

Policies Regarding Complaints and Concerns on Business Conduct Matters

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Scope

Qimonda AG (the “Company”) has established “[Business Conduct Guidelines](#)”, which govern our business conduct worldwide. Those Business Conduct Guidelines are applicable to Qimonda and all its subsidiaries and other affiliated companies which have adopted them (the “Qimonda Group”).

Initial Situation

The Business Conduct Guidelines shall guide all our conduct as Qimonda Group employees and are designed to give our customers, shareholders and employees, as well as the communities in which we work, a better understanding of what we stand for and what we want to achieve. One crucial element of this goal is compliance with applicable laws and regulations.

Applicable laws and regulations, including those with respect to insider trading in securities, shall be strictly observed by all Qimonda Group employees. In order to facilitate such compliance, management has established this Rule as well as the [Business Conduct Guidelines](#) for:

- the receipt, retention and treatment of complaints received by Qimonda group companies regarding potential violations of the Business Conduct Guidelines; and
 - the confidential, anonymous submission by Qimonda group employees of concerns regarding questionable actions or activities which relate to the Business Conduct Guidelines.
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Objectives

This policy is intended to provide a mechanism by which complaints and concerns regarding Business Conduct matters may be raised and addressed by Qimonda group employees without the fear or threat of retaliation.

The Qimonda Group also invites its contractors, sub-contractors, customers, creditors and others doing business with it to report any complaints or concerns they may have regarding our Business Conduct practices. Such complaints or concerns shall be treated in accordance with the following rules.

Procedures for Raising Complaints and Concerns

Persons with complaints or concerns regarding Business Conduct matters may submit such complaints or concerns to the attention of the Compliance Officer of the Qimonda Group (“Corporate Compliance Officer”) or the appropriate regional Corporate Compliance Officer using the following procedures:

- By sending a letter or other writing
to the Corporate Compliance Officer

Steven Bechhofer
Qimonda AG
Am Campeon
85579 Neubiberg
GERMANY

or to the appropriate regional Compliance Officer

Don O’Grady
Qimonda North America Corp.
M/S - 51503
3000 Centre Green Way
NC-27513 Cary
USA

Stacy Lim
Qimonda Asia Pacific Pte Ltd
SIN KS/10th Floor, West Wing
8 Kallang Sector
349282 Singapore
SINGAPORE

- By telephone +49 89 234 64864
- By email at compliance@qimonda.com resp. compliance-eu@qimonda.com or

Complaints and concerns may be made **anonymously** either by telephone, the intranet reporting system indicated above or directly to the Corporate Compliance Officer or the appropriate regional Compliance Officer.

Procedures for Investigating and Resolving Complaints and Concerns

1. All complaints and concerns received will be prioritized and investigated by the responsible Compliance Officer and, if necessary, with the assistance of experts in other areas of responsibility (such as the local or Corporate General Counsel, etc.) as may be deemed necessary and/or appropriate by the relevant Compliance Officer in order to fairly and objectively evaluate and investigate the complaint.
2. After his/her evaluation of the complaint or concern, the responsible Compliance Officer may, at his/her discretion and in accordance with the guidance by the Corporate Compliance Officer escalate the complaint or concern to the Corporate Compliance Officer and/or General Counsel of the Qimonda Group (“Corporate General Counsel”), deal with it on his/her own or

delegate it to other people reporting to the responsible Compliance Officer, General Counsel or corporate executive (e.g. human resource) as deemed appropriate, in order to further investigate any complaint or concern.

3. After its evaluation of the complaint or concern the responsible Compliance Officer in accord with the responsible General Counsel will authorize such follow-up action, if any, as deemed necessary and appropriate to address the substance of the complaint or concern. The Company reserves the right to take whatever action it believes appropriate, up to and including the termination of employment of any employee deemed to have engaged in improper conduct.
4. If a complaint or concern involves a member of the Management Board or an executive employee (leitender Angestellter, GG 16 and above) the responsible Compliance Officer shall comply with the procedures set forth in the [Business Conduct Guidelines under section G](#).
5. Regardless of whether a complaint or concern is submitted anonymously, the Company will strive to keep all complaints and concerns and the identity of those who submit them and those who participate in any investigation as confidential as possible, limiting disclosure to those with a business need to know.
6. The company will not penalize or retaliate against any person or entity for reporting a complaint or concern (including by discharge, demotion, suspension threat or harassment) if the complaint or concern was made in good faith. The Company will not tolerate retaliation against any person or entity for submitting, or for cooperating in the investigation of, a complaint or concern. Any such retaliation or the lodging of a complaint or concern with knowledge that it was false, will warrant disciplinary action against the offending party up to and including the termination of employment.
7. The Compliance Officers shall keep a record of all complaints and concerns received and the disposition thereof, and the regional Compliance Officers shall report quarterly to the Corporate Compliance Officer. All such reports and related documentation will be retained for seven years.

