribes and Kickbacks**

Bribes or other means of obtaining undue or improper advantage shall not be offered or accepted by Partners. This includes, but is not limited to, bribes or other inducements given for the purposes of:

- influencing a customer decision
- obtaining an improper advantage over a competitor for a contract or order
- changing the specifications of a third party's request for proposal to benefit Lumentum or position Lumentum products
- obtaining confidential or other restricted information
- obtaining discounts or other financial benefits from Lumentum

The use of bribes, secret compensation or kickbacks is improper and may result in immediate termination of the Partner's relationship with Lumentum, and appropriate legal action.

## ENGAGING IN FAIR, HONEST AND ACCURATE BUSINESS PRACTICES

### Fair Competition

Lumentum seeks to outperform its competition fairly and honestly and seeks competitive advantages through superior performance and service to its customers, not unethical or illegal business practices. Partners always should deal fairly and honestly with their customers, suppliers, and competitors. Lumentum strictly prohibits any and all forms of corruption, extortion and embezzlement. Partners must not take unfair advantage of Lumentum or anyone else through abuse of privileged or proprietary information, misrepresentation of material facts or any other unfair or dishonest practices.

Partners shall not enter into any agreement, understanding or plan (written or oral) with any of its competitors with regard to price, terms or conditions of sale, production, distribution, territories or customers, or exchange or discuss with any of its competitors pricing, marketing plans, manufacturing costs or other competitive information. Partner shall comply with all antitrust laws applicable to their business activities.

Lumentum products are sold based on the Company's reputation for superior products and service. All claims made about Lumentum products and competitors' products should be accurate and supportable. Marketing, sales and advertising activities must always be truthful. Lumentum does not permit advertising or promotions for its products and services to be false or misleading. Partners should not make a substantive claim about a Lumentum product or service, or a competitor's product or service that has not been properly substantiated. Similarly, Partners should be alert to any situation where a competitor may be attempting to mislead customers, or potential customers, about Lumentum products or services. Partners should contact Lumentum's legal department immediately if they become aware of any such dishonest or questionable business practices engaged in by Lumentum competitors.

### Supporting Lumentum's Reputation and Image

Lumentum maintains an image of unwavering integrity and respect for others. The Company understands the importance of building good business relationships, and that part of creating trust and confidence with customers, suppliers and business constituents involves some level of socialization. Lumentum asks that when engaging in social interactions as a representative of the Company, or engaging in social activities with Lumentum employees, Partners do so in a tasteful and respectable manner.

### Accuracy of Reports, Records and Accounts

All Partners' records and books of account shall at all times meet the highest standards and accurately reflect the true nature of the transactions they record.

### Confidential Information and Intellectual Property Rights

Partners must maintain the confidentiality of information entrusted to them by Lumentum and its end customers and suppliers, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information, including information that might be of use to competitors, or harmful to the Company or its customers and suppliers if disclosed. Partners

must not disclose proprietary or confidential information about Lumentum or its employees, or confidential information about an end customer, supplier or distributor, to anyone who is not authorized to receive it, or has no need to know the information (even other Lumentum employees). The only exceptions to this standard are when such disclosure is authorized by the end customer, supplier or distributor, or by applicable law, appropriate legal process (i.e. subpoena) or appropriate Lumentum authorities. If a Partner must disclose confidential information to a third party, they should ensure that appropriate protections, such as a non-disclosure agreement, have been put in place prior to the disclosure. Partners are to respect Lumentum and other third party intellectual property rights at all times. Partners also are expected to comply with all pertinent data privacy laws and regulations, and Lumentum's own privacy practices.

### **Insider Trading and Investments**

Insider trading is prohibited by law and Lumentum policy. Insider trading occurs when an individual with material, non-public information trades securities or communicates such information to others who trade. The person who trades or "tips" information violates the law if he or she has a duty or relationship of trust and confidence not to use the information.

Trading or helping others trade while aware of inside information has serious legal consequences, even if the insider does not receive any personal financial benefit. Insiders may also have an obligation to take appropriate steps to prevent insider trading by others. Lumentum expects all Partners will strictly observe all applicable insider trading laws and regulations.

## **COMPLYING WITH LEGAL AND REGULATORY STANDARDS**

Partners and their employees are required to strictly observe all applicable laws and regulations. Violations of law by even one Partner can harm Lumentum's reputation and ability to carry on business. Partners should require that all their employees are familiar with the basic legal requirements that pertain to their duties and responsibilities.

### **Antitrust Compliance**

In many countries, companies are subject to complex laws and regulations (known in some countries as "antitrust" laws) designed to preserve competition among enterprises and to protect consumers from unfair business arrangements and practices. Partners are expected to comply with these laws at all times.

### **Tied Business Dealings**

"Tying" arrangements, whereby customers are required to purchase or provide one product or service as a condition for another being made available, are unlawful in certain instances. Partners should understand and comply with the "tying" regulations in their jurisdiction.

### **Anti-boycott Laws**

United States laws, and the laws of many other countries, prohibit persons from taking actions or entering into agreements that have the effect of furthering any unsanctioned boycott of a country. Lumentum Partners are required to comply with all anti-boycott laws applicable in their jurisdiction.

### Embargoes and Sanctions

Lumentum complies fully with international economic sanctions and embargoes restricting persons, corporations and foreign subsidiaries from doing business with certain countries, groups and individuals. Economic sanctions prohibit or restrict doing business with targeted governments and organizations, as well as individuals and entities that act on their behalf. Sanction prohibitions also may restrict investment in a targeted country, as well as trading in certain goods, technology and services with a targeted country.

Lumentum Partners are required to comply with all economic sanctions and embargoes applicable in their jurisdiction.

## COMPLYING WITH LABOR LAWS, RULES AND REGULATIONS

Partners are expected to comply with all applicable labor laws, rules and regulations. Lumentum's commitment to integrity is supported by diverse, productive work environments that are free from unlawful discrimination or harassment. Partners must not support or use any forms of forced, compulsory or child labor, and must be committed to a workplace free of harassment and unlawful discrimination. Partners shall not engage in discrimination based on race, color, age, gender, sexual orientation, ethnicity, disability, pregnancy, religion, political affiliation, union membership or marital status in hiring or other employment practices such as promotions, rewards and access to training or other growth opportunities.

Open communication and direct engagement between workers and management are the most effective ways to resolve workplace issues. Partners should respect the rights of workers to associate freely. Partner's employees shall be able to communicate openly with management regarding working conditions without fear of reprisal, intimidation or harassment.

## HEALTH AND SAFETY

Partners must provide their employees with safe workplaces that meet, at a minimum, applicable country/regional laws and regulations and protect employees' health and well being.

## ENVIRONMENTAL COMPLIANCE

Partners are expected to comply with applicable environmental laws and regulations, including air, water, and land use and disposal regulations.

## RAISING AND REPORTING CONCERNS

Any Partner which suspects or has a concern regarding a possible violation of this Code by any person or party, or of any violation by a Lumentum employee of Lumentum's Code of Business Conduct, should bring its concerns to the attention of any of the following:

- **General Counsel**  
400 N. McCarthy Boulevard, Milpitas, CA 95035  
Tel: (408) 546-5483  
LumentumLegal@Lumentum.com

#### Toll-free Ethics Hotline Service

In addition to the contacts above, concerns may be reported through the Lumentum toll-free ethics hotline which is managed by a third party provider, The Network. More information about The Network is available on their website at <https://Lumentum.tnwreports.com/>. Toll free numbers are listed in **Annex A**. This service is available 24 hours a day, 7 days a week. Specially trained interviewers will document concerns and provide a report to the appropriate contacts within the Company. Callers do not have to provide their identity. English and Spanish speaking interview specialists are always available. In addition, interview specialists have translators available to enable reports to be provided in more than 150 additional languages. Information provided to the hotline by callers located outside of the United States will be transmitted to the U.S. in a manner consistent with applicable data privacy regulations.

Lumentum will not retaliate or threaten to retaliate against any Partner who in good faith reports concerns or a possible violation of this Code or who participates in or cooperates with any investigation by the Company or any law enforcement agency, whether or not it is determined that an actual violation has occurred. Reports will be kept as confidential as possible under the circumstances presented and the Company's obligations under applicable law.

#### CONCLUSION

It is and always will be Lumentum's intent to operate within the highest standards of ethics and integrity. This Code was developed to articulate and reinforce these values and to ensure that they are clear to all Lumentum Partners. The Company appreciates each Partner's commitment to apply these ethical standards and behaviors in all its dealings with and on behalf of Lumentum, and trusts that all Partners will consistently reinforce the Company's reputation for uncompromising integrity.

**ANNEX A  
Toll Free Ethics Hotline Numbers**

<b>Location</b>	<b>Toll-free Number</b>
USA	844-498-1267
Canada	844-498-1267
China	470-219-7133
France	470-219-7133
Germany	470-219-7133
Israel	470-219-7133
Italy	470-219-7133
Japan	470-219-7133
Switzerland	470-219-7133
Thailand	470-219-7133
United Kingdom	470-219-7133