



**WHISTLEBLOWER POLICY**  
**ARRAY TECHNOLOGIES, INC.**

**PURPOSE**

The Audit Committee of the Board of Directors (the “Board”) of Array Technologies, Inc. (together with its subsidiaries, the “Company” or “Array”) has adopted the following policy and procedures for:

- the receipt, retention, and treatment of complaints regarding accounting, internal accounting controls or auditing matters;
- the confidential, anonymous submission by Covered Persons (as defined below) concerns regarding questionable accounting or auditing matters; and
- to alert the Audit Committee to possible problems before they have serious consequences to the Company.

**POLICY**

- This policy relates to complaints or concerns regarding any violation of the law, Array’s Code of Business Conduct, or other Array policies and procedures (“Complaints”) including, but not limited to, the following: harassment, discrimination, or hostile work environment;
- retaliation;
- fraud and theft;
- bribery and corruption, including gifts and hospitality;
- conflicts of interest;
- accounting or financial reporting irregularities, including complaints regarding accounting practices, internal controls, and auditing matters;
- matters related to corporate reputation and integrity; and
- non-adherence to Company policies and procedures.

This policy applies to all employees, independent contractors and consultants, who work for Array (“Covered Persons”).





## **RESPONSIBILITIES AND RIGHTS OF EMPLOYEE COMPLAINANTS AND INVESTIGATION PARTICIPANTS**

### **Responsibilities**

Covered Persons who submit Complaints (“Complainants”) have a responsibility to act in good faith and have a reasonable belief regarding the validity of a Complaint. The motivation of a Complainant is irrelevant to the consideration of the validity of the Complaint. However, the intentional filing of a false Complaint, whether orally or in writing, may itself be an improper activity and one that may result in disciplinary action.

A Complainant has a responsibility to be candid and set forth all known information regarding a Complaint. Covered Persons who are interviewed or asked to provide information or otherwise participate in an investigation of a Complaint, including employees who are the subject of the investigation (“Investigation Participants”) have a duty to cooperate fully and assist in the investigation.

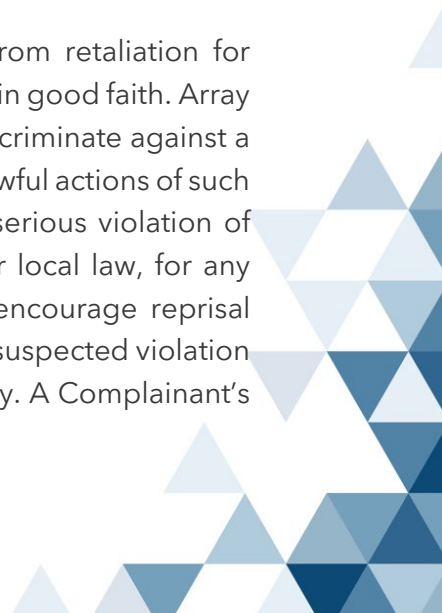
Complainants are not to act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than as requested by the Audit Committee or the Chief Legal Officer. Complainants must refrain from obtaining evidence relating to a Complaint for which he or she does not have a right of access. Such improper access may itself be an illegal or improper activity and one that may result in disciplinary action.

Array takes every report of possible misconduct seriously. Unless the circumstances of a report require an immediate intervention, the report will undergo an initial review, and if necessary, it will be appropriately investigated. Complainants will be informed when the investigation is concluded, and appropriate details will be shared. Some results may remain confidential depending on the nature of information.”

These procedures are in no way intended to limit employee reporting of alleged violations relating to accounting or auditing matters to proper governmental and regulatory authorities.

### **Rights**

Complainants and Investigation Participants are entitled to protection from retaliation for having made a Complaint or disclosing information relating to a Complaint in good faith. Array will not discharge, demote, suspend, threaten, harass or in any manner discriminate against a Complainant in the terms and conditions of employment based upon any lawful actions of such Complainant with respect to good faith reporting of Complaints. It is a serious violation of Array’s policies, and under certain circumstances a violation of federal or local law, for any supervisor, manager, director, or officer of the Company to initiate or encourage reprisal against an employee or other person who in good faith reports a known or suspected violation of criminal law or any other matter which may be reported under this policy. A Complainant’s



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right to protection from retaliation does not extend immunity for any complicity in the matters that are the subject of the Complaint or an ensuing investigation.

To the extent possible and permitted under law, Complaints, reports and investigations related to such Complaints, will be kept confidential. Disclosure of such Complaints to individuals not connected to the investigation will be viewed as a serious disciplinary offense and may result in discipline, including dismissal.

## REPORTING PROCEDURES

Array provides for submission of Complaints either orally or in writing. Complainants may report Complaints anonymously to TellArray, a 24-hour service, available 365 days per year. TellArray is provided by an independent third-party that accommodates all of the languages spoken in the places where Array operates and allows Employees to report using the options below.

### Via telephone at:

- for US callers: **833-332-7729**
- for international callers:
  - enter the appropriate access code<sup>1</sup> for the country you are calling from; then
  - when prompted, enter **800-603-2869**

**Via email at:** [reports@lighthouse-service.com](mailto:reports@lighthouse-service.com)

**Via the online portal:** at [www.intouchwebsite.com/TellArray](http://www.intouchwebsite.com/TellArray), where Employees can find additional information. Additionally, a link to the TellArray portal may be found on the Giganet.

Alternately, a Complainant may report a Complaint to his or her supervisor, or in the case a Complainant is not comfortable reporting the Complaint to his or her supervisor or believes the supervisor has taken no action, the Chief Legal Officer or the Chair of the Audit Committee.

To assist in the response to or investigation of a Complaint, the Complaint should be factual rather than speculative, and contain as much specific information as possible to allow for proper assessment of the nature, extent and urgency of the matter that is the subject of the

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<sup>1</sup> 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; Spain, 900-99-0011; and United Kingdom, 0-800-89-0011.

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Complaint. Without limiting the foregoing, the Complaint should, to the extent possible, contain the following information:

- the alleged event, matter or issue that is the subject of the Complaint;
- the name of each person involved;
- if the Complaint involves a specific event or events, the approximate date and location of each event; and
- any additional information, documentation or other evidence available to support the Complaint.

## INVESTIGATION PROCEDURE

All Complaints will be promptly evaluated and investigated, although the seriousness and complexity of the concern can affect the time needed to investigate the matter. Array's investigation process typically follows the following procedure, unless circumstances require otherwise:

- **Intake and Documentation:** Complaints come in through any of the reporting channels outlined in this policy (TellArray, supervisor, Legal, etc.). Regardless of the way a Complaint is reported, the Complaint will be documented in Array's case management system and reported to the Chief Legal Officer, the Chief HR Officer, and the Chair of the Audit Committee.
- **Investigation:** The Chief Legal Officer or another independent, neutral, and trained subject matter expert, will collect information and investigate the matter as appropriate. The Chief Legal Officer may also, in his or her discretion, bring the Complaint to the attention of the Company's full Board of Directors, the Chief Executive Officer, Chief Financial Officer or any other party that the Chief Legal Officer deems necessary or appropriate. This investigation may include hiring outside advisors such as lawyers, accountants and auditors to conduct procedures under the direction of the Audit Committee. The Company will provide appropriate funding, as determined by the Audit Committee to compensate any advisor engaged by the Audit Committee. Under no circumstances will an investigation be conducted by, or under the supervision of, an individual accused of the activity under investigation, or who has any involvement in the matter.
- **Investigation Completed:** After completing an investigation of a Complaint, the Chief Legal Officer will prepare a written report for the Audit Committee explaining his or her conclusions and advice with respect to the Complaint. A copy of the report will be placed in the case management system. The Audit Committee may, in its sole discretion, request a briefing by the Chief Legal Officer.

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- **Issues Addressed:** All substantiated Complaints will be address through corrective action. Disciplinary action will be taken against an employee, if necessary, though in many instances improved procedures can sufficiently resolve a problem. The Audit Committee will have full authority to determine the action to be taken in response to a Complaint and to direct additional investigation of any Complaint.

## **RETENTION OF COMPLAINTS**

The Chief Legal Officer will maintain a file for all Complaints. If the Chief Legal Officer receives an unwritten Complaint, he or she will memorialize such Complaint in writing and place it in the Complaint file.

