



**FOLLOW THE SUN.
FOLLOW THE LEADER.**

Array Technologies, Inc. Code of Business Conduct

Table of Contents

INTRODUCTION TO OUR CODE

- What Array Expects from Each of Us
- Who Must Follow Our Code?
- Our Shared Obligations to the Code
- Additional Obligations for Managers and Supervisors
- Asking for Advice and Voicing Concerns
- Array Will Not Tolerate Retaliation

ONE ARRAY: HOW WE TREAT EACH OTHER

- Respecting Each Other and Promoting a Positive Workplace
- Protecting Personal Data

ONE ARRAY: HOW WE ACT IN THE BEST INTEREST OF OUR COMPANY

- Avoiding Conflicts of Interest
- Financial Interests
- Outside Employment
- Improper Personal Benefits
- Corporate Opportunities
- Disclosure

SAFEGUARDING COMPANY PROPERTY AND INFORMATION

- Array's Physical Property
- Array's Confidential Information
- STI's Intellectual Property
- Respecting the Intellectual Property Rights of Others Using Information Technology Resources

ONE ARRAY: HOW WE TREAT OUR CUSTOMERS

Providing Quality Products and Services
No Bribery
Gifts and Business Entertainment
Interacting with Government Customers
Anti-Money Laundering (AML)
Compliance with International Competition
Laws
Seeking Business Openly and Honestly
Following Accurate Billing Procedures
Respecting Customer Property

ONE ARRAY: HOW WE TREAT OUR SUPPLIERS

Seeking Long-Term Supplier
Relationships Protecting Supplier Assets

ONE ARRAY: HOW WE TREAT OUR COMMUNITIES AND OUR WORLD

Protecting the
Environment
Respecting Human
Rights
Making Political and Charitable
Donations Complying with
International Trade Controls

WAIVERS OF OUR CODE

INTRODUCTION TO OUR CODE

We created this Code of Business Conduct (“Code”) to help our employees better understand our unwavering commitment to doing business the right way. Our Code describes the basic rules of conduct that we are expected to follow and the resources available to assist employees when they have questions or concerns about Array’s business or business practices.

We expect all of our employees to familiarize themselves with our Code and use the Code as a resource any time they face an ethical dilemma or have questions or concerns about how Array is conducting business.

What Array Expects from Each of Us

Array’s growth starts with each of us – we are key to our Company’s character and central to its leadership and success.

We expect all employees to act with integrity and to comply fully with our Code at all times. Acting with integrity is our competitive advantage, and we can all take pride in our unwavering commitment to accomplishing results the right way.

Who Must Follow Our Code?

Our Code applies to all employees, officers, and directors of Array and its operating subsidiaries. Where appropriate, business partners working on our Company’s behalf should also familiarize themselves with and follow our Code. If your job responsibilities require you to interact with representatives working on behalf of Array, be sure to notify them of their responsibility to act in accordance with this Code and provide them with a copy. Their behavior must be consistent with our Code, other Array policies and applicable laws and regulations.

Our Shared Obligations to the Code

We all have a personal responsibility to know and follow the Code and other Company policies, procedures and guidelines that apply to our job responsibilities and Array. The Code is not all-inclusive. While many of these policies are cited in the appropriate sections of the Code, others can be found in the Array’s other governance policies, all of which are posted to ir.arraytecyinc.com under the “Governance Highlights” section of the “Corporate Governance” tab. If you need help understanding our Code or a specific policy, procedure or guideline, or how they apply to your scope of responsibilities, please seek guidance from the Human Resources department or any resource listed in the sections “Asking for Advice and Voicing Concerns.”

All of our Employees, officers and directors must understand the Code generally as well as learn the details of any area that is relevant to their individual job responsibilities, including specific regional policies that may be applicable. You must pay close attention to developments in your area that might impact Array's compliance with laws, promptly raise any concerns about potential violations of law or Array policy, and fully and honestly cooperate in all Array investigations related to integrity concerns.

Additional Obligations for Managers and Supervisors

Array managers and supervisors have a special responsibility to foster a culture of integrity and compliance through communicating the importance of compliance with the Code. This means that managers and supervisors should serve through their words and through their actions as role models for integrity and compliance in all of their interactions. It also means that managers and supervisors are responsible for creating an environment where every employee feels comfortable raising questions and concerns without fear of retaliation, that any concerns or questions will be addressed and/or escalated in a professional and timely manner, and that we will not compromise our standards of integrity and compliance to obtain business results. Retaliation against any person for asking questions or raising concerns about Array's business or business practices will not be tolerated.

Managers and supervisors should also consider the character and behavior of colleagues whom they are considering for promotion. Promotions are a privilege only extended to those who exemplify our values and commitment to integrity in all that we do.

Laws and regulations are complex and subject to change, and often vary from country to country. Company policies may also be subject to change and may vary greatly depending on the country in which we are operating. For these reasons, you must take care to familiarize yourselves with the policies, procedures and laws that apply to your particular job functions and locations in which you operate. If local law conflicts with our Code, comply with local law. If a local custom or practice conflicts with our Code, comply with our Code.

Your business or region may have policies and practices that require more from you than required by this Code. The same may be true of local law. In all such instances, you must follow the stricter policy, practice or law. If you have any doubts about the lawfulness or appropriateness of a proposed action, seek advice by following the steps set out in "Asking for Advice and Voicing Concerns."

It is important to note that our employment rights are governed by the laws of the countries in which we do business, as well as the rules in place in the locations where we work. Our Code attempts to clarify Array's rights and expectations as an employer but does not create any contractual employment rights for employees.

Asking for Advice and Voicing Concerns

While working on behalf of Array, you may face difficult situations. Many times, your common sense, good judgment, our Code, and Company policies and procedures will be enough to guide you. However, there may be times in which you need additional help to make the right choice. In these cases, we have a number of resources available to assist you, including:

- Your manager or supervisor
- The Human Resources team
- The Legal Department
- The Tell Array help line

The Tell Array help line is a 24-hour service, available 365 days per year. The service is provided by an independent third-party that accommodates all languages spoken in the places where Array operates and allows employees to report misconduct using the options and instructions set forth below:

1. Via telephone at:
 - for US callers: **833-332-7729**
 - for international callers:
 - enter the appropriate access code¹ for the country you are calling from; then
 - when prompted, enter **800-603-2869**
2. Via email at **reports@lighthouse-service.com**
3. Via the online portal at **www.intouchwebsite.com/TellArray**, where Employees can find additional information.

If you become aware of a situation that may involve a violation of this Code, Company policy or any applicable law or regulation, it is your responsibility to report it through one of the channels mentioned above. Any violation of this code will ultimately be reported to the Audit Committee.

Failure to comply with our Code, Company policy and applicable laws or regulations may lead to disciplinary action, up to and including reassignment, demotion, employment termination, as well as possible civil or criminal penalties.

¹ AT&T Direct Toll-Free Access Codes for the countries in which we operate are as follows: Australia (Optus), 1-800-551-155; Australia (Telstra), 1-800-881-011; Brazil, 0-800-890-0288; Brazil (TIM), 0-800-888-8288; Chile (Claro), 800-225-288; Chile (ENTEL) 800-360-312; Chile (ENTEL) 800-360-311; Chile (Telefonica), 800-800-288; Mexico, 001-800-462-4240; Mexico (New), 1-800-288-2872; Mexico (Por Cobrar – Spanish), 01-800-112-2020; Mexico (Spanish), 001-800-658-5454; 909-99-0011; and United Kingdom, 0-800-89-0011.

Array will treat fairly and examine reports of misconduct and ethical concerns brought to its attention. Array will treat all reports confidentially to the extent possible, consistent with the law, Company policy and the Company's need to conduct a thorough investigation.

All reports will be investigated promptly and thoroughly, consistent with applicable law and may be reported to the appropriate authorities. All directors, officers and employees are expected to cooperate in any internal investigation of misconduct. Appropriate corrective or disciplinary action for Code violations will be taken whenever appropriate.

Array Will Not Tolerate Retaliation

It is important that you feel comfortable raising your questions and concerns. Array will not tolerate any form of retaliation, whether direct or indirect, against you for making a good faith report of actual or potential misconduct. Making a report in "good faith" means your report is honest and sincere.

If you feel an act of retaliation has occurred, you should report your concerns via one of the methods outlined in "Asking for Advice and Voicing Concerns."

ONE ARRAY: HOW WE TREAT EACH OTHER

Promoting a positive work environment based on mutual respect and a commitment to health and safety is the key to maintaining the best possible workforce and to providing growth opportunities for our stakeholders.

We recognize and reward our individual talents by providing compensation and benefits that are competitive. We also promote development through training that broadens work-related skills.

Respecting Each Other and Promoting a Positive Workplace

Array respects and values the diversity reflected in our various backgrounds, experiences and ideas. Together, we provide an inclusive work environment that fosters respect for all of our coworkers, clients and business partners. Our workplace is one that reflects the diversity of the communities in which we operate, and we are committed to providing employees a workplace that is free from unlawful discrimination, harassment or other behavior that is not conducive to a productive work climate. Our commitment to diversity and the prohibition of discrimination and harassment applies to all phases of the employment relationship, including hiring, promotion, demotion, transfer, layoff or termination, compensation, use of facilities and selection for training or related programs. All employment decisions must be based solely on job qualifications and merit which include education, experience, skills, ability, performance, and growth values.

You may not refuse to work or cooperate with others because of characteristics covered by this policy such as an employee's race, religion, sex, age, or other characteristic protected by law.

At Array, we are committed to never making an unwelcome sexual advance to an employee or other person with whom you work. Such conduct, whether verbal, physical or visual is not allowed. Prohibited forms of harassment can range from sexually explicit verbal or unwelcome physical conduct to an offensive remark, joke or gesture.

If you know or suspect that unlawful discrimination or harassment has occurred, you should report the situation immediately via one of the reporting channels described in “Asking for Advice and Voicing Concerns.”

Retaliation of any kind against an employee making a good faith complaint of harassment will not be tolerated.

Protecting Personal Data

At Array, we are committed to promoting a work environment and operating our businesses in a manner that fosters confidence and trust. To accomplish this goal, we must properly manage the personal data provided to us by our colleagues, customers, suppliers and others. “Personal data” includes any information relating to an identified or identifiable natural person; an identifiable person is one who can be identified, directly or indirectly. Examples of personal data include name, physical address, email address, social security number, employee identification number, government identification number or any combination of information that might identify someone. We should only process (including collecting, accessing, using storing, disclosing, recording, organizing, adapting altering or destroying; in each case, whether or not by automated means) personal data in accordance with applicable law, including all privacy laws relating to the processing, protection and disclosure of personal data. In addition, we should use the minimum amount of personal data needed to accomplish a task and maintain such personal data no longer than necessary for such task. We must not share this personal data with anyone, either inside or outside our Company, unless such sharing is in accordance with applicable law, including all privacy laws. Further, we must take steps to properly secure such data at all times using appropriate security measures.

Many countries have their own requirements governing the processing and other use of personal data, and Array must comply with those laws. For example, some countries limit the transfer of personal data to countries that have different rules governing personal data. Contact a member of Array Legal Department if you have questions in this area.

Company policies, practices and training programs are designed to assure that only authorized personnel access personal data. If you believe that personal data have been processed, disclosed, or otherwise used inappropriately, you should contact the Human Resources Department immediately. Failure to do so could subject our Company to fines and/or regulatory action.

ONE ARRAY: HOW WE ACT IN THE BEST INTEREST OF OUR COMPANY

We should conduct Array business free from outside influences or personal bias and make business decisions based on the best interests of Array.

Avoiding Conflicts of Interest

As part of our duty to uphold our Company's reputation, we must avoid improper conflicts of interest. A "conflict of interest" occurs when our personal interests interfere with, or appear to interfere with, our ability to perform our jobs without bias. We may not engage in any transaction, investment or association in which a conflict of interest might arise. If you have a potential or actual conflict of interest, you must disclose it to your supervisor or the General Counsel and seek prior authorization or approval from the General Counsel. Conflicts of interest are often easily avoided if disclosed in advance.

The following sections describe situations that may create conflicts of interest.

Financial Interests

As Array employees, we generally should avoid doing business with any company in which we have a personal financial interest. There may be situations where our personal financial interest in a company with which Array does business is permissible. However, such situations should be reviewed by the Legal to determine the best course of action.

In addition, you may not purchase or maintain a significant financial interest in a customer, competitor or business partner that does business with or potentially may do business with Array unless you receive approval from the Legal. Always ensure you are impartial and able to make business decisions with Array's best interests in mind.

You have a duty to disclose if your personal or financial activities may interfere or have the potential of interfering with your allegiance toward the Company.

Outside Employment

From time to time, you may wish to engage in work outside our Company. In doing so, you must ensure that any employment does not create a conflict of interest. We must never use Array tangible and intangible property, including documents, Information Technology assets, facilities, and intellectual property to conduct non-Array business.

Integrity in Action:

Q: Elle, a procurement specialist, has developed strong working relationships with several Array suppliers over the years. One of these suppliers asks Elle if she would be interested in doing some consulting work for their firm. Since she would only work for the supplier over the weekends, the outside employment wouldn't affect her ability to perform her job duties at

Array. May she accept this offer?

A: Even though Elle will only be working for this supplier when not performing work for Array, this outside employment may still be considered a conflict of interest. Elle should consult her supervisor to confirm that this outside employment will not interfere with her job responsibilities. Elle's supervisor may consider consulting the Legal or Human Resources for additional guidance and to confirm the extent of Array's business with the supplier. In addition, even if Elle decides to decline the suppliers offer of employment, she should report the employment offer to her supervisor.

Improper Personal Benefits

A conflict of interest may also arise when a director, officer or employee, or a member of his or her immediate family, receives improper personal benefits because of his or her position at Array. Such benefits may include gifts or loans from an entity or person with whom our Company does business. We must avoid accepting any such improper benefit. This does not apply to personal banking or finance relationships with commercial banks with the same financial terms and conditions generally available to other customers.

In addition, a conflict of interest arises if an Array employee assists a competitor to Array's detriment. For example, providing confidential information to a spouse or partner who works for a competitor would constitute a conflict of interest and violate our Code.

Corporate Opportunities

In order to make objective business decisions on behalf of Array, we must never compete with our Company or use our position for personal gain. This means we may not take for ourselves any business or investment opportunities that we discover through our position at Array or through Company property or information. In addition, we must never help anyone else take such business or investment opportunities for personal gain. This includes our family members and friends.

Disclosure

The Company's periodic reports and other documents filed with the SEC, including all financial statements and other financial information, must comply with applicable federal securities laws and SEC rules. Each director, officer and employee who contributes in any way to the preparation or verification of the Company's financial statements and other financial information must ensure that the Company's books, records and accounts are accurately maintained. Each director, officer and employee must cooperate fully with the Company's accounting and internal audit departments, as well as the Company's independent public accountants and counsel.

Each director, officer and employee who is involved in the Company's disclosure process must:

1. be familiar with and comply with the Company's disclosure controls and procedures and its internal control over financial reporting; and
2. take all necessary steps to ensure that all filings with the SEC and all other public communications about the financial and business condition of the Company provide full, fair, accurate, timely and understandable disclosure.

SAFEGUARDING COMPANY PROPERTY AND INFORMATION

Array's Physical Property

Theft, damage, carelessness and waste have a direct impact on our Company's success. We must therefore commit to protecting our Company's physical assets from theft, damage, loss or misuse. This includes our facilities, vehicles, business equipment, merchandise and supplies. If you suspect any form of fraud or theft, you should report it to your manager or supervisor immediately.

Authorized occasional personal use of certain Company equipment, such as telephones or internet, is sometimes appropriate. However, we must ensure our personal use is limited, does not interfere with our ability to do our work for Array and does not violate Company policy or law. Never use Array property for personal gain or for benefit of another person or organization. You must also return any Company property you possess at the end of your employment.

Array's Confidential Information

We are each entrusted with our Company's confidential information. We must protect this sensitive information at all times. This generally includes any nonpublic information that might be of use to our competitors or others, or which may be harmful to the Company if disclosed. Examples include business or marketing plans, customer or supplier information, (including personal data) product design, manufacturing processes, existing and future merchandising information and employee information (including personal data). Employees are expected to treat all knowledge and non-public information related to all aspects of Company's business as strictly confidential.

We must never allow others (whether coworkers or third parties) to access Array's confidential information, unless they have a legitimate business need to know, and even then, only subject to appropriate confidentiality protections, use restrictions and non-disclosure obligations and provided that the disclosure is done in accordance with applicable law, including all privacy laws relating to the protection and disclosure of personal data. If a third party seeks to compel you to disclose any of Array's confidential information or you have any doubts as to whether disclosure would be appropriate, please contact the Law Department for guidance. We must never use confidential information of the Company

for personal gain or disclose it to others for their gain.

We must take care not to lose, misplace or leave confidential information (or technologies containing such information including computers, laptops, cell phones or tablets) unattended. Further, if we lose or misplace Array equipment or an item containing confidential Array information (for example an Array laptop, Blackberry, thumb drive, or the like), we should report the loss immediately to the Chief Information Officer or local IT Manager, as applicable.

In addition, we may not discuss confidential Array information in places where it might be overheard by those who do not have a need to know. This includes public spaces such as airport terminals, trains and restaurants. It also includes open areas at Array, such as Company restrooms and break rooms.

If an employee becomes aware of an unauthorized use of disclosure of confidential information, they must immediately notify their manager, human resources or the Legal Department.

Integrity in Action

Q: Lola often works through her lunch breaks, taking business calls at restaurants and in common areas in the building. Everyone around her seems engaged in their own conversations, so she assumes they aren't really paying attention to her. Can she discuss Array business this way?

A: It depends. Lola may take phone calls in public places, but she must exercise extreme caution when discussing Array business. Any confidential information should not be discussed in public places, even if she believes that others are not listening to her conversations.

Integrity in Action

Q: Charlie carries his Array laptop on Company travel so he can use his free time on airplanes, trains, waiting areas and other public places to work on business-related documents. Is this a problem?

A: It may be. It is impossible to know who may be sitting or passing nearby in any public place. When laptops and similar devices are used in public places for Company business, you must ensure that your screen is protected from on lookers at all times. In addition, such devices should never be left unattended.

Array's Intellectual Property

We work diligently to protect our Company's intellectual property. "Intellectual property" includes any of our Company's patents, trademarks, copyrights or other intangible assets, such as ideas, know-how, inventions, processes, or designs created on Company time, at Company expense, using Company

resources or within the scope of our job duties.

We will identify any new inventions we make and will direct them to the Legal Department for patent, copyright or trade secret protection. We need to classify, label, store and share all Array data, information and documents in accordance with our internal procedures and ensure that access to information and documents is granted only to individuals with a legitimate need. For more information, see the “Array’s Confidential Information” section of our Code.

We only use or distribute Array’s proprietary information or other intellectual property for the benefit of Array, and not for personal gain.

Remember to always consult with your manager or the Legal Department if you have any questions or concerns regarding how to identify, handle and protect Array’s intellectual property. Any use of Array’s trademarks must be cleared in advance by the Legal Department.

Array aggressively protects its intellectual property and enforces its rights against others who take or use Array intellectual property without proper authorization. You should report any suspected misuse of our Company’s intellectual property to the Company’s Legal Department. Do not provide Array’s proprietary or confidential information to a third party without the proper internal approval and the necessary confidentiality agreement with the third party. Please consult the Legal Department if you have questions or need additional guidance.

After we leave employment with Array, we will not take, access, provide access to, or use any of Array’s proprietary or confidential information or other intellectual property without authorization.

Respecting the Intellectual Property Rights of Others

We respect the valid intellectual property rights of others. This means we must never knowingly infringe on the copyrights, trademarks or patents of others or misappropriate their trade secrets. We may not, for example, use unlicensed software on Company computers, duplicate, publish or distribute other copyrighted materials or download songs, photographs or videos, in each case, without consent from the rightful owner. Inappropriate use of others’ intellectual property may expose Array and you to criminal and civil fines and penalties.

Do not bring, access, keep, share or use third party’s proprietary information or documentation, including proprietary information or documentation from a previous employer, without first consulting with and receiving prior approval from the Legal Department.

Using Information Technology Resources

Array provides many of us access to various electronic communication systems to use in our daily work. This includes computer and phone systems, laptops, cell phones, tablets and software. We have a duty to

safeguard these systems and the technologies provided to us at all times. This means we must each do our part to prevent damage, harm, loss and unauthorized access to these resources. Be sure to follow all security measures and internal controls in place for the resources you use.

Remember that electronic messages (such as emails, instant messages and text messages) are permanent records of your communications. These communications can be altered and forwarded without your permission. For this reason, take particular care when drafting any electronic messages on Company letterhead or when using Array resources.

Exercise good judgement and integrity when using these systems and technologies. Do not download or send inappropriate, sexually explicit, illegal or offensive material via these resources. You may also not use these resources to conduct outside work. To the extent permitted by applicable local law, you should not have an expectation of privacy when using Company resources, as Array may monitor any usage, including personal. However, it is important to note that Array will not interfere in our personal lives unless our conduct impairs our work performance or adversely affects our work environment or Array's reputation or otherwise violates this Code or any Company policies.

ONE STI: HOW WE TREAT OUR CUSTOMERS

Building mutually beneficial relationships with our customers is important to our success as a Company. Maintaining such relationships requires that we provide safe, quality products and uphold the law in all our interactions with both commercial and government customers.

Providing Quality Products and Services

We strive to provide products and services that meet or exceed our customers' requirements for quality, reliability and value.

We are expected to comply with all quality control standards that govern job duties. This includes applicable laws and regulations, as well as internal control procedures designed to promote the safe, quality manufacture of goods. We are also expected to follow all contract specifications at all times.

In addition to holding ourselves accountable for quality goods and services, we must also hold our suppliers and other business partners accountable to ensure the quality of the products and services they provide us.

No Bribery

Array employees are forbidden from giving or receiving bribes or kickbacks. You may not make, offer, or facilitate a payment to anyone to gain or retain business or an improper business advantage (e.g., a license or tax rate lower than allowed by law). Nor may you accept any such payment yourself.

Array prohibits bribery to any party, but there are particular risks associated with government officials, including employees of state-owned companies, candidates for political office, or political party officials. If any government officials suggest or demand an improper payment for themselves, their relatives or some other third party, you should immediately notify the Legal Department.

Prohibited bribes can take many forms and need not necessarily be a cash payment. A promise or employment for a relative, a charitable or political contribution, gifts, meals, or entertainment may all constitute bribes if they are made to improperly influence the recipient. Remember that providing gifts, entertainment or anything else of value to government employees is highly regulated and often prohibited. Do not provide such gifts and entertainment unless you have received prior approval from the Legal Department. For more information on giving or receiving gifts, entertainment, lodging, travel or other hospitality, please see the “Gifts and Business Entertainment” section of our Code.

Payments that are improper if made directly by an employee may not be indirectly through a third party. Even if you are not sure that a part of a payment to a third party will be passed on as a bribe, you cannot ignore signs of bribery by third parties. Payments to third parties are prohibited if you know, or have reason to believe, that a bribe will be paid by the third party. Warning signs of bribery or “red flags” include:

- A demand from a third party to receive its commission payment prior to winning a deal or contract;
- Any suggestion to direct Array business through a specific representative or partner due a “special relationship”;
- Any request to make a payment to a person who is not related to the transaction being discussed;
- A request that payments be made in a country other than where the Array business takes place; or
- Commissions that seem too large in relation to the services provided

Integrity in Action

Q: Laura and Ruth work together in Array’s buying group. Ruth overhears a phone conversation between Laura and potential supplier to Array. Over the course of the call, it becomes clear that Laura plans to award a large contract to this supplier, even though the supplier’s proposal does not offer Array the best overall value. It also becomes clear that she’s going to get a large sum of money in return. What should Ruth do?

A: Ruth should report what she heard to the Legal immediately. It appears that Laura is

accepting a kickback from this supplier, which is prohibited by Array policy, likely illegal and can have severe consequences for the individuals involved, the supplier, and Array.

Gifts and Business Entertainment

Developing strong working relationships with our customers, suppliers and other business partners is important to our growth. Business gifts and entertainment are sometimes used to strengthen these bonds. However, we must exercise particular caution when offering or accepting business courtesies. Exchanging gifts and entertainment can result in conflicts of interests. If not handled properly they may also lead to the appearance of improper payments, kickbacks, or corruption. You may not accept or provide any gift, favor or entertainment if it is made for an improper purpose, or if you know it would violate our policies, the law or the gift policy of the recipient's company.

Integrity in Action

Q: John has received an invitation to a holiday party hosted by one of our suppliers. He works closely with this supplier and would love to attend, since this party is sure to include fine wine and gourmet dishes. May John accept the invitation?

A: John should consult with his supervisor or someone from HR or the Legal department Team to determine whether it is appropriate to attend. Factors to consider include the cost of the meal, whether the supplier is actively bidding in the Array procurement decision-making process and whether there are other business-related reasons to go to the dinner.

Integrity in Action

Q: At an offsite meeting, a vendor who has been providing services to STI for several months invites Lucy to lunch. She accepts, allowing the vendor to pay for the meal. Are her actions acceptable?

A: Occasional and normal gifts are ordinarily acceptable, provided they don't raise questions about Lucy's objectivity. Customer entertainment and gifts should be discussed in advance with your supervisor. The supervisor should evaluate the business purpose for the meal, the setting and the cost of the meal, and the frequency of the vendor's invitations before deciding whether Lucy should attend.

Generally, we can offer or accept a gift, favor or entertainment as long as it:

- Does not make the recipient feel obligated or give the appearance of an obligation
- Does not exceed generally accepted local business practices
- Is of nominal value

- Cannot be construed as a bribe or payoff
- Does not violate applicable law, company policies or the policies of the recipient's company
- Is not solicited

These rules do not apply to unsolicited promotional materials of a general advertising nature, such as imprinted pencils, memo pads and calendars, provided what is given does not create or appear to create any obligation for Array. Additionally, in keeping with national custom, ceremonial presentations may be permitted as long as what is accepted is not in violation of any law, cannot be viewed as a bribe and would not embarrass you or Array if disclosed.

Gifts should not be accepted from suppliers or potential suppliers (or other business partners or potential business partner) during or in connection with contract negotiations with the supplier. In addition, we should avoid soliciting gifts from suppliers to other business partners for Array functions or employee awards.

If you are unsure whether you should offer or accept a business gift or entertainment, you should seek guidance. Customer entertainment and gifts must be discussed in advance with your supervisor.

Specific laws often govern gifts offered or made to government officials, including employees of state-controlled companies. In certain instances, it may be illegal to offer or provide even a nominal gift or other benefit (e.g., a cup of coffee) to a government official. Whenever dealing with government officials, make sure you know what rules are applicable before offering or providing any gift, meal, entertainment, travel, or other benefit to any official. When in doubt, discuss the matter in advance with the Legal Department.

Interacting with Government Customers

For some of us, our work involves contracts with government entities, including government-owned or -controlled companies. In these cases, we have a duty to know and follow applicable Company policies and the established laws, rules and regulations that govern our interactions with government customers. It is important to note that these rules may be stricter and more complex than those governing our dealings with private sector clients. Do not pursue government business without first contacting the Legal Department for guidance.

We must always conduct ourselves with honesty and integrity when attempting to win government work. Of course, this means that Array can never offer or make a bribe to win a government contract, but you must also follow the following standards:

- Before submitting a proposal to a government, we should review the requirements with all applicable stakeholders and only accept those terms with which Array can comply.
- We may not take actions that would give Array an unfair competitive advantage, such as

obtaining or using sensitive procurement information nor obtaining information about a competitor's proposal unless the government contracting officer has specifically and lawfully authorized its release.

- All representations we make, including pricing and bids, must be accurate and complete.
- All statements and records that we provide to government customers (including facility and quality reports and cost and pricing data) must be accurate.
- All work time must be recorded accurately. We should always identify and assign our time only to projects on which we work.
- All costs must be accurately charged.
- We must only use reputable consultants, sales agents or other professional service independent contractors for legitimate legal purposes.
- We must follow all contract terms and may never use government property, equipment or supplies in a manner that is inconsistent with the law and the relevant contract.

We must also follow all applicable rules and regulations that govern how we engage current or former government employees in discussions about potential job opportunities at Array. We are each responsible for avoiding these types of conflicts of interest. Contacting or engaging in employment-related discussions with current or former government employees is subject to special rules and procedures. These rules may also restrict the work that former government employees perform on our Company's behalf.

We are also expected to safeguard classified and other sensitive information we acquire in connection with work we do for our government clients. As required by the terms our government contracts other applicable regulations, we make this information available only to those who have a business need to know it and who have obtained the appropriate government clearance or other approvals. We must not share, distribute or disclose classified or otherwise sensitive government information in a manner that would violate the terms of our government contracts.

Anti-Money Laundering ("AML")

Array is committed to complying with applicable anti-money laundering, corruption and terrorist financing laws and regulations. We conduct our business only with customers involved in legitimate business activities, with funds derived from legitimate sources. We adhere to risk-based "Know Your Customer" due diligence processes on perspective customers.

Employees must collect and understand documentation about prospective customers, agents and business partners to ensure that they are involved in legitimate business activities and that their funds come from legitimate sources.

Employees must follow your business Know Your Customer procedures and rules on collecting and verifying information from our customers and related parties.

We must follow our business rules concerning acceptable forms of payment. Learn the types of payments that have become associated with money laundering (for example, payments on behalf of a customer from an unknown person).

Be alert for and escalate any signs of potential money laundering or other illegal activities.

Compliance with International Competition Laws

Fair competition creates a healthy marketplace. It ensures our clients the best and most innovative products and services at the lowest prices. In order for Array to compete lawfully and with integrity, we must comply with competition laws in place in the countries where we do business. If competition laws apply to your job function, you must know and follow them at all times.

Competition laws are often complex, and generally forbid discussing or agreeing on any topics with competitors that may restrain trade. Such topics include (but are not limited to) price fixing, bid rigging, or dividing or allocating markets, territories or clients. You should not discuss any of these topics with a competitor and if a competitor attempts to discuss any of these topics with you, you must register your objections and leave the meeting immediately. Then, you should report the incident to your local supervisor, who will work with you in consultation with our Legal Department. If you are attending a trade association meeting- or a social event, for example- exercise particular caution during discussions with competitors.

In addition, competition laws prohibit formal or informal agreements with suppliers, distributors, or clients that may restrict competition. Such agreements may include tying products, fixing resale prices or refusing to sell to particular clients or buy from particular suppliers.

You should not provide, receive or exchange any of the following types of information with a competitor or its representative, whether in person, electronically or at an industry meeting: current or future prices; pricing policies; bids; customers, suppliers, sales territories or product lines; terms or conditions of sale; production, sales capacity or volume; costs, profits or margins, market share; ancillary charges; credit terms; discounts; sales, marketing or development strategies of products or services and distribution methods. If you are meeting with a competitor or its representative, insist on a legitimate business purpose and an agenda for all meetings, and limit attendance to those employees that are necessary to meet the business purpose.

Through our work, we may obtain competitor information from our customers or other public sources. We must be particularly careful to handle this information in accordance with Company policy.

Please note that violating these laws may subject both the individuals involved and our Company to severe

consequences.

If you have any additional questions, seek guidance from our Legal Department.

Integrity in Action

Q. Juan has a good friend who works for an Array competitor. While at lunch one afternoon, his friend reveals her company's intent to raise prices on products in direct competition with his own. Juan says nothing in response to this but feels this information could be important for Array to use in making future business decisions. What should he do?

A. Juan should end the conversation immediately and provide a written summary of the incident to the Legal Department. Engaging in discussions and acting on nonpublic information such as pricing could create the impression of an illegal collaboration between STI and a competitor, which could have serious consequences for both companies and the individuals involved.

Seeking Business Openly and Honestly

Our actions in the marketplace define who we are as a Company. By competing on the quality of our good and services, we uphold Array's reputation. We will never seek to limit the competitive opportunities of our rivals in deceitful or fraudulent ways.

In addition, we should never take advantage of anyone through unfair dealing practices. This means that we must be careful not to misrepresent the quality, features or availability of our products and services. In addition, we do not disparage or make untrue statements about our competitors' products or services. We seek to win business based on the quality of our products and our people, not through any improper means.

Integrity in Action

Q. Leah learns of a potential problem discovered during routine production line testing. The extent to which problem could affect product safety is unknown at this time, and Leah isn't sure what to do. Should Leah speak up about this, even if she doesn't know all the details?

A. Yes. Producing and selling potentially unsafe products could result in customer and employee injury. Leah should report the problem immediately, even if she isn't sure how production will be affected. Leah should make her supervisor aware of the issue as soon as possible. If Leah believes her concerns are not being adequately considered, she should contact the Legal Department or escalate her concerns through Tell Array help line or any of the other channels identified in the "Asking for Advice and Voicing Concerns".

Integrity in Action

Q. Jack works closely with third-party distributors who resell STI products. A company interested in distributing Array products approaches Jack and offers to pay for his daughter’s private school tuition in exchange for exclusive right to resell Array products in a specific sales region. What should Jack do?

A. Jack should end the discussion immediately and report the matter to the Legal Department. Array will not tolerate the solicitation or receipt of improper kickbacks in exchange for awarding contracts.

Q. Kayla is concerned that Array will likely lose a big contract if she doesn’t pay a local official a bribe. What should Kayla do?

A. Kayla should not pay a bribe or take any actions that could give the appearance that Array will condone the payment of bribes to win a contract. No contract is worth violating the law or our standards of business integrity. Kayla should immediately report the issue to the Legal.

Following Accurate Billing Procedures

Our reputation in the marketplace is a critical company asset. For that reason, we reflect accurately on all invoices to customers the sale price or cost of goods or services sold and other terms of sale. We each have a responsibility to maintain accurate and complete records in order to allow Array to uphold this commitment. Never falsify any record – including timecards, expense reports, sales numbers, test or quality records, or any other kind of record created during the course of your work for the Company – or make misleading or artificial entries on STI books or records.

Respecting Customer Property

At times, our customers may share their confidential information with us so that we may provide them products and services. It is our responsibility to use, store and carefully safeguard any such information in a manner that complies with all applicable laws and any contractual restrictions and obligations we have agreed to with our clients.

We each must take the necessary steps to secure this information and ensure it is used only for approved business purposes. We will not discuss or disclose client information outside of STI without proper authorization to do so.

ONE STI: HOW WE TREAT OUR SUPPLIERS

STI’s suppliers are our partners in our ongoing drive for customer satisfaction. The high caliber of materials, goods and services they provide is linked directly to the quality, reliability, value and prompt delivery of STI products to customers.

Seeking Long-Term Supplier Relationships

Together, we strive to build long-term relationships with our suppliers. We use only legitimate, business-related criteria when choosing suppliers. Our Company will enter into representation or supplier agreements only with companies believed to have demonstrated a record of and commitment to integrity. In addition, we never take unfair advantage of our suppliers through abuse of confidential information, misrepresentation of material facts or any other unfair dealing practice.

At STI, we allow suppliers to compete fairly on the quality of their products and services. We will not be influenced by gifts or favors of any kind from our suppliers or potential suppliers. An occasional meal or entertainment in the normal course of business relations may be permissible, as long as:

- The representative of the supplier is in attendance
- Such hospitality is not excessive or unusual in nature
- The hospitality complies with applicable laws and is not otherwise prohibited by this Code

In addition, hospitality should be reciprocated, when practical.

For more information, see the “Gifts and Business Entertainment” and “Interacting with Government Customers” sections of our Code.

Protecting Supplier Assets

We treat supplier confidential information with the same care as we treat Array confidential information. We will not reproduce software provided to us by a supplier, nor will we incorporate it in our own internally developed software unless we are expressly permitted to do so by license.

ONE STI: HOW WE TREAT OUR COMMUNITIES AND OUR WORLD

In order to grow as a Company, we must work to have a positive impact on the communities that sustain us. We must work to respect and protect not only the communities where we live and work, but also our planet and its inhabitants.

Protecting the Environment

We will comply with all applicable environmental regulations as they relate to the Company’s operations. We will dispose of any waste materials left over from the Company’s operations in a legal manner. Any harmful situation that occurs in a Company facility must be immediately communicated to the appropriate manager.

We are committed to health, safety and the environment, and to creating sustainable opportunity everywhere we operate. As part of this commitment:

- We minimize the environmental footprint of our operations through prevention of illness, injury and pollution.
- We actively promote and develop opportunities for expanding sustainable capacity by increasing fuel efficiency, improving security and safety, and reducing emissions of harmful pollutants.
- We are committed to compliance with all of our health, safety, environmental and legal requirements everywhere we operate.
- Our commitment to health, safety and the environment is an integral aspect of design of products, processes and services, and of the lifecycle management of our products.
- Our management systems apply a global standard that provides protection of both human health and the environment during normal and emergency situations.
- We abide by our Company's own strict standards in cases where local laws are less stringent.
- Our senior leadership and individual employees are accountable for their role in meeting our commitments.

If you have a concern about workplace health, safety or environment, please contact your supervisor or human resources.

Respecting Human Rights

Our Code, along with other Array policies, establishes practices and standards that address a broad range of human rights and workplace issues. Array respects and values diversity reflected in our various backgrounds, experiences and ideas. Together, we provide each other an inclusive work environment that fosters respect for all of our coworkers and business partners. Refer to the section titled "Respecting Each Other and Promoting a Positive Workplace" for more information.

Our Company does not condone or employ child labor. In addition, we will never use forced, indentured or involuntary labor in any of our operations. As part of our commitment to our communities and our world, Array will not tolerate any instances of human trafficking or other forced labor.

Making Political and Charitable Contributions

Our Company understands the many ways in which the political process enriches our communities. Freedom of belief and conscience are fundamental rights, and we are free to communicate our opinions verbally, in writing or in graphical form without threat of censorship. However, when we participate in such activities, we should do so on our own time, at our own expense and ensure that our activities do not conflict with the Code.

We should not use Array property for personal political activities. In addition, we should never engage in any political activities on Array's behalf, unless authorized by the Company to do so. Never coerce a coworker, especially those with whom you have a reporting relationship, to support your particular causes.

As interested citizens, Array employees are free to make individual personal contributions to candidates of their choice.

Lobbying activities are highly regulated. Therefore, we may not make any contacts with government officials in an attempt to influence legislation, regulation, policy or other governmental actions on Array's behalf without authorization from the Legal Department.

Array is committed to social responsibility in every step of the Company's activities. Oftentimes, our Company will support charitable activities in our local communities. Array may engage in such charitable activities, so long as both the charity and the activity have been approved by management and the Legal Department.

You may not send emails in an attempt to raise money for an unapproved charity or any other fundraiser on Array's network. In addition, you may not use Array assets, including Company time, for personal charitable or political pursuits.

Complying with Internal Trade Controls

Array is committed to compliance with all applicable trade laws. This includes import and export control laws, as well as regulations in the countries where our Company does business.

Export control laws govern exports, reexports, and the transfer of goods, services and technology to another country. Note that export controls govern many types of exchanges of information across national borders, including email transmissions and web access to different servers that could contain export controlled technical data to non-U.S.-persons within the United States. Import laws and regulations govern the importation of goods. Such laws ensure only admissible goods enter into the importing country, and that the correct amount of duties and taxes are paid on those goods. Array must maintain, among other things, accurate information on the commodity/nomenclature, commercial value and country of origin of all imported goods.

As Array continues to expand globally, those of us who deal with the importation of goods and export-controlled items, technology and services have an obligation to understand and comply with applicable regulations. This includes import and export laws, technology control plans, the conditions and provisions of export license authorizations that may apply to their business or facility.

WAIVERS OF OUR CODE

In extremely limited circumstances, Array may find it appropriate to waive a provision of our Code.

Approval of any action not compliant with this Code must be sought in advance and may be granted if approved by both the Chief Executive Officer and the General Counsel of Array. All waivers for member of the Board of Directors or for executive officers of Array require the approval of the Board of Directors and will be promptly disclosed when required by SEC or NASDAQ rules. When a waiver is granted, the Board shall ensure that appropriate controls are in place to protect the Company.