

Lattice Semiconductor Corporation



CODE OF CONDUCT

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Code of Conduct

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INTRODUCTION

The Company is committed to maintaining the highest standards of business conduct and ethics. The intent of this Code is to create and maintain a legal, ethical, and professional business environment that supports our core vision, mission, and values. This Code is an important resource to help guide employees in making business decisions that are legal, ethical, and reflect our core values.

This Code applies to all Lattice employees worldwide. All employees are expected to obey the law, observe high ethical standards, and apply the Company's core values in the execution of our mission. Furthermore, all employees are expected to uphold this Code in all day-to-day activities and help ensure that all co-workers and business partners are aware of and adhere to our standards.

This Code is a statement of general principles and standards that should be broadly applied. Employees are responsible to seek guidance or clarification for any questions about this Code. Management is committed to ensuring that each employee has received, read, understood, and acknowledged their compliance with this Code on an annual basis.

OUR RESPONSIBILITIES

We expect all employees to follow this Code. Further, we expect management to lead by example, exercising sound and mature judgment in all business relationships. We are responsible for maintaining the integrity of the Company. Employees are expected to be proactive about seeking guidance if unsure about the application of the principles in this Code to particular situations. Employees should raise issues and concerns with their immediate supervisor; any unresolved questions should be referred to higher levels of management and the Legal department.

We expect all employees to speak up to ensure that Lattice's standards are followed by co-workers and business partners. The ethical standards we wish to uphold do not permit ignoring potential problems. Employees should report any potential concerns or violations of this Code to their supervisor, the General Counsel, and the Chief Financial Officer immediately. Reports can also be made using our hotline: either via the web at <https://www.openboard.info/lsc/index.cfm> or by calling toll free in the United States at 1-866-515-9527. The hotline allows anonymous reporting as permitted by law.

In keeping with the ethical standards we support, the Company prohibits reprisal, threats, retribution, or retaliation against any person who has in good faith reported a suspected violation of this Code or who is assisting in any investigation related to such a violation.

Compliance with the Law

Employees are expected to comply with all federal, state, local and foreign laws governing our operations. All employees worldwide are expected to comply with applicable laws of the United States including the Foreign Corrupt Practices Act, the Export Control Act and securities laws relating to insider trading of securities in addition to applicable local laws relating to these and other topics.

Each employee is expected to acquire sufficient knowledge of the requirements related to his or her duties to enable the employee to recognize potential violations and know when to seek advice from management or the General Counsel regarding permissible activities.

Relevant Policies

#630 – Compliance with Export Controls

#620 – Trading in Lattice Stock

Bribery and Anti-Corruption

Employees are expected to conduct their duties ethically by avoiding corruption of any kind. Employees may not use bribes or kickbacks while conducting Company business. Indirect bribes or kickbacks through distributors or representatives on behalf of the Company are also prohibited.

Relevant Policies (including those geographically specific)

#610 – Accepting and Giving Gifts

#800 – Travel and Entertainment

Independent Accountants

Employees are expected to support the work of our independent accounts, and ensure that they can independently and reliably complete their duties. It is illegal for an employee to attempt to improperly influence our independent accountants. Some examples of improper influence include providing information that is deliberately misleading or inaccurate, offering incentives, or making threats.

Insider Trading

Employees may trade in Lattice stock in accordance with applicable laws and policies. However, to ensure that all trading in Lattice stock is fair and in compliance with U.S. regulations, employees are prohibited from trading Lattice stock while in possession of material nonpublic information. Additionally, employees may not trade the stock of Lattice customers, suppliers, competitors, potential acquisitions, or partners while in possession of material nonpublic information. Material nonpublic information is any information that an investor might consider important in deciding whether to buy, sell, or hold securities. Information is considered non-public if it has not been adequately disclosed to the public. All non-public information about Lattice or about companies with which we do business is considered confidential, and must not be used in connection with trading stock or “tipping” others who might make an investment decision based on that information. Employees also may trade only during open trading windows.

Relevant Policies

#620 – Trading in Lattice Stock

Acting in the Best Interest of Lattice: Avoiding Conflicts of Interest

Employees are expected to act in the best interest of Lattice. Employees should avoid situations that could interfere with their ability to make sound business decisions in the best interest of Lattice. Employees must not place themselves, or allow themselves to be placed, in a situation in which personal interest conflicts, or might appear to conflict, with the interest of the Company. Lattice does recognize an employees’ right to participate in outside activities. However, these activities should not conflict in any way with the Company's interest, and may not interfere with an employee’s responsibilities or job performance. Employees are obligated to disclose and resolve any actual, apparent, or potential conflicts of interest between personal and business relationships.

Although it is not possible to mention all situations that create a conflict of interest, employees must always act according to the principles in this Code. If there is room for suspicion that an employee’s actions might affect that employee’s judgment in acting for the Company, or might embarrass or discredit the Company in the eyes of the public, the employee must promptly correct the situation. The following are common examples where a conflict of interest might exist:

Other Business Interests

- Outside Directorship. Any outside directorship must be approved in advance by the CEO. Employees may not serve as a director of any company that competes with Lattice. Any compensation received by an employee for any outside directorships must be solely related to the responsibilities as a director and not based on any current or potential business relationship with Lattice.
- Substantial Ownership Interest. If an employee anticipates acquiring, directly or indirectly, a substantial interest in a supplier, customer, competitor, agent, or distributor of Lattice, the employee must disclose such intention to management and the Legal department. An interest of greater than three (3) percent ownership is considered substantial. Based on the specific circumstances the Company will determine if a conflict of interest exists. If a conflict of interest is deemed to exist, the employee will be prohibited from making a substantial investment in the other company.
- Borrowing or Lending Money. Employees may not borrow money from, or lend money to, individuals or firms (other than as ordinary customers of banks or other lending institutions) doing, or seeking to do, business with Lattice.
- Managing Interest. Employees may not have any business arrangements with individuals or firms (other than as ordinary customers in amounts that are not significant to such individuals or firms) in cases where the employee is also managing or participates in managing Lattice's business relationship with such individual or firm.

Outside Employment or Consulting

- Conflicting Interest. Employees must not undertake any outside employment, consulting or other professional activities that create a conflict of interest or might interfere with their job responsibilities or performance for the Company. The Human Resources department and the employee's supervisor must approve in advance any outside employment, consulting, or similar activities. Employees may not render services in any capacity to any individual or firm who has a business relationship with the Company, including competitors, suppliers, and contractors.
- Expert Networks. Employees may not participate in expert networks or similar industry information groups because such participation may result in the dissemination of material non-public information.

Accepting or Giving Gifts

- Employees must not seek or accept gifts or favors that might influence, or appear to influence, an employee's judgment in representing the Company.
- Employees should not give gifts with the intention of inducing others to engage in business with the Company.

Relevant Policies

#610 – Accepting and Giving Gifts

Political Activities

- Employees may support the political process through personal contributions or by volunteering their personal time to the candidates or organizations of their choice. These activities, however, must not be conducted on Company time or involve the use of any Company resources such as telephones, computers, or supplies. Employees may not make or commit to political contributions on behalf of Lattice without approval of the CEO.

Charitable Contributions

- Lattice supports various charities in the communities where we live and work, and encourages employee involvement through Company programs. Any charitable contributions made on behalf of Lattice must be approved by the CEO.

Related Party Transactions

- Employees should avoid conducting Company business with a relative or significant other, or with a business in which a relative or significant other has an influential role. Business agreements of this type are referred to as related party transactions.
- Any potential related party transactions must be fully disclosed to the Chief Financial Officer prior to entering into such a transaction. If the specific transaction is determined to be material by the Chief Financial Officer, the transaction must be reviewed by the Audit Committee of the Board of Directors. All related party transactions must receive the necessary prior written approval.
- All related party transactions involving the Company's directors or executive officers must receive prior written approval by the Audit Committee.
- Any approved related party transactions must be structured and conducted in a manner to avoid a potential conflict of interest with the related party.

Relevant Policies

#820 – Contracts with Vendors and Suppliers

#435 – Nepotism

Nepotism and Anti-fraternization

- The Company discourages the employment of relatives or significant others within the same department for positions other than those that are temporary or limited in duration. The Company prohibits the employment of relatives in positions that have, or may appear to have, a dependence or potential financial influence (e.g. supervisor/subordinate relationship). If a prohibited reporting relationship exists or develops between two employees, the employee in the senior position must bring the relationship to the attention of the Human Resources department. The Company reserves the right to separate the employees at the earliest possible time, either by reassignment, transfer or, if necessary, termination. Willful withholding of information regarding a prohibited relationship/reporting arrangement will be subject to disciplinary action that may include termination of employment.

- The Company promotes an environment where advancement opportunities and decisions are based on the merits of individual employees. The Company also does not tolerate the misuse of authority or sexual harassment. The company according prohibits individual within the same functional group or individual with divergent authority from entering into romantic, dating or other intimate relationships and requires disclosure of any such relationships. The Company reserves the right to discipline management or supervisory employees who violate this policy, including termination of employment.

Relevant Policies

#435 – Nepotism

#445—Anti-fraternization

Business Conduct

Fair Competition

The Company expects all employees to maintain the highest ethical standards in all business activities. Employees shall ensure that all communications to customers, suppliers, and business partners are accurate and truthful. The use of illegal or unethical means to obtain information about other companies or competitors is strictly prohibited.

Social Responsibility

The Company takes seriously its responsibility to conduct its worldwide operations in a socially and environmentally responsible manner. We are committed to upholding fundamental human rights and believe that everyone should be treated with dignity, fairness, and respect. Lattice will only engage suppliers and contractors who demonstrate a serious commitment to the health and safety of their workers, and who operate in compliance with human rights laws. The Company denounces any degrading treatment of individuals or unsafe working conditions, and supports our products being free of conflict minerals. The Company aims to minimize the environmental impact of our business operations worldwide.

Relevant Policies

Lattice Conflict Minerals Sourcing Policy/Social Responsibility Statement

Privacy

The Company takes seriously its obligation to preserve the privacy of both customer, vendor and employee information. All employees are required to follow applicable local laws and to protect the personal data of customers, vendors and employees as required by applicable law and in accordance with our published Privacy Policy. Employees may only use personal information for the purposes disclosed in our policy. Any breaches of this policy must be reported to our local Data Protection Authority as identified in the policy or our General Counsel.

Relevant Policies

Lattice Privacy Policy

Use and Care of Company Assets

Employees are entrusted with valuable Company assets, such as equipment, network resources, inventory, supplies, cash, and confidential information. Employees must ensure that our assets are not misappropriated, loaned to others, transferred, sold or donated without authorization. All employees are responsible for the proper use of Company assets and must safeguard them against loss, damage, misuse or theft. Company assets are to be used for Company business purposes only. Employees may not use Company assets for personal gain.

Physical and Network Access Control

Access to Company equipment, facilities, and networks is governed by relevant policies and procedures. Each employee is responsible for complying with these policies and ensuring that others, including contractors and agents, comply with these policies. Employees must not gain permanent or temporary access to physical or network locations for which they are not approved.

Relevant Policies

#500 – Access Control

#700 – Electronic Equipment and Data Network Usage

#715 – Mobile Device Policy

Physical Assets

The Company strives to furnish employees with the equipment necessary to perform their job efficiently and effectively. Employees must care for the equipment under their control and use it in a responsible manner. Equipment is not to be removed from Company property without a property pass. Prior to termination of employment, all Company owned equipment must be returned.

Company Funds and Payment Practices

Each employee is personally responsible for all Company funds in their control. Employees must ensure the Company receives value for any funds spent and that the Company is billed appropriately. Company funds must only be used for business purposes. Contractors or agents must not be allowed to exercise control over Company funds. All expense reports must be accurate and submitted in a timely manner.

Records Management

The Company has policies and procedures covering the management of Company records. Each employee is responsible for complying with the relevant policies. At times, specific Company records may be placed on a legal hold by the Legal department in order to preserve appropriate records to support special circumstances, such as litigation or governmental investigations. Employees must not alter or destroy Company records that have been placed on a legal hold. Employees who violate this policy will be subject to disciplinary action that may include termination of employment.

Confidential Information

In carrying out Company business, employees often learn confidential or proprietary information about Lattice, its customers, prospective customers, or other third parties. Protecting confidential information is critical to the Company's success, and the Company has policies and procedures covering the management of confidential material. Each employee is responsible for complying with the Company's Confidential Material policy and ensuring that others, including contractors, suppliers, and agents comply with applicable confidentiality restrictions. Employees must handle confidential information responsibly and in accordance with any agreements signed with the third party. Employees should not accept information offered by a third party that is represented as confidential, or which appears from the context and circumstances to be confidential, unless an appropriate nondisclosure agreement has been signed with the party offering the information. Employees should consult with the Legal department before accepting information of this type from a third party, or before disclosing any Company confidential information to any third party.

Employees' obligation to protect confidential information does not end upon the termination of employment with Lattice. Employees must not disclose confidential information received during the course of employment at Lattice to a new employer or to others after terminating employment with Lattice. Additionally, employees must not disclose to Lattice, nor should Lattice employees solicit the disclosure of, any confidential information obtained from a former employer.

Relevant Policies

- #140 – Use of Personal Information
- #500 – Access Control
- #700 – Electronic Equipment and Data Network Usage
- #710 – Confidential Material
- Lattice Privacy Policy

Ethical Conduct

Beyond the clear cases of conflicts of interest or misuse of Company assets described in this Code, there are many situations that are inconsistent with acceptable business ethics. It is not feasible to describe every situation, or to prepare a detailed listing of potential violations. Nevertheless, it is helpful to provide examples of situations that clearly represent unacceptable ethical conduct:

- the unauthorized disclosure of any confidential information to any person, or the release of any such information in advance of its authorized release date;
- the use of Company position for personal gain;
- the falsification of records or accounting entries;
- the use of a payment to secure an improper advantage from a customer, government body, or regulatory agency;
- the unauthorized copying or distribution of Company confidential or proprietary material.

Workplace Environment

The Company is committed to providing a safe workplace free of harassment. The Company complies with safety laws, standards, and guidelines that apply to our business. We encourage employees to raise workplace concerns through our established process as soon as issues or concerns arise.

Discrimination

The Company is committed to treating all employees fairly and with respect. We recognize that diverse employees are essential to our success and should be given opportunities to succeed in a non-discriminatory environment. The Company is dedicated to providing equal employment opportunities to all employees and applicants in all phases of employment. We conduct business without regard to, and do not discriminate because of race, color, religion or creed, national origin, gender, age, marital status, sexual orientation, gender identity, disability, veteran's status, or any other status protected by law. The Company will not tolerate discrimination of any kind.

Relevant Policies

- #105 – Hiring Process
- #115 – Equal Employment Opportunity
- #125 – Transfers, Promotions, and Reassignments
- #400 – Harassment/Discrimination

Harassment

Every employee has a right to a work environment free from harassment, regardless of whether the harasser is a co-worker, supervisor, manager, customer, vendor, or visitor. Harassment can include any behavior (verbal, visual or physical) that creates an intimidating, offensive, abusive or hostile work environment. Harassment is prohibited even if not unlawful.

Relevant Policies

- #400 – Harassment/Discrimination
- #445—Anti-fraternization

Public Disclosure

All employees involved in the preparation of financial reports or documents shall endeavor, at all times, to ensure that full, accurate, timely and understandable disclosures are made in the documents that the Company files or submits to the Securities and Exchange Commission.

All employees involved in the preparation of other public communications by the Company shall endeavor, at all times, to ensure that fair and accurate statements are made in these documents.

INFRACTIONS

This Code is of great importance and is essential to the Company's ability to operate consistent with the law and desired ethical standards. The Company expects all employees to adhere to this Code when conducting business on behalf of the Company.

The Company will take appropriate action against any employee whose actions are found to violate this Code. Disciplinary actions may include immediate termination of employment. The Company may also pursue appropriate remedies against the individual or entities responsible. In the event laws are violated, the Company will cooperate fully with the appropriate authorities.

WHERE TO SEEK HELP AND REPORT CONCERNS

Employees should ask any questions concerning the specific application of this Code to their immediate supervisor. Questions that are unresolved should be referred to higher levels of management and the Legal department until the question is resolved.

Potential violations of this Code should be reported immediately to the General Counsel and the Chief Financial Officer. Violations may also be reported anonymously via the web at <https://www.openboard.info/lsc/index.cfm> or by calling toll free in the United States at 1-866-515-9527. [Potential for additional toll free numbers outside of the U.S.]

WAIVERS

Any waiver of any provision of this Code for any employee must be approved in writing by the General Counsel and the CEO. Notwithstanding the foregoing, any waiver of any provision of this Code for an executive officer must be approved in writing by the Nominating and Governance Committee of the Company's Board of Directors and promptly disclosed.