

Western Digital.



# Global Code of Conduct

# Our Global Code of Conduct

is a clear set of standards for our business conduct. It provides the ethical and behavioral framework for decisions we make every day. Its guiding principles are anchored in **our core values and beliefs as a company**. In this way, the principles articulated in our Global Code of Conduct should serve to guide all that we do.

## LETTER FROM OUR CEO

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Dear Fellow Employees,

At Western Digital, we pride ourselves on being honest and ethical in everything we do. We believe honesty and integrity are critical to our success. The Global Code of Conduct is anchored in our core values and it underpins all that we do. By delivering on the promise of our Code, we bring value to our shareholders, protect and enhance our Company's reputation, and help build a better world for our people, partners, and communities.

Our Code is a valuable resource to help each of us understand our ethical and legal obligations to each other, our business partners, company, industry and community. It focuses on providing guidance for core issues that you may face on the job. We have not attempted to address every possible decision you may have to make in your day-to-day work. Instead, our Code provides you with the foundation of how to think through some of those tough decisions. Think of it as your ethical guide for all you do at Western Digital.

Each of us is personally responsible for compliance with laws, and for behaving ethically in all of our business dealings. It is important that as individuals and teams, we understand, honor and uphold this Code. That's why each year I ask all employees to review and personally commit to its principles and policies. Leaders in our Company have the added responsibility of setting the right example for their team members and creating an open and honest environment where discussions of tough ethical or compliance issues are welcomed.

Finally, we all have an obligation to speak up if we see something that does not seem right. You can speak with your manager, Human Resources, Legal or the Ethics Helpline. Western Digital takes all concerns seriously and absolutely prohibits retaliating against anyone for raising an ethics or compliance concern in good faith.

Thank you for your personal commitment to ethics and compliance. Your commitment is critical to the ongoing success of our business.



Regards,

A handwritten signature in black ink that reads "Steve". The signature is written in a cursive, slightly stylized font.

Steve Milligan  
Chief Executive Officer  
Western Digital Corporation

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A blue-tinted photograph of two men in an office setting. The man on the left is gesturing with his hands as if explaining something. The man on the right is listening intently with his hand on his chin. The background shows office desks and windows.

Our Code is both a clear set of ethics standards and a valuable reference that you should use for guidance. Don't ever hesitate to reach out with a question or concern.

# Our Code of Conduct

# INTRODUCTION TO OUR CODE

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## Why do we have the Code?

In today's complex business environment, you will encounter difficult situations that could impact our Company and you. This Code provides all of us with a common set of guidelines to help make the right decisions.

## Who must follow the Code?

Employees at all levels and all locations of the Company, as well as officers and directors, are responsible for, following our Code and all Company policies. Each of us is responsible for knowing this Code and the Company policies and laws that apply to our work.

We also expect our contractors and other contingent workers, suppliers, agents, distributors, business partners, consultants, licensees and service providers to follow these same principles. Failure to follow the Code may have disciplinary consequences up to and including termination of employment or contract.

## How do I request a waiver?

If you want to request an exception to a provision of this Code, contact Ethics and Compliance. They will assess your request and assist you in obtaining the necessary permissions. If you are a member of the Company's Board of Directors or an executive officer of the Company, waiving a provision of this Code requires Board of Director or Audit Committee approval and may require an SEC public filing.

## Do managers have additional responsibilities?

If you are a people manager, you have additional responsibilities for setting the right ethical culture. You are also held to a higher standard. Managers are leaders and must set the right tone and create an open environment for discussing and reinforcing ethical behaviors and compliance with this Code, Company policies, and the law. Leading by example is the best way to inspire ethical behavior in others.



## That means:

- Being a positive role model by following and discussing our Code
- Setting an expectation for your employees to conduct business ethically
- Holding your team accountable for following our Code
- Fostering an environment where employees are comfortable asking questions and raising concerns without fear of retaliation
- Taking reports of potential misconduct seriously and handling them appropriately
- Directing employees to the appropriate policy or guideline when questions or issues come up

- Ensuring employees receive and complete all necessary Ethics and Compliance training
- Recognizing those who exhibit outstanding ethical behavior

## Is the Code all I have to know and comply with?

No. The Company also has global policies and procedures. Local and department policies also exist. You must also know and comply with laws and regulations related to your job. When in doubt, refer to Company policies and procedures or seek guidance from your manager or another Company resource.

## ASKING QUESTIONS AND RAISING CONCERNS

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### How can I make the best ethical decision?

If you are not sure if you should take a certain action, ask yourself these questions:

1. Would I want my manager to see me taking this action?
2. Would I want members of my family to know that I took this action?
3. Would I want my actions to be published in the newspaper or posted on the internet?
4. Will I feel at peace with my decision to take this action?

If you answered "no" to any of those questions, you probably should not take the action. If you are in doubt, consult your manager or another Company resource.

### What if I have a concern about something, going on at the Company?

We have an obligation under this Code to speak up if we see something that doesn't look right. By speaking up, we bring issues to light so that the Company can identify and solve problems quickly. If you are aware of a possible legal violation, unethical conduct or a violation of this Code or other policy, contact your manager or another Company resource right away.



## Where do I go with my questions or concerns?

In many cases your manager can respond to your question or concern. You can also contact any of these Company resources to assist you in a difficult situation:

- Another manager you trust
- Human Resources
- Ethics and Compliance at [compliance@wdc.com](mailto:compliance@wdc.com)
- The Legal Department
- The Ethics Helpline, which allows anonymous reporting, is available via web at [www.EthicsHelplineWDC.com](http://www.EthicsHelplineWDC.com) or telephone 24 hours a day and has operators who speak all of our languages.

Contact the Company resource you are most comfortable with. You don't need to advise your manager in advance.

## What happens after I raise my concern?

The Company takes all ethics and compliance concerns seriously. We treat each concern as confidential, to the extent possible. We make every effort to investigate all concerns completely and consistently. If our investigation reveals misconduct, we work to correct the situation and prevent it from happening again. Anyone who violates the Code or Company policy may be disciplined, including termination of employment or contract.





### Will I be punished for raising a concern?

No. Our Company will not tolerate retaliation against anyone who, in good faith, raises a possible violation or participates in an investigation. We are committed to a culture of non-retaliation. Everyone should feel comfortable speaking up about concerns.

Acting in good faith means that your report is sincere and honest, regardless of the outcome.

It does not matter whether your report turns out to be true, but you must believe the facts you provide are true.

You can speak up about suspected violations of this Code, Company policy or the law without fear of retaliation or negative impact on your employment. The Company will discipline people who retaliate against someone for making a report or participating in an investigation.



We treat each other with integrity, keep our workplace safe, and respect intellectual property. Learn about all the ways we ethically safeguard our workplace.

# Safeguarding Our Workplace

## TREATING EACH OTHER WITH DIGNITY AND RESPECT

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We achieve our best results in an open environment where we can voice our ideas and concerns.

### **Embracing diversity and equal opportunity**

We have a wide range of backgrounds, geographies, and cultures. Diversity gives us perspectives and ideas that help us think big. Thinking big enables future business success. When we make employment-related decisions such as hiring, promotions and compensation, we only consider an employee's performance, skills and abilities, and any legally permitted or required criteria.

We are committed to providing a workplace free of discrimination and harassment based on factors such as race, color, creed, religion, sex, national origin, marital status, age, sexual orientation, gender identity characteristics or expression, genetic information, physical or mental disability, pregnancy, medical condition or any basis protected by applicable law. We will not tolerate discrimination or harassment of employees or contractors, job applicants or employees of our business partners, including customers and suppliers.



## Preventing and reporting harassment

We do not tolerate any form of harassment, including sexual harassment. Harassment is any unwelcome verbal, visual or physical conduct that creates an intimidating, offensive, or hostile working environment. We also do not tolerate harassment from our suppliers, visitors, customers or any third party.

**Q At an out-of-town conference, Edwin's manager becomes intoxicated and touches Edwin in a way that makes him very uncomfortable. The manager tells Edwin that he would have a better chance of promotion if they began dating. What should Edwin do?**

**A** Edwin should raise his concern with the resource he feels most comfortable using. That could be another manager he trusts, Human Resources, Ethics and Compliance or the Ethics Helpline. Edwin should feel safe doing so, because Western Digital prohibits retaliation from Edwin's manager or anyone else, for Edwin making this report.

## Examples of harassment include:

- Bullying, yelling, shouting, or swearing at others
- Derogatory references, slurs, or "name calling"
- Unwanted advances, sexually suggestive comments, inappropriate touching, or requests for sexual favors
- Offensive comments, jokes, or pictures related to personal characteristics

Any incidents of harassment should be stopped immediately. If you experience or witness harassment, bring the situation to the attention of your manager, a Human Resources representative or the Ethics Helpline. For more information, see the Company's [Harassment-Free Workplace Policy](#).

## KEEPING OUR WORKPLACE SAFE

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Our Company is committed to effective safety and wellness programs that focus not only on accident prevention, but also on employee productivity and morale.

### This means:

- Follow site safety rules
- Use necessary safety equipment
- Report actual or potential safety hazards

**Remember: Our work is never so urgent or important that we cannot do it safely!**

**Q** Wei is under pressure to repair a heavy piece of equipment that is holding up the production line. It requires two employees to move the equipment safely, but it will take 30 minutes to get another co-worker to come help. Wei thinks he can probably lift it by himself. What should Wei do?

**A** Wei should wait for his co-worker to come help. If Wei tries to do it alone, he could injure himself and damage the equipment. Wei should follow safety rules, even if it means holding up the production line. They protect both himself and Western Digital.



## Preventing and reporting workplace violence

The Company prohibits threatening or committing any act of violence in the workplace or while on duty. This prohibition also applies to Company-related business and the operation of any Company-owned or leased vehicle or equipment. Also, it is inappropriate to even joke about workplace violence.

If you believe that you or others are in immediate life-threatening or physical danger from a threat of workplace violence, make every effort to get out of the area. After you leave the area, contact the local police immediately. Notify Security, your manager and Human Resources when it is safe to do so.

If you have any concerns about potential workplace violence or if someone has threatened you, notify a Company resource. You should also notify a Company resource if you observe someone who may be putting you or others in danger.

## Avoiding drug and alcohol abuse in the workplace

We have a zero-tolerance policy regarding drug and alcohol abuse on Company property or when conducting Company business. Illegal drugs are prohibited in the workplace. In addition, never work while intoxicated or under the influence of any drugs or prescription medications that cause impairment.

## PROTECTING OUR CONFIDENTIAL INFORMATION

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In today's highly competitive global marketplace, our confidential information is a key asset. Confidential information is any information that is not available to the public. It includes electronic files, paper documents and even knowledge in your head. Protecting our confidential information can mean the difference between success and failure.

### Examples of confidential information:

- Company research and development, such as inventions, patent applications, and engineering and lab notebooks
- Customer, supplier, and employee information
- Manufacturing processes and know-how
- Business strategies, unannounced products or services, marketing plans, pricing, and financial data
- Information about products or services, including product specifications and designs
- Organizational information, such as org charts, plans, and compensation

We could be put at a competitive disadvantage if others receive our confidential information without authorization.

Protect confidential information in your possession from theft, damage, unauthorized disclosure and inappropriate use. Always store such information in a safe place and follow security procedures.

Do not discuss confidential information with anyone who does not have a business need to know it. When dealing with a supplier, customer or other business partner, never disclose confidential information unless a non-disclosure agreement is in place. Use common sense to prevent accidental disclosure of confidential information. Be careful in public places such as airplanes, elevators, restaurants and at industry-related events such as trade shows.

For more information, please see our [Global Confidential Information Policy](#).



### Handling consulting or expert network opportunities

Other organizations may ask you to consult with them or give your opinion about technology, the storage industry or our Company. It may sound like a great opportunity, but it is not. Participating is risky for you and the Company. You may feel pressured to reveal confidential information. Revealing confidential information damages our Company and could be illegal. Sharing inside information about Western Digital or a business partner is against the law.

To avoid these risks, do not accept a consulting opportunity (even if you are not getting paid) that relates to the technology industry, the storage

industry or our Company without first disclosing the potential conflict through our [Compliance Disclosures](#) intranet space. You may also be required to get approval from the Chief Financial Officer and the General Counsel.

### Limited exception

This Code does not limit or impede government investigations about a potential violation of law. Under the Defend Trade Secrets Act and other applicable laws, employees, independent contractors and consultants will not be held liable for disclosing trade secret information in certain circumstances to their attorney, a court or a government official.

## RESPECTING THE INTELLECTUAL PROPERTY RIGHTS OF OTHERS

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Just as we expect others to respect our confidential information and intellectual property, we respect the intellectual property rights of others.

### Business partner information

Customers, suppliers and other business partners sometimes disclose confidential information to us for business purposes. Always treat this information with the same care used for Western Digital's confidential information. For example, never share a supplier's confidential information with another competing supplier.

### Third-party information

We do not knowingly use third-party intellectual property without permission or legal right. If you are told or suspect that we may be infringing another's intellectual property, including patents, copyrights, trademarks or trade secrets, contact Ethics and Compliance.

If you come across information of a competitor or other third party that is potentially confidential and you are

uncertain whether our Company or your division has the right to obtain or use such information, refuse the information (if possible) and immediately contact Ethics and Compliance. Do not forward the information to anyone without approval from Ethics and Compliance. If anyone provides you with a non-public competitor product or component and you are unsure whether the Company or your division should have or use it, contact Ethics and Compliance immediately.

**Q** Vincent's colleague hands him a competitor's solid-state drive for testing and says he got it from a friend. The drive is marked "Customer Test Unit: Subject to Non-Disclosure Agreement; Not for Sale." Should Vincent run tests on the drive?

**A** No. Vincent should not perform any tests or analysis on the drive. He should immediately contact Ethics and Compliance for help. The drive may contain our competitor's trade secrets or other confidential information. Testing or reverse engineering the drive could expose Vincent and the Company to legal liability.



### Open source software

Open source software is software offered under a free software or open source license. Before using, modifying or distributing any open source software for Company infrastructure or as part of a Company product or service development effort, ensure your plan complies with the Company's [Open Source Software Policy](#).

### Copyright-protected content

Do not use or copy software, music, images, videos, publications or other copyright-protected content at work or for business purposes unless you or Western Digital are legally permitted. Do not use our Company's facilities or equipment to make or store unauthorized copies.

### Obtaining and using business intelligence

Our Company legitimately collects information on competitors, customers and markets. We do not acquire business intelligence by illegal or unethical means. Do not contact competitors, business partners, customers or other third parties to seek competitors' confidential information. Sometimes information is obtained accidentally or is provided to us by unknown sources. It may be unethical to use such information. Contact your manager or Ethics and Compliance to determine how to proceed.

## RESPECTING THE COMPANY'S PROPERTY AND RESOURCES

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Delivering high-quality products and services requires careful use of Company resources. Using Company resources for personal gain or inappropriate purposes is prohibited. Company resources include facilities, electronic equipment and devices, funds (including credit cards), equipment, products, machinery, intellectual property, technologies and vehicles.

Our work time is also a Company resource. Protect these assets from theft, damage and misuse. Do not use Company resources for adult entertainment, and do not use Company computers for offensive or sexual materials. Know and understand our [Information Technology Acceptable Use Policy](#) and other local policies or procedures related to Company resources.



# AVOIDING CONFLICTS OF INTEREST

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Always work in the best interest of Western Digital. Conflicts of interest arise when a personal interest (a relationship, investment or other activity) affects our decision-making at work. Even just the appearance of a conflict of interest can be harmful. Consider your actions carefully to avoid conflicts of interest and situations that have the appearance of a conflict of interest. When in doubt, disclose your outside relationship, investment or activity. Seek guidance from your manager and Ethics and Compliance.

Many situations are conflicts of interest. It is not possible to list them all, but here are some common examples:

## Outside business relationships

- A family member or close friend works for, or is affiliated with, a current or potential competitor or business partner

## Outside business activities

- An outside business activity (such as a second job, consulting role or joint project), paid or unpaid, with a business partner while employed by Western Digital. Outside activities with a competitor are not allowed
- An outside business activity where you might disclose or use Western Digital's confidential business information

- A business opportunity you learned about at Western Digital

## Board memberships or equivalent roles

- Board membership of an outside, for-profit entity or company, including Boards of Directors, Boards of Trustees, Advisory Boards and other company boards
- For not-for-profit organizations, disclosure is required only if Western Digital donates or plans to donate to that organization, if you might disclose or receive confidential business information related to Western Digital's business or if other policies require disclosure (such as standard-setting bodies or other industry associations)

## Personal financial interests

- You, a family member or close friend has a financial interest in a competitor or business partner. For public companies, disclose and get pre-approval if the financial interest is more than 1% of the company's outstanding shares or more than 10% of your net worth
- Selling products or services to Western Digital, its workers or its business partners

## Personal relationships with co-workers

- Your family member or close friend is a current or prospective employee, contractor or consultant of the Company

## Other

- Any other situation that may be (or appear to be) a conflict of interest. This includes anything that may impact your decision-making or ability to perform your job duties

A family member or close friend means immediate family, your significant other, anyone living in your household, someone with whom you have an intimate relationship or anyone else with

whom your relationship is so strong that it could impact your ability to make unbiased decisions. A close friend or extended family member may qualify.

## Handling personal relationships in the workplace

A family or romantic relationship between two employees—especially if there is also a reporting relationship—may look like favoritism or preferential treatment. Never be in a position where you have decision-making authority over a family member or significant other or vice-versa. Managers must not have romantic relationships with their reports and must promptly disclose any romantic relationship with an employee if one develops.



## DISCLOSING CONFLICTS OF INTEREST

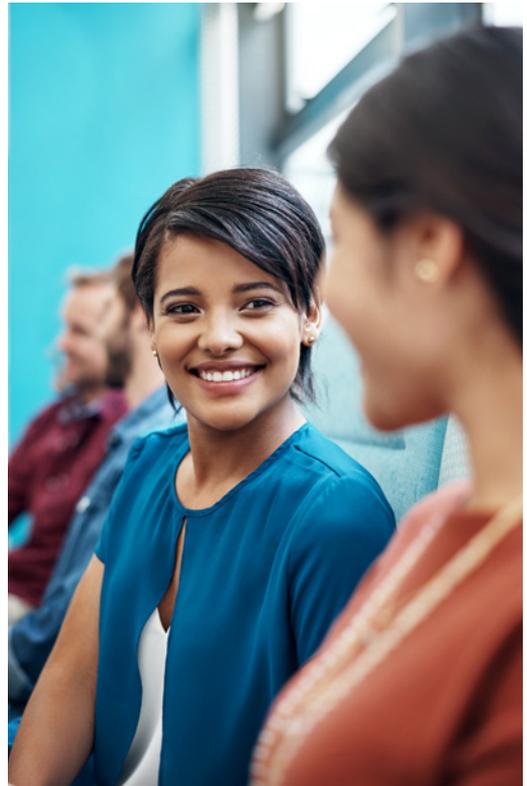
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**Q** Gina recently joined Western Digital. She leads a team of engineers in China. Her father-in-law owns a private company that currently supplies raw materials to a Western Digital subsidiary in Thailand. Is this a prohibited conflict of interest? What should Gina do?

**A** Gina should disclose this relationship to her manager and Ethics and Compliance. The private company her father-in-law owns is a business partner. Ethics and Compliance will work with Gina to help her avoid being part of decisions relating to her father-in-law's company. If Gina doesn't disclose this relationship, it could lead to a perception of bias or worse, actual misconduct.

If a relationship or activity poses a potential conflict of interest, be transparent. Promptly discuss it with your manager and submit a disclosure through our [Compliance Disclosures](#) intranet space. We can usually resolve conflicts of interest if we learn of them promptly.

Failing to disclose or hiding a conflict of interest is a violation of this Code.

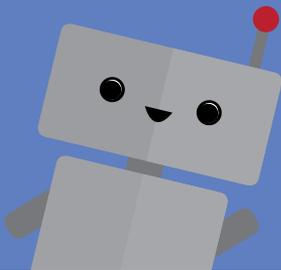


## USING SOCIAL MEDIA APPROPRIATELY

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Social media can help us connect, communicate and share ideas. It also requires good judgment and discretion. When participating in social media, do not disclose or misuse the Company's confidential information or intellectual

property and do not appear to speak on behalf of Western Digital without permission. Protect yourself and Western Digital by reading and following our [Global Social Media Policy](#).



If you have a question or wish to raise a concern, your manager is an excellent resource, and so is HR or another manager you trust.

You can also reach out to Ethics and Compliance at [compliance@wdc.com](mailto:compliance@wdc.com) or through our Ethics Helpline at [www.EthicsHelplineWDC.com](http://www.EthicsHelplineWDC.com).



We have a global responsibility to comply with privacy laws and trade regulations, to avoid corrupt activities, and to compete fairly. See all the ways we work to uphold ethical business practices.

# Upholding Our Business Practices

## TREATING THIRD PARTIES FAIRLY

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We deal fairly with our Company's business partners and competitors. Do not take unlawful or unfair advantage of our business partners or competitors. Do not manipulate them, abuse confidential information, misrepresent material facts or deal unfairly.



### Dealing fairly with customers

Our customer commitment means communicating truthfully and accurately about our products and services. Make marketing materials accurate and complete and negotiate contracts in good faith.

### Choosing our business partners carefully

Our Company takes great care in partnering decisions. Conduct proper due diligence and choose suppliers, contractors, agents, consultants and other business partners carefully and fairly. Only do business with partners who meet and share our high standards of ethical behavior.

If your role requires engaging a new business partner, follow the Procurement and Legal departments' evaluation processes. Doing so ensures business partner integrity and a commitment to our high ethical standards. If you believe a business partner does not meet our ethical standards or provides low quality products or services, let your manager know immediately. For more information, please see our detailed policies on procurement, available [here](#).

## AVOIDING CORRUPT ACTIVITIES

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Our Company earns business based upon the merits of our products, services and people. Corruption has a profoundly negative impact on our people, our Company and our communities. We do not engage in any form of corruption, anywhere. Read our [Global Anti-Corruption Policy](#) for more information.

### No bribes

Our policy is simple: we do not give or accept bribes.

A bribe is anything of value that is given or offered to improperly influence the recipient's actions. While cash payments may be the most common form, a bribe can be anything of value. Entertainment, travel, goods and intangible favors like hiring a family member, contributing to someone's favorite charity or providing access to a vacation home can all be bribes. If it is offered to improperly influence the recipient, it is a bribe.

Bribes are unethical and expose you and the Company to criminal prosecution, civil fines and penalties. Bribes also harm our community.

Some anti-corruption laws focus on bribery of government officials. Our Company's commitment to doing business fairly and transparently goes further. It applies to our business relationships, whether we are interacting with government officials or our commercial partners. All bribery is prohibited.



## We don't request favors or accept kickbacks

Western Digital has zero tolerance for requesting favors or receiving kickbacks.

A kickback occurs when one party gives a decision-maker something of value as compensation or a reward to obtain favorable treatment or services.

Never request or accept anything of value in exchange for business. Off limits items include money, fees, commissions, credits, gifts, gratuities or any other items of value. If a business partner offers you anything of value to try to influence your decision-making, decline it and immediately notify Ethics and Compliance.

**Q** Nadia gets a call from Yong, a supplier she worked with in the past. Yong is upset because a competing company won a new contract with our Company. He thinks they won because they added a kickback to their contract. How should Nadia handle the situation?

**A** Nadia can assure Yong that kickbacks are against our Company policies. She can refer Yong to the Company's Ethics Helpline to raise his concern. Nadia should also raise the issue with her manager or Ethics and Compliance. That way the situation can be properly reviewed.



## Third parties

Never use a third party to pay bribes on our behalf. We work only with third parties that engage in legitimate, non-corrupt business practices. Hiring certain types of third parties (such as distributors, freight forwarders, logistics providers, consultants, sales representatives, agents and product promoters) in high-risk regions requires pre-approval from Ethics and Compliance. To obtain pre-approval, follow the due diligence process described on our [Anti-Corruption intranet space](#).

## Escalate corruption warning signs

If you see a warning sign, immediately notify Ethics and Compliance. If you suspect that a third party is engaging in bribery or other improper conduct, immediately notify Ethics and Compliance. Corruption warning signs include requests to work with a specific third party because of its "connections," vague statements of work or hiring a third party that doesn't have the skills to perform the job. See a full list of corruption warning signs in our [Global Anti-Corruption Policy](#).

**Remember: Do not ignore a corruption warning sign. Help the Company and yourself by speaking up.**



# INTERACTING WITH GOVERNMENT CUSTOMERS AND GOVERNMENT OFFICIALS

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## Be informed when working with government customers

If you engage with government officials as potential or current customers, take extra care to comply with all applicable laws. Often, local governments have special bidding, pricing, disclosure and certification requirements. Our honesty and integrity throughout those processes are critical. Consult the Legal Department or Ethics and Compliance if you have any questions about government business.

## Interactions with government officials

Our Company has specific requirements for interacting with government officials. For example, certain types of gifts, meals and entertainment for government officials require pre-approval by Ethics and Compliance.

If you interact with government officials, know and follow our [Global Anti-Corruption Policy](#) and our [Global Business Courtesies Policy](#). Also, notify Ethics and Compliance. You will receive additional training and guidance to protect you and the Company.

Government officials include employees of state-owned entities and do not have to be high-ranking. They include even lower-level employees of:

- Any government entity (federal, state or local)
- The judiciary
- The military
- Private companies that are state-owned or state-controlled
- Public international organizations

**Remember: Check whether you need pre-approval for gifts, meals or entertainment from Ethics and Compliance before providing them to government officials.**

## Avoiding facilitation payments

A facilitation payment is a small, unofficial payment made directly to a government official to secure or expedite standard government services, such as processing permits or providing utility services.

Do not make facilitation payments. If asked to make an unofficial payment to a government official, decline and contact Ethics and Compliance to seek guidance.

## Handling threats to personal safety and coercion

If you feel threatened and therefore, in your best judgment, believe you must make a payment to avoid putting your life, health, safety or liberty in jeopardy, take the actions necessary to protect yourself. Once the threat has passed, immediately notify your manager and Ethics and Compliance and ensure that all such payments are accurately recorded in your expense report.



## GIVING AND RECEIVING GIFTS, MEALS AND ENTERTAINMENT

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Reasonable gifts, meals, entertainment and other business courtesies can foster a cordial business relationship. However, these courtesies must be professional and appropriate. We do not want to create an appearance of impropriety.

Generally, we may offer, provide or accept a business courtesy if it complies with all of these principles:

- Is not intended to influence a business decision or official act
- Does not give the appearance of such influence
- Will not be misconstrued as such influence
- Was not requested, either directly or indirectly, by the recipient
- Is not cash or a cash equivalent, including gift cards
- Is not sexual in nature or otherwise in bad taste
- Is modest in value and infrequent
- Conforms to all corporate and business policies, such as corporate and local finance policies
- Received all necessary internal approvals
- Is permitted by local law
- Is permitted by the recipient's company policies

Suppliers may offer gifts, meals, travel or entertainment to foster a business relationship. To protect our purchasing integrity, do not accept a gift or entertainment during any stage of a procurement process. Likewise, do not accept a gift or entertainment linked to a procurement decision relating to a Western Digital supplier. Meals within our Policy limits and which include business discussions are normal and acceptable.

Our [Global Business Courtesies Policy](#) outlines rules and procedures for giving and accepting business courtesies. If you provide gifts, entertainment or other business courtesies to third parties, know and follow this Policy. If you are unsure if a gift, meal or entertainment is acceptable, consult with your manager or Ethics and Compliance.

**Q** Cindy's biggest customer is a huge sports fan. Cindy wants to celebrate a successful year and discuss new products. She plans to treat the customer's team to dinner at a nice restaurant. During the dinner, Cindy also plans to give the customer tickets for four premium, front-row seats at an upcoming sporting event. Cindy won't be attending the event. Are Cindy's plans appropriate?

**A** Cindy's dinner plans are okay if the restaurant is within the limits of our Global Business Courtesies Policy. The tickets are considered a gift since Cindy won't be attending. Since they are for premium, front-row seats to a popular sporting event, they likely are over the gift limit in the Policy. They may also be over what her customer can accept under the customer's own policies. Cindy should follow the Global Business Courtesies Policy and consult with Ethics and Compliance if she needs help.

## What is the difference between gifts and entertainment?

A gift is anything (other than meals and entertainment attended by the host) that the recipient would consider to be valuable. This includes cash, goods, gift certificates, favors, services, use of vacation homes, personal loans or promises to do something in the future.

Entertainment includes travel, hotel accommodations, meals and cultural or sporting events that we attend with a business partner. A meal, sporting event or other courtesy where the host does not attend is considered a gift.



## COMPETING FAIRLY

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We treat our competitors fairly, as we want to be treated. While we may compare our competitors' products with our own, we do not unfairly disparage them. Further, when our Company hires an employee who has worked for a competitor or other third party, we do not permit that employee to share confidential information from their previous employer.

### Preserving competition

Competition or antitrust laws promote competition for the benefit of consumers. They drive more innovation and better pricing. These laws prohibit some agreements or understandings among competitors that would undermine a competitive marketplace. These laws also regulate dominant companies and allow governments to intervene in mergers, acquisitions and other transactions that may substantially reduce competition.

### Examples of illegal anti-competitive behavior:

- Price fixing: competitors agree to charge a certain price for certain products or services
- Restricting output: competitors agree to limit output, typically resulting in higher prices
- Bid rigging: competitors agree to bid so a certain bidder will win
- Dividing or allocating markets by product, geography or customer: competitors agree to limit their sales presence in a market or category so each company is the only available choice for certain buyers

Be particularly cautious if you have friends at a competitor or if you work on projects where a competitor is a business partner. You should also be careful when attending trade events, seminars or industry conferences. Never discuss competitive information, such as pricing, other sales information, output or confidential business plans with our competitors.

**Q Erik runs into his old friend Allison at a sales conference. He learns that she now works for one of our competitors. They both cover the same sales area. Allison suggests that they raise prices the same amount. That way both companies can make more money without losing any customers. What should Erik do?**

**A** Erik needs to tell Allison that he cannot discuss this topic with her and will not agree. He must then immediately leave the conversation. He should also promptly contact the Legal Department. An informal understanding between Erik and Allison—or even Erik's failure to stop the conversation—could result in a criminal penalty under competition laws.

If one of our competitors tries to discuss any of these topics with you, tell the competitor you will not discuss the subject. Immediately leave the conversation and notify the Legal Department. It is sometimes okay to engage with competitors. For example, you can engage with friends on a solely personal basis or with a business partner that happens to be a competitor. On the other hand, minimize unwelcome risk by avoiding unnecessary interaction with competitors.

Do not fix resale prices or prevent competitors from accessing the market. Do not tie or improperly bundle products. Do not boycott customers or suppliers. If you are involved in structuring rebate and other pricing programs, ensure you have been trained and follow the Legal Department's advice on proper and improper ways to compete.

If you become aware of a questionable incident, notify your manager and the Legal Department immediately. For more details, see our [Global Antitrust Policy](#).

## COMPLYING WITH GLOBAL TRADE REGULATIONS

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As a global company, we engage in trade activities every day. Many countries and regions have complex laws related to trade activities. You might think that trade activities only involve the import or export of products, software or technology from one country to another. However, trade activities can include many other things, such as:

- Emailing, discussing, downloading or otherwise giving access to software or technology across international borders or to people in-country who are foreign nationals of another country
- Hiring someone from one country to work on our Company's controlled technology in another country
- Hand-carrying prototypes or samples across borders
- Sending schematics or drawings across borders to our customers, suppliers or a foreign national

If you are involved in any trade activity, understand and comply with all applicable trade policies.

If you are unsure about a transaction or other activity, contact the Global Trade Compliance team for guidance at [GlobalTradeCompliance@wdc.com](mailto:GlobalTradeCompliance@wdc.com).

For more information, please see our [Global Trade Policy](#).

### Screening our business partners

We do not conduct business in countries or with individuals or companies, where a law says we cannot. Our Company has robust processes to regulate our shipping activity and to screen our business partners. If you interact with business partners, understand and follow these processes.

### Following anti-boycott laws

We comply with anti-boycott laws. Our Company will not cooperate with any restrictive trade practice or boycott that is prohibited under United States or applicable local laws. You may encounter requests to participate in these types of boycotts. These requests may be in shipping documents, purchase orders, contracts or letters of credit. If you are asked to support or participate in a boycott, contact the Legal Department immediately.

## COMPLYING WITH GLOBAL PRIVACY LAWS

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We are committed to protecting Personal Information of our workers, business partners, customers and end users. We consider privacy at every step of all business processes that involve Personal Information.

Personal Information means information that can identify a person and any data related to an identifiable person. Examples are names, addresses, government identification numbers and IP addresses. Other types of Personal Information may be more sensitive in nature and require special handling.

When handling Personal Information in your job:

- Protect it
- Only access what you need
- Work with business partners who share our commitment to privacy
- Escalate concerns or threats

While the Company respects privacy, it must also manage its workforce and business partners in compliance with laws, policies and other commitments. Western Digital reserves the right to inspect Company facilities and property.

This includes computers, telephone records, lockers, emails, files, business documents, offices and work stations. Unless otherwise protected by applicable law, do not expect privacy when using Company-provided services, networks, computers, smart phones or equipment. The same applies when conducting work duties on personal devices.

For more information, please review our [Global Privacy Policy](#). We also have a team of privacy professionals, including a Data Protection Officer, here to help. Contact [dpo@wdc.com](mailto:dpo@wdc.com) with any questions.

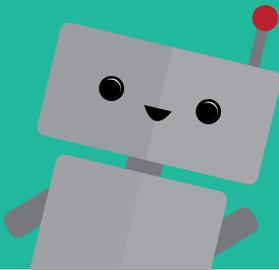


## AVOIDING MONEY LAUNDERING SITUATIONS

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Money laundering is an attempt to hide money obtained through illegal activities or an attempt to make that money appear legal. People involved in illegal drugs, terrorism or fraud often engage in money laundering activities. We try to prevent money laundering by conducting due diligence on our business partners. We also monitor their activities and report any suspicious activities.

Examples of suspicious activities include a request to pay in cash, a single payment being split into multiple transactions, the use of offshore bank accounts or other unusual methods of payment. Money laundering and anti-terrorism issues can be complicated. If you encounter any transaction that doesn't seem right, contact Ethics and Compliance.



If you have a question or wish to raise a concern, your manager is an excellent resource, and so is HR or another manager you trust.

You can also reach out to Ethics and Compliance at [compliance@wdc.com](mailto:compliance@wdc.com) or through our Ethics Helpline at [www.EthicsHelplineWDC.com](http://www.EthicsHelplineWDC.com).

A photograph of two women in a professional setting, overlaid with a red tint. The woman on the right is wearing glasses and pointing towards the right side of the frame. The woman on the left is looking in the same direction. The background is blurred, suggesting an office or meeting room.

We protect confidential information, avoid insider tipping and trading, maintain accurate books and records, and cooperate with internal investigations and audits. Learn more about how we guard shareholder value.

# Supporting Our Shareholders

## AVOIDING INSIDER TRADING AND TIPPING

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In your work at Western Digital, you are likely to have information about our Company that is not available to the public. If this information is material, meaning that it would likely have an impact on someone's decision to buy or sell stock (or other securities) in the Company, then it is inside information.

Examples of inside information:

- A potential gain or loss of a substantial customer, supplier or contract
- Significant mergers or acquisitions
- Major litigation
- Financial results that have not been publicly disclosed

It is illegal and against Company policy to buy or sell a company's stock or securities while you are aware of inside information about that company. Similarly, never provide inside information about a company to others who may buy or sell that company's stock or securities. This is known as tipping. It is illegal and against Company policy.

If you have any questions about whether certain information may be considered inside information, review our [Insider Trading Policy](#) and ask for advice from the Legal Department.



**Q Jennifer worked late to help her company finalize a merger. When she came home, her son Thomas asked why she was working so late. Jennifer told him about the upcoming merger. The next day, Thomas bought stock in his mother's company. Was it okay for Jennifer to tell Thomas about the merger? Was it okay for Thomas to buy stock in Jennifer's company?**

**A** No. News of a possible merger is something that an investor would consider important. Therefore, this information is both material and non-public. Until the merger is publicly announced, Jennifer must not engage in tipping by passing this information along to others. Also, Jennifer must not buy or sell stock in her company or the other company involved in the merger until the merger is publicly announced. Both Jennifer and Thomas could face criminal liability for violating insider trading laws.

All of us can have inside information, not just high-level executives. If you learn inside information about the Company, keep it confidential. Don't trade in the Company's stock or securities until at least one trading day after the information has been publicly disclosed.

Before you trade or consider entering into a transaction that involves our Company stock or securities, make sure you are familiar with the requirements and your responsibilities under our **Insider Trading Policy**. If you have any questions, ask the Legal Department or your own legal counsel.



## MAINTAINING ACCURATE BOOKS AND RECORDS

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It is crucial that our Company's accounting books and records are accurate, complete and understandable. Inaccurate books and records can violate the laws of the United States and other countries. We each contribute to the accuracy of our Company's books and records through the information we gather and record. For example, we must be accurate in the hours we work and the work we've completed. We must also be accurate in test results, expense reports and the costs and revenues for our business, among others.

To ensure the integrity of our Company records:

- Check that all records you prepare or approve are accurate and complete
- Do not enter into any informal side agreements (for example, verbal or undocumented agreements) with business partners
- Retain records according to our Company's records retention schedule
- Disclose records only as authorized by Company policy or in response to a legal process
- Raise any instance of incorrect, misleading or fraudulent record-keeping immediately

**Q** Jin is responsible for keeping some financial paperwork current. Unfortunately, the paperwork is now out of date because he has been very busy on another project. He just found out that the paperwork he is responsible for is being audited. Can Jin edit the paperwork to make it accurate before turning it in for the audit?

**A** No. Jin must not alter any documents during an audit without permission. If he thinks that these records do not accurately reflect our Company's finances, he should consult with his manager. His manager can help find the right way to truthfully disclose this to the auditors. In the future, Jin should take care to keep his files properly updated. That way he and his co-workers have accurate information when they need it.

### Handle cash transactions carefully

Cash always needs to be managed with care. Follow appropriate accounting procedures for cash and bank account transactions.

**Q** Maria is negotiating with a marketing service provider. She is included in emails that discuss a 1% rebate on all fees. The supplier will set aside this rebate to pay for ad-hoc marketing activities at Western Digital's direction. Maria has seen the draft contract and there is no mention of this rebate or exactly how it will be repaid to Western Digital. Maria knows this is an important term in the deal and that Finance needs to be made aware. How should Maria respond to the situation?

**A** Maria is correct that this rebate needs to be appropriately documented and reviewed with Finance. Otherwise, this could be both an off-book account and a side agreement. Maria needs to work with her team to get guidance from Finance and the Legal Department. They can help appropriately structure and document the rebate in the contract.

### **Off-book accounts are prohibited**

Off-the-books transactions are strictly prohibited. They are also known as a "second set of books," "slush fund," "cookie jar" or "rainy day fund." Do not create an undisclosed or unrecorded fund or asset for any purpose. It doesn't matter if expenditures from the fund are tracked;

they still must be on the books. Properly record all transactions in our Company's official books and records. If you learn of any off-the-books transactions, contact the Legal Department immediately.

### **Undocumented side agreements are prohibited**

To ensure accurate records and forecasts of revenues and expenses, always document all material terms of our agreements accurately and completely. This includes agreements with customers, suppliers and other business partners. Agreements outside the written contract or purchase/sales order are considered "side agreements." Side agreements are also known as "side deals" or "side letters." Side agreements might be communicated verbally through meetings or phone conversations or in writing through emails and letters. Side agreements are strictly prohibited because they circumvent established financial and other controls.

Formally document all new agreements or modifications to an existing agreement involving Company business or resources. Have an authorized Company representative execute them in accordance with Company policies and procedures. Obtain required Legal and Finance pre-approvals for any terms or clauses outside of standard pre-approved contract language. If you learn of any side agreements, contact the Legal Department immediately.

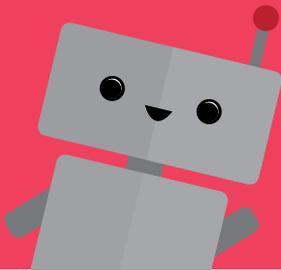
## COOPERATING WITH INTERNAL INVESTIGATIONS AND AUDITS

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Comply fully with the requests of any internal or external auditors, attorneys or investigators who have been engaged by Western Digital. Provide these individuals with timely, complete and accurate information. Do not mislead or attempt to improperly influence any investigation, audit or inquiry.

**Remember: Our Company will not tolerate retaliation against anyone who participates in an audit or investigation.**

Western Digital takes all requests for information by government officials seriously. If you learn of a government request for information or a government investigation, immediately contact your manager and the Legal Department. To ensure our Company responds accurately and appropriately, do not answer questions or produce documents until instructed to do so by the Legal Department.



If you have a question or wish to raise a concern, your manager is an excellent resource, and so is HR or another manager you trust.

You can also reach out to Ethics and Compliance at [compliance@wdc.com](mailto:compliance@wdc.com) or through our Ethics Helpline at [www.EthicsHelplineWDC.com](http://www.EthicsHelplineWDC.com).

We support charitable activities, promote environmental sustainability, and communicate responsibly. Learn about all the ways we build communities.

# Building Our Communities



## PARTICIPATING IN POLITICAL AND CHARITABLE ACTIVITIES

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The Company encourages you to get involved in the political and charitable activities of your choice, but you must follow these two simple rules:

- Be clear that your participation is your own choice, not an endorsement from Western Digital
- Don't use Company time or resources for your personal political activities

If you plan to use any Western Digital funds or resources for a charitable activity, review and follow the [Charitable Donations of Company Funds and Assets Policy](#) and the [Corporate Approval Requirements and Delegation of Authority Policy](#).

These policies require pre-approval by the Western Digital Foundation and/or Ethics and Compliance for certain activities.

Do not commit Company funds, use of the Company's name or facilities, or other Company assets or provide support for political activities without prior approval from the Company's Chairman, Chief Executive Officer, and Legal Department. "Political activities" is a broad term that includes anything related to promoting political candidates, parties or issues. It also includes donations to political campaigns or events, hosting of political events, endorsements of legislation and other similar activities.



## PROMOTING ENVIRONMENTAL SUSTAINABILITY

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**Q** Malik notices that an environmental permit for one of our manufacturing facilities is about to expire. He notifies his manager Karima. She tells him not to worry about it because it is for a chemical they rarely work with. She says they don't really need to renew the permit. Should Malik do as his manager says?

**A** No. Malik should inform another manager he trusts, EH&S or the Legal Department about the expiring permit. We have a responsibility to follow all environmental regulations in the countries where we do business. This responsibility includes keeping all permits current. Failing to do so could put the Company and our employees at risk. If you ever have questions about permits or environmental regulations, ask your manager or contact EH&S.

Our Company is committed to environmental responsibility. We each play an important role by following practices and procedures that protect the environment and conserve resources. Together, we can continually improve our environmental performance and protection. We not only abide by the law and meet customer expectations, but we strive to do even better than what is required or expected of us. This focus permeates our entire business process, from the materials we use to our manufacturing practices and waste disposal methods. If you have questions about your specific responsibilities, talk to your manager or Environmental Health & Safety (EH&S).

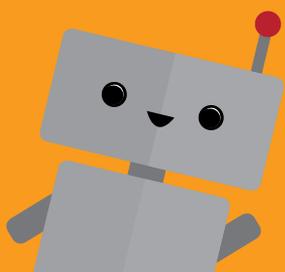
## HANDLING EXTERNAL INQUIRIES

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The information our Company shares with the public must be accurate and consistent. Therefore, the job of communicating with the media is assigned to the Company's Public Relations team. If a member of the media contacts you, forward the request to Public Relations rather than responding yourself.

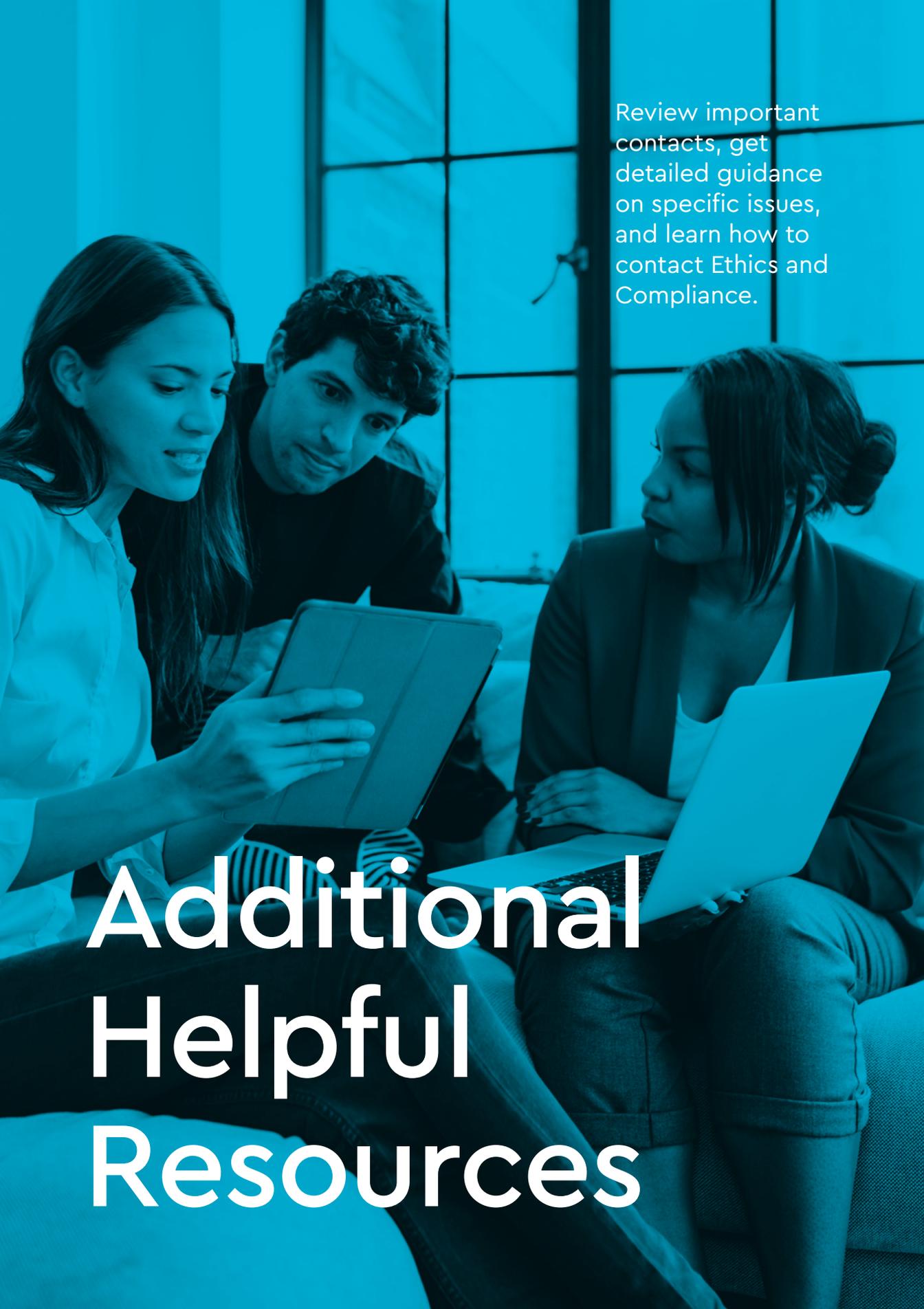
If an analyst or investor contacts you, please refer them to the Company's Investor Relations team.

Contact the Legal Department for advice if you receive any requests for information from law enforcement, government agencies or public officials.



If you have a question or wish to raise a concern, your manager is an excellent resource, and so is HR or another manager you trust.

You can also reach out to Ethics and Compliance at [compliance@wdc.com](mailto:compliance@wdc.com) or through our Ethics Helpline at [www.EthicsHelplineWDC.com](http://www.EthicsHelplineWDC.com).



Review important contacts, get detailed guidance on specific issues, and learn how to contact Ethics and Compliance.

# Additional Helpful Resources

## ADDITIONAL HELPFUL RESOURCES

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### Detailed guidance on specific issues

Visit the Ethics and Compliance space on the Company intranet. You'll find policies and guidelines that go deeper into the issues covered by this Code, infographics and disclosure forms and other materials to help you navigate tough situations.

### Contact Ethics and Compliance

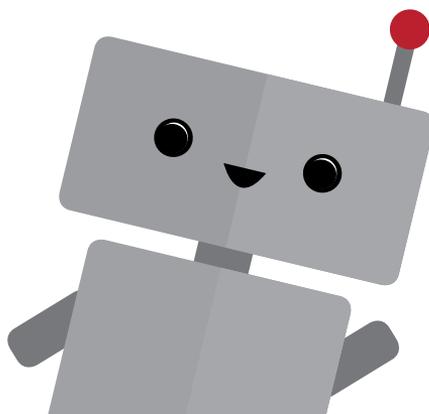
Send an email to [compliance@wdc.com](mailto:compliance@wdc.com). Contact information for individual team members is also available on the Ethics and Compliance intranet space.

### Contact the Company's Data Protection Officer

Send an email to [dpo@wdc.com](mailto:dpo@wdc.com). This email address reaches the Company's Data Protection Officer.

### Raise a potential ethics concern

Visit the Ethics Helpline at [www.EthicsHelplineWDC.com](http://www.EthicsHelplineWDC.com). The Ethics Helpline has local operators available in all the languages where we do business and you can find your local telephone number on the [Ethics and Compliance](#) intranet space.



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