



AMBARELLA
SUPPLIER CODE OF CONDUCT

Ambarella, Inc. is committed to conducting its business activities with the highest level of integrity and ethical standards and in accordance with all applicable laws. In furtherance of this commitment, Ambarella has adopted this Supplier Code of Conduct (the "Supplier Code"). The Supplier Code applies to all suppliers of Ambarella and its subsidiaries and affiliated companies (collectively "Ambarella").¹

This Supplier Code does not alter any of the terms and conditions in applicable agreements, nor does it create contractual rights for suppliers or others. In the event of conflict between the terms of this Supplier Code and other agreements with Ambarella, such other agreements shall prevail. Ambarella may update this Supplier Code periodically and will expect its suppliers to stay current.

Ambarella reserves the right to monitor compliance with this Supplier Code and to pursue corrective action to remedy nonconformance with the Supplier Code. Any violation of this Supplier Code may jeopardize a supplier's business relationship with Ambarella. In the event of a violation of any applicable law or regulation, Ambarella may be required to report such violation to appropriate authorities.

1. Compliance with Applicable Laws and Regulations

Ambarella is a global company and conducts business in many countries throughout the world. Ambarella's suppliers must comply with applicable laws, rules and regulations in all countries where Ambarella and supplier conduct business. Suppliers are also required to comply with policies and procedures, relevant laws and regulations and rules of professional conduct and standards of practice established by outside professional and industry organizations in the providing services to Ambarella and/or its customers.

Suppliers shall comply with all applicable export, import and economic sanctions laws and regulations. Suppliers that provide raw materials, product components or manufacturing services to or on behalf of Ambarella shall align their business code of conduct with the RBA Code of Conduct available at <http://www.responsiblebusiness.org>, as updated from time to time.

2. Business Ethics

Suppliers are expected to operate with the highest level of integrity and ethical standards and in accordance with all applicable laws, including but not limited to the following:

a. Anti-Corruption or Bribes

¹ For purposes of this Supplier Code, a "supplier" is any entity or person that provides goods or services to Ambarella, including supplier's directors, officers, employees, agents, and other representatives. Suppliers will be responsible for ensuring that any subcontractors or other third parties they employ in their provision of goods or services for Ambarella will act consistently with this Supplier Code.

Suppliers shall not engage in corruption, bribery, extortion or embezzlement. Suppliers will act in accordance with local and international laws and regulations regarding anti-corruption. Suppliers shall not offer, promise, or give bribes or other means of obtaining undue or improper advantages. Suppliers shall not offer, promise or provide to any Ambarella employee or agent a money, gift, favor, or anything of value that is perceived or intended, directly or indirectly, to influence any business decision of Ambarella or that is in violation of applicable laws. This prohibition does not include inexpensive gifts, infrequent business meals, celebratory events, or entertainment, in each case provided that they are not excessive, do not create an appearance of impropriety, and are appropriate to the circumstances.

b. Conflicts of Interest

Suppliers will avoid conflicts of interest and the appearance of conflicts of interest. Suppliers shall not enter into a financial or other relationship with an Ambarella employee that creates any actual or potential conflict of interest for Ambarella. Suppliers understand that a conflict of interest arises when the material personal interests of the Ambarella employee are inconsistent with the responsibilities of his/her position with Ambarella. All such conflicts and potential conflicts must be disclosed and corrected.

c. Unfair Business Practices

Suppliers will uphold fair business, advertising, and competition standards, and otherwise comply with all applicable antitrust and competition laws and regulations.

d. Anti-Money Laundering

Suppliers must not directly or indirectly engage in any money laundering activities or conduct that violates anti-money laundering laws by accepting, transferring, converting or concealing money obtained from criminal activities or related to terrorist financing.

e. Business Records and Disclosure of Information

All information and records regarding Supplier's business activities, environmental practices, financial situation, structure, and performance should be accurate and maintained and disclosed according to applicable regulations and prevailing industry practices.

f. Privacy and Data Protection

Suppliers shall comply with applicable privacy and data processing laws and regulations pertaining to personal information. Suppliers are expected to ensure that all sensitive, confidential and proprietary information is appropriately protected. Suppliers must protect the sensitive, confidential, and proprietary information of others, including personal data / information, from unauthorized access, destruction, use, modification and disclosure, through appropriate physical and electronic security procedures, including mitigating emerging risk to information systems by implementing appropriate IT cyber security programs.

g. Respect for Intellectual Property Rights

Suppliers shall respect intellectual property rights worldwide and will utilize intellectual property of others only in accordance with the rights licensed to suppliers by the respective owners. Suppliers will always safeguard and protect intellectual property of Ambarella, its customers, and other third parties. Supplier's transfer of technology and know-how will be done in a manner that protects intellectual property rights.

h. Restrictions on Use of Inside Information

Suppliers may, by virtue of working with Ambarella, come in contact with material non-public information ("Inside Information") concerning Ambarella, its affiliates, or their customers. Suppliers must comply with legal and other restrictions with respect to trading in the securities of Ambarella and other publicly traded companies. Suppliers and their personnel may not buy or sell Ambarella securities or another company's securities or share such information with others while in the possession of Inside Information concerning the issuer. Suppliers are required to have appropriate policies and procedures in place to ensure compliance with applicable laws and regulatory requirements regarding the management of Inside Information and must prevent inappropriate access or disclosure of Inside Information.

i. Whistleblowers

Suppliers shall provide programs for the protection of whistleblower confidentiality in accordance with local laws and regulations and prohibit retaliation against workers who participate in such programs in good faith.

3. Labor and Human Rights

Ambarella recognizes the value of diverse skills, ideas and backgrounds, and requires suppliers' workplaces to be professional and free from discrimination, harassment and abuse. Each supplier must, in relation to employees, other workers, and applicants for employment, as applicable:

- treat each person with dignity and respect, and afford them equal opportunity to the fullest extent provided by applicable international standards;
- not discriminate in hiring and employment practices based on characteristics that are protected by local law;
- comply with all applicable wage, hour and leave laws;
- respect the right to freely associate or not associate with any group in compliance with local laws;
- comply with all applicable local laws with respect to child labor;
- not use forced, bonded, involuntary, prison, or indentured labor;
- not intentionally source materials from supply chains associated with human trafficking and take reasonable efforts to assure that its own suppliers comply with this requirement; and
- not require migrant workers to pay employers' or agents' recruitment fees for their employment or to surrender personal identification documents as a condition of employment.

4. Health and Safety

Suppliers will maintain a safe and healthy work environment that complies with all applicable health and safety laws. Suppliers must have policies and systems in place to avoid, detect and respond to potential risks to the safety and health of workers. There should be no harsh or inhumane treatment of employees of any kind, including but not limited to corporal punishment, mental or physical coercion, verbal abuse, sexual abuse, or the threat thereof. Suppliers are expected to:

- implement appropriate controls, procedures, and protective measures to mitigate health and safety risks;
- implement emergency plans and response procedures;
- adopt procedures and systems to prevent, manage, and report occupational injury and illness;
- identify, evaluate and manage worker exposure to physically demanding tasks, including manual material handling, heavy lifting, prolonged standing, and highly repetitive or forceful assembly tasks;
- minimize potential harm caused by hazardous equipment or exposure to chemical or biological agents;
- ensure a well-maintained, safe and sanitary working and living environment; and
- provide workplace health and safety information and training.

5. Environmental Protection

Ambarella is committed to sustainable practices that protect the long term well-being of the environment and the communities in which it operates. Suppliers are expected to play their part in creating a prosperous and sustainable future by continually seeking to achieve best practices in environmental protection. Suppliers should have an environmental policy that is proportionate to the environmental risk of their business and should follow procedures that ensure plants and equipment are operated in ways that minimize any impact on the environment. Suppliers are required to comply with all applicable environmental laws, regulations, and standards and minimize any adverse impact on the environment. Suppliers shall identify, manage, store, reduce and dispose of or recycle all hazardous waste in compliance with applicable law. Suppliers must also endeavor to conserve natural resources and energy and reduce or eliminate waste and the use of hazardous substances. We encourage our suppliers to establish a greenhouse gas reduction goal and minimize energy consumption and greenhouse gas emissions. Suppliers shall provide product environmental documentations (such as EU RoHS, EU REACH) upon request.

6. Avoiding Use of Conflict Minerals

Suppliers shall have a policy and system in place in line with the Organization for Economic Cooperation and Development (OECD) Due Diligence Guidelines for Responsible Supply Chains to reasonably assure that the tantalum, tin, tungsten and gold (“conflict minerals”) in the products they manufacture does not directly or indirectly finance or benefit armed groups that are perpetrators of human rights abuses in the Democratic Republic of the Congo or an adjoining country. Suppliers shall exercise due diligence on the source and chain of custody of these minerals and make their due diligence measures available upon request. As requested, suppliers are to provide information regarding the smelters/refineries in their supply chains as per RMI developed Conflict Minerals Reporting Template (CMRT).

7. Comply with Trade Restrictions and Controls

Suppliers shall comply with the applicable licensing requirements and restrictions on exports and trade dealings, including bans on exports to a prohibited country, bans on imports from, or dealings in property originating in, a sanctioned country, investments in a sanctioned country, or financial transactions and dealings involving a sanctioned country or designated individuals and entities.

8. Management System

Suppliers' management will identify, assess, monitor, and mitigate applicable legal, regulatory and compliance risks related to their business operations. Suppliers will adopt and maintain a management system designed to ensure compliance with applicable laws, regulations, this Supplier Code and customer requirements, and shall maintain accurate and complete books and records in order to verify such compliance.

9. Contact Information

Supplier shall cooperate fully with Ambarella in any investigation or review regarding compliance with this Supplier Code. Supplier shall report to Ambarella any conduct of their employees and representatives, as well as any conduct of Ambarella's employees and representatives, that is believed to be an actual, apparent or potential violation of this Supplier Code or Ambarella's Code of Conduct.

Reports should be made to the relevant Ambarella representative or to Ambarella's Legal department, using the options set out below. All reports will be handled as confidentially as possible.

By email: legal-notices@ambarella.com

By US mail: Ambarella, Attn: Legal Department, 3101 Jay Street, Santa Clara, CA 95054

For more information on Ambarella's supplier expectations or the standards addressed in this Supplier Code, please speak with your Ambarella representative or you can direct your inquiries to addresses set forth above.