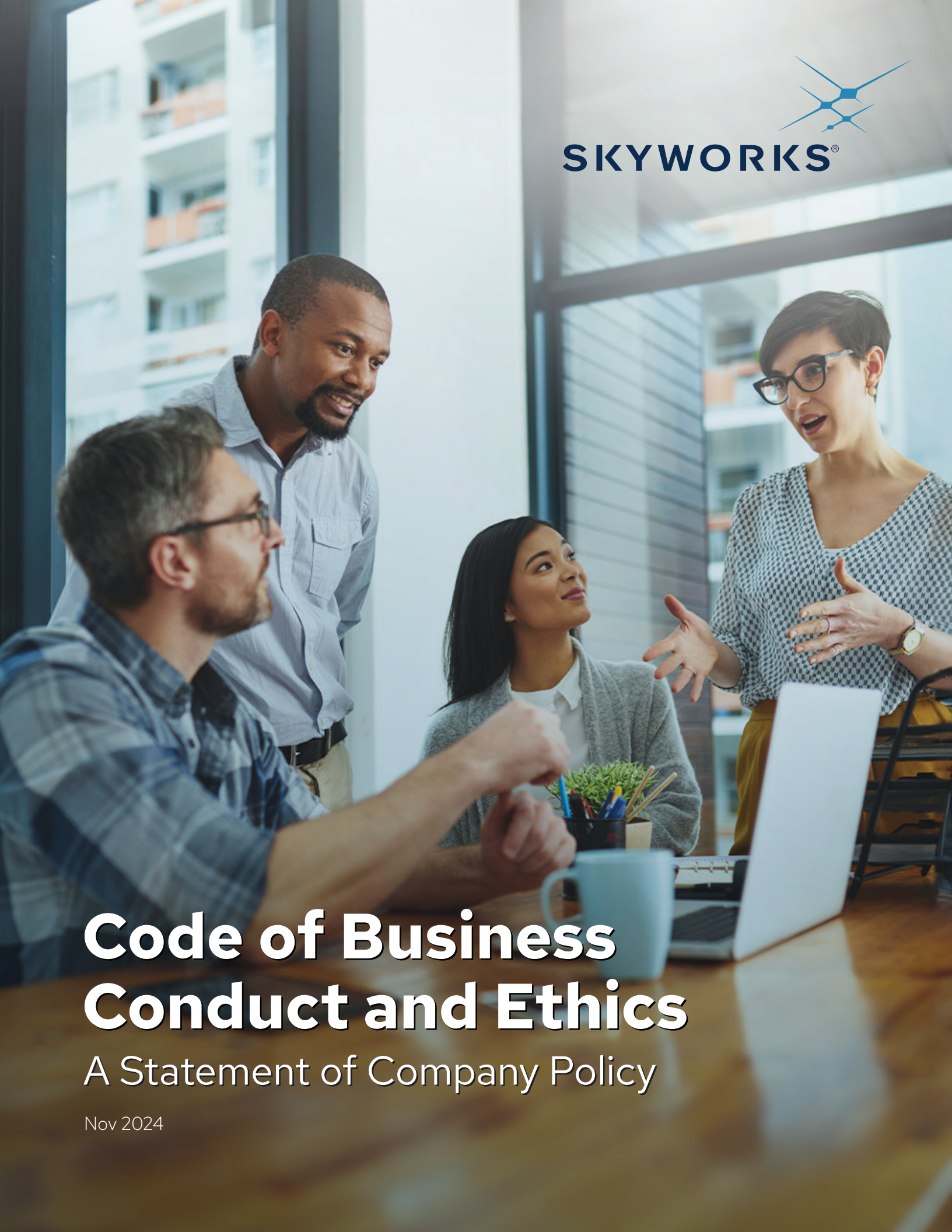




**SKYWORKS®**



# **Code of Business Conduct and Ethics**

A Statement of Company Policy

Nov 2024



## *Conducting Business With Integrity, Honesty, and Accountability*

Skyworks will not retaliate against, nor will it tolerate any retaliation against, anyone who reports suspected violations of this Code in good faith.

Note: This Code and the matters addressed herein are neither a contract of employment nor a guarantee of continuing company policy. We reserve the right to amend, supplement, or discontinue this Code and the matters addressed herein, without prior notice, at any time.



## A Message from Our CEO About Our Compliance Culture

Skyworks seeks to foster and maintain a culture of compliance with applicable laws, rules, and regulations, and the highest standards of ethics and business conduct. Conducting business with integrity, honesty, and professionalism each and every day is a foundational characteristic of Skyworks. As an employee, you are expected to help promote this culture of compliance, and to know, understand, and live up to this Code.

Additionally, you have a duty to report any known or suspected violation of this Code, or of any laws, rules, or regulations applicable to Skyworks. Speaking up and reporting such violations is not an act of disloyalty, but rather an effort to safeguard the reputation and integrity of Skyworks and its employees. You may report any suspected violations anonymously with the assurance that Skyworks expressly prohibits retaliation of any kind against anyone for the good faith disclosure of suspected misconduct.

Thank you for your commitment to Skyworks and our compliance culture, which is a key to our success.

A handwritten signature in black ink, which appears to read "Liam K. Griffin". The signature is fluid and cursive.

**Liam K. Griffin**

*Chairman, Chief Executive Officer and President*

# Applicability

This Code applies to our Board of Directors, officers, and employees. We also expect independent contractors, consultants, and business partners who work on behalf of Skyworks to follow the principles in this Code. For convenience, we refer to all persons covered by this Code as “employees.”

## Standards of Conduct

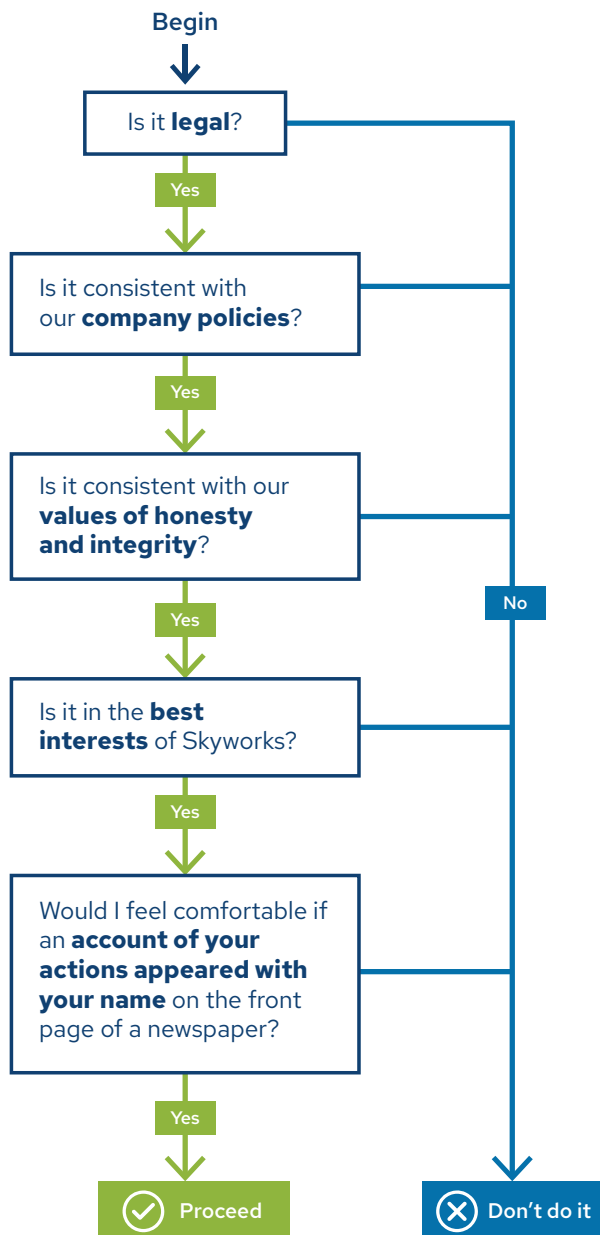
### General

This Code outlines broad principles of ethical business conduct embraced by Skyworks. You should always apply your common sense, good judgment, and discernment.



## Guide for Making Ethical Decisions

If you ever face a difficult business decision that this Code does not address, ask yourself the following questions about your contemplated course of action:



If you are unsure about the answer to any of these questions, then seek the advice of your supervisor, Skyworks' Compliance Officer (see "Enforcement Mechanisms" on page 12 of this Code), or a member of the Skyworks legal department.

## Conflicts of Interest

You might choose to participate in legitimate financial, business, or other activities outside the scope of your job. Those activities must be free of any actual or apparent conflict with your responsibilities to Skyworks. A conflict of interest may occur when a personal activity interferes with the interests of Skyworks or makes it difficult for you to act in the best interest of Skyworks. A conflict of interest may also arise when you personally receive, or when you give or offer to give to others, benefits that are improper given your role in Skyworks.

You should avoid any relationship that would cause an actual or apparent conflict of interest with your duties and responsibilities to Skyworks. In addition, you must disclose to Skyworks any circumstance that you believe might raise doubt regarding your ability to act objectively and in Skyworks' best interest.

### Here are some examples of potential conflicts of interest that you must disclose:

- accepting concurrent employment with any competitor of, customer of, or supplier to Skyworks;
- serving as a board member (or on an advisory committee) for any competitor of, customer of, or supplier to Skyworks;
- transacting Company business with another entity in which you or a family member has a significant interest;
- owning a significant interest in an entity that is a competitor of, customer of, or supplier to Skyworks;
- acting independently as a consultant to a competitor of, customer of, or supplier to Skyworks;
- obtaining a loan or guarantee of personal obligations from, or entering into a financial transaction with, a competitor, customer, or supplier of Skyworks;
- having a direct reporting relationship with any family member or other person with whom a significant personal relationship exists; or
- offering or accepting anything of more than modest value such as gifts, discounts, or any form of compensation to or from an individual or entity that does or potentially could do business with Skyworks; an item is considered of more than modest value if it: (i) exceeds what is considered reasonable and customary in accepted business practices; (ii) is in cash (in whole or in part); (iii) has an obligation or expectation attached (whether stated or implied); or (iv) influences or could be perceived as influencing business decisions.



#### **Ethics Challenge**

*What should I do if a supplier offers me an inappropriate gift such as a vacation?*

#### **Answer**

*Tell the supplier that accepting the gift would violate Skyworks policy. You could also say that Skyworks wishes to avoid any suggestion of impropriety.*



As an employee, you must disclose any potential, actual, or apparent conflict of interest to Skyworks' Compliance Officer or through the "Whistleblower" system (see "Enforcement Mechanisms" on page 12 of this Code).

You must obtain written approval before accepting any position as an executive officer or director (or advisory committee member) of any outside business concern or entity that has a business relationship with Skyworks, or that is or could become a competitor of Skyworks. In addition, you must obtain written approval before accepting a board position with a not-for-profit entity where there may be a Company business relationship, or an expectation of – or desire for – financial or other support from Skyworks. If you are neither a member of Skyworks' Board of Directors nor an executive officer, such approval must come from Skyworks' Compliance Officer. If you are a board member or an executive officer, such approval must come from the Board of Directors.

You should also inform your supervisor if you accept or are engaged in employment, consulting, or other like activities outside of Skyworks.



#### **Ethics Challenge**

*Can I have an outside business that markets a product I developed on my own time?*

#### **Answer**

*A conflict of interest could arise, for example, if your product competes with a Skyworks product, if it relates to any part of Skyworks' business, or if your business interferes with your ability to do your job at Skyworks. To ensure that there is not a conflict, you must disclose your plans to your supervisor and Skyworks' Compliance Officer.*

## Corporate Opportunities

You owe a duty to Skyworks to advance its legitimate business interests at all times.

### As a result, you are prohibited from:

- taking for yourself or a third party, corporate opportunities discovered through the use of Skyworks property, resources, information or position, without first offering such opportunities to Skyworks;
- using corporate property, resources, information, or position for personal gain; or
- competing with Skyworks in any manner.



#### **Ethics Challenge**

*A small manufacturer needs help on a circuit design. Can I serve as a consultant for some extra income?*

#### **Answer**

*If the manufacturer does not compete with Skyworks or one of its customers or suppliers, you may be able to lend your support as long as you inform your supervisor and give Skyworks the opportunity to decline the business first.*

Before pursuing for yourself a corporate opportunity that may be of interest to Skyworks, you should fully disclose it to your supervisor and Skyworks' Compliance Officer to determine whether Skyworks is interested in pursuing the corporate opportunity. If Skyworks foregoes its right to pursue the corporate opportunity in writing, you may then pursue it under the same terms and conditions that you originally disclosed it and in a manner that is consistent with this Code.





## Confidential and Proprietary Information

Skyworks' employment agreements prohibit the disclosure of any confidential or proprietary information<sup>1</sup> of Skyworks (or any such information received from its customers or business partners) to any third party.

### In addition to the obligations imposed by your employment agreement, you should follow these guidelines:

- receive and disclose confidential or proprietary information pursuant only to a written agreement approved by a member of Skyworks' legal department;
- do not use or copy confidential information of a third party, except as the owner permits in writing;
- refuse unsolicited confidential or proprietary information of a third party or, if inadvertently received, transfer it to a member of Skyworks' legal department for appropriate disposition; and
- do not use any confidential or proprietary information of a former employer, or bring it to Skyworks, or provide such information to other Skyworks employees.

If you have any questions regarding confidential or proprietary information or need assistance with a confidentiality or non-disclosure agreement, please seek the help of Skyworks' legal department.

Additionally, when you discuss confidential or proprietary information, be aware of your surroundings. You should refrain from discussing Skyworks business in public places or in the presence of others, including employees, who do not need to know that information.



#### **Ethics Challenge**

*I had lunch with a former Skyworks employee who now works for another company. She asked about a project we worked on together. Would it have been ok to discuss it with her?*

#### **Answer**

*Company projects are confidential and not to be discussed externally without prior approval by management and/or member of Skyworks' legal department. The inadvertent release of updated information to her could damage Skyworks' business prospects.*



<sup>1</sup>Note that confidential and/or proprietary information includes intellectual property (e.g., designs, schematics, recipes, technical specifications, processes, inventions, etc.).

## Compliance with All Laws, Rules, Regulations, and Policies

Skyworks is subject to laws, rules and regulations, both in the U.S. and abroad, the violation of which could subject Skyworks to significant risk. Obeying the law, both in letter and in spirit, is the foundation on which Skyworks' ethical standards are built. This includes, without limitation, laws covering:

- commercial bribery, kickbacks and corruption;
- copyrights, trademarks and trade secrets;
- information privacy;
- insider trading;
- illegal political contributions;
- antitrust, collusion, and other anticompetitive practices;
- foreign corrupt practices;
- environmental hazards;
- document retention and destruction;
- financial reporting;
- employment discrimination or harassment;
- occupational health and safety; or
- misuse of corporate assets.



You are expected to understand and comply with all laws, rules, and regulations applicable to Skyworks and to you as an employee. If any doubt exists about whether a course of action is lawful and appropriate, you should seek advice immediately from your supervisor or a member of Skyworks' legal department.

To help you be more informed – and continuously mindful – of the laws governing your conduct, Skyworks maintains separate, detailed policies regarding matters such as insider trading and non-disclosure of material non-public information; electronic resources, privacy, and data protection; social media and external communications; timekeeping; positive work environment; a workplace free from violence, drugs, alcohol, harassment, and discrimination; and travel and business-related meals and entertainment (which must be business-appropriate and align with Skyworks' values). You are expected to review and comply with these policies and the other policies posted on Skyworks' intranet site, [Skylink](#).

## Full, Fair, Accurate, Timely, and Understandable Disclosures

In order to ensure that all business records and financial reports are accurate, complete, understandable, and contain no omissions or false or misleading information, Skyworks maintains internal controls and procedures designed to provide reasonable assurance of:

- reliability of financial reporting in compliance with generally accepted accounting principles in the U.S.; and
- compliance with all applicable laws and regulations.

Skyworks' filings with, and submissions to, the SEC must be complete, fair, accurate, timely, and understandable. Employees who provide information for such filings and reports must take this responsibility seriously and provide prompt and truthful answers to inquiries along these lines.



### **Ethics Challenge**

*To pay for a department happy hour that my supervisor thinks Skyworks should sponsor, he told me I should call it a business dinner on the expense report, so that it will be paid without a snag. What should I do?*

### **Answer**

*Your instinct is good if it tells you this is not right. Contact Human Resources or Skyworks' Compliance Officer to discuss your concern.*

### Some indications of improper financial reporting might include:

- financial results that seem inconsistent with the performance of the underlying business transaction;
- inaccurate company records, such as overstated expense reports, or erroneous time sheets or invoices;
- transactions that do not appear to have a legitimate business purpose; or
- requests to circumvent Skyworks' ordinary review and approval procedures.



## Enforcement Mechanisms

If you have knowledge of a potential or suspected violation of this Code or applicable law, you have an obligation to report all relevant information to one or more of the contacts listed below.

**Any such question or concern may be directed to any or all of the following contacts, and if you are not satisfied with the resolution, you may raise any such question or concern to one or more of the other contacts:**

- a supervisor or human resources representative;
- a member of Skyworks' legal department or Skyworks' internal audit department;
- Skyworks via the "Whistleblower" reporting system identified on Skyworks' intranet site, [Skylink](#), and which is accessible at [www.skyworksinc.com/whistleblower](http://www.skyworksinc.com/whistleblower);
- Skyworks' Compliance Officer, who is currently designated as Robert Terry, and whose telephone number is (949) 231-3140; or
- the Audit Committee of the Board of Directors.

*You may raise concerns orally or in writing and, if desired, anonymously. Any questions and reports of known or suspected violations of this Code or the law will be treated with sensitivity and discretion.*

## Policy Against Retaliation

Skyworks will not retaliate against, nor will it tolerate any retaliation against, anyone who reports suspected violations of this Code or applicable laws, rules, or regulations or who participates in investigations concerning the same. This means Skyworks prohibits you from retaliating or taking adverse action of any kind against anyone for raising or helping to resolve a conduct concern in good faith. If you engage in such retaliation, you will be subject to discipline, up to and including termination.



## Penalties for Violations

Skyworks is committed to taking prompt action in response to violations of this Code. If you violate this Code, you are subject to disciplinary action up to and including termination.

The following are examples of conduct that may result in discipline:

- retaliation against any person within Skyworks for reporting a conduct concern in good faith;
- any action that violates this Code or any applicable law, rule, or regulation;
- requesting others to violate this Code or any applicable law, rule, or regulation;
- failure to promptly raise a known or suspected violation of this Code, or any applicable law, rule, or regulation; or
- failure to cooperate in internal investigations of possible violations of this Code, or any applicable law, rule, or regulation.

The list of examples above is not an exhaustive list of conduct that may violate the Code; rather, it is merely illustrative. Skyworks, at its sole discretion, will evaluate suspected violations on a case-by-case basis.



## Exceptions to the Code

Exceptions to this Code may only be granted on a case-by-case basis and only in extraordinary circumstances. Exceptions for employees may be made only by an executive officer of Skyworks. Any exception for members of Skyworks' Board of Directors and its executive officers may be made only by Skyworks' Board of Directors and will be promptly disclosed to the public.