



**WORLDWIDE STANDARDS
OF BUSINESS CONDUCT**



ADVANCED MICRO DEVICES, INC.
AND ITS RELATED COMPANIES

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A MESSAGE FROM LISA SU, AMD CHIEF EXECUTIVE OFFICER

When I started my career as a young engineer, I fell in love with semiconductors because they are the heart and soul of all innovation in this world. Today, semiconductors are still my passion and I'm honored and humbled to be leading AMD.

AMD's foundation is innovation and cutting edge technology. We are creating the technology of the future for customers and companies around the world. It is no small task and we love every minute of it. With the growing number of electronic devices being used globally, we believe that semiconductors will change the world. With this belief comes the responsibility to ensure that we are doing the right thing and conducting our business ethically.

As such, our Worldwide Standards of Business Conduct detail our commitment to conduct business legally, ethically and with integrity and transparency. Our Standards are a pledge that we make as individuals and as a corporation to do the right thing in every business situation. They provide clear guidance on critical issues and simply put, are the backbone of our business.

Our focus is on (1) *Building Great Products*, (2) *Driving Deep Customer Relationships* and (3) *Simplifying the Business*. We are committed to doing this and living by our Worldwide Standards of Business Conduct. Doing the right thing is vital for AMD's growth and success. We are excited about our future and the great things we will accomplish.



Dr. Lisa Su
AMD President and Chief Executive Officer



INTRODUCTION – COMPLIANCE WITH THE WWSBC

These Worldwide Standards of Business Conduct support the Company's commitment to high ethical standards and compliance with laws, regulations and Company policies. They are an integral part of AMD, and they provide guidelines for a broad range of ethics, policy and compliance issues; they also reference additional resources for more information on specific topics.

In addition to these Standards, there are specific Company policies and procedures published on AMD corporate and site intranets worldwide that must be followed. You are responsible for familiarizing yourself with the policies and procedures for your location. Also, each department or local country in which we operate may have more stringent policies, practices and standards than those described in these Standards, so you should be familiar with those of your department and location.

Keep in mind that no guideline can cover every instance, and the absence of a guideline on a particular situation does not relieve you from the responsibility to operate with the highest ethical standards of business conduct. Where there is no specific guideline, you should seek guidance and use your own good judgment. Each employee is responsible to act appropriately and in accordance with these standards at all times. Responsibility for communicating and administering these Standards on an ongoing basis resides with the Company's executives.

Who must follow the WWSBC?

While the Standards frequently make reference to employees, they also apply to members of the Company's Board of Directors and to third parties who perform work for or on behalf of AMD. All have a responsibility to understand and follow these Standards, and perform their work with honesty and integrity, including in areas not specifically addressed by the Standards.

Following the Standards is a must. In the event an employee, Board member, or other worker violates these Standards or related Company policies and procedures, or any of the laws and regulations that

govern our business, or fails to cooperate or be honest with the Company in connection with an investigation, the Company will take immediate and appropriate action, up to and including termination of employment or services.

Waiver of the standards

The Company strongly discourages management from waiving these Standards for any employee. Only the General Counsel may waive any Standard for an AMD employee below the level of executive officer. Only the AMD Board of Directors may waive any Standard for executive officers and directors, and any such waiver must be promptly disclosed to shareholders. In addition, all waivers must be in writing.

Responsibilities of all employees and those providing services to AMD

In line with our commitment to compliance and ethics, remember YOU are the key. Integrity is everyone's responsibility. In this regard, you are responsible for:

- Obeying the applicable laws and regulations governing our business conduct.
- Being honest, fair and trustworthy in your AMD activities and relationships.
- Keeping confidential, safeguarding, and properly using all information entrusted to you by AMD or our customers or by third parties with whom we do business.
- Fostering an atmosphere in which equal opportunity extends to every member of the AMD community.
- Maintaining confidentiality of and not misusing Company "insider" information.
- Avoiding situations where personal interests are or appear to be in conflict with the Company's interests.
- Protecting the environment and creating a safe workplace.
- Keeping accurate records.
- Learning the details of the policies connected with your work. While you may not know those policies word for word, you need to have a basic understanding of issues covered by each policy, and you should have a more detailed understanding of policies that apply most directly to your job.

- Using common sense: if you would not be comfortable having your conduct described in the media, then DON'T DO IT.
- Promptly reporting: if you have any concerns about possible illegal or unethical behavior, including any violations of these Standards, or if you have any concerns about a possible request or suggestion to violate an AMD policy or any applicable law or regulation promptly report.

What if you have questions or concerns?

Keep these Standards handy

Consult them when you have a question about any ethical situation, appropriate conduct or legal compliance. The Standards are published on AMD corporate and site intranets worldwide. They are available in a downloadable format on the AMD Intranet at <https://connect.amd.com/docs/DOC-11184>.

Seek assistance

Help can come from your management, the department referenced in a particular section of the Standards, or Human Resources. You can always address your questions to the AMD Law Department.

Promptly report

- Any concerns about any possible illegal or unethical behavior, including any violations of these Standards.
- Any concerns about a possible request or suggestion to violate an AMD policy or any applicable law or regulation.

NO RETALIATION: The Company has a strict non-retaliation policy with respect to good-faith reports of compliance, ethics, policy or legal concerns or violations. Unlawful retaliation against a person who in good faith reports or supplies information, including reports to appropriate government or law enforcement agencies, about such concerns or violations is strictly prohibited.

REPORT YOUR CONCERNS TO AT LEAST ONE OF THE FOLLOWING:

- Your manager
- AMD Corporate Compliance Committee
- AMD Internal Audit Department
- AMD Corporate Investigations Department
- AMD Human Resources Department
- AMD Law Department
- AMD AlertLine

via secure web portal:

- <https://amd.alertline.com>
(for use by all locations outside the European Union)
- <https://amd-eu.alertline.com> (European Union only)

by phone to the toll-free AMD AlertLine number appropriate to your location:

- United States and Canada, 1-800-381-6221
(English language)
- China 400-998-4990
(Mandarin, Cantonese and English languages available)
- Malaysia 1-800-816-972 (Malay and English)
- Singapore 800-1102092 (Mandarin and English)
- Taiwan 00801-10-4469 (Taiwanese and English)

The AlertLine treats reports confidentially, and accepts anonymous calls and reports where permissible. See the "Reporting Concerns" section of these Standards (page 20) for information on calling the AMD AlertLine from other locations.

BUSINESS PRACTICE PRINCIPLES

Confidential Information and Trade Secrets

It is essential that all assets of the Company, including confidential and proprietary information, be safeguarded and not disclosed to third parties. During the course of your employment, you may have access to Company confidential information. Any information that is not public about the business of the Company is Company confidential information. Such information includes technology, ideas, product plans, financial plans, financial results, third-party or customer confidential information, and certain employee personnel information. **Never disclose Company confidential information without first getting the appropriate approval(s), and never use it for personal gain or advantage.** Leaking or forwarding Company confidential information outside of the Company, absent an approved, fully-executed, non-disclosure agreement, is strictly prohibited. AMD takes the protection of our intellectual property very seriously, and even within AMD, confidential information should be shared on a need-to-know basis with, for example, only those AMD employees who have a business need for the information, unless permission to share the information has been granted by a Senior Vice President or above.

Company policies, including non-disclosure agreements, strictly safeguard the Company's confidential information. The Company's Protection of Confidential Information policy ([Global Policy 1102](#)—available on the AMD Intranet) describes the type of information that we consider confidential and your obligations to keep such information confidential. In addition, you may ask your manager to explain what parts of your work are considered Company confidential.

Additional important points about confidential information and non-disclosure agreements:

- Employees may disclose confidential and/or non-public information about the Company only to authorized persons and only when an approved, fully-executed non-disclosure agreement is in place. If you are uncertain as to whether a particular disclosure requires a non-disclosure agreement, please consult with the AMD Law Department.
- Employees shall not disclose outside AMD confidential information of any Company supplier, customer or affiliate without the written consent of the AMD Law Department.
- Employees shall not disclose to the Company or use to benefit the Company any confidential information belonging to a third party (including prior employers), except with the written consent of such third party or as otherwise permitted by law. Thus, for example, if you inadvertently receive an email containing confidential information belonging to a Company competitor, you may not use or share this information and must immediately contact the AMD Law Department for further guidance. If you are uncertain whether you are permitted to disclose or use certain information or whether it is considered third-party confidential, please consult with the AMD Law Department.
- All Company documents, records, memoranda, other written materials, and electronic information are solely the Company's property and must be returned to the Company upon termination of employment, along with all other Company property.

Protected Trade Secret Disclosures

Please note that notwithstanding anything else set forth in these Worldwide Standards of Business Conduct, you shall not be held criminally or civilly liable under any U.S. Federal or State trade secret law for the disclosure of a trade secret that is made either (1) in confidence to a U.S. Federal, State, or local government official, either directly or indirectly, or to an attorney, and solely for the purpose of reporting or investigating a suspected violation of law; or (2) in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal. Further, an individual who files a lawsuit for retaliation by an employer for reporting a suspected violation of law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court proceeding, if the individual files any document containing the trade secret under seal, and does not disclose the trade secret, except pursuant to a court order.

Business, Financial and Accounting Practices

AMD adheres to our business, financial reporting, and accounting practice requirements, and those specified by the laws in each country where we conduct business. We expect Company employees and agents to follow Company policies and employ the highest ethical standards.

- No undisclosed or unrecorded Company fund or asset shall be established for any purpose
- No false or misleading entries shall be made in the Company's books or records
- No payment on behalf of the Company shall be made without adequate documentation or for any purpose other than stated in that documentation

Employees shall comply with United States generally accepted accounting rules, unique accounting requirements for certain public sector end-users, local statutory reporting regulations and the Company's internal control policies as established in their respective locations.

Accurate financial statements and disclosures of the Company shall be prepared by the appropriate personnel, and these periodic reports shall be filed in a timely manner in compliance with the Company's internal control processes and in accordance with the applicable laws and regulations. Statements certifying the effectiveness of the Company's internal financial reporting control processes and the accuracy of the financial statements and disclosures will be prepared by employees as required. All disclosure requirements regarding material transactions and relationships that may have a material current or future effect on the Company's financial condition shall be fulfilled by the appropriate personnel.

In the unlikely event that the Company determines that it is required to prepare an accounting restatement due to material noncompliance with any financial reporting laws applicable to the Company, remedies for the noncompliance include recovery of any incentive-based or other compensation (including any equity awards) paid or granted to those responsible, and all other remedies available by law.

Recordkeeping

Accurate and reliable records are of critical importance to the Company in meeting legal, financial, regulatory, and management obligations. You are responsible and accountable for creating and maintaining appropriate and accurate business records, including accounting statements, financial reports, invoices, expense reports, timesheets and correspondence. Never hide, alter, falsify or disguise the true nature of any transaction.

Business Expenses

Use Company funds for Company business expenses only, whether paying by credit card, petty cash or other method. When on Company business, use good judgment, avoid inappropriate or unprofessional expenditures or situations, and keep business expenses reasonable. You are expected to comply with the Company's and your organization's requirements for incurring and reporting business expenses. Report all expenses promptly and accurately and with proper documentation. For further information, [Global Travel Policy 1610](#) is available on the AMD Intranet as are other applicable finance/travel policies. You should be familiar with all applicable policies. If you have any questions, contact the AMD Finance Department.

Records Retention

AMD's business areas are subject to records retention requirements pursuant to Company policies and/or government regulatory requirements for specific periods of time. In order to comply with these policies and requirements, the Company has a Corporate Records Retention Schedule available on the AMD Intranet. To avoid unnecessary costs, records should be kept only as long as required for business, financial or legal reasons, and no longer. You should be familiar with the recordkeeping requirements described in the AMD Records Program policies. If you have questions, ask your manager or contact the AMD Law Department.

Procurement

Company procurement decisions, including selection of and communication with suppliers, must be made in conjunction with the AMD Global Supply Management (GSM) Department and must comply with the Company's procurement policies. The GSM Department alone has the authority to issue requests for quotations and to make procurement-related financial commitments on behalf of the Company. Such financial commitments include (without limitation) placing purchase orders and signing procurement agreements and other purchase commitments. Exceptions to this policy may be made only with the written approval of the senior GSM executive or a Company officer.

Company Contracts

The Company permits certain key business units and departments to enter into agreements that bind the Company. [AMD Finance Policy 1150](#) identifies which employees are authorized to sign written agreements on behalf of the Company and, with limited exceptions, requires AMD Law Department approval of contracts, contract amendments, letters of intent and memoranda of understanding. Many types of contracts also require the approval of other AMD departments and some require approval of the Board of Directors.

Contract Policies; No Unauthorized Commitments

Only authorized employees may sign or obligate the Company to any contract, and only after they have sought the review and approval of the AMD Law Department and AMD Finance. Making business commitments through side agreements, side deals, emails, verbal commitments, or side letters that would modify terms of a written contract or create a new agreement without approvals required by Company policies (see [Finance Policy 1150](#)) are strictly prohibited.

AMD's Finance Department must have visibility into all financial commitments to ensure proper accounting for each transaction. If you have knowledge of any side deal, side letter, or side agreement made outside the formal contracting process, you should report it immediately to your manager, your HR representative, the AMD Law Department, or the AMD AlertLine.

Government Contracts

Like all customers, government entities should be dealt with fairly and honestly, and all contractual requirements must be met. Government contracts, subcontracts, and grants have unique provisions, intellectual property terms and reporting requirements and often contain strict operating and compliance provisions. You must be aware of any such terms and conditions that may apply to work you are doing. Contact the AMD Law Department prior to negotiating a contract or subcontract where a government entity is a known end-user or interacting with government employee with regard to a potential government contract, subcontract or grant. See AMD's [Global Policy 1707 - Ethics & Compliance In Working With U.S. Public Sector Contracts](#), for more information.

Fraudulent or dishonest acts in fulfilling a government contract can trigger severe penalties, including fines and imprisonment.

Selling and Marketing Practices; Product Representations

Competing aggressively often involves creating or encouraging demand for AMD products and services, but is never an excuse for making statements about the Company or its products that are untruthful, unverified or inaccurate. Employees who sell and market Company products and services or communicate with customers or the public with respect to AMD products should be sure to accurately describe the attributes, features and merits of those products and services. Employees should not make claims about Company products or services that are inaccurate or unverified, or that cannot be substantiated; nor should they make claims about a competitor's or third party's products or services that are not based on current published materials or other factual data approved by an authorized Company representative for such purposes.

Fair Dealing

You should endeavor always to deal fairly with the Company's customers, suppliers, competitors and employees. You should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

CONFLICT OF INTEREST PRINCIPLES

You are expected to do your job for the best interests of the Company. A conflict of interest is any activity or interest that is inconsistent with, interferes with or even appears to interfere with, or is opposed to the best interests of the Company. In general, conflicts of interest should be avoided, and all potential conflicts should be promptly disclosed.

Favored Treatment of Family and Friends

Do not use your position to give or obtain favored treatment for family members or others with whom you have a close relationship. This applies to hiring, promoting, selecting contractors or vendors, and all other business matters.

- Employees must disclose to their manager any potential conflict when recommending a friend or relative for a position at the Company.
- No employee may conduct outside business on behalf of the Company with a person with whom he or she is related by blood, marriage or domestic partnership, including making loans to or guaranteeing the obligations of such person on behalf of the Company.
- No employee may conduct Company business with an outside organization that employs an individual related by blood, marriage or domestic partnership or who has a significant association to a Company employee, without first having the approval of his or her department's vice president.

Financial Interests in Other Businesses

Employees should not have any direct or indirect financial interest with a present or prospective Company customer, competitor or supplier that could cause divided loyalty or the appearance of divided loyalty. This prohibition does not include passive investments of not more than one percent of the total outstanding shares of any publicly-traded company.

Influencing Business Decisions for Personal Gain

When you represent the Company, you must avoid any real or apparent conflict between your interests and those of the Company. Without approval from a Company vice president, you must not participate in or attempt to influence a decision or transaction that would enhance a significant financial interest held by you, a family member or a person with whom you have a close personal relationship. If you have any doubt about potential conflicts, disclose the investment to your director or vice president, so that your organization can evaluate whether you should continue to participate in a particular decision-making process. A decision to include or exclude an employee from the process must be documented with your Vice President's approval, and Law Department approval may be required.

Giving or Accepting Gifts, Entertainment and Other Gratuities

Employees should always use caution in giving or receiving gifts, entertainment, or other gratuities to avoid even the appearance of impropriety. While the Company may allow employees to accept or offer unsolicited gifts or gratuities to aid in building or strengthening legitimate business relationships, accepting or offering a gift or gratuity in a business setting can create a sense of obligation or even create a conflict of interest.

If the acceptance or offer of any gift or gratuity (regardless of value) could be viewed as resulting in an unfair business advantage or could create the appearance of or an actual conflict of interest in connection with your AMD employment, it violates the Company's policy against conflicts of interest.

Direct any questions about potential conflicts of interest regarding gifts or entertainment to the AMD Law Department.

Entertainment, provided or received, must fit all of the following criteria:

- incidental to a legitimate business discussion
- setting is appropriate for a business discussion
- cost/value is within U.S. \$150 maximum per person (exceptions must be approved in advance by your Vice President, or next-level manager if you are a Vice President)
- purpose is not to obtain special or favored treatment
- conforms with generally accepted business practices, legal and ethical standards
- public disclosure would not embarrass AMD, including frequency of the entertainment
- was not solicited or requested by the receiving party
- attended by at least one representative for each company
- if provided by AMD, it is properly recorded in the Company's books and records
- attendees do not include government officials; advance approval must be secured from the AMD Law Department if any government officials will be attending (see Addendum A – Anti-Corruption Policy)

Gifts, provided or received, must fit all of the following criteria:

- value is within U.S. \$150 maximum per person (exceptions must be approved in advance by your Vice President, or next-level manager if you are a Vice President), or it bears a company logo and would commonly be regarded as a promotional item or token of appreciation (examples include shirts, hats, posters, golf balls and plaques)
- gifts above nominal value received by AMD employees should be turned over to Company management for appropriate disposition (examples include general use by Company or department, or donation to charity)
- will not create the appearance of or sense of obligation
- purpose is not to obtain special or favored treatment
- conforms with generally accepted business practices, legal and ethical standards
- public disclosure would not embarrass AMD, including gift frequency
- **it is not cash or a cash equivalent** (examples include gift certificates, vouchers, debit cards)
- if provided by AMD, it is properly recorded in the Company's books and records
- recipients or providers **do not** include government officials; advance approval must be secured from the AMD Law Department if any government officials are recipients or providers (see Addendum A– Anti-Corruption Policy)

Government Officials: A “government official” is any official, employee, candidate or representative of a government (including any government agency, department or enterprise), political party or public organization. The definition of government official should be broadly interpreted to include any officer or employee of any level of federal, state, provincial, county and municipal government, and employees of businesses or companies wholly or partially owned, funded, operated, influenced or controlled by a government, such as a government-owned utility or school. Public international organizations include organizations such as the European Union, the World Bank, and other similar organizations. If you are unsure whether someone is a government official, please contact the AMD Law Department. The laws and regulations governing gifts to government officials are complex, vary by country and amount, and frequently change. Any gift or entertainment to be provided to or received by a government official, whether a U.S. or foreign government official, requires the advance approval of the AMD Law Department.

The following additional gift and gratuity guidelines apply to all Company employees:

- *Payments/Loans:* Under no circumstances may an employee accept or offer payments or loans of cash or its equivalent (stock, bonds or other negotiable instruments) to or from any person associated with a present or prospective customer, competitor or supplier of the Company.
- *Business Travel:* When employees travel in connection with providing services to customers or suppliers, the Company should pay for travel expenses. Conversely, the Company should not pay for the travel expenses of any present or prospective customer, competitor or supplier of the Company. In addition, Company employees should not travel on private aircraft owned or leased by a customer, competitor or supplier except in extraordinary circumstances and if approved in advance by their immediate manager and the AMD Law Department. In such cases, the Company should provide reimbursement to the customer, competitor or supplier in an amount equivalent to a comparable commercial airline ticket.
- *Non-Business Travel:* Under no circumstances should an employee accept payment or reimbursement of expenses related to non-business travel from, or offer to pay or reimburse expenses related to non-business travel of, any person associated with a present or prospective customer, competitor or supplier of the Company.

- *Transparency/Recordkeeping*: Gifts or gratuities should never be hidden or concealed from Company management. Employees have the responsibility to inform their management of all gifts or gratuities received or offered (regardless of value), and to seek approval where appropriate. In addition, the recipient identity (name and affiliation) of any gift or gratuity given on behalf of the Company should be reflected in the related business expense report.
- *Local Laws*: Employees are responsible for being familiar with and complying with all local laws and requirements regarding gifts and gratuities. In the absence of or in the case of less restrictive local laws or practices, Company guidelines should always be followed. Employees who are unsure whether they may accept or offer a proposed gift or gratuity in a particular country are required to consult in advance with the AMD Law Department.
- *Friends and Family*: Company guidelines apply to prevent improper gifts or gratuities to all Company employees, family members and those with whom an employee has a close personal relationship. For example, an employee may not permit his/her spouse or domestic partner to accept or offer a gift from a present or prospective customer, competitor or supplier of the Company in a situation where the employee would be prohibited from doing so.

Exceptions to any of the above guidelines require the prior approval of the appropriate AMD Vice President (or next-level manager if you are a Vice President), and for any instance involving a government official the AMD Law Department must approve in advance as well. The giving of gifts or entertainment to Government Officials, including employees of government or controlled entities, is subject to AMD's policy on Bribery/Anti-Corruption Laws: see the following section and Addendum A, AMD's Anti-Corruption Policy.

You must carefully review Addendum A if your work with AMD involves finance, sales and marketing, government relations, procurement and/or government or government-controlled entities. Please also see Political Activities and Contributions (AMD's External Image) and Bribery/Foreign Corrupt Practices Act (Conflicts of Interest Principles) in these Standards.

Bribery/Anti-Corruption Laws (including the FCPA)

In accordance with the expansive scope of global anti-corruption laws, including but not limited to the Foreign Corrupt Practices Act ("FCPA") and the UK Bribery Act, AMD strictly prohibits all bribes from being paid, offered, or attempted to be paid, regardless of whether the recipient is a foreign government official or a private official (commercial bribery) in any of its business operations. This prohibition applies to all business activities anywhere in the world. A bribe or other improper payment to secure a business advantage is never acceptable and can expose individuals and AMD to possible criminal prosecution, reputational harm, or other serious consequences. AMD personnel and those performing work on AMD's behalf are also prohibited from accepting or agreeing to accept improper benefits or bribes from anyone.

Compliance with all applicable anti-bribery rules, including the FCPA and the UK Bribery Act, is a fundamental component of AMD's global compliance and ethics program. The laws regarding bribery and corruption can be complex, and there are many ways that bribery can occur. In addition, the laws of the countries where AMD does business can vary. As a result, AMD has developed an anti-corruption policy ("AMD Anti-Corruption Policy"), which accompany these Worldwide Standards of Business Conduct as **Addendum A**, and is incorporated as an integral part of these Standards for all purposes.

The Anti-Corruption Policy describes prohibitions and/or required processes relating to specific areas of concern such as gifts, meals and entertainment involving government officials, and AMD's policy with regard to "facilitation payments." The Anti-Corruption Policy also describes the expansive definition of "government official" and what can constitute a bribe, and also sets forth the Company's policy on engaging with third parties or intermediaries to work for the Company.

All employees must know and follow the Anti-Corruption Policy and this policy at all times. Any potential violation will be deemed significant and must be reported immediately.

Outside Employment

The Company expects you to devote your full work time to your commitment to the Company. Therefore, all employees are discouraged from maintaining outside employment.

- Employees shall not engage in outside work or services for a customer, competitor or supplier of the Company under any circumstance.
- Employees shall not engage in any outside work if such work lessens efficiency, alertness, interest or productivity at the Company, or compromises your obligations to the Company.
- If an employee wishes to engage in outside business activities other than the restricted ones, the employee should discuss the situation with, and get approval from, his or her department director or vice president.

Corporate Opportunities

You are prohibited from (1) taking for yourself, personally, opportunities that are discovered through the use of corporate property, information or position; (2) using corporate property, information or position for personal gain; and (3) competing with the Company. You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

If you have any concerns regarding an actual or potential conflict of interest, you should seek guidance from your manager or the AMD Law Department.

Board Appointments

Company employees must obtain approval from the AMD Law Department before assuming a position on the board of another company or for-profit entity. Membership on charitable or community boards does not require pre-approval but such activity must not interfere with your AMD work duties or reflect negatively on the Company.

An employee who sits on the board of another company or other entity must abstain from voting on any matter directly or indirectly concerning AMD.

Holding an Elected or Appointed Office

If you seek or hold an elected or appointed office while employed by the Company, you must excuse yourself from involvement with any issue or decision that could create or appear to create a conflict of interest. Seek advice from the AMD Law Department and AMD Government Relations Department. Also, avoid performing civic responsibilities on Company time. Seek approval from your director or more senior management for any exceptions to this general rule.

ADDITIONAL KEY COMPLIANCE PRINCIPLES

Antitrust and Competition

Antitrust laws are designed to promote competition among businesses and prohibit acts that unreasonably restrain such competition. Activities that limit competition, restrict trade or otherwise dominate a market may violate federal or state antitrust laws. Such violations can expose the Company and individual employees to criminal penalties, large fines and civil lawsuits.

To avoid antitrust problems (or even the appearance of them), please follow these guidelines:

- Do not enter into agreements with competitors to fix prices or otherwise restrict AMD's pricing freedom, to divide markets or customers, or to boycott third parties. Remain mindful that for antitrust purposes, an actionable "agreement" is not limited to formal understandings, but includes so-called "gentlemen's agreements" and even tacit agreements in which a mutual understanding is reached, recognized and acted upon by the parties.
- Avoid any appearance of an agreement by not discussing competitively sensitive topics with a competitor or potential competitor. This prohibition includes trade meetings and social events. Examples of competitively sensitive topics include:
 - Prices, pricing policy, contract terms or conditions
 - Costs, inventories, marketing and service plans, market surveys and studies
 - Capacity plans and capabilities, as well as territorial plans or strategies
 - Planned or projected product improvements or product launch dates
 - Any other proprietary, confidential or competitively sensitive information (including industry rumors) regarding AMD, its competitors or customers.
- Do not suggest or imply to any vendor that it must purchase services from the Company in order to sell products or services to the Company.
- Do not use the Company's size or market position to intimidate or threaten any customer, individual or organization.

The following prohibitions, although not all-inclusive, represent practices that are contrary to the policies of the Company and therefore prohibited for Company employees:

- Discussions between an AMD employee and a competitor or potential competitor concerning product prices, production levels, design plans or other competitively sensitive policies or practices.
- Arrangements or understandings with competitors or potential competitors not to compete with respect to any customer, market, geography or product.
- Arrangements or understandings with competitors or potential competitors not to do business with a current or potential supplier or customer.
- Arrangements or understandings with customers or distributors concerning the price at which the customer or distributor may resell Company products.
- Participation in trade associations or other groups that are not approved by the AMD Law Department. Also, in the event that competitively sensitive information is raised at any gathering, all AMD employees must immediately and conspicuously leave the meeting.

Before taking any actions that may have potential antitrust implications, you should consult your manager and the AMD Law Department. There are many forms of entirely pro-competitive and lawful collaborations with competitors such as joint ventures and participation in standards setting organizations. Because of the antitrust sensitivity implicated, however, discussions of this type should never be undertaken without prior approval by the AMD Law Department.

Export Controls

The Company complies with all applicable export and customs control laws and regulations. AMD products, and technology that AMD uses to design and manufacture products, may not be legally sold, shipped or transferred to certain countries or to persons who are citizens or permanent residents of those countries. For greater certainty, the "transfer" of information can include discussions or written communications related to any AMD technology. Export regulations of most countries (including but not limited to the U.S., Canada, Malaysia, Singapore, Taiwan and the European Union) restrict the

transfer of products and technology. In addition, US export control regulations govern the export of AMD technology, even if the exporting location is outside of the United States. Employees in all locations must take special care to ensure that our products and technology are not shipped, delivered or transferred (electronically or otherwise) in a manner that violates the laws of any jurisdiction. Violations can seriously impact AMD's ability to export its products and technology, and thus AMD's ability to operate and do business. For specific advice on export compliance, contact the AMD Global Trade Compliance Department or AMD Law Department.

Insider Trading

U.S. federal and state securities laws prohibit any trading (purchase or sale) of securities of a company by a person while in possession of material, non-public information about the company that might be important to a person making a trade decision in such securities. If any employee has any material inside information, it is AMD's policy that the employee must refrain from trading in AMD's stock or passing on the information to someone else until the information has been revealed by AMD to the public. Additionally, any employee who provides "tips" regarding such non-public information to another person who bases a trade on such information is subject to civil liability and criminal penalties.

To avoid liability, all employees must comply with the following insider trading rules:

- All employees shall keep confidential all non-public information that they possess regarding AMD or any other publicly traded company prior to its public disclosure.
- An employee in possession of material, non-public information regarding AMD or any other publicly traded company obtained in the course of employment at AMD may not trade or recommend a purchase or sale of securities of AMD or the other publicly traded company until such information has been publicly disclosed, unless such trade is made pursuant to a 10b5-1 plan approved by AMD.
- An employee considering a securities transaction that may involve material inside information should check with the AMD Law Department before performing such a transaction. The following examples may be considered material information:
 - financial performance (including sales levels) or forecasts (including any change in forecasts)
 - new product, roadmap or manufacturing developments
 - technological developments or discoveries including any test results
 - possible acquisitions, dispositions or joint ventures
 - possible tender offers
 - proposed stock splits, dividends or other recapitalizations
 - pending public or private sales or purchases of debt or equity securities, or significant borrowings
 - gain or loss of a substantial customer or supplier
 - top management or control changes
 - significant write-offs
 - significant litigation or labor disputes.
- Some departments and/or positions require clearance prior to trading, and/or are subject to trading windows. See the [Stock Trading Policy](#) for more detail. Contact the AMD Law Department prior to trading if you require more information on the clearance process.
- Short sales of AMD stock are strictly prohibited. Buying or selling puts (options to sell shares at a fixed price) or calls (options to purchase shares at a fixed price) on AMD stock is prohibited. The Company recommends that employees not trade in AMD stock on a short-term basis or purchase AMD stock on margin, because these activities might suggest improper speculation in AMD stock.

The laws and regulations governing the purchase and sale of Company securities are complex. If you have questions on this topic, consult the [Stock Trading Policy](#) available on the AMD Intranet or the AMD Law Department.

WORK ENVIRONMENT PRINCIPLES

Alcohol, Drugs and Controlled Substances

The Company strives to provide a safe and productive work environment. To that end, employees and those providing services to AMD shall not (1) sell, solicit for sale, transfer, distribute, manufacture, possess or use illegal drugs or controlled substances or inhalants (including prescription drugs without a prescription), or (2) use or possess alcohol without proper authorization in the workplace (which includes all work sites, Company vehicles and Company premises). Also, employees and those providing services to AMD may not be in the workplace while under the influence of alcohol, illegal drugs or controlled substances.

The Company offers Employee Assistance Program (EAP) services, including substance abuse counseling and referral services. Information about EAP services in each location is available at AskHR.

Equal Employment Opportunity, Labor Practices & Human Rights

The Company values respect, integrity, initiative, accountability and innovation in support of our customers' success. Based on these values, we know that:

- Business success is created when the Company recruits and develops the most talented people and rewards them for their contributions.
- The Company's customers are best served by employees who have a variety of perspectives.
- Innovation comes from different perspectives and ideas.

Consistent with these principles, the Company is committed to providing all qualified employees with the same opportunities for success regardless of age, ancestry, color, marital status, medical condition, mental or physical disability, national origin, race, religion, political and/or third party affiliation, sex, pregnancy, sexual orientation, gender identity, military or veteran status. Therefore, you are prohibited from making employment-related decisions based on any of these factors. The Company emphasizes a workplace where all employees have the opportunity to contribute fully to the Company's success based on their skills and interests.

If you reasonably believe someone is using any of the above factors to make employment-related decisions, you must immediately report the situation to the Company. You can report your concern to your manager or Human Resources, or via the AMD AlertLine. The Company will take appropriate steps to investigate any such report.

AMD respects and supports the protection of human rights on a worldwide basis, within our sphere of influence. AMD is committed to respecting its employees' human rights. AMD compensates its workers at or above legal minimums, and complies with all applicable labor laws including minimum working age laws. The Company is committed to paying competitive wages and providing benefits that help foster employees' health and financial security. Compensation rates are determined according to local laws, market factors and individual employee performance.

AMD does not use forced labor in providing its products or services, and prohibits physical abuse or harassment and retaliation against employees reporting harassment amongst its employees. Employee working hours are set in accordance with local laws. The Company strictly forbids child labor and forced/compulsory labor practices in any AMD operation or our business partners and suppliers.

While AMD prefers direct communications between management and employees, AMD operates in locations where employees have the right to freely associate or not associate with third party organizations, such as labor unions, and these employees have the right to collectively bargain or not bargain collectively in accordance with local laws. AMD respects those rights and is committed to maintaining a fair and open workplace where employees are treated with dignity and respect, are free from discrimination or the fear of retaliation and can openly share their ideas, concerns or problems on workplace issues with management.

Harassment and Discrimination

AMD is committed to providing a workplace where all employees have the opportunity to contribute fully to the Company's success. An environment that is free of harassment and discrimination and built on respectful relationships in the workplace enables the Company to meet this commitment.

The Company has a zero-tolerance policy against harassment, including sexual harassment, and discrimination based on age, ancestry, color, marital status, medical condition, mental or physical disability, national origin, race, religion, political and/or third party affiliation, sex, sexual orientation, gender identity or veteran status. The Company also prohibits employees from retaliating against an individual who reports what he or she believes in good faith to be such harassment or discrimination in the workplace.

The Company also complies with all applicable laws and ordinances that prohibit harassment and discrimination in employment. Employees are responsible for familiarizing themselves with and abiding by both these laws and AMD policies.

If you believe there has been an instance of harassment, discrimination or retaliation at work, you must immediately report it to the Company. You can report your concern to your manager or Human Resources, or via the AMD AlertLine. The Company will take appropriate steps to investigate any such report.

Monitoring Company Premises and Equipment

The Company has the right to monitor, in accordance with applicable laws, all of its assets, including its electronic information systems, and to review information on them. While the Company respects the privacy of its employees, it monitors its assets to promote safety, investigate alleged misconduct, prevent criminal activity, and security violations, manage information systems and for other business reasons.

Work time is for work. Accordingly, most activities performed by employees while at work will not be considered private. When you are performing work for

AMD, you should not have the same expectations of privacy you might have in other places.

The Company also has the right, in accordance with applicable laws, to conduct searches or inspections of employees' personal property (including lockers, containers, purses, briefcases, baggage and vehicles located on Company premises or work sites) in various situations. As with monitoring, these searches are generally made to promote safety, investigate alleged misconduct, or prevent criminal activity and security violations. Your entry onto Company premises constitutes your consent to such searches or inspections. Because security personnel may inspect on-site desks, lockers, and/or other secure containers, only Company-owned locks may be used to lock these items.

Privacy of Employee Records

The Company respects the privacy rights of employees with respect to certain personal and personnel information. Thus, employee personnel files and certain other employee records are confidential and may not be disclosed except to certain Company personnel on a need-to-know basis, or when required by law.

Protecting Company Property

Each employee is responsible for protecting Company property (e.g., materials, equipment, tools, product, real property, intangible assets, and funds). This means you should use Company property only for legal and ethical activities, in compliance with Company policies, and protect it from damage, waste, loss, misuse or theft. Internal product, including engineering samples, marketing samples, customer returns, rejects and scrap are not for resale. You should dispose of Company property according to policy and with appropriate written approval. Our goal is to ensure only finished goods are sold in the marketplace and to obtain fair market value for all Company assets that are no longer needed. Company property must be donated or recycled with appropriate written approval.

You may bring in, remove or transfer Company property only in compliance with the property control policies for your site.

Corporate assets such as computers, telephones, cell phones and other handheld devices, fax machines, copy machines, printers, vehicles and similar property are intended primarily for Company business use. Upon termination of your employment with AMD, you must return all corporate assets.

Company property includes not only tangible (i.e., physical) assets but also intangible assets such as intellectual property. Intellectual property includes not only formal registrations and applications (e.g., patents, patent applications, trade-marks, trademark registrations and applications, source code of every type, etc.) but also ideas, concepts, plans, experiments and the like (“Developments”) and the actual or potential results of those Developments. Such intangible assets represent a very significant part of our value to shareholders and customers. Protecting such intangible property is the responsibility of everyone providing services to AMD. This means you should use intangible Company property in the same way that you use tangible Company property – ethically, legally and in compliance with Company policies. One such Company policy requires you to disclose to the AMD Law Department all patentable Developments in compliance with the Intellectual Property Policies in place. Additionally, disclosure of any Developments outside of the Company must be handled in accordance with the policies related to Confidential Information and Trade Secrets. Disclosure of any Developments within the Company must be handled in accordance with our [Global Trade Compliance policy](#).

Environment, Health and Safety

The Company’s values commit us, as individuals and as employees, to actions that protect the safety, health, and well-being of employees and the communities in which we do business. The Company’s [Global Environmental, Health and Safety \(EHS\) Policy](#) reflects that commitment, which is incorporated in and implemented through the Global EHS Standards. These standards apply throughout the Company and set expectations for management and employees at all AMD locations. They establish a programmatic approach to ensure compliance with Company EHS policies and applicable laws and provide the foundation from which we strive to perform

“beyond compliance.” An integral part of AMD’s Global EHS commitment is to provide the necessary training, resources, and management support for employees.

Make sure the decisions you make on behalf of the Company reflect the highest level of commitment to the safety, health, and well-being of yourself and your fellow employees and all who may be affected. Learn and understand the safety, health, environmental, and well-being requirements and programs that apply to your work. Be an engaged contributor to continually improving the environmental, health and safety performance of our operations and our products. We strive for an injury- and illness-free work environment for the benefit of all employees, contractors, customers and the general public. To this end, perform your work in a way that will protect yourself and others. Comply at all times with all safety, health, and well-being rules and procedures. Ensure that your work environment is safe by looking for and resolving unsafe situations and helping and encouraging others to work safely. Immediately report unsafe conditions that you cannot correct to your manager; or contact your local EHS representative, the Global EHS Department, or the AMD Law Department.

Immigration

The Company complies with all laws with respect to ensuring that its employees have the legal right to work at any particular Company location. This means, in part, that each newly hired employee and employees traveling on Company business must provide and/or cooperate with the Company in obtaining appropriate employment and business travel documentation and verification as required by local law.

AMD'S EXTERNAL IMAGE

Regulatory or Legal Inquiries

You should immediately refer all inquiries from country or local government officials to the AMD Law Department. Refer any requests for information from law enforcement agencies to the AMD Law Department.

Brandmark, Logos, Colors and Branding

Use of the AMD brandmark, logos and colors must be in compliance with Company marketing and trademark guidelines, including specific logo and trademark usage guidelines, and with [Company brand guidelines](#), which are published on the AMD Intranet.

If you see use of ,  other AMD logos or Company colors by those not authorized to represent AMD or its product lines, you should report such use to the AMD Law Department.

Endorsements

The Company does not endorse products or services, or the firms or individuals who supply them except as part of a specifically approved marketing strategy or activity. Therefore, you should not imply such endorsement by giving oral or written testimonials or endorsements of the Company's use of any materials, supplies, equipment or services, or by the use of the Company's name in advertising, publicity or catalogs without prior approvals by the vice president of your business organization, the Public Relations Department and the AMD Law Department. Contact information for the Public Relations Department is available on the AMD Intranet.

Endorsements of political candidates or ballot measures by using the Company's name, or the name of one of its subsidiaries, must be approved in advance by the Company's General Counsel.

Media, Analyst and Investor Inquiries

Information and opinions attributed to the Company must accurately reflect the Company's positions. You may at some time receive an inquiry from an outsider, including online, print or broadcast media, bloggers, or industry or financial analysts, seeking information about the Company. If that occurs, you should refer

the media/blogger inquiries to AMD's Public Relations Department, and the shareholder and financial analyst inquiries to AMD's Investor Relations Department. You should not respond to such inquiries on behalf of the Company without the permission of the Public Relations Department or the Investor Relations Department. The only people authorized to speak to securities analysts or other members of the investment community on behalf of AMD are AMD's Chairman, Chief Executive Officer, Chief Financial Officer and AMD Investor Relations personnel. Contact information for the Public Relations and Investor Relations Departments is available on the AMD Intranet.

Social Media

In the spirit of open dialogue and idea sharing, the Company allows authorized employees to use social media tools and applications to communicate externally on behalf of AMD on topics on which they are subject matter experts. While social media engagers are presenting their own views, they may also be seen as representatives of AMD. Please remember this when communicating via social media, and if in doubt confer with your manager and the AMD Law Department. You should also familiarize yourself with the [AMD Social Media Policy](#) and [Streetlight Rules](#) on the Law Department page of the AMD Intranet, which provide best practice tips to help the Company's employees create productive and beneficial social media interactions.

Keep in mind that your confidentiality obligations apply to what you may post in social media relating to your job, including online information in such locations as Facebook and LinkedIn, thus be careful not to post AMD or third party confidential information in public forums.

Political Activities and Contributions

The Company neither encourages nor discourages its employees from engaging in political activities, including making political contributions, on their own time and at their own expense. However, such involvement must in no way indicate Company endorsement of such activities. No employee may make any contributions or payments to political parties, candidates or initiative or referendum campaigns on behalf of the Company nor may they participate in such activities during Company time, unless such payments are clearly permitted by law and approved

by AMD's General Counsel. This restriction is not intended to discourage employees from making contributions to, or being involved with, candidates, parties, initiatives, referenda or political committees of their choice as private individuals.

Employees may participate in trade associations, such as the Semiconductor Industry Association, that support the electronic industry through lobbying efforts and politically related activities.

Employees who engage in lobbying activities on behalf of the Company must inform the AMD Government Relations Department prior to any planned activity, and abide by all applicable laws that may regulate registration, communications, provision of food and beverage, gifts, transportation and other issues.

If you have questions on these issues, please contact the AMD Public Affairs Department or AMD Law Department.

Publishing Articles

If you wish to author an article for publication or present a paper at a conference and you plan to identify yourself as an employee of the Company, you must comply with the guidelines for the [AMD Worldwide Authors Program](#), available on the AMD Intranet. In accordance with those guidelines and Company policy, the responsibility for approving and selecting appropriate subjects and authorizing the release of articles rests with your manager, director and vice president, who must ensure that all Company intellectual property and confidential information is properly protected. In addition, all approved publication materials for release outside of the Company must be submitted for review by the AMD Public Relations Department and AMD Law Department before release.

Compliance with Copyright Laws

Copyrighted works include, but are not limited to, newsletters, magazine articles, newspapers, books, videotapes, drawings, musical recordings and software. Such works are likely protected by copyright law even if they do not include a copyright notice. If you would like to copy material for distribution at work, make sure you have permission from the copyright holder before making copies. Computer software is covered by licensing agreements that typically prohibit unauthorized use or copying. Never make unauthorized copies of software that is licensed to the Company. Also, never load unlicensed software onto Company computer equipment or download unauthorized software from the Internet.

You may refer specific questions on copyright compliance to the AMD Law Department.

REPORTING CONCERNS - AMD ALERTLINE

The principles described in these Standards are critical to the Company's success, and the Company expects every employee to follow them. If you encounter an activity at work that you believe in good faith is not in accordance with these Standards, you are responsible for immediately reporting your concern to the Company. It is your responsibility to be familiar with Company policies regarding procedures for reporting work-related concerns. Failure to discharge your reporting responsibility may be as serious as the suspected violation itself. Please be aware, however, that nothing in these Standards shall be construed to prevent you from communicating with or participating in an investigation by, any government or law enforcement agency.

We encourage you to report the concern to your manager or a Company department referenced in these Standards.

You can also report good-faith concerns about suspected non-compliance with these Standards via the AMD AlertLine, available 24 hours a day, seven days a week:

via secure web portal:

- <https://amd.alertline.com>
(for use by all locations outside the European Union)
- <https://amd-eu.alertline.com>
(European Union only)

by phone to the toll-free AMD AlertLine number appropriate to your location:

- United States and Canada, 1-800-381-6221
(English language)
- China 400-998-4990
(Mandarin, Cantonese and English languages available)
- Malaysia 1-800-816-972 (Malay and English)
- Singapore 800-1102092 (Mandarin and English)
- Taiwan 00801-10-4469 (Taiwanese and English)

- Other Locations:

If you are contacting the AMD AlertLine by phone from a country not listed above, you can use AT&T USADirect® to access the toll-free number by first dialing an access number assigned to the location from which you are calling. AT&T publishes access numbers for participating countries on its Web site (<http://www.usa.att.com/traveler>). You can also download a wallet-sized card listing of access numbers from <http://www.usa.att.com/traveler/tools/wallet.jsp>. After dialing your country-specific dial-in, then use the 1 800 381 6221 number to access the AlertLine.

The AMD AlertLine is operated by an external third-party vendor that has trained professionals to take your reports, in confidence, and report your concerns to the AMD's Corporate Compliance Committee for appropriate action. AMD treats such inquiries discreetly and preserves confidentiality of anyone requesting guidance or reporting a possible violation to the extent possible and within the limits allowed by the law. The AlertLine accepts anonymous calls and reports where permissible by law.

Regardless of the reporting method you choose to use, the Company has a non-retaliation policy with respect to good-faith reports of compliance and ethics concerns or violations. This means you will not suffer any adverse employment action as a result of making such a report. More information on the AMD AlertLine, including procedures used to ensure anonymity where applicable, is available on the AMD Intranet. The AMD AlertLine is there to help, so please do not hesitate to use it.

The AMD AlertLine

Please refer to the “Reporting Concerns – AMD Alertline” section, immediately preceding this one, for information on contacting the AMD AlertLine.

WWSBC Addendum A, AMD Anti-Corruption Policy

A more detailed discussion of the Company’s strict adherence to all applicable provisions of the United States Foreign Corrupt Practices Act (the “FCPA”) and other anti-corruption and/or anti-bribery legislation applicable to the Company, particularly in the context of dealing with government officials, is available in Addendum A. As stated in our Worldwide Standards of Business Conduct, this generally means that the Company prohibits bribes of any nature and requires that all of its transactions be accurately recorded.

Online Training

The Company has a variety of courses on compliance topics available on the AMD Intranet through the AMD Learning Management System (LMS). Several of the courses are mandatory for all or certain groups of employees and many of them include tutorials, self-assessments, Frequently Asked Questions, “Top 10” lists of important and practical issues and the ability to print reference handbooks. Some of the available courses include: *AMD’s Worldwide Standards of Business Conduct*; and courses regarding *anti-corruption, export control, and confidentiality*.

Classes

The Company also offers live training classes or web-based training in certain compliance areas. To schedule a training, contact the Company’s Law Department.

Company Policies Available Online via Intranet

[Global HR Policies](#) are published and available on the AMD Intranet. Country-specific HR policies are published in myHR and/or are accessible via your regional AMD Intranet page.

AMD Corporate Responsibility

AMD’s Corporate Responsibility initiatives are described in detail at <http://www.amd.com/us/aboutamd/corporate-information/corporate-responsibility/Pages/information.aspx>. This page includes information regarding the Electronics Industry Citizenship Coalition (EICC) Code of Conduct (the EICC Code of Conduct), adopted by AMD. AMD also generally requires conformance with this code from its direct suppliers. The Corporate Responsibility page also includes information regarding AMD policy with regard to “Conflict Minerals” and the California Slavery and Human Trafficking Law.

ADDENDUM TO WWSBC: AMD ANTI-CORRUPTION POLICY

AMD's Anti-Corruption Policy

It is our policy that Advanced Micro Devices, Inc., and all of its subsidiaries and affiliates (collectively, the "Company"); all Company officers, directors and employees; all agents, contractors, consultants, other intermediaries, and other third parties representing AMD or acting on AMD's behalf (collectively, "Agents"); and all joint venture partners and other business partners, shall comply fully with all applicable provisions of anti-corruption laws, including the United States Foreign Corrupt Practices Act of 1977, as amended (the "FCPA"), the US Anti-Kickback Act, UK Bribery Act, the Brazil Clean Company law and Russia's Federal Anti-Corruption Law, and all other anti-corruption and/or anti-bribery legislation applicable to the Company (whether by virtue of its jurisdiction of incorporation or the conduct of its business operations).

Specifically, AMD does not tolerate the offer or acceptance of bribes or kickbacks, nor does AMD tolerate corruption in any of its business dealings.

This policy also provides guidance aimed at avoiding even the appearance of questionable or corrupt conduct in carrying out AMD's business.

The laws regarding bribery and corruption can be complex, and there are many ways that bribery can occur. In addition, the laws of the countries where the Company does business can vary. If you have questions about compliance in your region, please contact the AMD Law Department for guidance. As stated in our Worldwide Standards of Business Conduct, the Company prohibits bribes of any nature and requires that all of its transactions be accurately recorded.

This policy applies to everyone at the Company, including all officers, employees and agents or other intermediaries or third parties acting on the Company's behalf. Each officer and employee of the Company has a personal responsibility and obligation to conduct our business activities ethically and in compliance with the law. The Company has a principle of zero tolerance for violations of anti-corruption and bribery laws, and we reserve the right to evaluate individual situations on a case-by-case basis for appropriate disciplinary action, up to and including

termination of employment or termination of your business relationship with AMD.

AMD's Anti-Corruption Policy has two key requirements:

1. Anti-Bribery Requirement:

The Company's Officers, directors, employees, agents or business partners may not offer to, promise to, or provide cash of anything of value to any individual, including any government official or non-government individual, in order to secure any improper advantage, to influence an act or decision that will assist the Company in obtaining or retaining business, or in directing business to anyone else.

- The prohibition against bribes under various worldwide anti-corruption laws prohibits much more than bribes in the form of cash payments. For example, "anything of value" given or offered to any individual or government official to induce the recipient to misuse his or her office or to secure an improper advantage in an effort to obtain or retain business may be viewed as a bribe. For example, prohibited benefits can include AMD-sponsored gifts, money, travel, hotels, meals and entertainment, offering an internship or employment to a family relative of a the individual or government official, or making a charitable contribution at the request of a government official, if offered for an improper purpose or to secure an unfair advantage. Under certain anti-corruption laws, there is no exception for "nominal value" benefits. Even nominal value benefits, if provided improperly, may result in violations of anti-corruption laws. In addition, benefits provided through third-parties (such as travel agents, consultants or conference organizers) must comply with this policy and the applicable anti-corruption laws. More detail regarding gifts, travel, hotel, and entertainment expenses follows. If you have further questions in this area, please contact the AMD Law Department.
- Special rules for government officials. A "government official" is any official, employee, candidate or representative of a government (including any government agency, department or enterprise), political party or public organization. The definition of government official should be broadly interpreted to

include any officer or employee of any level of federal, state, provincial, county and municipal government. The definition of government official may include employees of businesses or companies wholly or partially owned, funded, operated, influenced or controlled by a government, such as a government-owned utility or school. Public international organizations include organizations such as the European Union, the World Bank, and other similar organizations. If you are unsure whether someone is a government official, please contact the AMD Law Department.

2. Record-keeping and accounting requirement:

The Company is required to maintain proper records of all benefits, regardless of value, provided to government officials, including information sufficient to prove the benefit recipient's name, position, benefit purpose or occasion, and benefit value. Company employees responsible for arranging such benefits are also responsible for ensuring proper recordkeeping. This includes expense reports, which must be accurate and complete. Falsification, omission or destruction of records involving benefits is a serious breach of AMD policy.

Gifts, Travel, Hotel and Entertainment Expenses are generally governed by AMD's Worldwide Standards of Business Conduct, Conflicts of Interest Section. The following additional specific guidance applies to any Gifts, Travel, Hotel and Entertainment Expenses involving Government Officials:

U.S. public sector entity employees are subject to special rules and requirements. You may not provide to, or accept, any gift, travel, hotel, meal or entertainment benefit from a U.S. public sector entity employee (federal, state, or local, including public universities and hospitals).

For **non-U.S. government officials**, you must follow the requirements set out in the WWSBC, and the gift, travel, hotel and entertainment expenses:

- a. Must be only for the foreign government official;
- b. not include family and/or friends of the foreign official unless approved in advance by the AMD Law Department;

- c. *must have been approved in advance by your vice president (or for vice president-level employees, approval by your manager), and the AMD Law Department*, before offering or giving benefits to the government official in any commercial dealing.
- d. must be properly recorded in the Company's books and records.

Approval requests should be submitted as early as possible prior to the event, and will be evaluated on a case-by-case basis to determine whether the benefits may have the appearance or effect of improperly influencing the recipient. Approval requests must include at least the following information:

- Description of the benefit
- Value of the benefit
- Identity of the recipient of the benefit, including name, affiliation, position, employer, and location
- Whether the recipient of the benefit is affiliated with a current or prospective AMD customer
- Reason or occasion for the benefit
- If Company-sponsored travel is involved, a daily agenda (including any scheduled leisure activities) and detailed breakdown of Company costs (including airfare, daily hotel rate and cost per meal)
- Regarding approval of AMD-Paid Travel, Hotels, and Special Events for any government official: *The specific facts of each situation must be reviewed by the Law Department, and the following criteria followed:*
 - The Company should not specify which foreign official is to attend the event;
 - The Company may not pay expenses for a foreign official's family or friends;
 - The Company will only pay for direct travel to and from the event;
 - The Company will not pay for any side trips;
 - Any meals or entertainment for the foreign official will be governed by the guidelines listed above;
 - The costs of the event must be reasonable;
 - The vendors must be paid directly by the Company;
 - There should be no "per diem" payments.

Examples of legitimate / approvable expenses might include travel to a Company facility for the purpose of demonstrating the Company's products; or hosting a seminar for the purpose of educating potential customers about the Company's products.

Requests for approval of benefits are typically *rejected* when they involve or include any of the following:

- High-value gifts intended for personal use or consumption
- Long-term loans of Company products
- Cash payments or stipends, or reimbursements paid to a government official (AMD should pay all expenses directly)
- Luxury travel, meals or entertainment, or inappropriate business entertainment
- Company-sponsored travel lacking a substantial business purpose or involving significant leisure time
- Benefits directed to a government official's family or friends
- Contributions relating to training, charities, or other social programs requested by a government official (without prior approval of the AMD Law Department)
- Undocumented benefits
- Benefits intended to induce and/or likely to result in an improper business advantage

Third Parties and Knowledge/Due Diligence

AMD prohibits corrupt offers, promises, and payments of money or anything of value to government or non-government officials through third parties. AMD employees are responsible for clearly communicating this policy to third parties with whom they interact. Be aware that the Company and its employees could be liable for indirect offers, promises of payment, or payments to any government or non-government official made or offered by a third party, such as an agent or third party intermediary, with the knowledge that the official will be the ultimate recipient. "Knowledge" includes conscious disregard and deliberate ignorance of facts that would indicate a high probability that the prohibited conduct will occur – in other words – you may not turn a blind eye to the actions of third parties.

Because the Company is potentially responsible for the acts of the third parties working with or for the company, a due diligence process may be followed prior to retaining any third party, including those that may have dealings with government officials. In addition, certain contractual language may be required in any agreement with such a third party. Contact GSM and the AMD Law Department for guidance.

No "Facilitating" Payments

The Company has adopted a principle of zero tolerance for facilitating payments, which may be acceptable under certain anti-corruption laws in very narrow circumstances, but are not acceptable under other anti-corruption laws. Facilitating payments are small unofficial payments made to a government official to speed up or secure routine and non-discretionary governmental action. Facilitating payments are not tolerated by the Company, unless prior written approval has been obtained by the AMD Law Department (considerations could involve an imminent threat to health and safety). Prior to approving any such payment, the AMD Law Department will search for ways to avoid making such payment. If you have a question as to whether an item is a facilitating payment, you should contact the AMD Law Department immediately.

Penalties

The penalties for violating anti-corruption compliance laws can be severe. In addition to the penalties provided for in the statute itself, any officer or employee of the Company who violates any of these or other applicable anti-corruption and/or anti-bribery legislation will be subject to disciplinary action, up to and including termination for cause. Persons or entities who provide services to the Company as contractors, consultants, or other agents should similarly expect to have their contracts terminated for cause if they violate any of these laws.

For example, companies that violate the FCPA anti-bribery provisions may be subject to a fine of up to \$2,000,000 or an alternate fine that could be much greater. Individuals who violate the FCPA anti-bribery provisions may be imprisoned for up to 5 years and are subject to a fine or up to \$100,000 or an alternate fine that could be much greater. An employer is not permitted to reimburse fines for FCPA violations. Other countries' anti-corruption laws can have similar or even higher penalties.

Questions or Concerns

Share your compliance concerns with:

- Your manager
- The AMD Corporate Compliance Committee
- The AMD Law or Internal Audit or Human Resources Departments
- The AMD AlertLine
 - via secure web portal
 - ><https://amd.alertline.com> (for use by all locations outside the European Union)
 - ><https://amd-eu.alertline.com> (European Union only)
 - Via phone. In the United States and Canada, you can dial the AMD AlertLine directly at 1-800-381-6221. See the “Reporting Concerns” section of these Standards for information on calling the AMD AlertLine from other locations. The AlertLine accepts anonymous calls wherever permissible.